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***PROPOSED ATTORNEYS FOR THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS***

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Case No. 04-81694-SAF
VARTEC TELECOM, INC., et al.,	§	(Chapter 11)
	§	
<i>Debtors.</i>	§	(Joint Administration Requested)

**OFFICIAL UNSECURED CREDITORS COMMITTEE'S
WITNESS AND EXHIBIT LIST**

The Official Unsecured Creditors Committee (the "Committee") files this Witness and Exhibit List for the hearings scheduled for **November 22, 2004, at 9:30 a.m.** (the "Hearing"):

WITNESSES

The Committee may call any of the following witnesses at the Hearing, whether in person or by deposition:

1. Keith A. Maib, Principal of XRoads Solutions Group; proposed financial advisors to the Committee;
2. Florence Lentini, Managing Director of XRoads Solutions Group; proposed financial advisors to the Committee;
3. any witness called by the Debtors or any other party in interest; and

4. any witness necessary to rebut the testimony of witnesses called or designated by any other party.

EXHIBITS

The Committee may offer into evidence any one or more of the following exhibits at the Hearing, subject to the Court's ruling on their admissibility:

Exhibit No.	Description	Offered	Admitted
A.	November 12, 2004 VarTec Telecom, Inc. Daily Cash and Revolver Borrowing Position		
B.	November 5, 2004 VarTec Telecom, Inc. Daily Cash and Revolver Borrowing Position		
C.	Affidavit of Stephen A. Goodwin in Support of the Application of Carrington Coleman Sloman & Blumenthal, LLP as Counsel to the Official Committee of Unsecured Creditors		
D.	Any exhibits necessary to rebut the evidence offered by any other party.		

The Committee reserves the right to supplement this Witness and Exhibit List.

Dated: November 18, 2004.

Respectfully submitted,

/s/ Stephen A. Goodwin
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*Proposed Attorneys for the Official Committee
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CERTIFICATE OF SERVICE

The undersigned does hereby certify that, on November 18, 2004, a true and correct copy of the foregoing document has been served, via ECF electronic mail and/or by regular United States Mail, postage-prepaid, on the parties listed on the Master Service List (*as of November 15, 2004*).

/s/ Jonathan Covin
Jonathan Covin