

**ENTERED**TAWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET

The following constitutes the order of the Court.

Signed January 3, 2006

Harlin DeWayne Hale
United States Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE:

VARTEC TELECOM, INC., *et al.*

DEBTORS.

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CASE NO. 04-81694-HDH-11

(Chapter 11)
(Jointly Administered)

**THIRD STIPULATION AND ORDER ADJOURNING THE HEARING ON THE
SECOND AMENDED MOTION TO AUTHORIZE AND RATIFY REJECTIONS OF
VARIOUS CIRCUIT AGREEMENTS WITH RESPECT TO MCI'S CIRCUITS**

This Stipulation and Order is made this 29th day of December, 2005, by and between MCI Network Services, Inc., (formerly, MCI WorldCom Network Services, Inc.) ("MNS") and MCI Communications Services, Inc. (formerly, MCI WorldCom Communications, Inc.) ("MCIC," and together with MNS, "MCI"), and VarTec Telecom, Inc. and certain of its direct and indirect subsidiaries (the "Debtors"). MCI and the Debtors will hereafter be referred to collectively as the "Parties."

WHEREAS, on November 1, 2004 (the "Petition Date"), the Debtors commenced cases under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the

Bankruptcy Court for the Northern District of Texas (the “Court”) and have continued to operate their business and manage their properties as debtors in possession pursuant to section 1107(a) and 1108 of the Bankruptcy Code;

WHEREAS, on October 28, 2005, the Debtors filed their Second Amended Motion to Authorize and Ratify Rejections of Various Circuit Agreements (Docket No. 2032) (the “Amended Motion”);

WHEREAS, the Amended Motion seeks, *inter alia*, approval to reject circuits that were installed by MCI for use by the Debtors (the “MCI Circuits”). The MCI Circuits are identified as Nos. 134-194 on Exhibit A to the Amended Motion;

WHEREAS, on December 15, 2005, the Court entered a Stipulation and Order (Docket No. 2186) adjourning the hearing (the “Hearing”) on the Amended Motion to January 3, 2006 at 1:30 p.m. CST; and

WHEREAS, the Parties have mutually agreed to adjourn further the Hearing with respect to the MCI Circuits.

ACCORDINGLY, IT IS HEREBY STIPULATED AND ORDERED AS FOLLOWS:

1. The Hearing with respect to the MCI Circuits shall be held before the Hon. Harlin D. Hale, United States Bankruptcy Judge, 1100 Commerce Street, 14th Floor, Dallas, Texas 75242, on January 23, 2006, at 1:30 p.m. CST.
2. The deadline for MCI to object to the relief requested in the Amended Motion is extended until January 20, 2006 at 4:00 p.m. CST.
3. This Court shall retain jurisdiction to resolve any disputes between the Parties arising with respect to this Stipulation and Order.

4. The undersigned on behalf of the Debtors and MCI each warrants and represents that he or she has been duly authorized and empowered to execute and deliver this Stipulation and Order on behalf of such party.

5. This Stipulation and Order shall have no force or effect and shall not be binding upon either the Debtors or MCI until it is so ordered by the Court.

SO ORDERED

By: /s/ Holly J. Warrington

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and MCI Communications Services, Inc.**

END OF ORDER