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

The following constitutes the order of the Court.

Signed June 2, 2006 **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.*	§	**CASE NO. 04-81694-HDH-11**
	§	
DEBTORS.	§	**(Chapter 11)**
	§	**(Jointly Administered)**

ORDER APPROVING EXECUTION OF WHOLESALE SERVICES AGREEMENT, ASSIGNMENT OF THE SAME, AND REJECTION OF EXISTING AGREEMENT (VOICECOM TELECOMMUNICATIONS, L.L.C.)

On June 1, 2006, the Court considered the Motion to Approve Execution of Wholesale Services Agreement, Assignment of the Same, and Rejection of Existing Agreement (Voicecom Telecommunications, L.L.C.) [Docket No. 2674] (the "Motion")[1] filed by the above-referenced debtors and debtors in possession (the "Debtors"). The Court finds that the Debtors have exercised sound business judgment to determine that they should (i) enter into the Agreement; (ii) assign the Agreement to Comtel effective as of the Final Closing Date; and (iii) reject the Existing Agreement as of the effective

[1] Capitalized terms not defined herein shall have the meaning given to them in the Motion.

date of the Agreement. The Court further finds that adequate notice of this Motion has been given and no other notice needs to be given. Therefore, it is

ORDERED that the Motion is **GRANTED**. It is further

ORDERED that the Debtors are authorized to enter into the Agreement and take any other steps necessary to the effectuate the transaction contemplated thereunder. It is further

ORDERED that the Agreement shall be deemed assigned to Comtel effective as of the Final Closing Date. It is further

ORDERED that as of the Final Closing, the Debtors and their estates shall be relieved and discharged from any liability, whether arising before, on, or after the Final Closing Date, under the Agreement. It is further

ORDERED that the Existing Agreement shall be deemed to be rejected as of the effective date of the Agreement. It is further

ORDERED that the 10-day stay of Rule 6004(g) and 6006(d) of the Federal Rules of Bankruptcy Procedure shall be waived.

 # # # END OF ORDER # # #

After entry, return copy to:

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