United States Department of Justice
Office of the United States Trustee
1100 Commerce Street, Room 976
Dallas, Texas 75242 (214) 767-8967
George F. McElreath
TX STATE BAR NO. #13581600

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-SAF-11**
	§	
	§	
DEBTORS	§	**CHAPTER 11**

SECOND AMENDED APPOINTMENT OF OFFICIAL
UNSECURED CREDITOR'S COMMITTEE

Pursuant to 11 U.S.C. §1102(a)(1), the following persons are appointed to the Official Committee of Unsecured Creditors in the above styled and numbered case:

1. Brian H. Benjet
   Director, Corporate and Financial Litigation
   MCI, Inc.
   1133 19th Street NW
   Washington, D.C. 20036
   202-736-6409
   202-0736-6320 fax
   brian.benjet@mci.com

2. Dave Egan, CPA
   SBC Industry Markets
   Senior Manager-Credit and Collections
   722 North Broadway, Floor 11
   Milwaukee, Wisconsin 53202
   414-227-6624
   414-227-3883 fax
   de5269@sbc.com

3. Kathy Morgan
Teleglobe Telecom Corporation
11495 Commerce Park Drive
Reston, Virginia 20191
703-755-2042
703-755-2610 fax
kathy.morgan@teleglobeusa.com

4. Jane Frey
Qwest Communications Corp.
1801 California Street, Suite 3800
Denver, Colorado 80202
303-383-6480
303-383-6665 fax
jane.frey@qwest.com

5. Andrew Stein, Senior Attorney
AT&T Corp.
55 Corporate Dr., Room 32D48
Bridgewater, New Jersey 08807
908-658-0615
908-658-2346
alstein@att.com

6. Reginald A. Greene
Operations & Bankruptcy Counsel
BellSouth Corporation Legal Department
Suite 4300
675 W. Peachtree St., N.W.
Atlanta, GA 30375-0001
404-335-0761
404-614-4054 fax
reginald.greene@bellsouth.com

7. Cynthia B. Ayres
Valor Telecommunications Enterprises, L.L.C.
201 E. John Carpenter Freeway, Suite 200
Irving, TX 75062
469-420-2567
972-3731812 fax
cayres@valortelecom.com

8. Lowell Feldman
Unipoint Holdings
830 Country Lane
Houston, TX 77024
512-735-1200
512-735-1210 fax
lfeldman@pointone.com

9. Jay Lankford
Specialty Outsourcing Solution Ltd.
P. O. Box 23407
Waco, TX 76702-3407
254-741-9132
254-741-6923 fax
jay@1solutionltd.com

DATED: February 24, 2005

Respectfully submitted
WILLIAM T. NEARY
UNITED STATES TRUSTEE

/s/ George F. McElreath
George F. McElreath
Assistant United States Trustee
TX #13581600
1100 Commerce, Room 976
Dallas, TX 75242 (214) 767-8967

CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing document was mailed by first class postage-prepaid, U. S. mail on the 25th of February, 2005 to the creditors committee listed herein and to the persons listed on the attached list:

/s/ George F. McElreath
George F. McElreath

11480 Commerce Park Drive
Reston, VA 20191

5910 N. Central Expwy., Suite 700
Dallas, TX 75206

3632 Roxboro Road
Durham, NC 27704

MCI Worldcom
6929 N. Lakewood Avenue
Tulsa, OK 74117

Regions Bank
400 West Capital
Little Rock, AR 72201

Qwest, Megan Cristensen
250 East Bell Plaza, Room 609
Salt Lake City, UT 84111

Ameritech/Donna Kern
4075 Bay Road C0103
Saginaw, MI 48603

Bell South, Katrina Whitely
1 Chase Corporate Ctr., Suite 300
Birmingham, AL 35244

Southwestern Bell, Leigh Ann Young
529 South 7th Street Floor 2B
Springfield, IL 62721

AT&T
1001 E. Fayette Street
Baltimore, MD 21202

GTE
2701 South Johnson
San Angelo, TX 76904

Bell Atlantic
3632 Roxboro Road
Durham, NC 27704

US West, Barbara Vallejo
250 East Bell Plaza, Room 609
Salt Lake City, UT 84111

Unipoint Holdings
6500 River Place Blvd., Bldg 2, Ste. 200
Austin, TX 78730

ZNET Communications, Inc.
19349 N. 12th Street
Covington, LA 70433

Century Tel, PO Box 4065
100 Centruytel Dr., Rm 1034 1-N
Monroe, LA 71211-4065

RNI Communications Corp/Rubicon Netw
75 Broad St., Suite 210, 2nd Floor
New York, NY 10004

Alltel/Lee Ellito
One Allied Drive 1269-B-4F03NA
Little Rock, AR 72202

Visionquest Marketing Services, Inc.
PO Box 5304
Norman, OK 73070-5304

NTS communications
5307 West Loop 589
Lubbock, TX 79414

Specialty Outsourcing Solution, J Langfor
PO Box 23407
Waco, TX 76702

Oracle Corp, Tiffany Lee
500 Oracle Parkway
Redwood Shores, Ca 94065

Citizens Communications
14450 Burnhaven Drive
Burnsville, MN 55306

Comdisco Inc.
2312 Collection Center D
Chicago, IL 60693

Etelecare International
602 E Huntington Dr. Suite H
Monrovia, CA 91016

LM Data of Texas
234 Venable Lane
Monroe, LA 71203

Sprint Canada
2235 Sheppard Ave East Atria II, Suite 600
Toronto, Ontario M2J5G1

Level 3 Communications
1025 Eldorado Blvd.
Broomfield, CO 80021

Broadwing
1122 Capital of Texas Hwy. S
Austin, TX 78746

Sybase Inc.
6000 Feldwood Road
College Park, GA 30349

Personix Houston
P.O. Box 173879
Denver, CO 80217-3879

Cyber City Teleservices Ltd.
401 Hackensack Avenue
Hackensack, NJ 07601

Wyndham Anatole
2201 Stemmons Frwy.
Dallas, TX 75207

American Airlines Ctr., 2500 Victory
Dallas, TX 75219

401 Lakeshore Pkwy.
Rockhill, SC 29730

4 Hamilton St., 2nd Floor
New Haven, CT 06511-6617

Televista
19111 Dallas N. Pkwy.
Dallas, TX 75287

Tekvision
2301 N. Greenville Ave., Ste. 400
Richardson, TX 75082

USHA Communications
111 SW 5th Ave., Suite 1700
Portland, OR 97204

IKANO
265 East 100 St., Ste. 245
Salt Lake City, UT 84111

Valor Telecommunications
1401 Elm Street 5th Floor
Dallas, TX 75202

Illuminet SS-7, Kathy Lawrenz
7400 W. 129th Street
Overland Park, KS 66213

Hewlett Packard
PO Box 402582
Atlanta, GA 30384-2582

AFNI
Dept 0478/PO Box 120478
Dallas, TX 75312-0478

Protel/Operadora Protel, Rodolfo Gaona
#81, Lomao del Sotelo
Mexico, D.F. 11200

Arnold Logistics LLC
PO Box 42541
Philadelphia, PA 19101

Pacific Tel (Century), PO Box 4065
100 Centurytel Dr. RM 1034-1N
Monroe, LA 71211

/dekcab Gikdubgsm Ltd., Martin Pugh
5 Place de la Fusterie CP 3033
Geneva, Switzerland

Brightpoint, Inc.
1615 Paysphere Circle
Chicago, IL 60674

Vartec Telecom, Inc.
1600 Viceroy Drive
Dallas, TX 75235

Stewart/Wallander, Vinson & Elkins
2001 Ross Avenue, Suite 3700
Dallas, TX 75201

Budner/Bivans/Raxton, Hughes & Luce
1717 Main St., Suite 2800
Dallas, TX 75201

IRS, Special Procedures Branch, Rm 938
Mail Code 5020-DAL, 1100 Commerce
Dallas, TX 75242

Kay Brock, Ofc of Atty General
PO Box 12548
Austin, TX 78711-2548

M. Jane Brady, Ofc of Del Atty General
820 N. French St., Carvel St Ofc Bldg
Wilmington, DE 19801

Jerry Kilgore, Ofc of VA Atty General
900 East Maint Street
Richmond, VA 23219

FCC
445 12th Street, SW
Washington, DC 20554

TWC, Bankruptcy Section
TEC Bldg, 101 East 15th St.
Austin, TX 78778

Comp of Pub Accts, Rev Acct Div
PO Box 13528
Austin, TX 78711

Aronson/Dyson/Gugino/Zawalick, Rural Tel Fin Coop, 2201 Cooperative Way
Herndon, VA 20171-3025

Gerber/Schwartz/Manns, Fulbright & Jaworski, 2200 Ross Ave Ste 2800
Dallas, TX 75201

William Greendyke/Fulbright & Jaworski
1301 McKinney, Suite 5100
Houston, TX 77010-3095

Bay4 Capital
311 North Bayshore Drive
Safety Harbor, FL 34695

HP Financial Services
420 Mountain Ave., PO Box 6
Murray Hill, NJ 07974

GE Capital
10 Riverview Drive
Danbury, CT 06810

Kronos Inc.
297 Billerica Road
Chelmsford, MA 01824

171 17th St., Suite 2100
Atlanta, GA 30363-1031

3022 Government Street
Baton Rouge, LA 70806-5720

100 Century Park Drive
Monroe, LA 71203

Rosenblatt, Kilpatrick Stockton
1100 Peachtree St., NE, Suite 2800
Atlanta, GA 30309-4530

Reginald Greene, Bellsouth Corp.
1155 Peachtree St., 18th Floor
Atlanta, GA 30309

McGuire Craddock & Strother
3550 Lincoln Plaza, 500 North Akard St.
Dallas, TX 75201

E. Weller, Linebarger Goggan Blair Samp
2323 Bryan St., Suite 1600
Dallas, TX 75201

Lisa Epps, Spencer Fane Britt & Browne
1000 Walnut St., Suite 1400
Kansas City, MO 64105

Vincent D'Agostino, Lowenstein Sandler
65 Livingston Avenue
Roseland, NJ 07068

Marvin Mohney
900 Jackson St., Suite 120
Dallas, TX 75202

Michael Benz, Chapman & Cutler
111 W. Monroe St., 15th Floor
Chicago, IL 60603

Greg Donovan, Afni, Inc.
404 Brook Drive
Bloomington, IL 61701

Mark Collins/Richards Layton & Finger
PO Box 551/One Rodney Square
Wilmington, DE 19899

Linda Boyle, Time Warner Telecom
10475 Park Meadows Drive, #400
Littleton, CO 80124

Kathy Morgan/Teleglobe Telecom Corp.
11495 Commerce Park Drive
Reston, VA 20191

Howard Levine/Sussman Shank
1000 SW Broadway, Suite 1400
Portland, OR 97205-3089

Cooper/Sprouse, Jackson Walker
100 Congress, Suite 1100
Austin, TX 78701

Patricia Tomasco/Brown McCarroll
111 Congress Ave., Suite 1400
Austin, TX 78701

Steven Youngman, Weil Gotshal Manges
200 Crescent Court, Suite 300
Dallas, TX 75201

James Grogan III, Weil Gotshal Manges
700 Louisiana, Suite 1600
Houston, TX 77002

Peter Franklin III, Locke Liddell & Sapp
2200 Ross Ave., Suite 2200
Dallas, TX 75201

Bagnall/Brown McCarroll
2001 Ross Ave., Suite 2000
Dallas, TX 75201

WilTel Communications, Kevin Ward
100 S Cincinnati, 1 Technol Ctr MD15-1
Tulsa, OK 74103

Campbell/Smith, Campbell & Cobbe
900 Jackson St., Suite 120
Dallas, TX 75202

Sherman, Sills Cummis Epstein & Gross
One Riverfront Plaza
Neward, NJ 07102-5400

Aelvoet, Linebarder Goggan Blair & Samp
711 Navarro, Suite 300, Travis Bldg.
San Antonio, TX 78205