FORM B10 (Official Form 10) (4/98)

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS DALLAS DIVISION

PROOF OF CLAIM

Name of Debtor TELCO NETWORK SERVICES INC

Case Number 04-81702-BJH-11

NOTE. This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U S C § 503.

Name of Creditor (The person or other entity to whom the debtor owes money or property)

Hewlett Packard Company

Name and address where notices should be sent
Hewlett Packard Company
20 Perimeter Summit Blvd
MS 702 Attn Kathy Escue
Atlanta, GA 30319

Telephone number 404-648-8135

☐ Check box if you are aware that anyone else has filed a proof of claim relating to your claim Attach copy of statement giving particulars
☐ Check box if you have never received any notices from the bankruptcy court in this case
☑ Check box if the address differs from the address on the envelope sent to you by the court

THIS SPACE IS FOR COURT USE ONLY

Account or other number by which creditor identifies debtor
80060578

Check here if this claim
☐ Replaces a previously filed claim, dated _____
☐ amends

1 Basis for Claim
☐ Goods sold
☐ Services performed
☐ Money loaned
☐ Personal injury/wrongful death
☐ Taxes
☑ Other Support
☐ Retiree benefits as defined in 11 U S C § 1114(a)
☐ Wages, salaries, and compensation (fill out below)
Your SS # _____ _____ _____
Unpaid compensation for services performed
from _____ to _____

2 Date debt was incurred 08-04-04

3 If court judgment, date obtained

4 Total Amount of Claim at Time Case Filed **$ 437,277 98 See attached Exhibit A & Claim Summary**

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below
☐ Check this box if claim includes interest or other charges in addition to the principal amount of the claim Attach itemized statement of all interest or additional charges

5 Secured Claim
☐ Check this box if your claim is secured by collateral (including a right of setoff)
Brief Description of Collateral
☐ Real Estate ☐ Motor Vehicle
☐ Other_Computer Equipment_____
Value of Collateral $_____

Amount of arrearage and other charges at time case filed included in secured claim, if any $_____

6 Unsecured Priority Claim
☐ Check this box if you have an unsecured priority claim
Amount entitled to priority $_____
Specify the priority of the claim
☐ Wages salaries or commissions (up to $4 300) * earned within 90 days before filing of the bankruptcy petition or cessation of the debtor s business whichever is earlier 11 U S C § 507(a)(3)
☐ Contributions to an employee benefit plan 11 U S C § 507(a)(4)
☐ Up to $1 950* of deposits toward purchase lease or rental of property or services for personal family or household use 11 U S C § 507(a)(6)
☐ Alimony maintenance or support owed to a spouse former spouse or child 11 U S C § 507(a)(7)
☐ Taxes or penalties owed to governmental units 11 U S C § 507(a)(8)
Other Specify applicable paragraph of 11 U S C § 507(a)(____)
☐ **Amounts are subject to adjustment on 4/1/01 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment*

7 Credits The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim

8 Supporting Documents *Attach copies of supporting documents,* such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien DO NOT SEND ORIGINAL DOCUMENTS If the documents are not available, explain If the documents are voluminous, attach a summary

9 Date-Stamped Copy To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim

THIS SPACE IS FOR COURT USE ONLY

FILED
MAR 0 9 2005
BMC

Vartec Telecom Inc
02099

Date
3/3/05

Sign and print the name and title if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney if any)
Kathy Escue, Bankruptcy Analyst Kathy Escue Bankruptcy Analyst

Penalty for presenting fraudulent claim Fine of up to $500,000 or imprisonment for up to 5 years, or both 18 U S C §§ 152 and 3571

Creditor reserves the right to amend Further documentation provided upon request

Vartec Telcom, Inc , et al
Case #'s 04-81694 through 04-81710

Hewlett-Packard Company
Proof of Claim

EXHIBIT A

As of November 1, 2004, the claim of Hewlett-Packard Company ("HP") consisted of claims with respect to goods sold and services provided in the aggregate amount of $ 437,277 98

The obligations of VarTec Telecom, Inc and certain of its affiliated companies ("VarTec Entities") to HP arise under various purchase orders, service agreements and support agreements between HP and the Debtor as detailed on the attached Claim Summary The various agreements and invoices are too voluminous to attach to this proof of claim The invoices and documents are in the possession of the VarTec Entities but will be provided by HP upon request

Because of the nature of the relations between HP and the VarTec Entities, HP has filed an identical proof of claim that relates to all of the VarTec Entities with which HP did business rather than a separate proof of claim for each such Chapter 11 case

Attached is a Claim Summary detailing amounts that, according to HP's records, are due and owing to HP by the various VarTec Entities Although HP has attempted to distinguish which debtor entity owes which obligation, HP is unable to conclusively determine the accuracy of the referenced debtor for each specific line item and, therefore, is setting forth the full amount of its claim against all of the VarTec Entities When HP is able to ascertain the correct amount of its claim against each such VarTec Entity, HP will amend its claim accordingly

HP reserves the right to amend this proof of claim for any reason

Var Tec Telecom, Inc et all
Claim Summary

Case #'s 04-81694 - 81710

Cust #	Customer	Invoice #	Invoice Date	Amount	COMMENTS	PO#
80060578	Var Tec Telecom	6789403	8/4/2004	$128,001 84	Prepetition invoice	225619
80060578	Var Tec Telecom	6808312	9/3/2004	$128,001 84	Prepetition invoice	225619
80060578	Var Tec Telecom	6827990	10/2/2004	$128,077 14	Prepetition invoice	225619
80103778	Var Tec Telecom	6826264	10/2/2004	$6,599 01	Prepetition invoice	227137
80103778	Var Tec Telecom	6805886	9/2/2004	$6,599 01	Prepetition invoice	227137
512490	Var Tec Telecom	320264904	9/16/2004	$613 46	Prepetition portion of invoice	227218
80114423	Var Tec Telecom	6838695	10/27/2004	$39,385 68	Prepetition invoice	227284
			Total	437,277 98		

Kathy Escue
Hewlett-Packard Company
404-648-8135

The listing above represents unpaid prepetition invoice balances

HP reserves the right to amend claim Further documentation is available upon request

Hewlett-Packard Company
20 Perimeter Summit Boulevard
Atlanta, GA 30319

invent

March 8, 2005

VarTec Claims Processing
C/O BMC Group
1330 E Franklin Avenue
El Segundo, CA 90245

Re VarTec Telecom, Inc , et al Case #'s 04-81694 through 04-81710

To Whom It May Concern

Attached please find Hewlett-Packard's POCs for the above-referenced bankruptcy cases

Hewlett-Packard Company and certain of its affiliates (collectively "HP") has had a complex business relationship with VarTec Telecom and its affiliates (collectively "VarTec") As outlined in the attached Exhibit A to our POCs, HP is unable to determine with certainty which VarTec entity owes which obligation included in our claim in all cases Accordingly, HP is filing a claim for the full amount of its claim against all VarTec entities per the instructions provided with the bar date notice HP reserves the right to amend, supplement and/or revise its proofs of claim Copies of invoices, purchase orders, and proofs-of-delivery are too voluminous to attach here but are available if needed

I have attached an extra copy of our POC to each individual claim so that an acknowledgement copy can be returned to us Please return the stamped acknowledgement copies to my attention in the stamped, self-addressed envelope, which is enclosed

Thank you for your assistance with this matter

Sincerely,

Kathy Escue

Kathy Escue
Default Analyst
Hewlett Packard Company
404-648-8135

Attachments

HEWLETT-PACKARD COMPANY

PACKING LIST

CUSTOMER INFORMATION

SHIP TO:
VARTEC C/O BMC GROUP

1330 E FRANKLIN AVENUE
EL SEGUNDO, CA 90245

DELIVER TO
VARTEC POC

SOLD TO:
VARTEC C/O BMC GROUP

1330 E. FRANKLIN AVENUE
EL SEGUNDO, CA 90245

ATTENTION TO·

CUSTOMER PO#·

SHIPPER INFORMATION

SHIPPED FROM
HEWLETT PACKARD COMPANY
HEWLETT PACKARD COMPANY
20 PERIMETER SUMMIT BLVD
ATLANTA, GA 30319-1417

SHIP REQ # 3107289447

HP ORDER #	ORDER	SECT	PTL

CARRIER/EXPORT
REFERENCE # 663349458095
CARRIER FEDERAL EXP

SHIP DATE 03/08/05