FORM B10 (Official Form 10) (04/04)

United States Bankruptcy Court Northern District of Texas

PROOF OF CLAIM

Name of Debtor: VarTec Telecom Holding Company

Case Number: 04-81710

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): Qwest Communications Corporation

Name and address where notices should be sent:
Qwest Communications Corporation
1801 California Street Room 900
Attn Jane E Frey, Esq
Denver CO 80202
Telephone number 303-383-6480

☐ 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: See attached

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

1 Basis for Claim
- ☐ Goods sold
- ☐ Services performed
- ☐ Money loaned
- ☐ Personal injury/wrongful death
- ☐ Taxes
- ☒ Other Telecom services

☐ Retiree benefits as defined in 11 U S C § 1114(a)
☐ Wages, salaries and compensation (Fill out below)
Last four digits of SS# _____
Unpaid compensation for services performed
from _____ (date) to _____ (date)

2 Date debt was incurred prior to 11/1/04

3 If court judgment, date obtained

4 Total Amount of Claim at Time Case Filed

$3,919,639 53	_____	_____	3,919,639 53
(unsecured)	(secured)	(priority)	(Total)

If all or part of your claim is secured or entitled to priority also complete Item 5 or 7 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 _____

Value of Collateral $_____

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

6 Unsecured Nonpriority Claim $ 3,919,639 53
☐ Check this box if a) there is no collateral or lien securing your claim or b) your claim exceeds the value of the property securing it or if c) none or only part of your claim is entitled to priority

7 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 $4 925) * 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 $2 225* 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 4/1/07 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 11 2005
BMC

Vartec Telecom Inc
02271

Date: 03/10/2005

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)
Jane E Frey, Corporate Counsel Jane E Frey

Penalty for presenting fraudulent claim Fine of up to $500 000 or imprisonment for up to 5 years or both 18 U

Attachment to Proof of Claim filed by Qwest Communications Corporation

Account	Name	Pre-Petition
30280582	Vartec Telecom	$ 3,795,655 49
39152824	Excel Inc	$ 34,214 60
30200347	Telco Communications Group, Inc	$ 89,569 44
30227472	Telco Communications Group, Inc	$ 200 00
	CLAIM TOTAL	**$ 3,919,639 53**

Account Detail

30280582 Invoice	Pre-petition Description	Amount	Pro-rate	Pre-Petition
30-Sep-04	Balance forward	$ 4,027,350 69	1	$ 4,027,350 69
7-Oct-04	Payment	$ (1,944,269 33)	1	$ (1,944,269 33)
31-Oct-04	Prior bill	$ 31,189 68	1	$ 31,189 68
31-Oct-04	Current Charges	$ 1,685,023 25	1	$ 1,685,023 25
30-Nov-04	Delay disconnect	$ (3,638 80)	1	$ (3,638 80)
				$ 3,795,655 49

39152824 Invoice	Pre-petition Description	Amount	Pro-rate	Pre-Petition
15-Sep-04	Balance forward	$ 31,590 01	1	$ 31,590 01
15-Oct-04	Pre-bill	$ 2,222 63	1/2	$ 1,111 32
15-Oct-04	Attny	$ 1,513 27	1	$ 1,513 27
				$ 34,214 60

30200347 Invoice	Pre-petition Description	Amount	Pro-rate	Pre-Petition
31-Oct-04	Balance forward	$ 89,569 44	1	$ 89,569 44
				$ 89,569 44

30227472 Invoice	Pre-petition Description	Amount	Pro-rate	Pre-Petition
30-Sep-04	Balance forward	$ 200 00	1	$ 200 00
				$ 200 00

Invoice copies are too voluminous to attach, but may be provided upon request

Qwest Communications Corporation has filed duplicate claims in all affiliated cases to ensure it has filed its claim in the right case

200 S 5th Street Room 2300
Minneapolis MN 55402
(612) 663-5060
(612) 672-8862 fax

VIA OVERNIGHT MAIL

March 10, 2005

VarTec c/o BMC Group
1330 E Franklin Avenue
El Segundo CA 90245

Re VarTec Telecom, Inc et al
Case Nos 04-81694, 04-81695 04-81696, 04-81697, 04-81698, 04-81700, 04-81699, 04-81701, 04-81704 04-81702, 04-81703 04-81708 04-81705 04-81706, 04-81710 04-81707, 04-81709

Dear Sir/Madam

Enclosed for filing please find an original and a duplicate of the proof of claim submitted by Qwest Corporation for each of the above-referenced matters Please return a file-stamped copy of each claim to me in the envelope provided

Please contact me at 612-663-5060 if you have any questions Thank you

Yours truly

Kristine M Stamps
Staff Paralegal

Enclosure