Streamlined ITC-214-19970415-00212 VarTec Solutions, Inc., Debtor-in-Possession



November 5, 2004

### VIA OVERNIGHT DELIVERY

Marlene H. Dortch, Secretary Attention: International Bureau Federal Communications Commission Office of the Secretary 9300 East Hampton Drive Capitol Heights, MD 20743

RETURN COPY

REC'D NGV 1 7 2004

RECEIVED & INSPECTED

NOV 0 8 2004 FCC-MAILROOM

Re: Notification of Voluntary Chapter 11 Bankruptcy Filing Pursuant to \$63.24

Dear Ms. Dortch:

is intended to inform the Commission that VarTec as well as its subsidiaries, Excel Telecommunications, this correspondence for the Commission's review and records. This notice is made pursuant to §63.24 and voluntarily filed for Chapter 11 bankruptcy in the Dallas Division of the United States Bankruptcy Court enclosed for your records. for the Northern District of Texas under Case No. 04-81694-SAF-11. A copy of the bankruptcy filing is Inc. ("Excel"), and VarTec Solutions, Inc. f/k/a eMeritus Communications, Inc. ("VarTec Solutions"), have Transmitted herewith on behalf of VarTec Telecom, Inc. ("VarTec"), please find five (5) copies of

filing is provided below: services. This voluntary bankruptcy filing has not resulted in a change of control or ultimate ownership for Solutions are authorized by the Commission to provide international switched resale telecommunications international long distance services to customers across the United States. VarTec, Excel and VarTec United States, and VarTec (ITC-90-152), Excel (ITC-93-145) and VarTec Solutions (ITC-97-227) provide the Companies. Additional information as required by §63.18 to notify the Commission of this bankruptcy VarTec and Excel both provide competitive local exchange services to customers throughout the

1) Name, address and telephone number of each company

VarTec Telecom, Inc. 1600 Viceroy Drive Dallas, Texas 75235 (214) 424-1000

Excel Telecommunications, Inc. 1600 Viceroy Drive Dallas, Texas 75235 (214) 424-1000

> VarTec Solutions, Inc. 1600 Viceroy Drive Dallas, Texas 75235 (214) 424-1000

1600 Viceroy Drive Dallas, Texas 75235

## 2) The state of organization for each company

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VarTec Telecom, Inc. is organized under the laws of the state of Texas.

Excel Telecommunications, Inc. is organized under the laws of the state of Texas.

VarTec Solutions, Inc. is organized under the laws of the state of Delaware

# 3) Name, title, address and telephone number of the point of contact for this correspondence

Melissa A. Drennan, Esq. Vice President - External Legal Affairs VarTec Telecom, Inc. 1600 Viceroy Drive Dallas, Texas 75235 (214) 424-1505

owned by each indirectly owns at least ten percent (10%) of equity of each company and the percentage 4) Name, address, citizenship and principal business of any person or entity that directly or

<u>for VarTec Telecom, Inc.</u> Name: CommuniGroup, Inc. Address: 27 South 2nd Street, Bay Springs, Mississippi 39422 Citizenship: a corporation organized in Mississippi Principal Business: telecommunications Percentage of Ownership: direct, 82%

<u>for Excel Telecommunications, Inc.</u> Name: Excelcom, Inc. Address: 1600 Viceroy Drive, Dallas, Texas 75235 Citizenship: a corporation organized in Delaware Principal Business: holding company Percentage of Ownership: direct, 100%

#### for VarTec Solutions, Inc.

Name: Telco Communications Group, Inc. Address: 1600 Viceroy Drive, Dallas, Texas 75235 Citizenship: a corporation organized in Virginia Principal Business: holding company Percentage of Ownership: direct, 100%

VarTec appreciates the Commission's time and attention in reviewing this filing. Acknowledgment and date of receipt of this correspondence are respectfully requested. Please date-stamp the enclosed return copy of this letter and return it in the self-addressed stamped envelope. Please contact the undersigned with any questions regarding this correspondence directly at (214) 424-1505.

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Respectfully submitted,

Melissa A. Drennan, Esq. Vice President - External Legal Affairs

Enclosure

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November 5, 2004

#### VIA OVERNIGHT DELIVERY

#### Marlene H. Dortch, Secretary Attention: Wireline Competition Bureau Federal Communications Commission Office of the Secretary

9300 East Hampton Drive Capitol Heights, MD 20743

## Re: Notification of Voluntary Chapter 11 Bankruptcy Filing Pursuant to §63.03(d)

#### Dear Ms. Dortch:

voluntarily filed for Chapter 11 bankruptcy in the Dallas Division of the United States Bankruptcy Court for the Northern District of Texas under Case No. 04-81694-SAF-11. A copy of the bankruptcy filing is Inc. ("Excel"), and VarTec Solutions, Inc. f/k/a eMeritus Communications, Inc. ("VarTec Solutions"), have is intended to inform the Commission that VarTec as well as its subsidiaries, Excel Telecommunications, correspondence for the Commission's review and records. This notice is made pursuant to §63.03(d) and enclosed for your records. Transmitted herewith on behalf of VarTec Telecom, Inc. ("VarTec"), please find one (1) copy of this

customers across the United States. This voluntary bankruptcy filing has not resulted in a change of control (1)-(4) to notify the Commission of this bankruptcy filing is provided below: or ultimate ownership for the Companies. Additional information as required by §63.03(d) and §63.04(a) United States, and VarTec, Excel and VarTec Solutions provide international long distance services to VarTec and Excel both provide competitive local exchange services to customers throughout the

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VarTec Telecom, Inc. 1600 Viceroy Drive Dallas, Texas 75235 (214) 424-1000

Excel Telecommunications, Inc. 1600 Viceroy Drive Dallas, Texas 75235 (214) 424-1000

VarTec Solutions, Inc. 1600 Viceroy Drive Dallas, Texas 75235 (214) 424-1000

# 2) The state of organization for each company

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VarTec Solutions, Inc. is organized under the laws of the state of Delaware

# 3) Name, title, address and telephone number of the point of contact for this correspondence

Melissa A. Drennan, Esq. Vice President - External Legal Affairs VarTec Telecom, Inc. 1600 Viceroy Drive Dallas, Texas 75235 (214) 424-1505

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Respectfully submitted

Melissa A. Drennan, Esq.

Vice President - External Legal Affairs

Enclosure

	More than \$100 million	\$50,000,001 to \$100 million	\$10,000,001 to \$50 million	\$1,000,001 to \$10, \$10 million \$50	\$1 million \$	\$100,001 to \$500,000	Debts \$50,001 to \$100.000	Estimated Debts \$0 to \$ \$50,000 \$
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		19 1000-over	-199 200-899	50-99 100-199		ditors	Estimated Number of Creditors	Estimated
THIS SPACE IS FOR COURT USE ONLY	paid, there	editors. ive expenses	administrat	stical/Administrative Information (Estimates only) Debtor estimates that funds will be available for distribution to unsecured creditors. Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors:	<ul> <li>Statistical/Administrative Information (Estimates only)</li> <li>Debtor estimates that funds will be available for dis</li> <li>Debtor estimates that, after any exempt property is</li> <li>will be no funds available for distribution to unsecu</li> </ul>	e Informatio at funds will t at, after any e at, after dis	Administrativ r estimates the r estimates the e no funds ave	Statistical/ Debto will b
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Chapter or Section of Bankrupky Code Under Which the Petition is Filed (Check one box) apter 7 Chapter 11 Chapter 13 apter 9 Chapter 12 c. 304 - Case ancillary to foreign proceeding Filing Fee (Check one box)	Chapter or Section of Bankruptcy Code C the Petition is Filed (Check one bo Chapter 7 Chapter 11 C Chapter 9 Chapter 12 Sec. 304 - Case ancillary to foreign proceeding Filing Fee (Check one box)	Chapter or Chapter 7 Chapter 9 Sec. 304 - Cas		Rasilroad Stockbroker Commodity Broker Clearing Bank me box)	Nature of Debts (Check one box)	entur (Check	ration rship	☐ Individual(s ☐ Corporation ☐ Partnership ☐ Other
ue (Check any applicable box) Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.	ue (Check any applicable box) Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this Distric preceding the date of this petition or for a longer part of such 180 days than in any other District. There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District	ss, or princip in any other partnership p	ce of busine 30 days than partner, or	e (Check any applicable box) Debtor has been domiciled or has had a residence, principal place of business, or principal assets preceding the date of this petition or for a longer part of such 180 days than in any other District. There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending i	had a residenc or for a longe ming debtor's a	able box) miciled or have this petition of this petition of the petition of th	Venue (Check any applicable box) Debtor has been domiciled or preceding the date of this pet There is a bankruptcy case or	Venue (Ch Debto prece There
		of the Anal	behter (Ch	ss Debtor Information Beauting the Debtor (Check the Amiliactic Berry)	ss Debtor	sets of Busine dress above):	Location of Principal Assets of Business Debtor (if different from street address above): Informs	Location of (if different
r functions and the set of Joint Debtor (if different from street address):	Joint Debtor (if	rtucipar riace of business: Mailing Address of Joint De	Mailing	dress);	Mailing Address of Debtor (if different from street address):	or (if differen	idress of Debt	Mailing Ac
	e or of the	County of Residence or of the	County		Dallas County	he	Dallas, IX 15236	County of Residence
Last four digits of Soc. Sec. No. / Complete EIN or other Tax I.D. No. (if more than one, state all): Street Address of Joint Debtor (No. & Street, City, State & Zip Code):	int Debtor (No. &	ar digits of Se han one, state all Address of Joi	Last for (if more t Street /	ner Tax I.D. No. Zip Code):	Last four digits of Soc. Sec. No. / Complete EIN or other Tax I.D. No. (if more than one, state all): 75-2280200 Street Address of Debtor (No. & Street, City, State & Zip Code): 1600 Viceroy Drive	Sec. No. / Comj 75-2280200 or (No. & Stree	ast four digits of Soc. So more than one, same all: Treet Address of Debtor 1600 Viceroy Drive	Last four di (if more than o Street Add
All Other Names used by the Joint Debtor in the last 6 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in (include married, maiden, and trade names)	er Names us married, m	All Oth (include	2	n the last 6 years ames):	, the Debtor i	All Other Names used by the Debtor in the last 6 (include married, maiden, and trade names):	All Other I (include ma
Name of Joint Debtor (Spouse) (Last, First, Middle):	or (Spouse) (Las	of Joint Debt	Name	ile):	Name of Debtor (if individual, enter Last, First, Middle): VARTEC TELECOM, INC.	idual, enter I INC.	ebtor (if indiv ) TELECOM,	Name of D VARTEC
Voluntary Petition			Court	United States Bankruptcy Court Northern District of Texas	d States B Northern Di	Unite	(Official Form 1) (12/03) FORM B1	(Official Fo FORM B1

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Printed Name of Authorized Individual <u>Chief Restructuring Officer</u> Title of Authorized Individual <u>October 31, 2004</u> Date	X Isl David G. Walsh Signature of Authorized Individual David G. Walsh	Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.	Date	(214) 220-7700 Fax: (214) 220-7716 Telephone Number	Z001 Koss Avenue Dallas. TX 75201-2975 Address	Firm Name 3700 Trammell Crow Center	Printed Name of Attorney for Debtor(s) Vinson & Elkins L.L.P.	Signature of Attorney for Debtor(s) Daniel C. Stewart, SBT #19206500	Signature of Attorney X /s/ Daniel C. Stewart, SBT #19206500	Telephone Number (If not represented by attorney)	Signature of Joint Debtor			Jugarature(s) of Debtor(s) (Individual/Joint)       Jugaratures         I declare under penalty of perjury that the information provided in this       (To be pretition is true and correct.         If petition is true and correct.       [If petitioner is an individual whose debts are primarily consumer debts       Section section         and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand       Individual Indidindia Indidindia Indidindia Individual Individual Individual Indiv	Distinct:	Pending Bankruptcy Case Filed by any Spouse, Partner, or / 'Debtor: ached Schedule 1.	Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet) Location Where Filed: - None - Date Filed Date Filed	Voluntary Petition (This page must be completed and filed in every case)
Date A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.	X Signature of Banknuptcy Petition Prepare	If more than one person prepared this document, a sheets conforming to the appropriate official form	Names and Social Security numbers of all other prepared or assisted in preparing this document:	Address	Social Security Number (Required by 11 U.S.C.§ 110(c).)	Printed Name of Bankruptcy Petition Preparer	provided the debtor with a copy of this document.	certify that I am a bankruptcy petit 110, that I arenared this document	No	Exhibit C Does the debtor own or have possession of any property that poses a threat of imminent and identifiable harm to public health or safety?	Signature of Attorney for Debtor(s)	X	Exhibit B (To be completed if debtor is an indiv whose debts are primarily consumer i I, the attorney for the petitioner named in the foregoin that I have informed the petitioner that [he or she] may chapter 7, 11, 12, or 13 of title 11, United States Code explained the relief available under each such chapter	Exhibit A (To be completed if debtor is required to file periodic repor (IV) be completed if debtor is required to file periodic repor (IV) and 10(O) with the Securities and Exchange Commissi Section 13 or 15(d) of the Securities Exchange Act of 1934 requesting relief under chapter 11) □ Exhibit A is attached and made a part of this petition	Kelationship:	Affiliate of this Debtor (If more that Case Number:	Vears (If more than one, attach addit Case Number:	Name of Debtor(s): VARTEC TELECOM, INC.
failure to comply with the deral Rules of Bankruptcy imprisonment or both. 11	1 Preparer	If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.	Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document:		ed by 11 U.S.C.§ 110(c).)	tition Preparer	his document.	Submetric submetric of Non-Actionney retunnon treparer I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. [10] that I prepared this document for commensation and that I have	9	Exhibit C the debtor own or have possession of any property that poses at of imminent and identifiable harm to public health or ? Yes, and Exhibit C is attached and made a part of this petition.	r(s) Date		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.	Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11) □ Exhibit A is attached and made a part of this petition.	Judge:	1 one, attach additional sheet) Date Filed:	ional sheet) Date Filed:	FORM B1, Page 2

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#### SCHEDULE 1 TO VOLUNTARY PETITION

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The following affiliated entities (collectively, the "Debtors") will be filing, or have filed, voluntary petitions on November 1, 2004:

	Number	Filed		to Other Debtors	ounge
VarTec Telecom, Inc.		11/1/04	Northern District of Texas	Affiliate	
Excel Communications Marketing, Inc.		11/1/04	Northern District of Texas	Affiliate	
Excel Management Service, Inc.		11/1/04	Northern District of Texas	Affiliate	
Excel Products, Inc.		11/1/04	Northern District of Texas	Affiliate	
Excel Telecommunications, Inc.		11/1/04	Northern District of Texas	Affiliate	
Excel Telecommunications of Virginia, Inc.		11/1/04	Northern District of Texas	Affiliate	
Excel Teleservices, Inc.		11/1/04	Northern District of Texas	Affiliate	
Excelcom, Inc.		11/1/04	Northern District of Texas	Affiliate	
Telco Communications Group, Inc.		11/1/04	Northern District of Texas	Affiliate	
Telco Network Services, Inc.		11/1/04	Northern District of Texas	Affiliate	
VarTec Business Trust		11/1/04	Northern District of Texas	Affiliate	
VarTec Properties, Inc.		11/1/04	Northern District of Texas	Affiliate	
VarTec Resource Services, Inc.		11/1/04	Northern District of Texas	Affiliate	
VarTec Solutions, Inc.		11/1/04	Northern District of Texas	Affiliate	
VarTec Telecom Holding Company		11/1/04	Northern District of Texas	Affiliate	
VarTec Telecom International Holding Company		11/1/04	Northern District of Texas	Affiliate	
VarTec Telecom of Virginia, Inc.		11/1/04	Northern District of Texas	Affiliate	

Tel: 214-661-7299 Fax: 214-220-7716 Dallas, Texas 75201-2975 3700 Trammell Crow Center Daniel C. Stewart, SBT #19206500 William L. Wallander, SBT #20780750 Richard H. London, SBT #24032678 2001 Ross Avenue VINSON & ELKINS L.L.P VarTec@velaw.com

## PROPOSED ATTORNEYS FOR THE DEBTORS

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

IN RE:

VARTEC TELECOM, INC., et al.,

DEBTORS

ເຫຼເຫຼເຫຼເຫຼັດ CASE NO. 04-81694-SAF-11

(Joint Administration Requested) (Chapter 11)

# NOTICE OF FILING OF CHAPTER 11 BANKRUPTCY CASE AND PROTECTIONS OF THE AUTOMATIC STAY

# TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"): "Debtors") each filed a voluntary petition for relief (collectively, the "Cases") under On November 1, 2004 (the "Petition Date"), the following entities (the

- VarTec Telecom, Inc.
- Excel Communications Marketing, Inc.
- Excel Management Service, Inc.
- Excel Products, Inc.
- Excel Telecommunications, Inc.
- Excel Telecommunications of Virginia, Inc
- Excel Teleservices, Inc.

NOTICE OF FILING OF CHAPTER 11 BANKRUPTCY CASE AND AUTOMATIC STAY

Page 1 of 3

- Excelcom, Inc.
- Telco Communications Group, Inc.
- Telco Network Services, Inc.
- VarTec Business Trust
- VarTec Properties, Inc.
- VarTec Resource Services, Inc.
- VarTec Solutions, Inc.
- VarTec Telecom Holding Company
- VarTec Telecom International Holding Company
- VarTec Telecom of Virginia, Inc.

the filing of the Cases operates as an automatic stay - a fully enforceable federal law N Pursuant to Bankruptcy Code § 362 and other applicable bankruptcy law,

injunction - prohibiting all entities from, among other things:

- Date; the setoff of any debt owing to any Debtor that arose before the Petition
- the attempt to terminate an executory contract with any of the Debtors;
- the <u>commencement or continuation of a judicial</u>, <u>administrative or other</u> <u>action or proceeding</u> against any Debtor that was or could have been commenced before the Petition Date;
- the <u>attempt to recover on any claim against any Debtor</u> that arose before the Petition Date;
- the <u>enforcement</u>, against any <u>Debtor or against property of the estate</u>, of <u>any judgment</u> obtained before the Petition Date;
- any act to obtain possession of property of the control over property of the estate; estate 9 to exercise
- . any act to create, estate; or perfect, or enforce any lien against property of the

NOTICE OF FILING OF CHAPTER 11 BANKRUPTCY CASE AND AUTOMATIC STAY

Page 2 of 3

Page 3 of 3

NOTICE OF FILING OF CHAPTER 11 BANKRUPTCY CASE AND AUTOMATIC STAY

#### THE DEBTORS PROPOSED ATTORNEYS FOR

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before the Petition date. any act to collect, assess or recover a claim against any Debtor that arose

will enforce the rights and protections provided to them pursuant to the automatic stay the automatic stay is contempt of court. Violation of the automatic stay can result in of Bankruptcy Code § 362. liability for damages ω Actions taken in violation of the automatic stay are void, and a violation of and, in appropriate cases, punitive damages. The Debtors

Respectfully submitted

Fax: 214-220-7716 Dallas, Texas 75201 Tel: 214-661-7299 3700 Trammell Crow Center 2001 Ross Avenue VINSON & ELKINS L.L.P.

By: /s/ Daniel C. Stewart (11/1/04) Daniel C. Stewart, SBT #19206500

William L. Wallander, SBT #20780750 Richard H. London, SBT #24032678