

D20000-PU

ORIGINAL

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:)	
)	
OPTEL, INC., ¹ <i>et al.</i> ,)	Case No. 99-3951 (SLR)
)	(Jointly Administered)
Debtors.)	

NOTICE OF (i) ORDER CONFIRMING JOINT REORGANIZATION PLAN OF OPTEL, INC. AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS AND (ii) EFFECTIVE DATE OF JOINT REORGANIZATION PLAN

PLEASE TAKE NOTICE, that the Joint Reorganization Plan of OpTel, Inc. and the Official Committee of Unsecured Creditors (the "Plan") approved by order of the Court entered on December 5, 2001 (the "Confirmation Order"), has become effective as of January 31, 2002 (the "Effective Date") as each of the conditions precedent to the entry of the Confirmation Order, as set forth in Article XI of the Plan, has been satisfied or waived in accordance with the Plan.

PLEASE TAKE FURTHER NOTICE, that pursuant to the terms and conditions of the Plan and the Confirmation Order, immediately prior to the Effective Date, all Executory Contracts and Unexpired Leases (as defined in the Plan) listed on the schedules of the Debtors not previously assumed will be deemed rejected in accordance with the provisions and requirements of sections 365 and 1123 of the Bankruptcy Code, except those Executory Contracts and Unexpired Leases that (a) have been rejected by order of the Court, (b) are the subject of a motion to reject pending on the Effective Date, or (c) are identified on various motions pending before the Court prior to the Effective Date.

PLEASE TAKE FURTHER NOTICE, any claims arising out of the rejection of a Cable-Only ROE (as defined in the Plan), Executory Contract or Unexpired Lease must be filed no later than the later of (a) March 15, 2002, or (b) thirty (30) days after the date of any Final Order approving a Debtor's rejection of such contract or lease. Any Claim not so filed shall be forever barred and may not be asserted against any of the Debtors, Reorganized OpTel or the Reorganized Entities, or their properties or their Estates. Each Claim resulting from such rejection shall constitute a Class 5 Unsecured Claim or Class 6 Convenience Claim, as the case may be. You have been notified of the foregoing as the rejection of your Cable-Only ROE, Executory Contract or Unexpired Lease with the Debtors entitles you to file a Claim with the Court in accordance with the terms and conditions of the Confirmation Order and the Plan.

Dated: February 25, 2002

Kronish Lieb Weiner & Hellman LLP
1114 Avenue of the Americas
New York, New York 10036
James A. Beldner, Esq.
Richard S. Kanowitz, Esq.

Young Conaway Stargatt & Taylor LLP
The Brandywine Building
1000 West Street, 17th Floor
Wilmington, Delaware 19899-0391
Brendan L. Shannon, Esq.

Co-Counsel for the Debtors, Reorganized OpTel and Reorganized Entities

1 Bay Area Cable Television, Inc., Phonoscope Village Cable, Inc., IRPC - Arizona, Inc., Richey Pacific Cablevision, Inc., IRPC Texas - Ventana, Inc., Sunshine Television Entertainment, Inc., IRPC Texas, Inc., TA V GP Holdings Corp., OpTel (Arizona) Telecom, Inc., Tara Communications Systems, Inc., OpTel (California) Telecom, Inc., TVMAX Communications (Texas), Inc., OpTel (Colorado) Telecom, Inc., TVMAX Telecommunications, Inc., OpTel (Florida) Telecom, Inc., Transmission Holdings, Inc., OpTel (Illinois) Telecom, Inc., OpTel (Illinois), L.P., OpTel (Indiana) Telecom, Inc., Richey Pacific Cable Partners V., L.P., OpTel (Texas) Telecom, Inc., OpTel (DFW) Holdings, Inc., Phonoscope Entertainment, Inc.

AUS
CAF
CMP
COM
CTR
ECR
GCL
OPC
MMS
SEC
OTH
Nonnye

02 MAR -5 AM 9:28
DISTRIBUTION CENTER

DOCUMENT NUMBER-DATE
02529 MAR-5 8
FPSC-COMMISSION CLERK