

ORIGINAL

040000-PU

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

PROOF OF CLAIM

THIS SPACE IS FOR COURT USE ONLY

Debtor: _____ Case Number: _____

RECEIVED-FPSC
04 NOV 23 AM 9:02

COMMISSION
CLERK

NOTE: See Reverse for List of Debtors and Case Numbers.

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.

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 this address differs from the address on the envelope sent to you by the court.

If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.

Name of Creditor and Address:

08311341000031

Florida Public Service Commission
2540 Shumard Oak Blvd
Tallahassee, FL 32399-7019

Creditor Telephone Number ()

Creditor Federal Tax ID:

Account Or Other Number By Which Creditor Identifies Debtor:

Check here replaces or amends a previously filed claim dated: _____

1. BASIS FOR CLAIM

- Goods sold
- Services performed
- Money loaned
- Personal injury/wrongful death
- Taxes
- Other (describe briefly) _____
- 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: _____ to _____
(date) (date)

2. DATE DEBT WAS INCURRED:

3. IF COURT JUDGMENT, DATE OBTAINED:

4. TOTAL AMOUNT OF CLAIM AT TIME CASE FILED: \$ _____ (unsecured) \$ _____ (secured) \$ _____ (unsecured 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: \$ _____

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.

6. UNSECURED NONPRIORITY CLAIM \$ _____

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.

8. CREDITS: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

9. 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.

10. DATE-STAMPED COPY: To receive an acknowledgment of your claim, please enclose a self-addressed, stamped envelope and an additional copy of this proof of claim.

The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is actually received on or before 5:00 pm on March 14, 2005 for all creditors except Governmental Units.

For a governmental unit: One hundred eighty (180) days after date relief ordered.

BY MAIL TO:

VarTec Telecom, Inc.
c/o BMC Group
PO Box 1011
El Segundo, CA 90245-1011

BY HAND OR OVERNIGHT DELIVERY TO:

VarTec Telecom, Inc.
c/o BMC Group (Telephone 888/909-0100)
1330 East Franklin Ave
El Segundo, CA 90245

THIS SPACE FOR COURT USE ONLY

DATE SIGNED:

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):

DOCUMENT NUMBER-DATE

12518 NOV 23 05

INSTRUCTIONS FOR FILING PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances, such as bankruptcy cases that are not filed voluntarily by a debtor, there may be exceptions to the general rules.

DEFINITIONS

DEBTOR

The person, corporation, or other entity that has filed a bankruptcy case is called the debtor.

CREDITOR

A creditor is any person, corporation, or other entity to whom the debtor owed a debt on the date that the bankruptcy case was filed.

PROOF OF CLAIM

A form telling the bankruptcy court how much the debtor owed a creditor at the time the bankruptcy case was filed (the amount of the creditor's claim). This form must be filed with the court appointed Claims Agent, BMC Group, at the address listed on the reverse side of this page.

SECURED CLAIM

A claim is a secured claim to the extent that the creditor has a lien on the property of the debtor (collateral) that gives the creditor the right to be paid from that property before creditors who do not have liens on the property.

Examples of liens are a mortgage on real estate and a security interest in a car, truck, boat, television set, or other item of property. A lien may have been obtained through a court proceeding before a bankruptcy case began; in some states a court judgment is a lien. In addition, to the extent a creditor also owes money to the debtor (has a right of setoff), the creditor's claim may be a secured claim. (See also Unsecured Claim.)

UNSECURED CLAIM

If a claim is not a secured claim it is an unsecured claim. A claim may be partly secured and partly unsecured if the property on which a creditor has a lien is not worth enough to pay the creditor in full.

UNSECURED PRIORITY CLAIM

Certain types of unsecured claims are given priority, so they are to be paid in bankruptcy cases before most other unsecured claims (if there is sufficient money or property available to pay these claims). The most common types of priority claims are listed on the proof of claim form. Unsecured claims that are not specifically given priority status by the bankruptcy laws are classified as Unsecured Nonpriority Claims.

ITEMS TO BE COMPLETED IN PROOF OF CLAIM FORM (IF NOT ALREADY PROPERLY FILLED IN)

Name of Debtor, and Case Number:

Fill in the name of the debtor in the bankruptcy case against whom you wish to assert a claim and the relevant bankruptcy case number.

Debtor names and case numbers are as follows:

VarTec Telecom, Inc	04-81694
Excel Communications Marketing, Inc	04-81695
Excel Management Service, Inc	04-81696
Excel Products, Inc	04-81697
Excel Telecommunications, Inc	04-81698
Excel Telecommunications Of Virginia, Inc	04-81700
Excel Teleservices, Inc	04-81699
Excelcom, Inc	04-81701
Telco Communications Group, Inc	04-81704
Telco Network Services, Inc	04-81702
VarTec Business Trust	04-81703
VarTec Properties, Inc	04-81708
VarTec Resource Services, Inc	04-81705
VarTec Solutions, Inc	04-81706
VarTec Telecom Holding Company	04-81710
VarTec Telecom International Holding Company	04-81707
VarTec Telecom Of Virginia, Inc	04-81709

Information about Creditor:

If not already accurately pre-printed, complete the section giving the name, address, and telephone number of the creditor to whom the debtor owes money or property, and the debtor's account number, if any. If (a) anyone else has already filed a proof of claim relating to this debt, (b) if you never received notices from the Claims Agent, BMC Group, about this case, (c) if your address differs from that to which the Claims Agent sent this notice, or (d) if this proof of claim replaces or amends a proof of claim that was already filed, check the appropriate boxes on the form.

1. Basis for Claim:

Check the type of debt for which the proof of claim is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the debtor, fill in your social security number and the dates of work for which you were not paid.

2. Date Debt Incurred:

Fill in the date when the debt first was owed by the debtor.

3. Court Judgments:

If you have a court judgment for this debt, state the date the court entered the judgment.

4. Total Amount of Claim at Time Case Filed:

Fill in the applicable amounts, including the total amount of the entire claim. If interest or other charges in addition to the principal amount of the claim are included, check the appropriate place on the form and attach an itemization of the interest and charges.

5. Secured Claim:

If your claim is a secured claim, check the appropriate boxes in this section. You must state the type and value of property that is collateral for the claim, attach copies of the documentation of your lien, and state the amount past due on the claim as of the date the bankruptcy case was filed. A claim may be partly secured and partly unsecured (See DEFINITIONS, above).

6. Unsecured Nonpriority Claim:

If your claim is an unsecured nonpriority claim, sometimes referred to as a "general unsecured claim" (See DEFINITIONS, above), check the appropriate box in this section. If your claim is partly secured and partly unsecured, state here the amount that is unsecured. If part of your claim is entitled to priority, state here the amount **not** entitled to priority.

7. Unsecured Priority Claim:

If your claim is an unsecured priority claim (See DEFINITIONS, above), check the appropriate boxes in this section, and state the amount entitled to priority. A claim may be partly priority and partly nonpriority if, for example, the claim is for more than the amount given priority by the law. Check the appropriate place to specify the type of priority claim.

8. Credits:

By signing this proof of claim, you are stating under oath that in calculating the amount of your claim you have given the debtor credit for all payments received from the debtor.

9. Supporting Documents:

You must attach to this proof of claim form copies of documents that show the debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. If documents are not available, you must attach an explanation of why they are not available.

Please read – important information: upon completion of this claim form, you are certifying that the statements herein are true.

Be sure to date the claim and place original signature of claimant or person making the claim for creditor where indicated at the bottom of the claim form. Please type or print name of individual under the signature. Be sure all items are answered on the claim form. If not applicable, insert "Not Applicable."

Return claim form and attachments, if any. If you wish to receive an acknowledgement of your claim, please enclose a self-addressed stamped envelope and a second copy with any attachments to the Claims Agent, BMC Group, at the address on the front of this form. BMC Group's toll free telephone number is 888/909-0100.

**UNITED STATES BANKRUPTCY COURT
Northern District of Texas, Dallas Division**

Notice of Chapter 11 Bankruptcy Cases and Meeting of Creditors, & Deadlines

Separate chapter 11 bankruptcy cases concerning each of the debtor companies listed below were filed on
November 1, 2004.

DISTRICT CLERK
OFFICE OF THE CLERK
FEDERAL BANCROFT CENTER
11/1/04

See Reverse Side and Next Page For Important Explanations and Information.

<u>Debtor (name and address)</u>	<u>Tax ID No.</u>	<u>Case No.</u>
VarTec Telecom, Inc. 1600 Viceroy Drive, Dallas, TX 75235	75-2280200	04-81694-SAF-11
Excel Communications Marketing, Inc. 1600 Viceroy Drive, Dallas, TX 75235	75-2624942	04-81695-BJH-11
Excel Management Service, Inc. 1600 Viceroy Drive, Dallas, TX 75235	75-2624944	04-81696-BJH-11
Excel Products, Inc. 1600 Viceroy Drive, Dallas, TX 75235	75-2624947	04-81697-HCH-11
Excel Telecommunications, Inc. 1600 Viceroy Drive, Dallas, TX 75235	75-2264299	04-81698-SAF-11
Excel Telecommunications of Virginia, Inc. 1600 Viceroy Drive, Dallas, TX 75235	80-0010720	04-1700-BJH-11
Excel Teleservices, Inc. 1600 Viceroy Drive, Dallas, TX 75235	75-2626151	04-81699-BJH-11
Excelcom, Inc. 1600 Viceroy Drive, Dallas, TX 75235	75-2624939	04-81701-SAF-11
Telco Communications Group, Inc. 1600 Viceroy Drive, Dallas, TX 75235	54-1674283	04-81704-HDH-11
Telco Network Services, Inc. 1600 Viceroy Drive, Dallas, TX 75235	54-1836204	04-81702-BJH-11
VarTec Business Trust 1600 Viceroy Drive, Dallas, TX 75235	75-2681991	04-81703-HDH-11
VarTec Properties, Inc. 1600 Viceroy Drive, Dallas, TX 75235	75-2584314	04-81708-BJH-11
VarTec Resource Services, Inc. 1600 Viceroy Drive, Dallas, TX 75235	81-0557974	04-81705-BJH-11
VarTec Solutions, Inc. 1600 Viceroy Drive, Dallas, TX 75235	54-1836197	04-81706-SAF-11
VarTec Telecom Holding Company 1600 Viceroy Drive, Dallas, TX 75235	75-2681989	04-81710-SAF-11
VarTec Telecom International Holding Company 1600 Viceroy Drive, Dallas, TX 75235	01-0774604	04-81707-BJH-11
VarTec Telecom of Virginia, Inc. 1600 Viceroy Drive, Dallas, TX 75235	75-2949052	04-81709-HDH-11

Attorneys for Debtors:

Daniel C. Stewart
VINSON & ELKINS L.L.P.
2001 Ross Avenue, Suite 3700
Dallas, Texas 75201-2975
Telephone: 214-661-7299
Facsimile: 214-220-7716
VarTec@velaw.com

Name, Address and
Telephone of Trustee:

NOT APPLICABLE

**CERTAIN PLEADINGS AND OTHER DOCUMENTS REGARDING THESE CHAPTER 11 CASES MAY BE
FOUND (IN ADDITION TO THE OFFICE OF THE UNITED STATES BANKRUPTCY CLERK FOR THE**

Meeting of Creditors:

Date: December 14, 2004	Time: 1:30 p.m.	Location: Office of the U.S. Trustee 1100 Commerce, Room 976 Dallas, Texas 75242-1496
--------------------------------	------------------------	----------------------------------------------------------------------------------------------------

Deadlines:

PLEASE NOTE: All Proofs of Claim must be filed via mail, hand delivery, or courier service so as to be actually received by the Debtors' Claims Agent NO LATER THAN 5:00 P.M. (Pacific Time) at the following address:

By U.S. First Class Mail:
VarTec c/o BMC Group
P.O. Box 1011
El Segundo, CA 90245-1011

By Hand Delivery or Overnight Courier:
VarTec c/o BMC Group
1330 E. Franklin Avenue
El Segundo, CA 90245

Deadline to File a Proof of Claim

FOR ALL CREDITORS (except governmental units): March 14, 2005
FOR GOVERNMENTAL UNITS: May 2, 2005

Creditors May Not Take Certain Actions:

The filing of the bankruptcy case automatically stays certain collection and other actions against the debtor and the debtor's property. If you attempt to collect a debt or other action in violation of the Bankruptcy Code, you may be penalized.

Address of the Bankruptcy Clerk's Office:	For the Court:
1100 Commerce Street Room 12A24 Dallas, TX 75242 Telephone number: 214-753-2000 Hours Open: Monday – Friday 8:30 AM – 4:30 PM	Clerk of the Bankruptcy Court: Tawana C. Marshall Date: 11/10/04

EXPLANATIONS

Filing of Chapter 11 Bankruptcy Case	A bankruptcy case under chapter 11 of the Bankruptcy Code (title 11, United States Code) has been filed in this court by or against the debtor listed on the front side, and an order for relief has been entered. Chapter 11 allows a debtor to reorganize or liquidate pursuant to a plan. A plan is not effective unless confirmed by the court. You may be sent a copy of the plan and a disclosure statement telling you about the plan, and you might have the opportunity to vote on the plan. You will be sent notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the debtor's property and may continue to operate any business.
Creditors May Not Take Certain Actions	Prohibited collection actions are listed in Bankruptcy Code § 362. Common examples of prohibited actions include contacting the debtor by telephone, mail or otherwise to demand repayment; taking actions to collect money or obtain property from the debtor; repossessing the debtor's property; starting or continuing lawsuits or foreclosures.
Meeting of Creditors	A meeting of creditors is scheduled for the date, time and location listed on the front side. <i>The debtor's representative must be present at the meeting to be questioned under oath by the trustee and by creditors.</i> Creditors are welcome to attend, but are not required to do so. The meeting may be continued and concluded at a later date without further notice.
Claims	A Proof of Claim is a signed statement describing a creditor's claim. If a Proof of Claim form is not included with this notice, you can obtain one at any bankruptcy clerk's office. You may look at the schedules that have been or will be filed at the bankruptcy clerk's office. If your claim is scheduled and is not listed as disputed, contingent, or unliquidated, it will be allowed in the amount scheduled unless you file a Proof of Claim or you are sent further notice about the claim. Whether or not your claim is scheduled, you are permitted to file a Proof of Claim. If your claim is not listed at all or if your claim is listed as disputed, contingent, or unliquidated, then you must file a Proof of Claim by the "Deadline to File a Proof of Claim" listed on the front side, or you might not be paid any money on your claim against the debtor in the bankruptcy case.
Discharge of Debts	Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See Bankruptcy Code § 1141(d). A discharge means that you may never try to collect the debt from the debtor, except as provided in the plan.
Bankruptcy Clerk's Office	Any paper that you file in this bankruptcy case should be filed at the bankruptcy clerk's office at the address listed above. You may inspect all papers filed, including the list of the debtor's property and debts, at the bankruptcy clerk's office.
Legal Advice	The staff of the bankruptcy clerk's office cannot give legal advice. You may want to consult an attorney to protect your rights.