



VarTec Telecom, Inc.

February 6, 2006

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SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

VIA OVERNIGHT DELIVERY

South Dakota Public Utilities Commission
500 East Capitol Avenue, 1st Floor
Pierre, South Dakota 57510-5070

Re: Docket No. TC05-221, Application for a Certificate of Public Convenience
and Necessity
Comtel Telcom Assets LP

Joint Notice of Asset Transfer
Comtel Telcom Assets LP with VarTec Telecom, Inc., Excel
Telecommunications, Inc. and VarTec Solutions, Inc.

To Whom It May Concern:

Transmitted herewith on behalf of Comtel Telcom Assets LP ("Comtel") and VarTec Telecom, Inc., Excel Telecommunications, Inc. and VarTec Solutions, Inc. (together, the "VarTec Companies") are an original and 10 copies of Comtel's surety bond in the amount of \$25,000 as required by the South Dakota Public Utilities Commission to continue VarTec's billing practices upon the consummation of the asset transfer.

Please direct all correspondence regarding these filings to the undersigned directly at (972) 478-3349, the below-referenced address or dnickles@vartec.net. Comtel and the VarTec Companies sincerely appreciate your time and consideration in reviewing this matter.

Respectfully submitted,

Doug Nickles
Regulatory Analyst II

Enclosures

cc: Jeffrey Marks, Jessica Hafer, Counsel for Comtel Telcom Assets LP

INDEMNITY BOND
To the
PEOPLE OF THE STATE OF SOUTH DAKOTA

Bond. No. K07338995

We, Comtel Telecom Assets LP, the principal and applicant for a CERTIFICATE OF AUTHORITY, to provide local exchange and interexchange telecommunications services within the State of South Dakota, and Westchester Fire Insurance Company, Philadelphia, Pennsylvania, as an admitted surety insurer, bind ourselves unto the Public Utilities Commission of the State of South Dakota and the consumers of South Dakota as Obligee, in the sum of \$25,000.00.

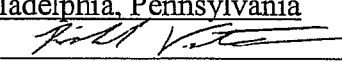
The conditions of the obligation are such that the principal, having been granted such CERTIFICATE OF AUTHORITY subject to the provision that said principal purchase this Indemnity Bond, and if said principal shall in all respects fully and faithfully comply with all applicable provisions of South Dakota State Law, and reimburse customers of Comtel Telecom Assets LP for any prepayment or deposits they have made which may be unable or unwilling to return to said customers as a result of insolvency or other business failure, then this obligation shall be void, discharges and forever exonerated, otherwise to remain in full force and effect.

This bond shall take effect as of the date hereon and shall remain in force and effect until the surety is released from liability by the written order of the Public Utilities Commission, provided that the surety may cancel this Bond and be relieved of further liability hereunder by delivering thirty (30) days written notice to the Public Utilities Commission. Such cancellation shall not affect any liability incurred or accrued hereunder prior to the termination of said thirty (30) day period.

Dated this 1st day of February, 2006
To be effective this 2nd day of February, 2006

Comtel Telecom Assets LP
By Comtel Assets Inc., its General Partner
Carrollton, Texas

By 
John Jenkins, Chief Administrative Officer

Westchester Fire Insurance Company
Philadelphia, Pennsylvania
By 
Richard Valente, Attorney-In-Fact

Countersigned this _____ day of _____, 20____
Countersigned for South Dakota
By _____
Resident Agent



Know all men by these presents: That WESTCHESTER FIRE INSURANCE COMPANY, a corporation of the State of New York, having its principal office in the City of Atlanta, Georgia, pursuant to the following Resolution, adopted by the Board of Directors of the said Company on November 8, 1999, to wit:

- 'RESOLVED, that the following Rules shall govern the execution for the Company of bonds, undertakings, recognizances, contracts and other writings in the nature thereof. (1) That the President, any Senior Vice President, any Vice President, and Assistant Vice President, or any Attorney-in-Fact, may execute for and on behalf of the Company any and all bonds, undertakings, recognizances, contracts and other writings in the nature thereof, the same to be attested when necessary by the Corporate Secretary, or any Assistant Corporate Secretary, and the seal of the Company affixed thereto; and that the President, any Senior Vice President, any Vice President or any Assistant Vice President may appoint and authorize any other Officer (elected or appointed) of the Company, as Attorneys-In-Fact to so execute or attest to the execution of all such writings on behalf of the Company and to affix the seal of the Company thereto. (2) Any such writing executed in accordance with these Rules shall be as binding upon the Company in any case as though signed by the President and attested to by the Corporate Secretary. (3) The signature of the President, or a Senior Vice President, or a Vice President, or an Assistant Vice President and the seal of the Company may be affixed by facsimile on any power of attorney granted pursuant to this Resolution, and the signature of a certifying Officer and the seal of the Company may be affixed by facsimile to any certificate of any such power, and any such power or certificate bearing such facsimile signature and seal shall be valid and binding on the Company. (4) Such other Officers of the Company, and Attorneys-In-Fact shall have authority to certify or verify copies of this Resolution, the By-Laws of the Company, and any affidavit or record of the Company necessary to the discharge of their duties. (5) The passage of this Resolution does not revoke any earlier authority granted by Resolutions of the Board of Directors."

Does hereby nominate, constitute and appoint KIM F. JAMISON, TERRY RECKAMP, JOSEPH A. GASKILL, DERRICK NOSAL and RICHARD VALENTE all of the City of Chicago, State of Illinois, each individually if there be more than one named, its true and lawful attorney-in-fact, to make, execute, seal and deliver on its behalf, and as its act and deed any and all bonds, undertakings, recognizances, contracts and other writings in the nature thereof. And the execution of such writings in pursuance of these presents shall be as binding upon said Company, as fully and amply as if they had been duly executed and acknowledged by the regularly elected officers of the Company at its principal office.

IN WITNESS WHEREOF, the said Stephen M. Haney, Vice-President, has hereunto subscribed his name and affixed the corporate seal of the said WESTCHESTER FIRE INSURANCE COMPANY this 26th day of January 2006.



WESTCHESTER FIRE INSURANCE COMPANY

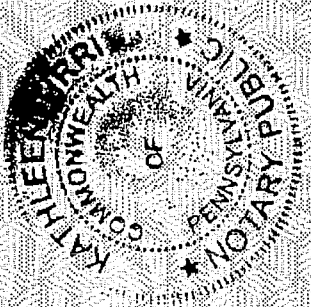
Handwritten signature of Stephen M. Haney

Stephen M. Haney, Vice President

COMMONWEALTH OF PENNSYLVANIA COUNTY OF PHILADELPHIA ss.

On this 26th day of January, A.D. 2006, before me, a Notary Public of the Commonwealth of Pennsylvania in and for the County of Philadelphia came Stephen M. Haney, Vice-President of the WESTCHESTER FIRE INSURANCE COMPANY to me personally known to be the individual and officer who executed the preceding instrument, and he acknowledged that he executed the same, and that the seal affixed to the preceding instrument is the corporate seal of said Company, that the said corporate seal and his signature were duly affixed by the authority and direction of the said corporation, and that Resolution, adopted by the Board of Directors of said Company, referred to in the preceding instrument, is now in force.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Philadelphia the day and year first above written.



NOTARIAL SEAL Kathleen Tirri, Notary Public Philadelphia, Philadelphia County My commission expires September 22, 2007

Handwritten signature of Kathleen Tirri

Notary Public

I, the undersigned Secretary of WESTCHESTER FIRE INSURANCE COMPANY, do hereby certify that the original POWER OF ATTORNEY, of which the foregoing is a substantially true and correct copy, is in full force and effect.

In witness whereof, I have hereunto subscribed my name as Secretary, and affixed the corporate seal of the Corporation, this 1st day of February 2006



Handwritten signature of George D. Mulligan

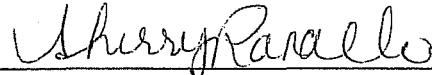
George D. Mulligan, Secretary

THIS POWER OF ATTORNEY MAY NOT BE USED TO EXECUTE ANY BOND WITH AN INCEPTION DATE AFTER January 26, 2008.

SURETY COMPANY ACKNOWLEDGEMENT

STATE OF ILLINOIS
COUNTY OF COOK

On this 1ST day of February in the year 2006 before me personally came Richard Valente to me known, who, being by me duly sworn, did depose and say that he/she resides in Chicago, Illinois; that he/she is the Attorney-in-Fact of the **WESTCHESTER FIRE INSURANCE COMPANY**, the corporation described in and which executed the above instrument; that he/she knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the board of directors of said corporation and that he/she signed his/her name thereto by like order.



Notary Public

