

**United States Bankruptcy Court
Western District of Texas**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): UTEX Communications Corp.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): DBA FeatureGroup IP	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 74-2954329	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 1250 S. Capital of Texas Hwy. Bldg. 2-235 West Lake Hills, TX	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 78746	ZIP Code
County of Residence or of the Principal Place of Business: Travis	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code
Location of Principal Assets of Business Debtor (if different from street address above): 415 West Wall, Room 1 Midland, TX 79701	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.									
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000									
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion									
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion									

THIS SPACE IS FOR COURT USE ONLY

<p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): UTEX Communications Corp.</p>
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

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.

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. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

X _____
 Signature of Attorney for Debtor(s) (Date)

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

- Yes, and Exhibit C is attached and made a part of this petition.
 No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

- Exhibit D completed and signed by the debtor is attached and made a part of this petition.
 If this is a joint petition:
 Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue

(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.
- Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

- Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

 (Name of landlord that obtained judgment)

 (Address of landlord)

- Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

UTEX Communications Corp.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts 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 the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X _____
Date

Date

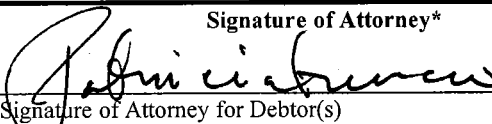
Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

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.

Signature of Attorney*

X 
Signature of Attorney for Debtor(s)

Patricia B. Tomasco, Esq. 01797600
Printed Name of Attorney for Debtor(s)

Munsch Hardt Kopf & Harr, P.C.
Firm Name

3800 Lincoln Plaza
500 N. Akard Street
Dallas, TX 75201-6659
Address

Address

Email: jwielebinski@munsch.com
214-855-7500 Fax: 214-855-7584
Telephone Number

Telephone Number


Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

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.

X 
Signature of Authorized Individual

Lowell Feldman
Printed Name of Authorized Individual

Printed Name of Authorized Individual

CEO
Title of Authorized Individual

Title of Authorized Individual

Date

United States Bankruptcy Court
Western District of Texas

In re UTEX Communications Corp.

Debtor(s)

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Alpheus Communications LP 1301 Fannin, 20th Floor Houston, TX 77002	Alpheus Communications LP 1301 Fannin, 20th Floor Houston, TX 77002	Trade Debt		44,773.00
AT&T 722 N. Broadway, 11th Floor Milwaukee, WI 53202	AT&T 722 N. Broadway, 11th Floor Milwaukee, WI 53202	Trade Debt	Disputed Subject to Setoff	9,391,885.81
AT&T 722 N. Broadway, 11th Floor Milwaukee, WI 53202	AT&T 722 N. Broadway, 11th Floor Milwaukee, WI 53202	Trade Debt	Disputed Subject to Setoff	474,216.34
AT&T 722 N. Broadway, 11th Floor Milwaukee, WI 53202	AT&T 722 N. Broadway, 11th Floor Milwaukee, WI 53202	Trade Debt	Disputed Subject to Setoff	8,811.60
CenturyTel of Lake Dallas Inc. Carrier Billing Dept., Room 1035, 1-N PO Box 4065 100 Centurytel Drive Monroe, LA 71211-4065	CenturyTel of Lake Dallas Inc. Carrier Billing Dept., Room 1035, 1-N PO Box 4065 Monroe, LA 71211-4065	Trade Debt	Disputed Subject to Setoff	321.69
CenturyTel of San Marcos Inc. Carrier Billing Dept., Room 1035 PO Box 4065 100 Centurytel Drive Monroe, LA 71211-4065	CenturyTel of San Marcos Inc. Carrier Billing Dept., Room 1035 PO Box 4065 Monroe, LA 71211-4065	Trade Debt	Disputed Subject to Setoff	1,369.35
City of Midland ROW Fees PO Box 1152 Midland, TX 79702	City of Midland ROW Fees PO Box 1152 Midland, TX 79702	Trade Debt		116.88
CMS 701 Presidential Drive Richardson, TX 75081	CMS 701 Presidential Drive Richardson, TX 75081	Trade Debt		3,000.00
NECA (Interstate TRS Fund) PO Box 360090 Pittsburgh, PA 15251-6090	NECA (Interstate TRS Fund) PO Box 360090 Pittsburgh, PA 15251-6090	Trade Debt		113.32
Neustar, Inc. Loudoun Tech Center 46000 Center Oak Plaza Sterling, VA 20166	Neustar, Inc. Loudoun Tech Center 46000 Center Oak Plaza Sterling, VA 20166	Trade Debt		846.49

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
NTS Communications 5307 W. Loop 289 Lubbock, TX 79414-1610	NTS Communications 5307 W. Loop 289 Lubbock, TX 79414-1610	Trade Debt		6,000.00
T3 VoiceNet 601 North Marienfeld, Suite 104 Midland, TX 79701	T3 VoiceNet 601 North Marienfeld, Suite 104 Midland, TX 79701	Trade Debt		150.00
Texas Windstream Inc. Attn: CABS 4001 Rodney Parham Road Little Rock, AR 72212	Texas Windstream Inc. Attn: CABS 4001 Rodney Parham Road Little Rock, AR 72212	Trade Debt	Disputed Subject to Setoff	5,730.00
Transaction Network Services 4501 Intelco Loop SE Lacey, WA 98503	Transaction Network Services 4501 Intelco Loop SE Lacey, WA 98503	Trade Debt		21,124.62
Valor Telecommunications of Texas LP-TX Attn: CABS 4001 Rodney Parham Road Little Rock, AR 72212	Valor Telecommunications of Texas LP-TX Attn: CABS 4001 Rodney Parham Road Little Rock, AR 72212	Trade Debt	Disputed Subject to Setoff	58,319.87
Wes-Tex Telephone Attn: CABS Billing Dept. PO Box 280 Stanton, TX 79782	Wes-Tex Telephone Attn: CABS Billing Dept. PO Box 280 Stanton, TX 79782	Trade Debt	Disputed Subject to Setoff	1,539.03
Windstream Communications Kerville LP Attn: CABS 4001 Rodney Parham Road Little Rock, AR 72212	Windstream Communications Kerville LP Attn: CABS 4001 Rodney Parham Road Little Rock, AR 72212	Trade Debt	Disputed Subject to Setoff	31,185.20
Windstream Sugar Land Inc. Attn: CABS 4001 Rodney Parham Road Little Rock, AR 72212	Windstream Sugar Land Inc. Attn: CABS 4001 Rodney Parham Road Little Rock, AR 72212	Trade Debt	Disputed Subject to Setoff	41,700.77

In re UTEX Communications Corp.
Debtor(s)


Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the CEO of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date 3/3/2010

Signature 
Lowell Feldman
CEO

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court
Western District of Texas**


In re UTEX Communications Corp.
Debtor(s)

Case No. _____
Chapter 11

VERIFICATION OF CREDITOR MATRIX

I, the CEO of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: 3/3/2010



Lowell Feldman/CEO
Signer/Title

Alpheus Communications LP
1301 Fannin, 20th Floor
Houston, TX 77002

AT&T
722 N. Broadway, 11th Floor
Milwaukee, WI 53202

Brown McCarroll LLP
111 Congress Avenue, Suite 1400
Austin, TX 78701

Capital Area PC
c/o Texas Comptroller of Public Account
111 E. 17th Street
Austin, TX 78774

CenturyTel of Lake Dallas Inc.
Carrier Billing Dept., Room 1035, 1-N
PO Box 4065
100 Centurytel Drive
Monroe, LA 71211-4065

CenturyTel of San Marcos Inc.
Carrier Billing Dept., Room 1035
PO Box 4065
100 Centurytel Drive
Monroe, LA 71211-4065

City of Austin
ROW Fees
PO Box 1088 TARA Dept.
Austin, TX 78767

City of Dallas
911 Contract Compliance Administrator
1500 Marilla Street
Dallas, TX 75201

City of Dallas
ROW Fees
1500 Marilla Street, Room 4F North
Dallas, TX 75201

City of Houston Franchise Administration
Attn: Ernest B. Davis
PO Box 200734
Houston, TX 77216-0734

City of Midland
ROW Fees
PO Box 1152
Midland, TX 79702

City of Odessa
ROW Fees
PO Box 4398
411 W. 8th Street
Odessa, TX 79760

CMS
701 Presidential Drive
Richardson, TX 75081

CMSNOC
701 Presidential Drive
Richardson, TX 75081

Consolidated Operator Services
121 S. 17th Street
Mattoon, IL 61938

FedEx
PO Box 94515
Palatine, IL 60094-4515

Greater Harris County 911 Emergency Netw
602 Sawyer Street, Suite 710
Houston, TX 77007

Lubbock Emergency Communication District
8200 Nashville Avenue, Suite A200
Lubbock, TX 79423-1909

Main Street Mezzanine Fund
1300 Post Oak Blvd., Suite 800
Houston, TX 77056

Midland Emergency Communication District
1101 W. Wall Street
Midland, TX 79701

Munsch Hardt Kopf & Harr, P.C.
3800 Lincoln Plaza
500 N. Akard Street
Dallas, TX 75201

NECA (Interstate TRS Fund)
PO Box 360090
Pittsburgh, PA 15251-6090

NENA
PO Box 634237
Cincinnati, OH 45263-4237

Neustar, Inc.
Loudoun Tech Center
46000 Center Oak Plaza
Sterling, VA 20166

North American Numbering Plan (NANP)
c/o Welch LLP
PO Box 223231
Pittsburgh, PA 15251-2231

NTS Communications
5307 W. Loop 289
Lubbock, TX 79414-1610

Redwing Equipment Partners Ltd.
1250 S. Capital of Texas Hwy.
Bldg. 2-235
West Lake Hills, TX 78746

T3 VoiceNet
601 North Marienfeld, Suite 104
Midland, TX 79701

Texas Windstream Inc.
Attn: CABS
4001 Rodney Parham Road
Little Rock, AR 72212

Transaction Network Services
4501 Intelco Loop SE
Lacey, WA 98503

Travis County Clerk
PO Box 1748
Austin, TX 78767

Universal Service Administrative Company
1259 Paysphere Circle
Chicago, IL 60674

Valor Telecommunications of Texas LP-TX
Attn: CABS
4001 Rodney Parham Road
Little Rock, AR 72212

Wes-Tex Telephone
Attn: CABS Billing Dept.
PO Box 280
Stanton, TX 79782

Windstream Communications Kerville LP
Attn: CABS
4001 Rodney Parham Road
Little Rock, AR 72212

Windstream Sugar Land Inc.
Attn: CABS
4001 Rodney Parham Road
Little Rock, AR 72212

Worldcall Inc.
1250 S. Capital of TX Hwy
Bldg. 2-235
West Lake Hills, TX 78746

Worldcall Interconnect, Inc.
1250 S. Capital of TX Hwy
Bldg. 2-235
Austin, TX 78746