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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION

COMMISSION
CLERK

IN RE:	§	
UPH HOLDINGS, INC.	§	CASE NO. 13-10570
PAC-WEST TELECOMM, INC.	§	CASE NO. 13-10571
TEX-LINK COMMUNICATIONS, INC.	§	CASE NO. 13-10572
UNIPOINT HOLDINGS, INC.	§	CASE NO. 13-10573
UNIPOINT ENHANCED SERVICES, INC.	§	CASE NO. 13-10574
UNIPOINT SERVICES, INC.	§	CASE NO. 13-10575
NWIRE, LLC	§	CASE NO. 13-10576
PEERING PARTNERS COMMUNICATIONS, LLC	§	CASE NO. 13-10577

DEBTORS. § CHAPTER 11

EIN: 45-1144038; 68-0383568; 74-2729541; 20-3399903; 74-3023729; 38-3659257; 37-1441383; 27-2200110; 27-4254637

6500 RIVER PL. BLVD., BLDG. 2, # 200 § JOINTLY ADMINISTERED UNDER
AUSTIN, TEXAS 78730 § CASE NO. 13-10570

MOTION FOR EXPEDITED HEARING OF JOINT MOTION OF THE DEBTORS AND HERCULES TECHNOLOGY II, L.P. TO (I) ENFORCE ASSET PURCHASE AGREEMENT BETWEEN DEBTORS AND TNCI OPERATING COMPANY LLC, (II) ENFORCE ESCROW AGREEMENT, (III) DIRECT THAT ESCROW AGENT BE DIRECTED TO DISTRIBUTE INTERIM CLOSING PROCEEDS FROM ESCROW AMOUNT TO HERCULES TECHNOLOGY II, L.P AND (IV) FOR RELATED RELIEF

COMES NOW UPH Holdings, Inc. ("UPH"), Pac-West Telecom, Inc. ("Pac-West"), Tex-Link Communications, Inc. ("Tex-Link"), UniPoint Holdings, Inc. ("UniPoint Holdings"), UniPoint Enhanced Services, Inc. ("UniPoint Enhanced"), UniPoint Services, Inc. ("UniPoint"), nWire, LLC ("nWire") and Peering Partners Communications, LLC ("Peering Partners") (collectively the "Debtors"), and files this Motion for Expedited Hearing of the Joint Motion of the Debtors and Hercules Technology II, L.P. to (i) Enforce Asset Purchase

COM	_____
AFD	_____
APA	_____
ECO	_____
ENG	_____
GCL	_____
DM	_____
REL	_____
CLK	_____

NG

Agreement Between Debtors and TNCI Operating Company, LLC, (ii) Enforce Escrow Agreement, (iii) Direct That Escrow Agent be Directed to Distribute Interim Closing Proceeds From Escrow Amount to Hercules Technology II, L.P. and (iv) for Related Relief (“Joint Motion”) [Dckt. No. 580] and would show unto the Court as follows:

1. The Debtors and Hercules seek an Order of the Court enforcing the Asset Purchase Agreement and Escrow Agreement and directing that the Escrow Agent distribute the applicable portion of the Escrow Amount to Hercules at the first and subsequent Interim Closings and the Final Closing.

2. General unsecured creditors will be harmed every day that any payment to Hercules is delayed. If Hercules does not receive its scheduled payments from the Escrow Amount, interest on Hercules’ secured claim will continue to accrue at the rate of approximately \$1,106.00/day. This will prejudice unsecured creditors unfairly. The quicker Hercules’s secured claim is reduced and satisfied, the less interest expense will accrue and the greater the ultimate recovery to priority and general unsecured creditors will be. In addition, a hearing is already set on approval of the Debtors’ Disclosure Statement [Dckt. No. 515], and resolution of the issues related to Joint Motion prior to such hearing promotes efficient administration of these estates.

3. The undersigned counsel has conferred with counsel for TNCI, and they are not opposed to request of an expedited setting of the Joint Motion.

4. The Debtors believe that the hearing should take approximately one (1) hour.

5. The Debtors request that this hearing be held either November 20 or November 21, 2013.

WHEREFORE, PREMISES CONSIDERED the Debtors request that the Joint Motion be set on either date requested herein on this Court’s docket.

Dated: November 1, 2013.

Respectfully submitted,

JACKSON WALKER L.L.P.
100 Congress Ave., Suite 1100
Austin, Texas 78701
(512) 236-2000
(512) 236-2002 - FAX

By: /s/ Patricia B. Tomasco
Patricia B. Tomasco
State Bar No. 01797600
(512) 236-2076 – Direct Phone
(512) 691-4438 – Direct Fax
Email address: ptomasco@jw.com

Jennifer F. Wertz
State Bar No. 24072822
(512) 236-2247 – Direct Phone
(512) 391-2147 – Direct Fax
Email address: jwertz@jw.com

**COUNSEL FOR DEBTORS-IN-
POSSESSION**

CERTIFICATE OF SERVICE

I hereby certify that on the 1st day of November 2013, a true and correct copy of the foregoing was served via the Court's CM/ECF electronic notification system on all parties requesting same, and via US first class mail, post prepaid to the parties listed below, and on the attached service list.

UPH Holdings, Inc.
Pac-West Telecomm, Inc.
Tex-Link Communications, Inc.
UniPoint Holdings, Inc.
UniPoint Enhanced Services, Inc.
UniPoint Services, Inc.
nWire, LLC
Peering Partners Communications, Inc.
6500 River Place Blvd., Bldg. 2, Suite 200
Austin, Texas 78730

Valerie Wenger
Office of the US Trustee
903 San Jacinto, Room 230
Austin, TX 78701

Stuart Komrower
Ilana Volkov
COLE, SCHOTZ, MEISEL, FORMAN & LEONARD, P.A.
25 Main Street
Hackensack, New Jersey 07601

/s/ Patricia B. Tomasco

Patricia B. Tomasco

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	§	
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DEBTORS.

CHAPTER 11

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AUSTIN, TEXAS 78730

JOINTLY ADMINISTERED UNDER
CASE NO. 13-10570

ORDER GRANTING MOTION FOR EXPEDITED HEARING OF JOINT MOTION OF THE DEBTORS AND HERCULES TECHNOLOGY II, L.P. TO (I) ENFORCE ASSET PURCHASE AGREEMENT BETWEEN DEBTORS AND TNCI OPERATING COMPANY LLC, (II) ENFORCE ESCROW AGREEMENT, (III) DIRECT THAT ESCROW AGENT BE DIRECTED

**TO DISTRIBUTE INTERIM CLOSING PROCEEDS FROM ESCROW
AMOUNT TO HERCULES TECHNOLOGY II, L.P AND (IV) FOR RELATED RELIEF**

CAME ON FOR CONSIDERATION the Debtors' Motion for Expedited Hearing of the Joint Motion of the Debtors and Hercules Technology II, L.P. to (i) Enforce Asset Purchase Agreement Between Debtors and TNCI Operating Company, LLC, (ii) Enforce Escrow Agreement, (iii) Direct That Escrow Agent be Directed to Distribute Interim Closing Proceeds From Escrow Amount to Hercules Technology II, L.P. and (iv) for Related Relief ("Joint Motion") [Dckt. No. 580]. The Court finds that the Motion should be granted as set forth below.

IT IS, THEREFORE, ORDERED that the Joint Motion is set for expedited hearing on the date and time listed above.

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