



ENTERED  
01/09/2008

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
GALVESTON DIVISION**

**IN RE:** § **Case No. 07-80605-G3-11**  
§  
**EAGLE BROADBAND, INC. et al.,** § **Chapter 11**  
§  
**Debtors.** § **(Jointly Administered)**

**ORDER GRANTING DEBTORS' AMENDED APPLICATION FOR AUTHORITY  
TO EMPLOY HUGHES WATTERS ASKANASE, LLP AS COUNSEL  
FOR DEBTORS-IN-POSSESSION #74**

Upon consideration of the Amended Application for Authority to Employ HughesWattersAskanase, LLP as Counsel for Debtors-in-Possession (the "Application"), filed by Eagle Broadband, Inc. and its eleven wholly-owned subsidiaries, Atlantic Pacific Communications, Inc.; Clearworks Communications, Inc.; Clearworks Home Systems, Inc.; Clearworks.Net, Inc.; Eagle Broadband Services, Inc.; EToolz, Inc.; Link-Two Communications, Inc.; Northpointe Telecom Services, LLC; UCGI Corporation; and United Computing Group, Inc. ("Debtors"), requesting that this Court enter an Order pursuant to 11 U.S.C. §§ 327 and 328 authorizing the Debtors to employ and retain the law firm of Hughes Watters Askanase, L.L.P. ("HWA") to represent the Debtors in their Chapter 11 cases; and having reviewed the Rule 2016(b) Statement of Hughes Watters Askanase, L.L.P. and the attachments thereto (the "Disclosures"), this Court finds that:

1. Taking into account the disclosures made in the Disclosures, and after finding that HWA has used reasonable efforts to determine if any conflicts exist, HWA does not hold an interest adverse to the Debtors' estate and is a "disinterested person" under Section 327 of the Bankruptcy Code. HWA is therefore qualified to be employed as counsel to Debtors in their



## CERTIFICATE OF SERVICE

District/off: 0541-3  
Case: 07-80605User: tcam  
Form ID: pdf002Page 1 of 2  
Total Served: 55

Date Rcvd: Jan 09, 2008

The following entities were served by first class mail on Jan 11, 2008.

db Atlantic Pacific Communications, Inc., Atlantic Pacific Communications, Inc.,  
101 Courageous Drive, League City, TX 77573-3963

db +Clearworks Communications, Inc., P.O. Box 1768, League City, TX 77574-1768

db Clearworks Home Systems, Inc., 101 Courageous Drive, League City, TX 77573-3963

db Clearworks.Net Inc., 101 Courageous Drive, League City, TX 77573-3963

db DSS Security, Inc., 101 Courageous Drive, League City, TX 77573-3963

db EToolZ Inc., 101 Courageous Drive, League City, TX 77573-3963

db Eagle Broadband Services Inc., 101 Courageous Drive, League City, TX 77573-3963

db Eagle Broadband, Inc., 101 Courageous Drive, League City, TX 77573-3963

db Link-Two Communications Inc., 101 Courageous Drive, League City, TX 77573-3963

db Northpointe Telecom Services, LLC, 101 Courageous Drive, League City, TX 77573-3963

db UCGI Corporation, 101 Courageous Drive, League City, TX 77573-3963

db United Computing Group Inc., 101 Courageous Drive, League City, TX 77573-3963

aty +Andrew A Ostrow, GlobeCast America Incorporated, 13801 NW 14th Street,  
Sunrise, FL 33323-2844

aty +Craig Harwyn Cavalier, Attorney at Law, 3355 West Alabama, Ste 1160,  
Houston, TX 77098-1871

aty +David George Aelvoet, Linebarger Goggan et al, 711 Navarro, Ste 300,  
San Antonio, TX 78205-1749

aty David S Elder, Gardere Wynne Sewell LLP, 1000 Louisiana, Suite 3400,  
Houston, TX 77002-5011

aty Diane Wade Sanders, LINEBARGER GOGGAN BLAIR & SAMPSON, LLP, 1949 SOUTH IH 35 (78741),  
P. O. BOX 17428, AUSTIN, TX 78760-7428

aty +Ellen Maresh Hickman, U S Trustee, 515 Rusk St, Ste 3516, Houston, TX 77002-2604

aty Geoffrey Unger, DLA Piper US, LLP, 1221 S. Mopac, Suite 400, Austin, TX 78746-7650

aty +George A. Kurisky, Jr., Johnson DeLuca Kennedy & Kurisky, P.C., 1221 Lamar, Suite 1000,  
Houston, TX 77010-3050

aty +Heather Heath McIntyre, Hughes Watters Askanase, LLP, Three Allen Center,  
333 Clay Street, 29th Floor, Houston, TX 77002-2571

aty +Hughes Watters & Askanase LLP, 1415 Louisiana, 37th floor, Houston, TX 77002-7360

aty +Joel P Kay, Hughes Watters and Askanase, Three Allen Center, 333 Clay, 29th Floor,  
Houston, TX 77002-2571

aty +John P Melko, Gardere Wynne Sewell LLP, 1000 Louisiana, Ste 3400, Houston, TX 77002-5011

aty Joshua Walton Wolfshohl, Porter & Hedges, L.L.P., 1000 Main, 36th Floor,  
Houston, TX 77002-6336

aty +Karon Y Wright, Travis County Attorney's Office, P. O. Box 1748, Austin, TX 78767-1748

aty Mark E Browning, Office of the Attorney General, PO Box 12548, Austin, TX 78711-2548

aty +Melinda S Thornton, County Tax Collector, Stephen P Clark Center,  
111 NW 1st Street, Suite 2810, Miami, FL 33128-1930

aty +Peter Michael Reed, McCreary, Veselka, Bragg & Allen, P.C., PO Box 1269,  
Round Rock, TX 78680-1269

aty Susan Rae Fuertes, Aldine Independent School District, 14910 Aldine Westfield Road,  
Houston, TX 77032-3099

aty +Tara Beth Annweiler, Greer Herz and Adams, One Moody Plz, 18th Fl,  
Galveston, TX 77550-7998

aty +Tara L Grundemeier, Linebarger Goggan Blair and Sampson LLP, 1301 Travis Street, Ste 300,  
Houston, Tx 77002-7430

aty +Wayne Kitchens, 1415 Louisiana, 37th Floor, Houston, TX 77002-7360

aty +Wayne Kitchens, Hughes Watters & Askanase, Three Allen Center, 333 Clay, 29th Floor,  
Houston, TX 77002-2571

ust +US Trustee, Office of the US Trustee, 515 Rusk Ave, Ste 3516, Houston, TX 77002-2604

cr +Aldine Independent School District, Susan R. Fuertes, 14910 Aldine Westfield,  
Houston, Tx 77032-3028

cr American Express Travel Related Svcs Co Inc Corp C, c/o Becket and Lee LLP, POB 3001,  
Malvern, PA 19355-0701

cr Cypress-Fairbanks ISD, c/o Tara L. Grundemeier, PO BOX 3064, Houston, TX 77253-3064

cr +Dallas County, Linebarger Goggan Blair & Sampson, LLP, 2323 Bryan Street, Suite 1600,  
Dallas, TX 75201-2644

cr Enterprise Fleet Services, c/o George A. Kurisky, Jr., Johnson DeLuca Kennedy & Kurisky, P.C.,  
4 Houston Center, 1221 Lamar, Suite 1000, Houston, TX 77010

intp +GB Tech, Inc., c/o Joshua W. Wolfshohl, Porter & Hedges, L.L.P., 1000 Main, 36th Floor,  
Houston, TX 77002-6336

cr Galveston County, c/o Tara L. Grundemeier, PO BOX 3064, Houston, TX 77253-3064

cr +H. Dean Cubley, c/o David S. Elder, Gardere Wynne Sewell LLP, 1000 Louisiana,  
Houston, TX 77002-5005

cr Harris County, et al, Linebarger, Goggan, Blair, and Sampson, Attn: Tara L. Grundemeier,  
P O Box 3064, Houston, Tx 77253-3064

cr Katy ISD, c/o Tara L. Grundemeier, Post Office Box 3064, Houston, TX 77253-3064

cr Liberty County, c/o Tara L. Grundemeier, PO BOX 3064, Houston, TX 77253-3064

cr +Miami-Dade County Tax Collection, 140 West Flagler street, Suite 1403, Miami, FL 33130-1561

cr +Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, NY 10104-0050

cr +Round Rock ISD, c/o Diane W. Sanders, Linebarger Goggan Blair & Sampson LLP, P O Box 17428,  
Austin, TX 78760-7428

cr +Royal Oaks Homes, L.P., 919 Milam, Suite 1700, Houston, TX 77002-5378

cr +Securities and Exchange Commission, 175 W Jackson Blvd, Suite 900, Chicago, IL 60604-2615

cr +TEI Staffing, P.O. Box 1996, Alvin, Tx 77512-1996

cr Texas Comptroller of Public Accounts, c/o Office of the Attorney General,  
Bankruptcy & Collections Division, P. O. Box 12548 MC-008, Austin, TX 78711-2548

cr +Travis County, Travis County, c/o Karon Y. Wright, P.O. Box 1748, Austin, TX 78767-1748

cr +Williamson County, c/o Michael Reed, P O Box 1269, Round Rock, TX 78680-1269

The following entities were served by electronic transmission.  
NONE.

TOTAL: 0

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\*\*\*\*\* BYPASSED RECIPIENTS (continued) \*\*\*\*\*

\*\*\*\*\* BYPASSED RECIPIENTS (undeliverable, \* duplicate) \*\*\*\*\*

cr ANREM Corporation  
cr Bexar County, Linebarger Goggan et al  
cr Dutchess Private Equities Fund  
cr E.H. Winston and Associates  
cr GlobeCast America Incorporated

TOTALS: 5, \* 0

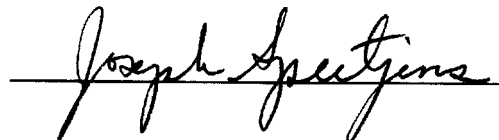
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

**I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Service and that it is true and correct to the best of my information and belief.**

**Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Jan 11, 2008

Signature:

A handwritten signature in black ink, reading "Joseph Speetjens", written over a horizontal line.