

Lenders”) and General Electric Capital Corporation (as successor in interest to Toronto Dominion (Texas), Inc.), as administrative agent; and

WHEREAS, on May 15, 2003, the Debtors filed the Motion for Entry of (I) Interim and Final Orders Authorizing the Debtors to (A) Use Cash Collateral and (B) Provide Adequate Protection to Prepetition Lenders and (II) An Order Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001; and

WHEREAS, on May 15, 2003, this Court entered the Emergency Interim Order Authorizing Use of Cash Collateral by Consent (the “Interim Order”); and

WHEREAS, the Interim Order provided that the final hearing (the “Final Hearing”) with respect to the relief requested in the Motion shall be held on June 13, 2003 at 10:00 a.m., prevailing Eastern Time, at the United States Bankruptcy Court, Room 610, One Bowling Green, New York, New York 10004; and

WHEREAS, on June 17, 2003, this Court entered the Stipulation and Order Adjourning the Hearing on Motion for Entry of (I) Interim and Final Orders Authorizing the Debtors to (A) Use Cash Collateral and (B) Provide Adequate Protection to Prepetition Lenders and (II) An Order Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 (the “June 17 Order”); and

WHEREAS, the June 17 Order provides that the Final Hearing shall be held on June 23, 2003 at 10:00 a.m., prevailing Eastern Time, at the United States Bankruptcy Court, Room 610, One Bowling Green, New York, New York 10004; and

WHEREAS, the June 17 Order also provides that the deadline to object to the relief requested in the Motion (the “Objection Deadline”) is extended until June 18, 2003 at 4:00 p.m., prevailing Eastern time; and

WHEREAS, the Administrative Agent and prepetition lenders need additional time to finalize the terms and conditions of the relief requested in the Motion on a final basis;

WHEREAS, the Debtors and the Administrative Agent have mutually agreed to adjourn the Objection Deadline to June 20, 2003 at 5:00 p.m., prevailing Eastern Time.

ACCORDINGLY, IT IS HEREBY STIPULATED AND AGREED AS FOLLOWS:

1. The Objection Deadline for the Administrative Agent is extended until June 20, 2003 at 5:00 p.m. prevailing Eastern Time.

2. This Court shall retain jurisdiction to resolve any disputes between the parties arising with respect to this Stipulation and Order.

3. This Stipulation and Order constitutes by or on behalf of each respective party a warranty and a representation that he or she has been duly authorized and empowered to execute and deliver this Stipulation and Order on behalf of such party.

Dated: New York, New York
June 18, 2003

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ATTORNEYS FOR THE DEBTORS
AND DEBTORS IN POSSESSION

ATTORNEYS FOR GENERAL ELECTRIC
CAPITAL CORPORATION, AS
ADMINISTRATIVE AGENT

SO ORDERED, this 19th day of June 2003

/s/ Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE