FILED AND ENTERED

JUL 2 1 2004

Denise H. Curtis, Clerk
U. S. Bankruptcy Court for D.C.

UNITED STATES BANKRUPTCY COURT
DISTRICT OF COLUMBIA

In re:

GREATER SOUTHEAST COMMUNITY HOSPITAL CORPORATION I, et al.,

Debtors.
_____/

Case No. 02-2250 (SMT)
Jointly Administered
Chapter 11

CONSENT ORDER AUTHORIZING FINAL APPROVAL OF INTERIM FEES AND EXPENSES PAID TO PEPPER HAMILTON LLP, FOR SERVICES RENDERED AS SPECIAL LITIGATION COUNSEL FOR THE DEBTORS

WHEREAS, Pepper Hamilton LLP ("Pepper") having filed its Third and Final Fee Application for services rendered as special litigation counsel to the above-captioned debtors and debtors-in-possession (the "Final Application");

WHEREAS, a Notice of filing the Final Application and an opportunity to object to the Final Application having been filed and served pursuant to the Interim Compensation Order and no other or further notice being necessary;

WHEREAS, Pepper's Final Application having requested approval of fees in the amount of $5,354.00 plus reimbursement of expenses in the amount of $402.52 for services rendered July 1, 2003 through April 30, 2004, and allowance on a final basis of interim fees totaling $439,618.00 and expenses totaling $34,417.52 for services rendered December 31, 2002 through June 30, 2003;

WHEREAS, Pepper having agreed to withdraw its request for compensation for services rendered July 1, 2003 through April 30, 2004, and having agreed to seek only final approval of those amounts previously awarded and paid pursuant to this Court's Orders entered August 27, 2003 and September 11, 2003 on Pepper's First and Second Interim Fee Applications;

WHEREAS, the Court having determined that entry of this Order is in the best interests of the Debtors, their estates, and creditors; and good and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. Pepper Hamilton LLP is hereby allowed, on a final basis, fees in the amount of $439,618.00 and expenses in the amount of $34,417.52, which amounts have previously been awarded on an interim basis, and paid, pursuant to this Court's prior Orders.

Dated: July 20, 2004

United States Bankruptcy Judge

Approved:

[Signed on next page]

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ORDERED, ADJUDGED AND DECREED THAT:

1. Pepper Hamilton LLP is hereby allowed, on a final basis, fees in the amount of $439,618.00 and expenses in the amount of $34,417.52, which amounts have previously been awarded on an interim basis, and paid, pursuant to this Court's prior Orders.

Dated: _____, 2004

_____
United States Bankruptcy Judge

Approved:

_____
Sam J. Alberts, Esq.
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