**UNITED STATES BANKRUPTCY COURT**
**EASTERN DISTRICT OF LOUISIANA**

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| **In re** | : | **Bankruptcy Number** |
| | : | **05-17697** |
| **ENTERGY NEW ORLEANS, INC.,** | : | **Section "B"** |
| | : | **Chapter 11** |
| **DEBTOR.** | : | **Reorganization** |

**ORDER**

WHEREAS, the *Joint Motion for Order Establishing Procedures for Payment of Professional Fees and Costs Pursuant to Stipulation and Settlement by and Among the Debtor, the Bank of New York, as Successor Trustee, and Financial Guaranty Insurance Company* (the "Motion", Dkt. **1023**) was granted by Order (Dkt. 1081);

WHEREAS, pursuant to the provisions of the Motion, Houlihan Lokey Howard & Zukin, ("HLHZ") is entitled to payment of: (a) through December 8, 2005, at the flat (non-hourly) rate of $150,000.00 per month for fees plus reasonable costs (referred to as "HLHZ Initial Fees"); (b) after December 8, 2005, at the flat (non-hourly) rate of $75,000.00 per month for fees plus reasonable cost (referred to as "HLHZ Interim Fees"; and (c) upon the effective date of a plan of reorganization or liquidation for the Debtor or upon the sale or other disposition of all or substantially all of the Debtor's electric or gas transmission, generation or distribution assets, for additional fees (in excess of the HLHZ Interim Fees) at the flat (non-hourly) rate of $75,000.00 per motion from December 9, 2005, through the date of this Court's order approving the confirmation or disposition of assets (referred to as "HLHZ Additional Fees");

WHEREAS, pursuant to the procedures set forth in the Motion, on September 27, 2006 (the "Service Date"), HLHZ submitted its first request for HLHZ Initial Fees and HLHZ Interim

Fees with attending summary totaling $1,125,000.00 and request for expenses totaling $62,500.00 for the period of September 23, 2005 through August 31, 2006 (the "First HLHZ Request");

WHEREAS, at the expiration of fifteen (15) days from the Service Date, no objections were filed with regards to the First HLHZ Request; and

WHEREAS, the provisions of this Order are without prejudice to HLHZ's rights regarding any request for HLHZ Additional Fees or any accompanying Potential Objections.[1]

**IT IS HEREBY ORDERED** that, within three (3) business days following the date hereof, Entergy New Orleans, Inc. (the "Debtor") shall pay pursuant to the First HLHZ Request:

(a) the sum of $1,125,000.00 in HLHZ Initial Fees and HLHZ Interim Fees for the time period of September 23, 2005 through August 31, 2006; and

(b) the sum of $62,500.00, representing expenses for the time period of September 23, 2005 through August 31, 2006.

**IT IS HEREBY ORDERED**, that the provisions of this Order are without prejudice to HLHZ's rights regarding any request for HLHZ Additional Fees request or any accompanying Potential Objections.

New Orleans, Louisiana, May 3, 2007.

J. A. Brown

Jerry A. Brown
U.S. Bankruptcy Judge

[1] All undefined terms herein take on the definition as stated in the Motion.

**BAE SYSTEMS**
**Bankruptcy Noticing Center**
**2525 Network Place, 3rd Floor**
**Herndon, Virginia 20171-3514**

# CERTIFICATE OF SERVICE

District/off: 053L-2 User: sf Page 1 of 1 Date Rcvd: May 03, 2007
Case: 05-17697 Form ID: pdf881 Total Served: 1

The following entities were served by first class mail on May 05, 2007.
2310888 +BANK OF NEW YORK, 1 WALL ST., NEW YORK, NY 10286-0001

The following entities were served by electronic transmission.
NONE. TOTAL: 0

***** BYPASSED RECIPIENTS *****
NONE. TOTAL: 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.**

**First 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: May 05, 2007** **Signature:** Joseph Speetjens