IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
EXIDE TECHNOLOGIES, et al.,[1]	)	Case No. 02-11125 (___)
	)	(Jointly Administered)
Debtors.	)	

ORDER AUTHORIZING RETENTION AND APPOINTMENT OF BANKRUPTCY MANAGEMENT CORPORATION AS NOTICE AND CLAIMS AGENT FOR THE CLERK OF THE BANKRUPTCY COURT UNDER 28 U.S.C. §156(C) AND GRANTING RELATED RELIEF

Upon the application (the "Application")[2] of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order pursuant to 28 U.S.C. §156(c) authorizing and approving the retention of Bankruptcy Management Corporation ("BMC") by the Debtors and appointing BMC as notice, claims and balloting agent, on the terms and conditions set forth in the Agreement; and it appearing that the relief requested is in the best interests of the Debtors' estates, their creditors and other parties in interest; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. §158(a); and after due deliberation it is hereby

ORDERED that the Debtors are authorized to retain BMC effective as of the commencement of these cases to perform the noticing, claims, balloting and other services set

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1 The Debtors in these proceedings are: Exide Technologies f/k/a Exide Corporation; Exide Delaware, L.L.C.; Exide Illinois, Inc. and RBD Liquidation, L.L.C.

2 Terms not defined herein are as defined in the Application.

forth in the Application and to receive, maintain, record and otherwise administer the proofs of claim filed in these Chapter 11 cases; and it is further

ORDERED that BMC is appointed as Agent for the Clerk and custodian of court records and shall be supervised by the Clerk and, as such, is designated as the authorized repository for all proofs of claims filed in these Chapter 11 cases and is authorized and directed to maintain official claims registers for each of the Debtors and to provide the Clerk with a certified duplicate thereof on a weekly basis unless otherwise directed by the Clerk; and it is further

ORDERED that BMC is authorized and directed to perform all related tasks to process the proofs of claims and maintain a claims register including, without limitation:

1. notify all potential creditors of the filing of the bankruptcy petition and of the setting of the first meeting of creditors, pursuant to §341(a) of the Bankruptcy Code, under the proper provisions of the Bankruptcy Code and the Federal Rules of Bankruptcy Procedure;

2. creation and maintenance of an official copy of the Debtors' schedules of assets and liabilities and statement of financial affairs (collectively, the "Schedules"), listing the Debtors' known creditors and the amounts owed thereto;

3. notify all potential creditors of the existence and amount of their respective claims as evidenced by the Debtors' books and records and set forth in the Schedules;

4. furnish a notice of the last date for the filing of proofs of claims and a form for the filing of a proof of claim, after such notice and form are approved by this Court;

5. file with the Clerk a copy of the notice, a list of persons to whom it was mailed (in alphabetical order), and the date the notice was mailed, within ten (10) days of service;

6. docket all claims received, maintain the official claims registers (the "Claims Registers") for each Debtor on behalf of the Clerk, and provide the Clerk with certified duplicate unofficial Claims Registers on a monthly basis, unless otherwise directed;

7. specify, in the applicable Claims Register, the following information for each claim docketed: (i) the claim number assigned, (ii) the date received, (iii) the name and address

of the claimant and agent, if applicable, who filed the claim, and (iv) the classification(s) of the claim (e.g., secured, unsecured, priority, etc.);

8. periodically collect proofs of claim filed directly with the Court;

9. record all transfers of claims and provide any notices of such transfers required by Rule 3001 of the Federal Rules of Bankruptcy Procedure;

10. make changes in the Claims Registers pursuant to Court Orders;

11. upon completion of the docketing process for all claims received to date by the Clerk's office, turn over to the Clerk copies of the Claims Registers for the Clerk's review;

12. maintain the official mailing list for each Debtor of all entities that have filed a proof of claim, which list shall be available upon request by a party-in-interest or the Clerk;

13. assist with, among other things, solicitation and calculation of votes and distribution as required in furtherance of confirmation of plan(s) of reorganization;

14. thirty (30) days prior to the close of these cases, an Order dismissing the Agent shall be submitted terminating the services of the Agent upon completion of its duties and responsibilities and upon the closing of these cases; and

15. at the close of the case, box and transport all original documents in proper format, as provided by the Clerk's office, to the Federal Records Center; and it is further

ORDERED that BMC is authorized and directed to obtain a special post office box for the receipt of proofs of claim; and it is further

ORDERED that BMC is authorized to take such other action to comply with all duties set forth in the application and shall act at the direction of the Clerk in this matter; and it is further

ORDERED that nothing contained herein affects BMC's liability to the Clerk of the Court resulting from action taken by BMC as the agent of the Clerk; and it is further

ORDERED that the Debtors are authorized to compensate BMC on a monthly basis, in accordance with the Agreement for Services, upon the receipt of reasonably detailed invoices setting forth the services provided by BMC in the prior month and the rates charged for

each, and to reimburse BMC for all reasonable and necessary expenses it may incur, upon the presentation of appropriate documentation; and it is further

ORDERED if this case converts to one under Chapter 7, BMC will continue to be paid for its services until the claims filed in the Chapter 11 case have been completely processed; if claims agent representation is necessary in the converted Chapter 7 case, BMC will continue to be paid in accordance with 28 U.S.C. §156(c) under the terms set out herein; and it is further

ORDERED that in the event BMC is unable to provide the services set out in this order; BMC will immediately notify the Clerk and the Debtors' attorneys and cause to have all original proofs of claim and computer information turned over to another claims agent with the advise and consent of the Clerk and the Debtors' attorneys.

Dated: April ___, 2002

United States Bankruptcy Judge