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Presentment Date: August 27, 2004
Time: 12:00 noon
Objection Deadline: August 27, 2004
at 11:30 a.m.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re Chapter 11
GRUMMAN OLSON INDUSTRIES, INC., Case No. 02-B-16131(SMB)
Debtor.
-----X

**ORDER, PURSUANT TO SECTIONS 503(b) AND 507(a) OF
THE BANKRUPTCY CODE AND BANKRUPTCY RULE 3003(c)(3),
ESTABLISHING A FINAL DATE TO FILE REQUESTS FOR
ALLOWANCE OF ADMINISTRATIVE EXPENSE CLAIMS**

Upon consideration of the Application dated August 16, 2004 of the Official Committee of Unsecured Creditors (the "Committee") of the above-captioned debtor and debtor-in-possession (the "Debtor"), for entry of an order establishing a final date and time to file a request for the allowance of an administrative expense claim against the Debtor and approving the form of notice therefore; and due and sufficient notice of the Application having been given to the United States Trustee for the Southern District of New York, counsel for the Debtor and all persons or entities that have filed a notice of appearance in this Chapter 11 case pursuant to Bankruptcy Rule 2002(i) on or prior to the date of the Application; and sufficient cause appearing therefor and no adverse interest being represented; and after due deliberation, it is hereby

~~ORDERED~~, that the Application is granted, and it is further **SMB 9/10/04**

ORDERED, that pursuant to sections 503(b) and 507(a) of the Bankruptcy Code and Bankruptcy Rule 3003(c)(3), all persons and entities including without limitation, each individual, partnership, corporation, estate, trust, and governmental unit, holding or wishing to assert claims as defined in section 101(5) of the Bankruptcy Code, entitled to priority in accordance with sections 503(b), 507(a) or any other section of the Bankruptcy Code arising or accruing from December 9, 2002, the day upon which the Debtor's chapter 11 case was commenced, through and including August 31, 2004, against the Debtor (an "Administrative Expense Claim"), with certain exceptions described below, must file a request for the allowance of such Administrative Expense Claim on or before 5:00 p.m. (Eastern Time) on October 22, 2004 (the "Administrative Claims Bar Date"); and it is further

ORDERED, that the Administrative Claims Bar Date applies to all Administrative Expense Claims entitled to priority under sections 365, 503(b), 507(a) or any other section of the Bankruptcy Code, **EXCEPT** for the following:

- (a) Administrative Expense Claims of the various professionals employed by the Debtor and the Committee and whose employment applications have been approved by this Court;
- (b) Any party holding or previously holding an Administrative Expense Claim related to a post-petition default under an executory contract or unexpired lease that has been paid in light of the Debtor's assumption and assignment of the executory contract or unexpired lease to a successful purchaser;
- (c) Any party holding or previously holding an Administrative Expense Claim as a result of trade obligations incurred from the Petition Date through August 31, 2004, which obligation was specifically assumed by a successful purchaser of the Debtor's assets; and
- (d) Any party holding or previously holding an Administrative Expense Claim that has been previously paid by the Debtors in the ordinary course of business or otherwise, that has had its claim otherwise satisfied or that is no longer entitled to assert such claim;

and it is further

ORDERED, that all requests for the allowance of an Administrative Expense Claim shall be sent to the following address:

IF SENT BY U.S. MAIL:

U.S. Bankruptcy Court, Southern District of New York
Grumman Olson industries, Inc. Claims Docketing Center
Bowling Green Station
P.O. Box 90
New York, New York 10274-0090

IF DELIVERED BY HAND OR OVERNIGHT COURIER:

U.S. Bankruptcy Court, Southern District of New York
Grumman Olson Industries, Inc. Claims Docketing Center
One Bowling Green, Room 534
New York, New York 10004-1408

Such requests for the allowance of an Administrative Expense Claim will be deemed filed when actually received by the Claims Agent at the above listed address on or before the Administrative Claims Bar Date; and it is further

ORDERED, that requests for the allowance of an Administrative Expense Claim may **not** be delivered by facsimile, telecopy or electronic mail transmission, and will not be valid for any purpose; and it is further

ORDERED, that any person or entity who is required but fails to file a request for the allowance of an Administrative Expense Claim in accordance with this Order on or before the Administrative Claims Bar Date (i) shall be forever barred, estopped and enjoined from asserting such Administrative Expense Claim against the Debtor or its property, or thereafter filing a request with respect thereto and the Debtor shall be forever discharged from any and all indebtedness or liability with respect to such Administrative Expense Claim, and (ii) shall not be permitted to participate in any distribution in the Debtor's bankruptcy case on account of such Administrative Expense Claim; and it is further

ORDERED, that nothing in this Order shall prejudice the right of the Debtor, the Committee or any other party in interest to dispute or assert offsets or defenses to any asserted Administrative Expense Claim; and it is further

ORDERED, that the Debtor or the Committee shall, on or before thirty-five (35) days prior to the Administrative Claims Bar Date, send a notice substantially in the form as that annexed to the Application, which notice is hereby approved in all respects, by first class regular mail to: (a) all other known creditors of the Debtor; (b) the Office of the United States Trustee; (c) all known taxing authorities of jurisdictions in which the Debtor did business; (d) all persons or entities that have filed a notice of appearance in this Chapter 11 case; (e) all persons or entities who have filed a proof of claim against the Debtor; (f) all entities listed on the Schedules; and (g) all other parties known by the Debtor or the Committee that may hold an Administrative Expense Claim; such notice being deemed good, adequate and sufficient; and it is further

ORDERED, that the Committee, the Debtors and their Claims Agent are authorized and empowered to take such steps and perform such acts as may be necessary to implement and effectuate the terms of this Order.

Dated: New York, New York
September 10, 2004

/s/ STUART M. BERNSTEIN
Chief United States Bankruptcy Judge