

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
INSIGHT HEALTH SERVICES)	Case No. 10-16564 (AJG)
HOLDINGS CORP., <u>et al.</u> , ¹)	
)	
Debtors.)	Jointly Administered

**ORDER AUTHORIZING THE RETENTION
AND EMPLOYMENT OF BMC GROUP, INC. AS
NOTICE AND CLAIMS AGENT FOR THE DEBTORS**

Upon the application (the “Application”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”), pursuant to 28 U.S.C. § 156(c), Local Bankruptcy Rule 5075-1 and General Order M-409 authorizing the retention of BMC Group, Inc. (“BMC”) as its notice and claims agent; and upon the Feil Declaration in support of the Application; it appearing that the relief requested is in the best interests of the Debtors’ estates, their creditors and other parties in interest; it appearing that the 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. § 157(b)(2); it appearing that venue of this proceeding and this Application in this District is proper pursuant to

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: InSight Health Services Holdings Corp. (0028); InSight Health Services Corp. (2770); Comprehensive Medical Imaging Centers, Inc. (6946); Comprehensive Medical Imaging, Inc. (2473); InSight Health Corp. (8857); Maxum Health Services Corp. (5957); North Carolina Mobile Imaging I LLC (9930); North Carolina Mobile Imaging II LLC (0165); North Carolina Mobile Imaging III LLC (0251); North Carolina Mobile Imaging IV LLC (0342); North Carolina Mobile Imaging V LLC (0431); North Carolina Mobile Imaging VI LLC (0532); North Carolina Mobile Imaging VII LLC (0607); Open MRI, Inc. (1529); Orange County Regional PET Center - Irvine, LLC (0190); Parkway Imaging Center, LLC (2858); and Signal Medical Services, Inc. (2413). The location of the Debtors’ corporate headquarters and the Debtors’ service address is: 26250 Enterprise Court, Suite 100, Lake Forest, California 92630.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

28 U.S.C. §§ 1408 and 1409; notice of this Application and the opportunity for a hearing on this Application was appropriate under the particular circumstances and that no further notice need be given; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Application is granted as set forth herein.
2. The Debtors are authorized to retain and employ BMC as their notice and claims agent subject to the terms of the Application, this Order and the BMC Agreement.
3. Pursuant to this Order, BMC shall perform the services set forth in the Application and the BMC Agreement (other than the services set forth in subparagraphs (6), (11) and (12) of Section I of the BMC Agreement).
4. The Debtors are authorized to pay BMC's fees and expenses as set forth in the BMC Agreement in the ordinary course of business without the necessity of BMC filing fee applications with the Court.
5. Without further order of the Court, the fees and expenses of BMC incurred in performance of the above services are to be treated as an administrative expense of the Debtors' estates and shall be paid by the Debtors in accordance with the terms of the BMC Agreement upon receipt of each BMC invoice by the Debtors, unless BMC is advised, within 20 days of receipt of the invoice, that the Debtors object to the invoice, in which case the Debtors will schedule a hearing before the Court to consider the disputed invoice. In such case, the Debtors shall remit to BMC only the undisputed portion of the invoice and, if applicable, shall pay the remainder to BMC upon the resolution of the disputed portion, as mandated by the Court. Notwithstanding the foregoing, the Debtors may be required to prepay for certain services in accordance with the terms of the BMC Agreement.

6. The Debtors and BMC are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

7. Notice of the Application as provided therein shall be deemed good and sufficient notice of such application and the requirements of Bankruptcy Rule 6004(a) and the local rules of the Court are satisfied by such notice.

8. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062, 9014 or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

9. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

New York, New York
Date: December 14, 2010

s/Arthur J. Gonzalez
Honorable Arthur J. Gonzalez
Chief United States Bankruptcy Judge