EXHIBIT G

Proposed Form of Order

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	:	**Chapter 11 Case No.**
LEHMAN BROTHERS HOLDINGS INC., *et al.*,	:	**08-13555 (JMP)**
Debtors.	:	**(Jointly Administered)**

ORDER AWARDING INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES TO MCKENNA LONG & ALDRIDGE LLP

Upon consideration of the First Application of McKenna Long & Aldridge LLP for Allowance of Compensation and Reimbursement of Expenses (the "First Interim Fee Application"), dated April 10, 2009, relating to the above-referenced bankruptcy case for the period from September 15, 2008 through January 31, 2009 (the "First Interim Period") for the (i) allowance of compensation for professional services performed by McKenna Long & Aldridge LLP ("McKenna") during the First Interim Period in the total amount of $631,156.00; (ii) allowance of McKenna's actual and necessary expenses incurred during the First Interim Period in the total amount of $35,620.22; and (iii) payment of the twenty percent (20%) holdback withheld from payments of the Monthly Fee Statements, and after notice and hearing thereon, and sufficient cause appearing therefore, and capitalized terms used in this Order being given the same meanings as are ascribed to those terms in the First Interim Fee Application, it is hereby

ORDERED that the First Interim Fee Application is hereby granted; and it is further

ORDERED that McKenna is authorized to apply against such amounts the amounts previously paid to it in respect of the First Interim Period pursuant to the Second Amended Interim Compensation Procedures Order; and it is further

ORDERED that the Debtors pay to McKenna the twenty percent (20%) holdback withheld from the payment of Monthly Statements in the amount of $126,231.20.

This _____ day of _____, 2009.

_____
JAMES M. PECK
UNITED STATES BANKRUPTCY JUDGE

Prepared and presented by:

MCKENNA LONG & ALDRIDGE LLP

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