

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
Met-Coil Systems Corporation,	)	
	)	Case No. 03-12676 (MFW)
	)	
Debtor.	)	

**CERTIFICATION OF COUNSEL [RE: D.I. 14]**

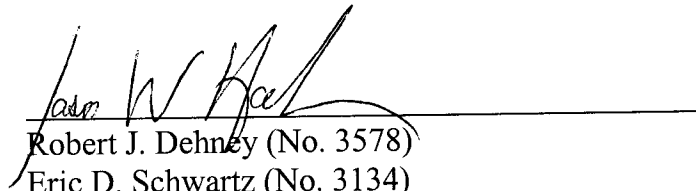
I, Jason W. Harbour, hereby certify (the "Certification") as follows regarding the proposed Interim Order Authorizing Debtor To Obtain Post-Petition Financing Pursuant To Section 364(c) Of The Bankruptcy Code [RE: D.I. 14] (the "Proposed Order") attached as Exhibit "A" hereto:

1. On August 26, 2003, the above-captioned debtor and debtor-in-possession (the "Debtor") filed the Emergency Motion Of Debtor And Debtor In Possession For Interim And Final Order Authorizing Debtor To Obtain Post-Petition Financing Pursuant To Section 364(c) Of The Bankruptcy Code (D.I. 14) (the "Motion").
2. A hearing to consider, *inter alia*, the Motion was held on August 28, 2003, at which time the Court approved the Motion subject to certain agreed upon changes in the form of the Proposed Order.
3. Accordingly, the Debtor has revised the Proposed Order and a blackline of the Proposed Order which is marked to show changes relative to the proposed Order annexed to the Motion is attached as Exhibit "B."

WHEREFORE, the Debtor respectfully requests that the Court enter the attached Proposed Order and grant such other and further relief as is just and proper.

Dated: August 28, 2003

MORRIS, NICHOLS, ARSHT & TUNNELL

A handwritten signature in black ink, appearing to read "Jason W. Harbour", is written over a horizontal line.

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- and -

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Debtor-in-Possession