

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

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

CERTIFICATION OF COUNSEL [RE: D.I. 11]

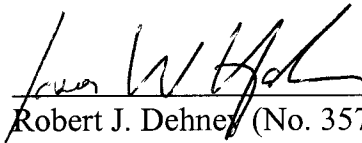
I, Jason W. Harbour, hereby certify (the "Certification") as follows regarding the proposed Interim Order Authorizing Debtor To Employ And Compensate Professionals For Services Rendered In The Ordinary Course Of Business (D.I. 11) (the "Proposed Order") attached as Exhibit "A" hereto:

1. On August 26, 2003, the above-captioned debtor and debtor-in-possession (the "Debtor") filed the Debtor's Application For Entry Of Order Authorizing Debtor To Employ And Compensate Professionals For Services Rendered In The Ordinary Course Of Business (D.I. 11) (the "Application").
2. A hearing to consider, *inter alia*, the Application was held on August 28, 2003, at which time the Court approved the Application 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 Application 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



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