

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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

**AFFIDAVIT OF DEUTSCH, LEVY & ENGEL, CHARTERED IN SUPPORT OF
EMPLOYMENT AS PROFESSIONAL TO RENDER SERVICES
IN THE ORDINARY COURSE OF BUSINESS**

STATE OF ILLINOIS)
ss:)
COUNTY OF COOK)

Kenneth W. Funk, being duly sworn, upon his oath, deposes and says:

1. I am an attorney admitted to practice in the State of Illinois. I am a partner of the firm of Deutsch, Levy & Engel, Chartered which maintains offices at 225 W. Washington, Suite 1700, Chicago, Illinois (the "Professional").
2. Prior to the commencement of the above-captioned chapter 11 case (the "Case") by Met-Coil Systems Corporation, debtor and debtor in possession (the "Debtor"), the Debtor retained the Professional to provide legal advice and assistance in connection with the defense of People v. Lockformer, DuPage County Case No. 01 CH 0062.
3. The Debtor owes the Professional approximately \$32,400.00 for prepetition services rendered from June 1, 2003 through August 25, 2003.
4. The Debtor has requested that the Professional provide legal services to the Debtor postpetition, and the Professional has consented to provide such services, provided

that the Professional is timely paid its ordinary and customary fees for professional services rendered and related costs incurred.

5. To the best of my knowledge, the Professional has no connections with the Debtor, its creditors, other parties-in-interest, their respective attorneys or accountants, or the United States Trustee except that: several attorneys at Deutsch, Levy & Engel, Chartered, including myself, Kenneth W. Funk, and Karen Kavanagh Mack, have been appointed as Special Assistant Attorney Generals to represent two State of Illinois Agencies, namely the Department of Transportation of the State of Illinois and the Illinois State Toll Highway Authority, in certain litigation matters. Before agreeing to represent the Debtor in the People v. Lockformer matter, however, Deutsch, Levy & Engel, Chartered obtained a waiver of any potential conflict from the Attorney General's office to represent the Debtor. Deutsch, Levy & Engel, Chartered also obtained a waiver of any potential conflict from the Debtor.

6. The Professional may have performed services in the past, and may perform services in the future, in matters unrelated to the Case, for persons that are parties in interest in the Case. As part of its customary practice, the Professional is retained in cases, proceedings and transactions involving many different parties, some of whom may represent or be employed by the Debtor, claimants and parties in interest in the Case.

7. I hereby represent that insofar as I have been able to ascertain, neither I nor any member of or professional employed by the Professional, holds or represents any interest adverse to the Debtor or its estate with respect to the matters on which the Professional is to be employed.

8. I understand that if in any calendar month period, the Professional incurs fees and expenses in rendering services for the Debtor in an aggregate amount which exceeds

\$50,000, that, prospectively, all compensation to the Professional for fees and expenses for that calendar month shall be subject to approval by this Court upon the filing of appropriate application(s) for interim or final allowance of compensation in accordance with §§ 331 and 330 of the Bankruptcy Code.

9. No promises have been made by me, the Professional, or by any member, counsel or associate thereof as to compensation in connection with this case other than in accordance with the provisions of the Bankruptcy Code.

10. I hereby represent that neither I, nor any member of or professional employed by the Professional has agreed to share or will share any portion of the compensation to be received from the Debtor with any other person other than the members and regular employees of the Professional, other than as permitted pursuant to § 504(b)(1) of the Bankruptcy Code.

11. If at any time during the period of its employment, the Professional should discover any facts bearing on the matters described herein, the Professional will supplement the information contained in this Affidavit.

DEUTSCH, LEVY & ENGEL,
CHARTERED

By: [Signature]
Its: [Signature]

Sworn to before me this 22nd
day of September, 2003.

Address: 225 W. Washington, #1700
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