

Exhibit A

FILED UNDER SEAL

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

In re:)	
)	Chapter 11
MET-COIL SYSTEMS CORPORATION,)	
Debtor.)	Case No. 03-12676 (MFW)
)	

**ORDER AUTHORIZING THE DEBTOR TO ENTER INTO
SETTLEMENT AGREEMENT PURSUANT TO RULE 9019**

Upon the motion (the "**Motion**")¹ of the debtor and debtor in possession (the "**Debtor**") in the above-captioned chapter 11 case (the "**Case**"), for entry of an Order authorizing the Debtor to assume a settlement agreement or in the alternative approving a settlement pursuant to Rule 9019 of the Federal Rules of Bankruptcy Procedure, and it appearing that the Court has jurisdiction over the Motion pursuant to 28 U.S.C. § 157(b)(2); and due and adequate notice of the Motion having been given; and it appearing that no other or further notice need be given; and this Court having determined that granting the relief requested in the Motion is in the best interests of the Debtor, its estate and its creditors; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is granted.
2. The Settlement Agreement is hereby approved pursuant to Bankruptcy Rule 9019.
3. The Debtor is authorized, but not directed, to enter into the Settlement Agreement.

¹ All capitalized terms used herein but not defined herein shall have the meanings given them in the Motion.

4. The Debtor is authorized to take all actions necessary to carry out the provisions and terms of the Settlement Agreement, including, but not limited to, granting all releases and making all indemnifications contemplated therein.

5. The Court shall retain jurisdiction over any matters arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2003
Wilmington, Delaware

HONORABLE MARY F. WALRATH
CHIEF UNITED STATES BANKRUPTCY JUDGE

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

In re:)	
)	Chapter 11
MET-COIL SYSTEMS CORPORATION,)	
Debtor.)	Case No. 03-12676 (MFW)

**ORDER AUTHORIZING THE DEBTOR TO
ASSUME SETTLEMENT AGREEMENT**

Upon the motion (the "**Motion**")¹ of the debtor and debtor in possession (the "**Debtor**") in the above-captioned chapter 11 case (the "**Case**"), for entry of an Order authorizing the Debtor to assume a settlement agreement or in the alternative approving a settlement pursuant to Rule 9019 of the Federal Rules of Bankruptcy Procedure, and it appearing that the Court has jurisdiction over the Motion pursuant to 28 U.S.C. § 157(b)(2); and due and adequate notice of the Motion having been given; and it appearing that no other or further notice need be given; and this Court having determined that granting the relief requested in the Motion is in the best interests of the Debtor, its estate and its creditors; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is granted.
2. The Debtor is authorized, but not directed, to assume the Settlement Agreement.

¹ All capitalized terms used herein but not defined herein shall have the meanings given them in the Motion.

3. The Debtor is authorized to take all actions necessary to carry out the terms of the settlement agreement.

4. The Court shall retain jurisdiction over any matters arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2003
Wilmington, Delaware

HONORABLE MARY F. WALRATH
CHIEF UNITED STATES BANKRUPTCY JUDGE

CERTIFICATE OF SERVICE

I, James C. Carignan, hereby certify that on October 20, 2003, I caused to be served the Debtor's Motion To Assume Settlement Agreement Or In The Alternative To Approve Settlement Agreement Pursuant To Bankruptcy Rule 9019, upon the entities identified in the attached service list.

Dated: October 20, 2003
Wilmington, Delaware

A handwritten signature in black ink, appearing to read "J. Carignan", written in a cursive style.

James C. Carignan (No. 4230)

SERVICE LIST

VIA REGULAR MAIL

Donna Vobornik
Sonnenschein Nath & Rosenthal
8000 Sears Tower
Chicago, IL 60606

John Bell
Johnson & Bell
55 E. Monroe St., Suite 4100
Chicago, IL 60603

Margaret J. Orbon
Clausen Miller, P.C.
10 South La Salle St., Suite 1600
Chicago, IL 60603-1098