

**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. : Related Docket No. _____

**ORDER PURSUANT TO SECTIONS 1103(a) AND 328(a) OF
THE BANKRUPTCY CODE AUTHORIZING AND APPROVING THE
EMPLOYMENT AND RETENTION OF BEDERSON & CO. LLP AS SPECIAL
ENVIRONMENTAL FINANCIAL CONSULTANTS TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS NUNC PRO TUNC TO OCTOBER 9, 2003**

Upon consideration of the Application (the “Application”) For an Order Pursuant to Sections 1103(a) and 328(a) of the Bankruptcy Code Authorizing and Approving the Employment and Retention of Bederson & Co. LLP (“Bederson”) as Special Environmental Financial Consultants to the Official Committee of Unsecured Creditors (the “Committee”) *Nunc Pro Tunc* to October 9, 2003; the Declaration of Matthew Schwartz, a principal of Bederson and proper notice of the Application has been given and that no further notice or hearing is required, and the Court being satisfied that (i) Bederson neither holds nor represents any interest adverse to the above-referenced Debtor’s estate; (ii) Bederson is a disinterested party within the meaning of 11 U.S.C. § 327; and (iii) the employment of Bederson is necessary and would be in the best interest of the Committee and this estate, and after due deliberation and sufficient cause therefore it is hereby

ORDERED that the Application is granted; and it is further

ORDERED that the Committee is authorized to employ Bederson as its special environmental financial consultants to perform the services set forth in the Application; and it is further

ORDERED that compensation and reimbursement of expenses for Bederson shall be based upon the Federal Rules of Bankruptcy Procedure, the Local Rules of this Court and any administrative order governing compensation of professionals in this case, and it is further

ORDERED, that the appointment of Bederson as special environmental financial consultants for the Committee shall be effective *nunc pro tunc* to October 9, 2003.

Wilmington, DE

Dated: _____, 2003

THE HONORABLE MARY F. WALRATH
CHIEF UNITED STATES BANKRUPTCY JUDGE