

**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.)	

**SECOND MONTHLY FEE APPLICATION OF GOLDBERG, KOHN, BELL,
BLACK, ROSENBLOOM & MORITZ, LTD., AS COUNSEL FOR DEBTOR
AND DEBTOR-IN-POSSESSION, FOR ALLOWANCE OF INTERIM
COMPENSATION AND FOR INTERIM REIMBURSEMENT OF ALL
ACTUAL AND NECESSARY EXPENSES INCURRED FOR THE PERIOD
OCTOBER 1, 2003 THROUGH OCTOBER 31, 2003**

Name of Applicant:	GOLDBERG, KOHN, BELL, BLACK, ROSENBLOOM & MORITZ, LTD.
Authorized to Provide Professional Services to:	Met-Coil Systems Corporation, Debtor
Date of Retention:	Nunc Pro Tunc to August 26, 2003 per Order of Court dated September 23, 2003
Period for which Compensation and reimbursement is sought:	October 1, 2003 through October 31, 2003
Amount of compensation sought as actual, reasonable and necessary:	\$235,515.50 (including 1/2 reduction of time for travel expenses)
Amount of reimbursement sought as actual, reasonable and necessary:	\$9,353.22
Amount of total compensation and reimbursement sought:	\$244,868.72

Amount authorized and directed to be paid (80% of fees and 100% of reimbursement): \$197,765.62

This is an interim final application

Allowance for compensation for the total time expended for fee application preparation is not requested in this fee application but may be sought in a subsequent fee application.

If this is not the first application filed, disclose the following for each prior application:

DATE FILED	PERIOD COVERED	REQUESTED FEES/EXPENSES	APPROVED FEES/EXPENSES
10/27/2003	August 26, 2003 thru September 30, 2003	\$218,954.66	\$213,780.16

MET-COIL SYSTEMS CORPORATION
(Case No. 03-12676 (MFW))

October 1, 2003 through October 31, 2003

Name of Professional Person	Position of the Applicant, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
Ronald Barliant	Principal/1969/Bankruptcy	\$515	98.90	50,933.50
Gerald F. Munitz	Principal/1955/Bankruptcy	\$515	20.30	10,454.50
Alan P. Solow	Principal/1979/Bankruptcy	\$515	38.50	19,827.50
Barbara M. Flom	Principal/1986/Corporate	\$390	2.40	936.00
Kenneth S. Ulrich	Principal/1987/Litigation	\$380	1.00	380.00
Matthew A. C. Zapf	Principal/1987/Litigation	\$370	39.50	14,615.00
Fredrick H. Cohen	Principal/1990/Litigation	\$370	0.70	259.00
Oscar L. Alcantara	Principal/1993/Litigation	\$325	1.00	325.00
Michael L. Sullivan	Principal/1991/Labor and Employment	\$325	0.30	97.50
David E. Morrison	Principal/1993/Litigation	\$305	106.50	32,482.50
Kathryn A. Pamerter	Associate/1995/Bankruptcy	\$320	166.10	53,152.00
Keith A. Sigale	Associate/1997/Corporate	\$260	12.30	3,198.00
Andrew E. Weissman	Associate/2000/Bankruptcy	\$245	63.20	15,484.00
Michael N. Levy	Associate/1998/Corporate	\$240	5.80	1,392.00
Salvador K. Karottki	Associate/2000/Litigation	\$210	49.10	10,311.00
Stacy S. Arnold	Associate/2002/Litigation	\$175	18.30	3,202.50
Catherine S. Carrigan	Associate/2002/Litigation	\$175	85.30	14,927.50
Kristina A. Bunker+	Paralegal/Bankruptcy	\$125	28.70	3,587.50
Michael L. Whitchurch+	Paralegal/Corporate	\$120	3.80	456.00
Lauren M. Rosman+	Paralegal/Litigation	\$100	37.50	3,750.00
Mike Evans+	Docket Clerk	\$55	2.50	137.50
Total			781.70	\$239,908.50
GRAND TOTAL:	239,908.50			
BLENDED RATE:	306.90			

COMPENSATION BY PROJECT CATEGORY

MET-COIL SYSTEMS CORPORATION
(Case No. 03-12676 (MFW))

October 1, 2003 through October 31, 2003

Project Category	Total Hours	Total Fees
Bankruptcy Filings	32.60	\$10,055.50
DIP Financing/Cash Collateral	37.10	14,402.50
Retention of Professionals	2.60	890.50
Claims Administration	11.30	3,191.50
Adversary Proceedings	44.00	12,688.00
Corporate Matters	17.60	5,419.50
Tax Matters	1.50	658.50
Environmental Matters	10.00	3,629.00
Environmental Litigation	123.40	28,812.00
Executory Contracts/Leases	8.90	2,242.00
Bankruptcy Hearings	25.90	9,239.00
Fee Applications (GK)	17.00	3,236.50
Plan/Disclosure Statement	142.20	57,016.00
Travel	19.90	8,786.00
US Trustee	8.40	3,195.00
Use/Sale/Lease of Property	0.40	206.00
Employee Matters	3.90	1,722.50
Insurance/Regulatory Matters	122.30	36,782.50
Case Administration	35.90	12,879.00
General Litigation (Non-Environmental)	9.20	2,328.50
Asset Investigation	107.60	22,528.50
TOTAL	781.70	\$ 239,908.50

EXPENSE SUMMARY

MET-COIL SYSTEMS CORPORATION
(Case No. 03-12676 (MFW))

October 1, 2003 through October 31, 2003

Expense Category	Service Provider (if applicable)	Total Expenses
Photocopy		1,515.40
Telecopy		2,147.74
LD Telephone		18.05
Courier Service		742.35
Computer Research – LEXIS		185.68
Computer Research – Westlaw		1,187.07
Out-Of-Town Travel		3,255.90
Local Travel		31.00
Federal Express		222.28
Meeting Expenses		2.10
Court Fees		45.65
Grand Total Expenses		\$ 9,353.22

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**SECOND MONTHLY FEE APPLICATION OF GOLDBERG, KOHN, BELL,
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AND DEBTOR-IN-POSSESSION, FOR ALLOWANCE OF INTERIM
COMPENSATION AND FOR INTERIM REIMBURSEMENT OF ALL ACTUAL
AND NECESSARY EXPENSES INCURRED FOR THE PERIOD
OCTOBER 1, 2003 THROUGH OCTOBER 31, 2003**

Goldberg, Kohn, Bell, Black, Rosenbloom & Moritz, Ltd. ("Goldberg, Kohn"), counsel for Met-Coil Systems Corporation, debtor and debtor-in-possession (the "Debtor") in the above-captioned case, submits this application (the "Application") seeking allowance of interim compensation and reimbursement of expenses under §§ 330 and 331 of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules Of Bankruptcy Procedure (the "Bankruptcy Rules"), Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedures of the United States Bankruptcy Court for the District of Delaware (the "Local Bankruptcy Rules") and the United States Trustee's Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330 effective January 30, 1996 (the "U.S. Trustee Guidelines"), for (a) allowance of reasonable compensation for professional services rendered by Goldberg, Kohn to the Debtor and (b) reimbursement of actual and necessary charges and disbursements incurred by Goldberg, Kohn during the period October 1, 2003 through and including October 31, 2003 in the rendition of required professional services on behalf of the Debtor (the "Application Period"). In support of this Application, Goldberg, Kohn states as follows:

BACKGROUND

1. On August 26, 2003 (the "Petition Date"), the Debtor commenced a reorganization case by filing a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware. The Debtor continues to operate its business and manage its properties as a debtor in possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in this case.

2. On September 11, 2003, the United States Trustee appointed an official committee of unsecured creditors (the "Committee") in this case.

3. Prior to the Petition Date, the Debtor engaged Goldberg, Kohn as counsel in connection with preparing for the filing of the bankruptcy case. Goldberg Kohn received a total retainer of \$350,000.00 from the Debtor.

4. By application filed on or about September 3, 2003, the Debtor requested authority to retain Goldberg, Kohn (D.I. 83) (the "Goldberg, Kohn Application") as counsel in connection with its bankruptcy case, pursuant to § 327(a) of the Bankruptcy Code, nunc pro tunc to August 26, 2003.

5. On September 24, 2003 (D.I. 210), this Court entered an order approving the retention of Goldberg, Kohn as counsel for the Debtor, nunc pro tunc to August 26, 2003 (the "Retention Order").

6. On October 27, 2003, Goldberg, Kohn, Bell, Black, Rosenbloom & Moritz, Ltd. filed its First Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for All Actual and Necessary Expenses Incurred to the Period August 26, 2003 through September 30, 2003.

FEE PROCEDURES ORDER

7. On September 23, 2003, this Court signed an administrative order pursuant to §§ 331 and 105 of the Bankruptcy Code, establishing procedures for interim compensation and reimbursement of expenses of professionals (D.I. 211) (the "Fee Procedures Order").

SUMMARY OF SERVICES RENDERED BY GOLDBERG, KOHN DURING THE APPLICATION PERIOD

8. The following summary highlights the major areas in which Goldberg, Kohn rendered services to the Debtor and its estate during the Application Period. The full breadth of Goldberg, Kohn's services for the Application Period are reflected in the attached time records.

- Goldberg, Kohn drafted and negotiated the Disclosure Statement and Plan of Reorganization proposed by the Debtor and Mestek, Inc. and responded to inquiries of the future claimants representative.
- Goldberg, Kohn assisted with obtaining final approval of debtor-in-possession financing.
- Goldberg, Kohn assisted with the retention of a valuation consultant.
- Goldberg, Kohn researched and investigated a potential alter-ego claim.
- Goldberg, Kohn assisted the Debtor with a dispute with NICOR.
- Goldberg, Kohn addressed with the State of Illinois and other governmental agencies environmental remediation matters.
- Goldberg, Kohn responded to numerous inquiries by vendors, suppliers, employees, creditors, the Committee and its professionals, and others regarding the Debtor's operations, the case, the proof of claim process and/or the disclosure statement/plan process.
- Goldberg, Kohn assisted the Debtor in monitoring the Debtor's professionals in connection with this case and in the ordinary course of its business, including with regard to several environmental litigation matters. Goldberg, Kohn has coordinated the information flow to and among these professionals and has endeavored to ensure that duplication of services is minimal.
- Goldberg, Kohn has handled and/or supervised other professionals with regard to environmental, employment, insurance, indemnification, product liability and warranty litigation.

- Goldberg, Kohn has prepared various pleadings in the administration of the Debtor's case and attended hearings on behalf of the Debtor.

8. As described more fully above and in the attached time entries, during the Application Period, Goldberg, Kohn provided services to facilitate the Debtor's discharge of its duties as debtor in possession and to maximize value of the estate for the benefit of creditors, stakeholders and other parties in interest. Goldberg, Kohn further submits that the services it has rendered to the Debtor and its estate have helped ensure the efficient administration of this case and compliance with the requirements of the Bankruptcy Code, Bankruptcy Rules, Local Bankruptcy Rules and Orders of this Court.

RELIEF REQUESTED

9. Goldberg, Kohn respectfully requests: (a) that it be allowed (i) interim compensation in the amount of \$235,515.50 for reasonable, actual and necessary services rendered by it to the Debtor and its estate during the Application Period and (ii) interim reimbursement of \$9,353.22 for reasonable, actual and necessary expenses incurred during the Application Period; and (b) that the Debtor be authorized and directed to pay to Goldberg, Kohn the amount of \$197,765.62, which is equal to the sum of 80% of Goldberg, Kohn's allowed fees and 100% of Goldberg, Kohn's allowed expense reimbursement for the Application Period. In reaching the foregoing fee totals, Goldberg, Kohn charged one-half of the travel time (\$4,393.00). Goldberg, Kohn seeks to apply the remaining amount of the retainer that it received from the Debtor, \$84,043.01. This Application is made pursuant to the provisions of §§ 327, 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, the Fee Procedures Order and the Goldberg, Kohn Retention Order.

10. Goldberg, Kohn maintained daily records of the time spent rendering professional services during the Application Period. Exhibit A attached hereto contains logs, sorted

by task, which show how much time was recorded by each professional and descriptions of the services provided.

11. Exhibit A hereto also contains a breakdown of disbursements incurred by Goldberg, Kohn during the Application Period. The disbursements for which Goldberg, Kohn seeks reimbursement include the following:

- Duplicating. Goldberg, Kohn charges \$0.10 per page for internal copying. When copying has been performed by an outside copying service, Goldberg, Kohn seeks reimbursement for the amount Goldberg, Kohn was charged.
- Telecommunications. Long distance calls are billed at actual cost. Outgoing domestic facsimile transmittals are billed at \$1.00 per page. There is no charge for incoming facsimiles.
- Computer Research Charges. Goldberg, Kohn's practice is to bill clients for LEXIS and Westlaw research at the actual cost, which does not include amortization for maintenance and equipment.
- Working Meals/After Hours Travel. Goldberg, Kohn's practice is to allow any attorney, paraprofessional or legal assistant working outside of normal business hours to charge a working meal and the charges for travel home to the appropriate client. However, Goldberg, Kohn writes off such charges.
- Delivery Services. Goldberg, Kohn's practice is to charge postal, overnight delivery and courier services at actual cost.
- Travel. Goldberg, Kohn's practice is to charge the actual cost of airline tickets, hotel costs, other transportation charges and meals with regard to travel to Delaware for hearings.

12. Goldberg, Kohn has endeavored to represent the Debtor in the most expeditious and economical manner possible. Tasks have been assigned to attorneys, paralegals, and secretaries at Goldberg, Kohn so that work has been performed by those most familiar with the particular matter or task and, where attorney or paralegal involvement was required, by the lowest hourly rate professional appropriate for a particular matter. Moreover, Goldberg, Kohn has sought to coordinate with other professionals involved in this case so as to minimize any duplication of

effort and to minimize attorneys' fees and expenses to the Debtor. Goldberg, Kohn believes it has been successful in this regard.

13. No agreement or understanding exists between Goldberg, Kohn and any other person for the sharing of compensation received or to be received for services rendered in connection with this case.

14. The undersigned has reviewed the requirements of Local Bankruptcy Rule 2016-2 and certifies to the best of his information, knowledge and belief that this Application complies with Local Bankruptcy Rule 2016-2.

WHEREFORE, Goldberg, Kohn respectfully requests: (a) that Goldberg, Kohn be allowed (i) interim compensation in the amount of \$235,515.50 for reasonable, actual and necessary services rendered by it to the Debtor and its estate during the Application Period and (ii) interim reimbursement of \$9,353.22 for reasonable, actual and necessary expenses incurred during the Application Period; and (b) that the Debtor be authorized and directed to pay to Goldberg, Kohn the amount of \$197,765.62, which is equal to the sum of 80% of Goldberg, Kohn's allowed fees and 100% of Goldberg, Kohn's allowed expense reimbursement for the Application Period.

Dated: November 24, 2003
Chicago, Illinois

GOLDBERG, KOHN, BELL, BLACK,
ROSENBLOOM & MORITZ, LTD

/s/ Ronald Barliant

Ronald Barliant (Illinois ARDC# 0112984)
Kathryn A. Pamenter (Illinois ARDC# 6231191)
55 East Monroe Street, Suite 3700
Chicago, Illinois 60603
Telephone: (312) 201-4000
Facsimile: (312) 332-2196

Counsel for Met-Coil Systems Corporation,
Debtor and Debtor In Possession