

**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.	)	
	)	
_____	)	

**CERTIFICATION OF COUNSEL [RE: D.I. 390]**

I, Jason W. Harbour, hereby certify (the “Certification”) as follows regarding the Second Interim Application Of Morris, Nichols, Arsht And Tunnell As Co-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 (D.I. 390) (the “Fee Application”),<sup>1</sup> filed with the Court on December 18, 2003:

1. On December 18, 2003, Morris Nichols filed and served the Fee Application. Pursuant to the Fee Application, Morris Nichols requested the allowance of interim compensation in the amount of \$28,742.50 for actual, reasonable and necessary services rendered by it on behalf of the Debtor during the period from October 1, 2003 through October 31, 2003 (the “Compensation Period”) and interim reimbursement of \$10,706.32 for expenses incurred during the Compensation Period.

2. The total for the expenses included an \$1,800.00 charge from Bankruptcy Court. This amount was inadvertently charged to the wrong matter and will be deducted from the total expenses requested, thus changing the total expenses requested from \$10,706.32 to

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<sup>1</sup> Capitalized not defined herein shall have the meanings ascribed to them in the Fee Application.

\$8,906.32. As a result, Morris Nichols requests interim compensation in the amount of \$28,742.50 for reasonable, actual and necessary services rendered by it to the Debtor and its estate and interim reimbursement of \$8,906.32 for reasonable, actual and necessary expenses incurred during the Compensation Period. Morris Nichols also requests that the Debtor be authorized and directed to pay to Morris Nichols the amount of \$31,900.32, which is equal to the sum of 80% of Morris Nichols' allowed interim compensation and 100% of Morris Nichols' allowed expense reimbursement for the Compensation Period.

3. The deadline for objections to the Fee Application was January 7, 2004 at 4:00 p.m. (Eastern Time). As of the date hereof, Morris Nichols has received no answer, objection or other responsive pleading to the Fee Application. Further, Morris Nichols has reviewed the Court's docket in this case and no answer, objection or other responsive pleading to the Application appears thereon.

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WHEREFORE, the Debtor respectfully requests that the Court approve the Fee Application with this amendment and grant such other and further relief as is just and proper.

Dated: January 12, 2004

MORRIS, NICHOLS, ARSHT & TUNNELL

/s/ Jason W. Harbour

Robert J. Dehney (No. 3578)  
Eric D. Schwartz (No. 3134)  
Jason W. Harbour (No. 4176)  
James C. Carignan (No. 4230)  
1201 North Market Street  
P.O. Box 1347  
Wilmington, Delaware 19899-1347  
(302) 658-9200

- and -

GOLDBERG KOHN BELL BLACK  
ROSENBLUM & MORITZ, LTD.  
Ronald Barliant (Illinois ARDC# 0112984)  
55 East Monroe Street, Suite 3700  
Chicago, Illinois 60603  
Telephone: (312) 201-4000  
Facsimile: (312) 332-2196

Attorneys for the Debtor and  
Debtor-in-Possession