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.	)	

ORDER REGARDING DEBTOR'S MOTION
TO APPROVE SETTLEMENT AGREEMENT
WITH HONEYWELL INTERNATIONAL INC.

This cause coming on to be heard on the Debtor's Motion to Approve Settlement Agreement with Honeywell International Inc. Pursuant to Bankruptcy Code §§ 105 and 502(b) and Bankruptcy Rule 9019 (the "**Motion to Approve**"),[1] due and adequate notice having been given, and the Court being duly advised in the premises,

IT IS HEREBY ORDERED THAT:

1. The Motion to Approve and the Settlement Agreement are approved.

2. The Debtor is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.

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

Dated: _____, 2004
Wilmington, Delaware

HONORABLE MARY F. WALRATH
CHIEF UNITED STATES BANKRUPTCY JUDGE

[1] Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion to Approve.