

**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.)	

DECLARATION OF CONSTANCE O'MARA

I, Constance O'Mara, under penalty of perjury, declare as follows:

1. I am authorized by Pacific Employers Insurance Company ("PEIC") and Westchester Fire Insurance Company ("Westchester") to enter into this Declaration. The statements in this declaration are, except where specifically noted, based upon personal knowledge, and I am competent to testify thereto.

2. The "Confidential Settlement Agreement And Release" (the "Settlement Agreement") entered into by and among PEIC, Westchester, the Debtor, Mestek, Inc. and Formtek, Inc. is conditioned on the entry of the "TCE Channeling Injunction" as defined in and as part of the Fourth Amended Chapter 11 Plan of Reorganization Proposed by Met-Coil Systems Corporation and Mestek, Inc., as Co-Proponents (as amended, modified or supplemented, the "Plan").

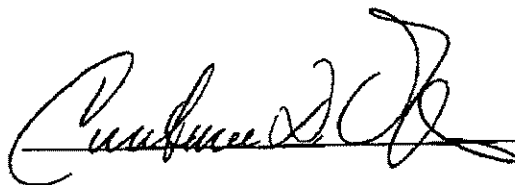
3. PEIC and Westchester insisted on the entry of the TCE Channeling Injunction as a condition of the effectiveness of the Settlement Agreement because the protection afforded by the TCE Channeling Injunction against personal injury actions defined in the Plan as TCE PI Trust Claims and/or other direct action claims relating thereto, is not otherwise available to PEIC and Westchester.

4. The entry of the TCE Channeling Injunction was a significant material inducement in the decision by PEIC and Westchester to enter into the Settlement Agreement and provide the Debtor with the payment contemplated by the Settlement Agreement.

5. The failure on the part of the Debtor to obtain approval of a plan of reorganization containing the TCE Channeling Injunction would cause PEIC and Westchester to terminate the Settlement Agreement.

The undersigned certifies that pursuant to 28 U.S.C. § 1746, under penalty of perjury, that the statements set forth herein are true and correct.

Executed on July 26, 2004

A handwritten signature in black ink, appearing to read "Paul J. [unclear]", written over a horizontal line.

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