

EXHIBIT C

PROPOSED FORM OF ORDER

**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 REDUCING CERTAIN CLAIMS
(RE: SEVENTH OMNIBUS OBJECTION (SUBSTANTIVE) D.I. ____)**

Upon the seventh omnibus objection (substantive) (D.I. ____) (the "Objection") of the debtor and debtor in possession in the above-captioned case (collectively, the "Debtor"), requesting an Order pursuant to § 502 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 3007 of the Bankruptcy Rules and Rule 3007-1 of the Local Rules, reducing the Claims listed on Exhibit A to the Objection; and upon the Declaration of Charles F. Kuoni, III in support of the Objection; and upon all other documentation filed in connection with the Objection and the Claims; and notice of the Objection having been given to the Office of the United States Trustee, the Committee, the post-petition lender, each of the parties listed on Exhibit A to the Objection, and all other parties requesting notice pursuant to Rule 2002 of the Bankruptcy Rules; and it appearing that no further notice is required; and sufficient cause appearing therefore;

IT IS HEREBY ORDERED THAT:

1. The Objection is GRANTED with respect to each of the claims listed on Exhibit A to the Objection.
2. Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Objection.

3. Each of the Reduced Claims identified on Exhibit A to the Objection is hereby reduced in amount as set forth in Exhibit A.

4. This Order does not preclude, limit or otherwise affect the Debtor's right to file a cause of action, including any cause of action under §§ 544, 545, 547, 548, 549, 550, 551 or 553(b) of the Bankruptcy Code, against any of the claimants listed on Exhibit A.

Dated: Wilmington, Delaware
_____, 2004

THE HONORABLE MARY F. WALRATH
CHIEF UNITED STATES BANKRUPTCY JUDGE