

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
)	
Met-Coil Systems, LLC (f/k/a)	Case No. 03-12676 (MFW)
Met-Coil Systems Corporation),)	
)	
Debtor.)	

**THIRTEENTH 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
SEPTEMBER 1, 2004 THROUGH OCTOBER 19, 2004**

Name of Applicant:	GOLDBERG, KOHN, BELL, BLACK, ROSENBLOOM & MORITZ, LTD.
Authorized to Provide Professional Services to:	Met-Coil Systems, LLC (f/k/a 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:	September 1, 2004 through October 19, 2004
Amount of compensation sought as actual, reasonable and necessary:	\$127,628.50 (including a voluntary reduction of \$100,000.00 and ½ reduction of time for travel expenses)
Amount of reimbursement sought as actual, reasonable and necessary:	\$40,415.53
Amount of total compensation and reimbursement sought (including 1/2 reduction of time for travel expenses):	\$168,044.03

Amount authorized and directed to be paid (80% of fees and 100% of reimbursement):

\$142,518.33

This is an x 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	\$218,954.66
11/24/2003	October 1, 2003 thru October 31, 2003	\$244,868.72	\$244,868.72
12/31/2003	November 1, 2003 thru November 30, 2003	\$221,336.24	\$221,336.24
01/21/2004	December 1, 2003 thru December 31, 2003	\$152,146.03	\$152,146.03
02/26/2004	January 1, 2004 thru January 31, 2004	\$162,332.21	\$162,332.21
03/25/2004	February 1, 2004 thru February 29, 2004	\$184,800.12	\$184,800.12
04/23/2004	March 1, 2004 thru March 31, 2004	\$147,150.78	\$147,150.78
05/28/2004	April 1, 2004 thru April 30, 2004	\$203,067.77	\$203,067.77

07/08/2004	May 1, 2004 thru May 31, 2004	\$255,929.95	\$255,929.95
08/03/2004	June 1, 2004 thru June 30, 2004	\$333,565.00	\$333,565.00
09/02/2004	July 1, 2004 thru July 31, 2004	\$219,994.50	\$206,596.17
09/27/2004	August 1, 2004 thru August 31, 2004	\$110,336.69	\$91,455.79

**MET-COIL SYSTEMS, LLC (f/k/a
MET-COIL SYSTEMS CORPORATION)
(Case No. 03-12676 (MFW))
September 1, 2004 through October 19, 2004**

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	\$530	39.50	\$20,935.00
Alan P. Solow	Principal/1969/Bankruptcy	\$530	0.40	\$212.00
Terry F. Moritz	Principal/1970/Litigation	\$485	6.50	\$3,152.50
Gerald L. Jenkins	Principal/1975/Corporate	\$460	4.80	\$2,208.00
Barbara M. Flom	Principal/1986/Corporate	\$400	1.90	\$760.00
Matthew A. C. Zapf	Principal/1987/Litigation	\$380	186.50	\$70,870.00
Frederick H. Cohen	Principal/1990/Litigation	\$380	5.00	\$1,900.00
Oscar L. Alcantara	Principal/1993/Litigation	\$360	49.20	\$17,712.00
Michael L. Sullivan	Principal/1991/Litigation	\$355	1.70	\$603.50
David E. Morrison	Principal/1993/Litigation	\$325	7.00	\$2,275.00
Keith G. Radner	Principal/1996/Com. Finance	\$320	0.30	\$96.00
Kathryn A. Pamenter	Associate/1995/Bankruptcy	\$350	94.10	\$32,935.00
Keith A. Sigale	Associate/1997/Corporate	\$295	16.90	\$4,985.50
Salvador K. Karotki	Associate/2000/Litigation	\$230	150.90	\$34,707.00
Alais L. M. Griffin	Associate/2001/Litigation	\$215	42.90	\$9,223.50
Catherine S. Carrigan	Associate/2002/Litigation	\$190	19.30	\$3,667.00
Anthony M. Webb+	Law Clerk	\$145	15.00	\$2,175.00
Kristina A. Bunker+	Paralegal/Bankruptcy	\$130	12.00	\$1,560.00
Diane M. Ende+	Paralegal/Litigation	\$105	140.30	\$14,731.50
Natalia Bararra+	Paralegal/Litigation	\$100	4.00	\$400.00
Linda McClain+	Librarian	\$105	1.30	\$136.50
Christopher S. Matthews+	Project Assistant	\$80	62.20	\$4,976.00
Mike Evans+	Docket Clerk	\$60	1.00	\$60.00
Total			862.70	\$230,281.00
GRAND TOTAL:	\$230,281.00			
BLENDED RATE:	\$266.93			

COMPENSATION BY PROJECT CATEGORY

**MET-COIL SYSTEMS, LLC (f/k/a
MET-COIL SYSTEMS CORPORATION)
(Case No. 03-12676 (MFW))**

September 1, 2004 through October 19, 2004

Project Category	Total Hours	Total Fees
Bankruptcy Filings	2.80	\$980.00
Claims Administration	4.20	\$1,581.00
Corporate Matters	29.10	\$9,178.50
Tax Matters	82.60	\$24,810.50
Environmental Matters	26.30	\$10,053.00
Environmental Litigation	580.50	\$138,947.50
Bankruptcy Hearings	7.10	\$3,223.00
Fee Applications (GK)	21.30	\$4,993.00
Plan/Disclosure Statement	45.30	\$17,433.00
Travel	14.50	\$5,305.00
US Trustee	0.20	\$70.00
Employee Matters	2.30	\$813.50
Insurance/Regulatory Matters	3.60	\$1,800.00
Case Administration	9.40	\$4,002.00
General Litigation (Non-Environmental)	33.50	\$7,091.00
TOTAL	862.70	\$230,281.00

EXPENSE SUMMARY

**MET-COIL SYSTEMS, LLC (f/k/a
MET-COIL SYSTEMS CORPORATION)
(Case No. 03-12676 (MFW))**

September 1, 2004 through October 19, 2004

Expense Category	Total Expenses
Photocopy	\$1,426.90
Telecopy	\$1,251.30
Outside Photocopy	\$34,461.46
LD Telephone	\$30.58
Telephone Charges	\$44.61
ILD Telecommunications	\$123.30
Courier Service	\$496.30
Computer Research – LEXIS	\$148.70
Computer Research – Westlaw	\$482.64
Transcript Fees	\$52.80
Federal Express	\$899.97
Travel	\$996.97
Grand Total Expenses	\$40,415.53

Name of Professional Person	Travel – Airplane Expenses	Travel – Lodging Expenses	Travel – Meal Expenses	Travel – Limousine Expenses
Alan P. Solow	\$0.00	\$0.00	\$0.00	\$130.00
Ronald Barliant	\$259.20	\$0.00	\$0.00	\$492.45
Alais L. M. Griffin	\$0.00	\$0.00	\$0.00	\$95.83
Salvador K. Karotki	\$0.00	\$0.00	\$0.00	\$19.49
<i>Total</i>	<i>\$259.20</i>	<i>\$0.00</i>	<i>\$0.00</i>	<i>\$737.77</i>

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**THIRTEENTH MONTHLY FEE APPLICATION OF GOLDBERG, KOHN,
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DEBTOR AND DEBTOR-IN-POSSESSION, FOR ALLOWANCE OF INTERIM
COMPENSATION AND FOR INTERIM REIMBURSEMENT OF ALL ACTUAL
AND NECESSARY EXPENSES INCURRED FOR THE PERIOD
SEPTEMBER 1, 2004 THROUGH OCTOBER 19, 2004**

Goldberg, Kohn, Bell, Black, Rosenbloom & Moritz, Ltd. ("Goldberg, Kohn"), counsel for Met-Coil Systems, LLC (f/k/a 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 that Goldberg, Kohn rendered to the Debtor and (b) reimbursement of actual and necessary charges and disbursements that Goldberg, Kohn incurred during the period September 1, 2004 through and including October 19, 2004 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 filed its First Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for All

Actual and Necessary Expenses Incurred for the Period August 26, 2003 through September 30, 2003.

7. On November 24, 2003, Goldberg, Kohn filed its Second Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for All Actual and Necessary Expenses Incurred for the Period October 1, 2003 through October 31, 2003.

8. On December 31, 2003, Goldberg, Kohn filed its Third Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for All Actual and Necessary Expenses Incurred for the Period November 1, 2003 through November 30, 2003.

9. On January 21, 2004, Goldberg Kohn filed its Fourth Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for all Actual and Necessary Expenses Incurred for the Period December 1, 2003 through December 31, 2003.

10. On February 11, 2004, Goldberg, Kohn filed its First Interim Fee Application Request for the Period August 26, 2003 through December 31, 2003.

11. On February 26, 2004, Goldberg, Kohn filed its Fifth Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for all Actual and Necessary Expenses Incurred for the Period January 1, 2004 through January 31, 2004.

12. On March 25, 2004, Goldberg, Kohn filed its Sixth Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for all

Actual and Necessary Expenses Incurred for the Period February 1, 2004 through February 29, 2004.

13. On April 23, 2004, Goldberg, Kohn filed its Seventh Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for all Actual and Necessary Expenses Incurred for the Period March 1, 2004 through March 31, 2004.

14. On April 30, 2004, Goldberg, Kohn filed its Second Interim Fee Application Request for the Period January 1, 2004 through March 31, 2004.

15. On May 25, 2004, Goldberg, Kohn filed its Eighth Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for all Actual and Necessary Expenses Incurred for the Period April 1, 2004 through April 30, 2004.

16. On July 8, 2004, Goldberg, Kohn filed its Ninth Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for all Actual and Necessary Expenses Incurred for the Period May 1, 2004 through May 31, 2004.

17. On August 3, 2004, Goldberg, Kohn filed its Tenth Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for all Actual and Necessary Expenses Incurred for the Period June 1, 2004 through June 30, 2004.

18. On August 12, 2004, Goldberg, Kohn filed its Third Interim Fee Application Request for the Period April 1, 2004 through June 30, 2004.

19. On September 2, 2004, Goldberg, Kohn filed its Eleventh Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for all Actual and Necessary Expenses Incurred for the Period July 1, 2004 through July 31, 2004.

20. On September 29, 2004, Goldberg, Kohn filed its Twelfth Monthly Fee Application for Allowance of Interim Compensation and for Interim Reimbursement for all Actual and Necessary Expenses Incurred for the Period August 1, 2004 through August 31, 2004.

FEE PROCEDURES ORDER

21. 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

22. 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 assisted with the satisfaction of the conditions precedent to the effectiveness of the plan of reorganization.
- Goldberg, Kohn assisted with the preparation of the final version of the trust documents.
- Goldberg, Kohn prepared and negotiated the hook up notices with various parties.
- Goldberg, Kohn prepared documents for submission to PTAB with respect to its tax assessment appeal.
- Goldberg, Kohn continued the litigation of the contribution actions on behalf of the Debtor before the United States District Court for the Northern District of Illinois, which included the production of expert reports and the organization of the files for transfer to Mestek, Inc. in accordance with the plan of reorganization.

- Goldberg, Kohn handled and/or supervised other professionals with regard to environmental, insurance, indemnification, product liability and other litigation.
- 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 coordinated the information flow to and among these professionals and has endeavored to ensure that duplication of services is minimal.
- Goldberg, Kohn prepared various pleadings in the administration of the Debtor's case and attended the September omnibus hearing.

23. 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

24. Goldberg, Kohn respectfully requests: (a) that it be allowed (i) interim compensation in the amount of \$127,628.50 (which includes a \$100,000.00 voluntary reduction) for reasonable, actual and necessary services rendered by it to the Debtor and its estate during the Application Period and (ii) interim reimbursement of \$40,415.53 for reasonable, actual and necessary expenses incurred during the Application Period, and (b) that the Debtor be authorized to pay to Goldberg, Kohn the amount of \$142,518.33, 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 (\$5,305.00*.50=\$2,652.50). 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.

25. 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.

26. Exhibit A hereto also contains a breakdown of disbursements that Goldberg, Kohn incurred 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 an outside copying service has performed copying, 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. A breakdown of the travel expenses for each attorney is set forth on page 5 of the summary.

27. Goldberg, Kohn has agreed to a voluntary reduction of its overall fees and expenses in the amount of \$100,000.00. Goldberg, Kohn included such reduction in this fee application.

28. 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 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.

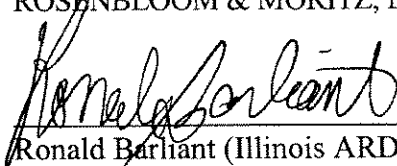
29. No agreement or understanding exists between Goldberg, Kohn and any other person for the sharing of compensation received or to be received for services rendered in connection with this case.

30. 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 it be allowed (i) interim compensation in the amount of \$127,628.50 for reasonable, actual and necessary services rendered by it to the Debtor and its estate during the Application Period and (ii) interim reimbursement of \$40,415.53 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 \$142,518.33 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: October 26, 2004
Chicago, Illinois

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



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Counsel for Met-Coil Systems, LLC (f/k/a
Met-Coil Systems Corporation),
Debtor and Debtor In Possession