

## **EXHIBIT B**

**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 APPROVING STIPULATION REGARDING MET-COIL'S OBJECTION  
TO CLAIM NO. 308 (MANUFACTURER'S SUPPLY CO.) [D.I. 1244, 1336]**

Upon consideration of the stipulation (the "Stipulation")<sup>1</sup>, attached hereto as Exhibit A, by and among Met-Coil Systems Corporation (the "Debtor") and Manufacturer's Supply Co.; the Court having jurisdiction to hear this matter; due and proper notice of the Stipulation having been provided; after due deliberation thereon; the Court being duly advised in the premises; and the parties having stipulated only to the relief set forth herein;

**IT IS HEREBY ORDERED THAT:**

1. Each and every provision of the Stipulation, attached hereto as Exhibit A, is approved.

Dated: Wilmington, Delaware

November \_\_, 2004

\_\_\_\_\_  
THE HONORABLE MARY F. WALRATH  
CHIEF UNITED STATES BANKRUPTCY JUDGE

415214

<sup>1</sup> Capitalized terms not defined herein have the meaning given in the Stipulation.

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

|                                |   |                         |
|--------------------------------|---|-------------------------|
| In re:                         | ) |                         |
|                                | ) |                         |
| MET-COIL SYSTEMS, LLC (f/k/a   | ) | Chapter 11              |
| MET-COIL SYSTEMS CORPORATION), | ) |                         |
|                                | ) | Case No. 03-12676 (MJW) |
| Debtor.                        | ) |                         |

**STIPULATION REGARDING MET-COIL'S OBJECTION TO CLAIM  
NO. 308 (MANUFACTURER'S SUPPLY CO.)**

WHEREAS, on August 26, 2003, Met-Coil Systems, LLC f/k/a Met-Coil Systems Corporation ("Met-Coil"), filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code;

WHEREAS, Met-Coil listed Manufacturer's Supply Co. ("Claimant") in its schedules as an unsecured creditor in the amount of \$5,648.00;

WHEREAS, Claimant did not file a proof of claim prior to the November 14, 2003 bar date, having been included in the September 30, 2003 bar date mailing;

WHEREAS, on or about July 2, 2004, Claimant filed its proof of claim against Met-Coil in the amount of \$9,146.92 ("Claim No. 308");

WHEREAS, Met-Coil objected to Claim No. 308 in its Eighth Omnibus Objection (Non-Substantive) to Certain Claims Pursuant to Section 502 of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and Rule 3007-1 of the Local Rules of Bankruptcy Procedure (the "**Eighth Omnibus Objection**");

WHEREAS, the Court entered an Order granting the Eighth Omnibus Objection resulting in, among other things, Claim No. 308 being disallowed and expunged;

WHEREAS, Claimant disputes its Claim No. 308 being disallowed and expunged;

WHEREAS, Met-Coil and Claimant desire to resolve their dispute;

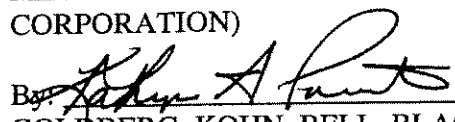
NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and between Met-Coil and Claimant as follows:

1. Claim No. 308 shall be allowed in the amount of \$5,648.00, and shall receive the treatment afforded Class 4.1 claimholders under the Fourth Amended Chapter 11 Plan of Reorganization as Proposed by Met-Coil Systems Corporation and Mestek, Inc., as confirmed on August 16, 2004.

2. This Stipulation may be executed in counterparts, each of which shall be deemed an original, but together shall constitute one in the same instrument.

*November*  
Dated: ~~October~~ *4*, 2004

MET-COIL SYSTEMS, LLC (f/k/a  
MET-COIL SYSTEMS  
CORPORATION)

By:   
GOLDBERG, KOHN, BELL, BLACK,  
ROSENBLUM & MORITZ, LTD.

Ronald Barliant  
Kathryn A. Pamerter  
55 East Monroe Street, Suite 3700  
Chicago, Illinois 60603  
Telephone: (312) 201-4000  
Facsimile: (312) 332-2196

MANUFACTURER'S SUPPLY CO.

By: \_\_\_\_\_  
Its: \_\_\_\_\_

Counsel for Met-Coil Systems, LLC  
(f/k/a Met-Coil Systems Corporation)

1. Claim No. 308 shall be allowed in the amount of \$5,648.00, and shall receive the treatment afforded Class 4.1 claimholders under the Fourth Amended Chapter 11 Plan of Reorganization as Proposed by Met-Coil Systems Corporation and Mestek, Inc., as confirmed on August 16, 2004.

2. This Stipulation may be executed in counterparts, each of which shall be deemed an original, but together shall constitute one in the same instrument.

Dated: October \_\_, 2004

MET-COIL SYSTEMS, LLC (f/k/a  
MET-COIL SYSTEMS  
CORPORATION)

By: \_\_\_\_\_  
GOLDBERG, KOHN, BELL, BLACK,  
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Counsel for Met-Coil Systems, LLC  
(f/k/a Met Coil Systems Corporation)

MANUFACTURER'S SUPPLY CO.

By: Harold Agyard  
Its: President

MORRIS, NICHOLS ARSHT & TUNNELL

A handwritten signature in cursive script that reads "Alicia B. Davis". The signature is written in black ink and is positioned above a horizontal line.

Eric D. Schwartz (No. 3134)

Daniel B. Butz (No. 4227)

Alicia B. Davis (No. 4485)

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Counsel for Met-Coil Systems, LLC  
(f/k/a Met-Coil Systems Corporation)