

EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
) Case No. 03-12676 (MFW)
MET-COIL SYSTEMS CORPORATION,)
)
Debtor.)

**DECLARATION OF ERIC D. GREEN IN SUPPORT OF THE APPLICATION TO
RETAIN AND EMPLOY RESOLUTIONS, LLC AS CONSULTANTS**

Eric D. Green, Esquire, pursuant to 28 U.S.C. § 1746, declares:

1. I am a partner in the firm of Resolutions, LLC, 155 Federal Street, Boston, Massachusetts 02110, having been duly admitted to practice in the Commonwealth of Massachusetts and the United States District Court for the District of Massachusetts. I submit this declaration (the “Green Declaration”) in support of the application to employ and retain Resolutions, LLC as consultants, effective as of October 10, 2003 (the “Application”).

2. Neither I, nor Resolutions, LLC, nor any consultant or employee thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtor and debtor in possession (the “Debtor”), or any other parties in interest herein, except as follows: (a) I am a founder and 50% owner of Resolutions, LLC and (b) the president of Resolutions, LLC is my wife, Carmine Reiss.

3. With respect to the Debtor, Resolutions, LLC is a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, in that Resolutions, LLC, its principals, members, and employees,

a. are not creditors, equity security holders or insiders of the Debtor;

b. are not and were not investment bankers for any outstanding security of the Debtor;

c. have not been, within three (3) years before the date of the filing of the Debtor's chapter 11 petition, (i) investment bankers for a security of the Debtor, or (ii) an attorney for such investment banker in connection with the offer, sale, or issuance of a security of the Debtor;

d. are not and were not, within two (2) years before the date of the filing of the Debtor's chapter 11 petition, a director, officer, or employee of the Debtor or of any investment banker as specified in subparagraph (2) or (3) of section 101(14) of the Bankruptcy Code; and

e. does not have an interest materially adverse to the interest of the Debtor's estate or of any class of creditors or equity security holders, by reason of any direct or indirect to, connection with, or interest in, the Debtor or any investment banker specified in subparagraph (2) or (3) of subsection 101(14) of the Bankruptcy Code, or for any other reason.

4. I am the proposed Future Claimants' Representative in this bankruptcy case. In addition to the foregoing, Resolutions, LLC and certain of its consultants or employees may have in the past, may currently, and likely in the future will assist parties in interest to this chapter 11 case in matters unrelated to this chapter 11 case in a capacity as a neutral mediator, arbitrator, or court-appointed special master. Resolutions, LLC is an arbitration and dispute resolution firm with a wide variety of court appointments and out-of-court engagements. To the best of my knowledge, information and belief, no such past or current court appointments or out-of-court engagements are material, except as are disclosed in this declaration.

5. If the results of any further searches reveal additional connections, Resolutions, LLC will make any further disclosures as may be appropriate at that time.

6. Resolutions, LLC intends to apply for compensation for professional services rendered in connection with this chapter 11 case subject to approval of this Court and in compliance with applicable provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and the Local Rules of this Court, on an hourly basis, plus reimbursement of actual, necessary and reasonable expenses and other charges incurred by Resolutions, LLC.


7. The member of Resolutions, LLC designated to participate in this case is: Douglas C. Allen (\$250 per hour). The hourly rate set forth above is subject to periodic adjustments to reflect economic and other conditions. Other members of Resolutions, LLC may from time to time serve the Future Claimants' Representative in connection with the matters herein described.

8. The hourly rate set forth above is Resolutions, LLC's standard hourly rate for work of this nature. This rate is set at a level designed to fairly compensate Resolutions, LLC for the work of its consultants and employees to cover fixed and routine overhead expenses. It is Resolutions, LLC's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the client's case. The expenses charged to clients include, among other things, telephone and telecopier toll and other charges, mail and express mail charges, special or hand delivery charges, document processing, photocopying charges, charges for mailing supplies (including, without limitation, envelopes and labels) provided by Resolutions, LLC to outside copying services for use in mass mailings, travel expenses, expenses for "working meals," computerized legal research and transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. Resolutions, LLC will charge the Debtor for these expenses in a manner and at rates consistent with charges made generally to Resolutions, LLC's other clients. Resolutions, LLC believes that it is fairer to charge these expenses to the clients incurring them than to increase the hourly rates and spread the expenses among all clients.

9. Resolutions, LLC has not received a retainer in connection with this chapter 11 case.

10. No promises have been received by Resolutions, LLC, nor by any consultant or employee thereof as to compensation in connection with this case other than in accordance with the provisions of the Bankruptcy Code. Resolutions, LLC has no agreement with any other entity to share with such entity any compensation received by Resolutions, LLC in connection with this chapter 11 case.

Dated: Boston, Massachusetts
October 15, 2003



Eric D. Green