

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.) RE: D.I. 124

**ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF
MORRIS, NICHOLS, ARSHT & TUNNELL, AS COUNSEL TO
THE DEBTOR, NUNC PRO TUNC TO AUGUST 26, 2003**

Upon the application (the "Application")¹ of the above-captioned debtor and debtor-in-possession (the "Debtor"), for entry of an Order authorizing the retention and employment of Morris, Nichols, Arsht & Tunnell ("**Morris Nichols**"), as counsel to the Debtor; *nunc pro tunc* to August 26, 2003; and upon the Kuoni Affidavit and the Schwartz Declaration; and the Court having jurisdiction over the Application pursuant to 28 U.S.C. § 157(b)(2)(A); and due and adequate notice of the Application having been given; and this Court having determined that the relief requested in the Application is just and proper; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Application is granted; and
2. The Debtor is hereby authorized to retain and employ Morris Nichols as its counsel to perform the services set forth in the Application *nunc pro tunc* to August 26, 2003.

Dated: Oct. 20, 2003


UNITED STATES BANKRUPTCY JUDGE

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¹ All terms used herein but not defined shall have the meanings given them in the Application.