

EXHIBIT A

**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. 4

**ORDER AUTHORIZING RETENTION OF
BANKRUPTCY MANAGEMENT CORPORATION
AS OFFICIAL NOTICING AND CLAIMS AGENT**

Upon the motion (the "**Motion**")¹ of the debtor and debtor in possession (the "**Debtor**") in the above-captioned Chapter 11 case (the "**Case**"), for entry of an Order authorizing the retention of Bankruptcy Management Corporation ("**BMC**") as the official noticing and claims agent *nunc pro tunc* as of the Petition Date (D.I. 4); and upon the Allen Affidavit and the Kuoni Affidavit; and it appearing that the Court has jurisdiction over the Motion pursuant to 28 U.S.C. § 157(b)(2)(A); and due and adequate notice of the Motion having been given; and it appearing that no other or further notice need be given; and this Court having determined that granting the relief requested in the Motion is in the best interests of the Debtor, its estate and its creditors; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is granted *nunc pro tunc* as of the Petition Date.

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

2. The Debtor is authorized to appoint BMC as the official noticing and claims agent in the Case on the terms and conditions set forth in an agreement substantially in the form attached to the Motion as Exhibit B (the "BMC Agreement").

3. The BMC Agreement is approved pursuant to § 328(a) of the Bankruptcy Code. Under the BMC Agreement, BMC shall, at the request of the Debtor or the Clerk's Office, perform all services set forth in the BMC Agreement, the Motion and the pertinent Local Rules of this Court.

4. BMC shall continue to serve as the Debtor's official noticing and claims agent in this Case until relieved of such duties by order of the Court.

5. Upon the closing of the Debtor's case, BMC shall be relieved of any obligation to retain claims and solicitation materials in connection with the Debtor's case and may deliver any such materials to the bankruptcy clerk's office without further order of this Court.

6. Any claims register maintained by BMC shall be open to the public for examination without charge on BMC's website.

7. BMC shall record all transfers of claims pursuant to Bankruptcy Rule 3001(e) and will provide notice of the transfer as required by such Bankruptcy Rule.

8. The reasonable fees and expenses of BMC incurred in the performance of the above services are to be treated as administrative expenses of the Debtor's Chapter 11 estate and shall be paid by the Debtor in the ordinary course of business, without further Order of the Court. Any dispute between BMC and the Debtor with respect to fees and expenses shall be presented to the Court for resolution thereof.

9. BMC is authorized as appropriate to apply the retainer provided by the Debtor as described in the BMC Agreement, provided, however, the Debtor is not authorized to keep BMC's retainer "evergreen" by making payments to BMC in the amount necessary to restore the balance of the retainer. The Debtor may seek Court approval for any further retainer(s) to BMC.

10. The Debtor is authorized to execute such documents, take such actions, make such payments and do such other things as may be necessary to implement and effectuate the terms of this Order.

Dated: _____, 2003
Wilmington, Delaware

UNITED STATES BANKRUPTCY JUDGE