

EXHIBIT 8

**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 ATTORNEY GENERAL OF THE STATE OF
ILLINOIS AND THE ILLINOIS ENVIRONMENTAL
PROTECTION AGENCY VOTING STIPULATION**

Upon consideration of the stipulation (the "Stipulation"), attached hereto as Exhibit A, by and among Met-Coil Systems Corporation (the "Debtor"), Mestek, Inc. ("Mestek") and the Attorney General of the State of Illinois and the Illinois Environmental Protection Agency (collectively, "AG"); 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
June ____, 2004

THE HONORABLE MARY F. WALRATH
CHIEF UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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

STIPULATION ALLOWING CLAIM OF THE ATTORNEY GENERAL OF THE STATE OF ILLINOIS AND THE ILLINOIS ENVIRONMENTAL PROTECTION AGENCY SOLELY FOR THE PURPOSE OF VOTING ON DEBTOR'S SECOND AMENDED CHAPTER 11 PLAN OF REORGANIZATION PROPOSED BY MET-COIL SYSTEMS CORPORATION AND MESTEK, INC., AS CO-PROONENTS

Met-Coil Systems Corporation, debtor and debtor in possession in the above-captioned Chapter 11 case (the "**Debtor**"), Mestek, Inc. ("**Mestek**"), and the Attorney General of the State of Illinois and the Illinois Environmental Protection Agency (collectively, the "**AG**") hereby agree and stipulate as follows:

WHEREAS, on August 26, 2003, the Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code;

WHEREAS, on February 23, 2004, the AG filed a proof of claim asserting a prepetition general unsecured claim in an unliquidated amount against the Debtor ("**Claim No. 302**");

WHEREAS, on June 15, 2004, the Debtor and Mestek filed a Second Amended Chapter 11 Plan of Reorganization Proposed by Met-Coil Systems Corporation and Mestek, Inc., as Co-Proponents (as may be amended, modified or supplemented from time to time, the "**Plan**");¹

WHEREAS, the Debtor, Mestek and the AG wish to enter into an agreement pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure solely for the purpose of allowing the AG to vote on the Plan.

¹ All capitalized terms that are not defined herein shall have the meaning ascribed to them in the Plan.

NOW, THEREFORE, the Debtor, Mestek and the AG agree as follows:

1. The AG shall be deemed to hold a Class 4.3 Claim (General Unsecured Claims other than Convenience Claims, Mestek Unsecured Claim (if Mestek is the Winning Plan Sponsor), TCE Property Damage Claims arising in connection with the Mejdrech Litigation and TCE PI Claims) against the Debtor's estate in the amount of \$1,170,037.43 which claim shall be deemed allowed solely for the purpose of voting on the Plan. The AG shall be authorized and allowed to cast one ballot in the amount of \$1,170,037.43.

2. This Stipulation is being executed for the sole purpose of allowing the AG to vote on the Plan. Nothing herein shall be deemed a determination of Claim No. 302 against the Debtor's estate or Mestek for any other purpose, including, without limitation, with respect to AG's entitlement to distributions under any plan, or an admission, release or waiver with respect to its claims against the Debtor or Mestek, including, without limitation, as to the amount, extent, validity or priority of any such claim. The parties reserve any and all rights in connection with the ultimate allowance or disallowance of Claim No. 302.

3. 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: June 18, 2004

MORRIS, NICHOLS, ARSHT & TUNNELL

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