

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : **Chapter 11 Case Nos.**
: :
BETHLEHEM STEEL CORPORATION, : **01-15288 through**
et al. : **01-15302 (BRL), and**
: **01-15308 through**
: **01-15315 (BRL)**
Debtors. : **(Jointly Administered)**
: :
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NOTICE OF MOTION TO RETAIN FINANCIAL ADVISORS

PLEASE TAKE NOTICE that a hearing on the application, dated October 15, 2001 (the "Application"), of Bethlehem Steel Corporation and certain of its direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the "Debtors"), to retain Greenhill & Co., LLC ("Greenhill") as their financial advisors effective as of the commencement of these cases, will be held before Honorable Burton R. Lifland, United States Bankruptcy Judge, in Room 625 of the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), One Bowling Green, New York, New York, on February 5, 2002 at 10:00 a.m. (EST) (the "Hearing"). Parties in interest may obtain a copy of the Application by writing to the Debtors' attorneys at the address set forth below.

PLEASE TAKE FURTHER NOTICE that the Application contains indemnification provisions which may bar certain actions against the retained professionals by the creditors of the Debtors.

PLEASE TAKE FURTHER NOTICE that any responses or objections to the Application must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court, and shall be filed with the Bankruptcy Court

electronically in accordance with General Order M-182 (General Order M-182 and the User's Manual for the Electronic Case Filing System can be found at www.nysb.uscourts.gov, the official website for the Bankruptcy Court), by registered users of the Bankruptcy Court's case filing system and, by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format (PDF), Wordperfect or any other Windows-based word processing format (with a hard-copy delivered directly to Chambers), and shall be served in accordance with General Order M-182, upon (i) Weil, Gotshal & Manges LLP, Attorneys for the Debtors, 767 Fifth Avenue, New York, New York 10153 (Attn: George A. Davis, Esq.), and (ii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st floor, New York, New York 10004 (Attn: Carolyn Schwartz, Esq.), so as to be received no later than January 29, 2002 at 4:00 p.m. (EST).

PLEASE TAKE FURTHER NOTICE that if you do not object to the Application by the objection deadline above, your rights to subsequently object to the compensation of Greenhill will be affected and subject to the heightened standards enumerated in section 328 of title 11 of the United States Code.

Dated: New York, New York
January 9, 2002

/s/ George A. Davis
Harvey R. Miller (HM 6078)
Jeffrey L. Tanenbaum (JT 9797)
George A. Davis (GD 2761)
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Fax: (212) 310-8007
Attorneys for Debtors and
Debtors in Possession

UNITED STATES BANKRUPTCY COURT, SOUTHERN DISTRICT OF NEW YORK

In re:
Bethlehem Steel Corporation, et al.,
Debtors.

Chapter 11
Case Nos.: 01-15288 (BRL) through 01-15302;
01-15308 through 01-15315 (BRL)
(Jointly Administered)

**NOTICE OF COMMENCEMENT OF CASES UNDER CHAPTER 11 OF THE BANKRUPTCY CODE,
 MEETING OF CREDITORS, AND OTHER MATTERS**

Chapter 11 bankruptcy cases concerning the debtors listed below were filed on October 15, 2001. You may be a creditor of one of the debtors. **This notice lists important deadlines.** You may want to consult an attorney to protect your rights. All documents filed with the Court, including lists of the debtors' properties and debts, are available for inspection at the office of the clerk of the Bankruptcy Court and the Court's website, www.nysb.uscourts.gov. Note that a PACER password is needed to access documents on the Court's website. NOTE: The staff of the bankruptcy clerk's office cannot give legal advice.

<u>Name of Debtor</u>	<u>Case Number</u>	<u>Tax Identification Number</u>
Bethlehem Steel Corporation	01-15288 (BRL)	24-0526133
Alliance Coatings Company, LLC	01-15289 (BRL)	N/A
BethEnergy Mines Inc.	01-15290 (BRL)	24-0794481
Bethlehem Cold Rolled Corporation	01-15291 (BRL)	52-1934640
Bethlehem Development Corporation	01-15292 (BRL)	23-2217679
Bethlehem Rail Corporation	01-15293 (BRL)	23-2507816
Bethlehem Steel de Mexico, S.A. de C.V.	01-15294 (BRL)	N/A
Bethlehem Steel Export Company of Canada, Limited	01-15295 (BRL)	24-0802003
Bethlehem Steel Export Corporation	01-15296 (BRL)	24-0526135
BethPlan Corporation	01-15297 (BRL)	24-6012135
Chicago Cold Rolling, L.L.C.	01-15298 (BRL)	36-4024764
Eagle Nest Inc.	01-15299 (BRL)	23-2575932
Encoat-North Arlington, Inc.	01-15300 (BRL)	23-2189239
Energy Coatings Company	01-15301 (BRL)	52-1520049
Greenwood Mining Corporation	01-15302 (BRL)	24-0834217
HPM Corporation	01-15308 (BRL)	23-2341936
Kenacre Land Corporation	01-15309 (BRL)	23-2462225
Lf Service Company	01-15310 (BRL)	23-2485407
Marmoraton Mining Company, Ltd.	01-15311 (BRL)	24-0792043
Mississippi Coatings Limited Corporation	01-15312 (BRL)	23-2689731
Mississippi Coatings Line Corporation	01-15313 (BRL)	23-2689813
Ohio Steel Services Company, LLC	01-15314 (BRL)	N/A
Primeacre Land Corporation	01-15315 (BRL)	23-2167832
<u>Name, Address, Telephone Number and Facsimile Number for Attorneys for Debtors</u> Harvey R. Miller, Esq. (HR 6078) Jeffrey L. Tanenbaum, Esq. (JT 9797) George A. Davis, Esq. (GD 2761) Weil, Gotshal & Manges LLP 767 Fifth Avenue New York, NY 10153-0119	<u>Name, Address and Telephone of Trustee</u> Tracy Hope Davis, Esq. The Office of the United States Trustee 33 Whitehall Street 22nd Floor New York, New York 10004 (212) 510-0500	<u>Date Cases Filed</u> October 15, 2001

DEADLINE TO FILE A PROOF OF CLAIM

None at this time. When the Court sets a claims deadline, you will be notified and provided a proof of claim form by mail.

**DATE, TIME, AND LOCATION OF MEETING OF CREDITORS
 PURSUANT TO BANKRUPTCY CODE SECTION 341(a)**

March 20, 2002 @1:30 p.m.
80 Broad Street, Second Floor
New York, New York 10004

COMMENCEMENT OF CHAPTER 11 CASES. Petitions for reorganization under chapter 11 of the Bankruptcy Code have been filed in this Court by each of the debtors named above (the "Debtors"). You will not receive notice of all documents filed in this case.

NOTICE OF MATTERS. The Bankruptcy Court has entered an order establishing notice requirements with respect to all proceedings in these chapter 11 cases. Pursuant to that order, notice of all proceedings in these cases will be given only to those creditors who file with the Bankruptcy Court a written request to be included on a limited notice list established in these cases. Therefore, you must file with the Court such written notice of appearance or request for service if you desire to receive notice of all proceedings in these cases. Further, any notice of appearance or request for special notice must be served on counsel for the Debtors, Weil, Gotshal & Manges LLP, Attention: George A. Davis, Esq., 767 Fifth Avenue, New York, New York 10153-0119. **YOU NEED NOT FILE A WRITTEN NOTICE OF APPEARANCE OR REQUEST FOR SERVICE TO BE INCLUDED ON THE LIMITED NOTICE LIST FOR PURPOSES OF RECEIVING NOTICE OF PROCEEDINGS AFFECTING YOUR BASIC RIGHTS AS CREDITORS.** Whether or not you file such a written notice of appearance or request for service, you will receive notice of any deadline established for the filing of proofs of claim or proofs of interest, the time fixed for filing objections and the hearing to consider adequacy of a disclosure statement, the time fixed for filing objections and the hearing to consider confirmation of a plan of reorganization, and any other proceedings with respect to which notice is ordered to be given to you by the Bankruptcy Court. Notwithstanding the foregoing, if you have a password for use of the Bankruptcy Court's electronic filing system, you will receive electronic notice of all filings made with the Bankruptcy Court in accordance with the administrative procedures governing the electronic filing system.

PURPOSE OF CHAPTER 11 FILING. Chapter 11 of the Bankruptcy Code enables a debtor to reorganize pursuant to a plan. A plan is not effective unless approved by the Bankruptcy Court at a confirmation hearing. Creditors will be given notice concerning any plan, or if these chapter 11 cases are dismissed or converted to another chapter of the Bankruptcy Code. The Debtors will remain in possession of their properties and will continue to operate any business unless a trustee is appointed.

CREDITORS MAY NOT TAKE CERTAIN ACTIONS. A creditor is anyone to whom the Debtors owe money or property. Under the Bankruptcy Code, the Debtors are granted certain protection against their creditors. Common examples of prohibited actions by creditors are contacting the Debtors to demand repayment, taking action against the Debtors to collect money owed to creditors or to take property of the Debtors, and starting or continuing foreclosure actions or repossessions. If unauthorized actions are taken by a creditor against the Debtors, the Court may penalize that creditor. A creditor who is considering taking action against the Debtors or the property of the Debtors should review Section 362 of the Bankruptcy Code (11 U.S.C. § 362), and may wish to seek legal advice. The staff of the clerk of the Bankruptcy Court is not permitted to give legal advice.

MEETING OF CREDITORS. The meeting of creditors pursuant to section 341(a) of the Bankruptcy Code (11 U.S.C. § 341(a)) is scheduled for 1:30 p.m. on March 20, 2002 at 80 Broad Street, Second Floor, New York, New York 10004. The Debtors' representative, as specified in Rule 9001(5) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), is required to appear at the meeting of the creditors for the purpose of being examined under oath. Attendance by the creditors at the meeting is welcomed but not required. At the meeting, the creditors may examine the Debtors' representative and transact such other business as may properly come before the meeting. The meeting may be continued or adjourned from time to time by notice at the meeting, without further written notice to the creditors.

PROOFS OF CLAIM/INTEREST. There is no deadline at this time for the filing of proofs of claim or proofs of interest. If the Bankruptcy Court establishes a deadline, you will receive separate notice of such deadline, along with a proof of claim or proof of interest form and instructions.

OFFERS TO PURCHASE CLAIMS. Certain entities are in the business of purchasing claims held by creditors against a debtor for an amount that is less than the face amount of the claims. One or more of these entities may contact you and offer to purchase your claim against one or more of the Debtors. Some of the written communications from these entities may be easily confused with official Court documentation or communications from the Debtors. These entities do not represent the Bankruptcy Court or the Debtors. Therefore, you have no obligation to sell your claim to these entities. In the event you do decide to sell your claim, any transfer of such claim is subject to Bankruptcy Rule 3001(e), any applicable provisions of the Bankruptcy Code, and any applicable orders of the Bankruptcy Court.

Address of the Clerk of the Bankruptcy Court
Clerk of the United States Bankruptcy Court,
One Bowling Green, New York, New York 10004

For the Court: **KATHLEEN FARRELL**
Clerk of the Bankruptcy Court

Date: January 10, 2002

**United States Bankruptcy Court
Southern District of New York
Manhattan Division
One Bowling Green
New York, NY 10004-1408**

NOTICE OF ELECTRONIC FILING PROCEDURE

Case Name: Bethlehem Steel Corporation, et al. Date Commenced: October 15, 2001
Case Number: 01-15288 (BRL) through 01-15302, 01-15308 through 01-15315 (BRL)
(Jointly Administered)

These cases will be docketed exclusively on the court's Electronic Case Filing System. The system can be accessed via the Internet utilizing an attorney password. In compliance with Federal Rules of Civil Procedure Rule 11 and in accordance with Local Bankruptcy Rule 9011-1, the attorney's password shall constitute the signature of the attorney; therefore security of a password issued to an attorney is the responsibility of that attorney. An original signed copy of the filing shall be maintained in the attorney's files. A chamber's copy of all filed documents is required and all parties with legal representation must file documents in accordance with the following:

1. The requirements for filing, viewing and retrieving case documents are: A personal computer running any standard Windows platform; an Internet provider, Netscape Navigator and Adobe Exchange software to convert documents from a word processor format to a portable document format (PDF). The URL address is www.nysb.uscourts.gov and a password is needed to access this system. If you are unable to comply with this requirement, then
2. You must submit documents on a diskette using PDF format. The adobe software will provide this format. Further instruction may be found in the Adobe's manual. Use a separate diskette for each filing. Submit the diskette in an envelope with the case name, case number, type and title of document, and the file name on the outside of the envelope. If you are unable to comply with this requirement, or requirement number 1, then
3. You must submit your documents on a diskette using one of the following formats: Word, Wordperfect, or DOS text (ASCII). If you are unable to comply with this requirement, or requirements 1 or 2, then
4. You must submit an affidavit of your inability to file in either of the above formats. You may then file conventionally on unstapled, unbound, single-sided paper. Include your affidavit with your filing,

*** DO NOT SUBMIT CLAIMS THROUGH THE COURT'S ELECTRONIC FILING SYSTEM AT THIS TIME.**

For assistance call (212) 668-2870 ext. 3920 or to schedule training, call ext. 3580, Monday - Friday, 8:30 a.m. - 5:00 p.m. EST.

Dated: January 11, 2002

Kathleen Farrell, Clerk of Court

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11 Case Nos.
: :
BETHLEHEM STEEL CORPORATION, : 01-15288 through
et al. : 01-15302 (BRL), and
: 01-15308 through
: 01-15315 (BRL)
Debtors. : (Jointly Administered)
: :
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**NOTICE OF ENTRY OF ORDER TO RETAIN MCDONALD
INVESTMENTS, INC., AS INVESTMENT BANKER
AND RESTRUCTURING ADVISOR TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

PLEASE TAKE NOTICE that upon the application, dated November 21, 2001 (the "Application"), of the Official Committee of Unsecured Creditors (the "Committee") appointed in the above-captioned cases of Bethlehem Steel Corporation, et al., as debtors and debtors in possession herein (collectively, the "Debtors"), an order to retain McDonald Investments, Inc. ("McDonald") as investment banker and restructuring advisor to the Committee effective nunc pro tunc as of November 1, 2001 (the "Order"), was signed by the Honorable Burton R. Lifland, United States Bankruptcy Judge, Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), on January 9, 2002.

PLEASE TAKE FURTHER NOTICE that the Order contains certain modifications to the indemnification and notice provisions of the proposed order filed with the Application. In addition, the Order contains provisions which clarify McDonald's fee structure.

PLEASE TAKE FURTHER NOTICE that if timely objections are received there shall be a hearing held on February 5, 2002 at 10:00 a.m. (the "Final Hearing") to consider such objections.

PLEASE TAKE FURTHER NOTICE that any responses or objections to the Order must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and Local Rules or the Bankruptcy Court, shall set forth the name of the objecting party, the nature and amount of claims or interests held or asserted against the Debtors' estates or properties, the basis for the objection, and the specific grounds therefor.

PLEASE TAKE FURTHER NOTICE that any responses or objections to the Application shall be filed with the Bankruptcy Court electronically in accordance with General Order M-182 (General Order M-182 and the User's Manual for the Electronic Case Filing System can be found at www.nysb.uscourts.gov, the official website for the Bankruptcy Court), by registered users of the Bankruptcy Court's case filing system and, by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format (PDF), Wordperfect or any other Windows-based word processing format (with a hard-copy delivered directly to Chambers), and shall be served in accordance with General Order M-182, upon (i) Weil, Gotshal & Manges LLP, Attorneys for the Debtors, 767 Fifth Avenue, New York, New York 10153 (Attn: George A. Davis, Esq.); (ii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st floor, New York, New York 10004 (Attn: Carolyn Schwartz, Esq.); and (iii) Kramer Levin Naftalis & Frankel LLP, Attorneys for the Committee, 919 Third Avenue, New York, New York 10022, Attention: Thomas Moers Mayer, Esq. so as to be received no later than January 29, 2002 at 4:00 p.m. (EST).

PLEASE TAKE FURTHER NOTICE that if you do not object to the Order by the objection deadline above, your rights to subsequently object to the compensation of McDonald will be affected and subject to the heightened standards enumerated in section 328 of title 11 of the United States Code.

Dated: New York, New York
January 9, 2002

KRAMER LEVIN NAFTALIS & FRANKEL LLP

By: /s/

Thomas Moers Mayer (TM-9357)

David M. Feldman (DF-8070)

James C. McCarroll (JM-2758)

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New York, New York
212-715-9100