

40-7580

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

In re:

FANSTEEL INC., et al.,¹) Chapter 11
)
Debtors.) Case No. 02-CV-44 (JJF)
)
)

Washington)
) ss
District of Columbia)

**FIRST SUPPLEMENTAL AFFIDAVIT OF JAMES R. CURTISS
IN SUPPORT OF APPLICATION TO EMPLOY WINSTON & STRAWN
PURSUANT TO BANKRUPTCY RULE 2014**

JAMES R. CURTISS, ESQUIRE, being duly sworn, deposes and says:

1. I submit this affidavit to supplement my affidavit dated January 14, 2002 (the "Affidavit") submitted in support of Debtors' Application Pursuant to Federal Rule of Bankruptcy Procedure 2014(a) For Order Under Section 327(e) of the Bankruptcy Code Authorizing the Employment and Retention of Winston & Strawn as Special Nuclear Regulatory Commission Counsel.

2. I am a partner in the law firm of Winston & Strawn ("W&S" or the "Firm"), located at 1400 L Street, N.W., Washington, D.C., and have been duly admitted to practice law in the District of Columbia and the Supreme Court of the United States. I am duly authorized to make this Supplemental Affidavit on behalf of the Firm. W&S, which employs a

¹ The Debtors are the following entities: Fansteel Inc., Fansteel Holdings, Inc., Custom Technologies Corp., Escast, Inc., Wellman Dynamics Corp., Washington Mfg. Co., Phoenix Aerospace Corp., American Sintered Technologies, Inc., and Fansteel Schulz Products, Inc.

Wmss01 Add: 1-15-02/11/02

total of approximately 950 attorneys in Chicago, New York, Washington, D.C., Geneva, Switzerland, and Paris, France, is engaged in the general practice of law.

3. To the best of my knowledge, information and belief, other than the connections disclosed in my original Affidavit, paragraph 4 below sets forth, as of January 31, 2002, all connections W&S may have with the Debtors or any of their twenty largest creditors as required under the provisions of Bankruptcy Rule 2014.

4. W&S has current client relationships with the following parties:

a. W&S represents Ridge Realty Group, LLC, one of the twenty largest creditors of Escast, Inc., in a single development project in Illinois. This matter is not adverse to the Debtors.

b. W&S represents Allegheny Power Service Corporation ("Allegheny"), one of the twenty largest creditors of American Sintered Technologies, Inc., in various FERC matters. W&S's representation of Allegheny is significant, but not adverse to the Debtors.

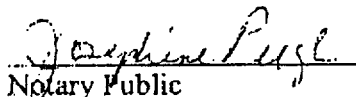
c. W&S represents American National Bank and Trust Company, one of the 20 largest creditors of Fansteel, Inc. and the issuer under a letter of credit, in various corporate, healthcare, insolvency and real estate matters, none of which are adverse to the Debtors.

5. I understand that there may be other creditors or other parties in interest presently unknown or known to W&S but are not currently clients of W&S, and, therefore, from time to time hereafter I may supplement this Supplemental Affidavit with further relevant information which may come to my attention.

Dated: February 8th, 2002


James R. Curtiss

SWORN TO AND SUBSCRIBED before
me this 8th day of February, 2002


Notary Public

~~My Commission Expires March 31, 2005~~

My commission expires: _____

THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

In re:

FANSTEEL INC., et al.,¹

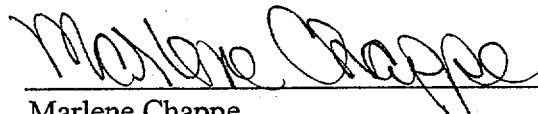
Debtor.

)
)
) Civil Case Nos. 02-CV-44,
) 22-CV-105-112
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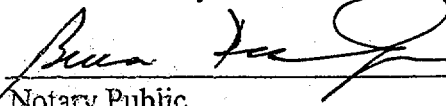
AFFIDAVIT OF SERVICE

Marlene Chappe, being duly sworn according to law, deposes and says that she is employed by the law firm of Pachulski, Stang, Ziehl, Young & Jones P.C., and that on the 11th day of February 2002, she caused a copy of the following document(s) to be served upon the attached service lists in the manner indicated:

**FIRST SUPPLEMENTAL AFFIDAVIT OF JAMES R. CURTISS IN
SUPPORT OF APPLICATION TO EMPLOY WINSTON & STRAWN
PURSUANT TO BANKRUPTCY RULE 2014**


Marlene Chappe

Sworn to and subscribed before
me this 11th day of February 2002



Notary Public

My Commission Expires: 7/1/07

¹ The Debtors are the following entities: Fansteel Inc.; Fansteel Holdings, Inc.; Custom Technologies Corp.; Escast, Inc.; Wellman Dynamics Corp.; Washington Mfg. Co.; Phoenix Aerospace Corp.; American Sintered Technologies, Inc.; and Fansteel Schulz Products, Inc.