

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

2002 FEB 22 PM 3: 50

## Debtors.

Case No. ~~02-10109~~ (JJF)  
(Jointly Administered)

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02/21/02 10:12 AM

NM5501 Arch. Lobby 14000

ORDERED that Debtors are authorized, but not directed, in their sole discretion and without further application to the Court, to pay to Congress \$100,000 as the Initial Deposit against the Due Diligence Expenses; provided, however, that Congress shall expend no more than \$60,000 of the Initial Deposit for reimbursement of internal expenses without the prior consent of the Committee; and it is further

ORDERED that Congress shall provide to Debtors and the Committee copies of all appraisals and reports obtained by Congress as a result of the due diligence for the DIP facility; and it is further

ORDERED that Debtors are authorized, but not directed, in their sole discretion, and without further application to the Court, to pay to Congress \$150,000 as the Final Deposit against the Due Diligence Expenses; provided, however, that the Final Deposit shall not be paid, in whole or in part, without the prior consent of the Committee; and it is further

ORDERED that, when consent of the Committee is required for any payment to be made pursuant to this Order, (1) the Committee shall have three business days to object to any such payment after it has received notice of the proposed payment, and (2) if such objection cannot be resolved within two business days after the Committee gives notice of such objection to the Debtors, Debtors may request an expedited hearing before the Court on three days' notice; and it is further

ORDERED that, for purposes of this order, notice shall be deemed to have been made when it is sent by overnight mail or by fax to:

COMMITTEE

Frances Gecker, Esq.  
Joseph D. Frank, Esq.  
Freeborn and Peters  
311 South Wacker Drive, Suite 3000  
Chicago, IL 60606-6677  
Fax: 312-360-6596

And

Adam Landis, Esq.  
The Brandywine Building  
1000 West Street  
Suite 1410  
Wilmington, DE 19801  
Fax: 302-552-4295

DEBTORS

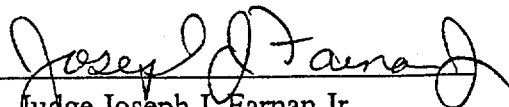
Jeffrey S. Sabin, Esq.  
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Fax: 212-593-5955

And

Laura Davis Jones, Esq.  
Pachulski, Stang, Ziehl, Young & Jones PC  
919 North Market Street, 16<sup>th</sup> Floor  
P.O. Box 8705  
Wilmington, DE 19899-8705 (Courier 19801)  
Fax: 302-652-4400

ORDERED that the Court shall retain jurisdiction with respect to any matters, claims,  
rights or disputes arising from or related to the implementation of this Order.

Dated: February 22, 2002

  
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Judge Joseph J. Farnan Jr.  
United States District Court Judge