

IN THE UNITED STATES BANKRUPTCY COURT

2002 FEB 20 PM 3: 39

FOR THE DISTRICT OF DELAWARE

In re:

FANSTEEL INC., et al.,¹

Debtors.

Chapter 11

Case No. 02-____ ()
(Jointly Administered)

40-7580

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF
WINSTON & STRAWN AS SPECIAL NUCLEAR REGULATORY COMMISSION
COUNSEL FOR DEBTORS AND DEBTORS IN POSSESSION**

Upon the application of the above-captioned debtors and debtors in possession (collectively, the "Debtors"), for 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 for Debtors and Debtors in Possession (the "Application"), and upon the Affidavit of James R. Curtiss, Esquire, a partner Winston & Strawn ("WS") of the Firm, in support thereof (the "Curtiss Affidavit"); and the Court being satisfied based on the representations made in the Application and in the Curtiss Affidavit that said attorneys represent no interest adverse to Debtors' estates with respect to the matters upon which they are to be engaged, and that its employment is necessary and would be in the best interests of Debtors' estates, and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Application is granted; and it is further

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.

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Add: Russ Gye mail center*

ORDERED that in accordance with Section 327(e) of the Bankruptcy Code, Debtors are authorized to employ and retain WS as special nuclear regulatory commission counsel on the terms set forth in the Application and the Curtiss Affidavit; and it is further

ORDERED that WS shall be entitled to allowance of compensation and reimbursement of expenses, upon the filing and approval of interim and final applications pursuant to the Federal Rules of Bankruptcy Procedure, the Local Rules of this Court and such other orders as this Court may direct.

Wilmington, Delaware
Dated: February 20, 2002


JUDGE