

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
FANSTEEL INC., *et al.*,¹) Case No. 02-10109 (JJF)
) (Jointly Administered)
)
Debtors.) [Docket No. 690]

40-7580

**ORDER UNDER 11 U.S. C. § 327(a)
AND FED. R. BANKR. P. 2014 AUTHORIZING EMPLOYMENT AND RETENTION OF
MICHAEL SAUNDERS & COMPANY AS REAL ESTATE BROKER**

Upon the application (the "Application")² of Fansteel Inc. ("Fansteel") and Escast, Inc. ("Escast") debtors and debtors-in-possession in the above-captioned cases for entry of an order under 11 U.S.C. § 327(a) and Fed. R. Bankr. 2014 authorizing and approving the employment and retention of Michael Saunders & Company ("Saunders"), as the real estate broker for Fansteel and Escast, on the terms and subject to the conditions set forth in the Listing Agreement between Fansteel and Escast and Saunders; and the Court having determined that the relief requested in the Application is in the best interests of Fansteel and Escast, their estates, their creditors and other parties-in-interest; and it appearing from the Application and the Saunders Affidavit and that Saunders holds no interest adverse to the estates and is "Disinterested" within the meaning of section 101(14) of the Bankruptcy Code; and it appearing further that notice of the Application as set forth in the Application was good and sufficient under the particular circumstances, and no other or further notice need be given; and upon the record herein; and after due deliberation thereon; and good cause appearing therefor; it is hereby

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., and American Sintered Technologies, Inc.

² Capitalized terms not defined herein shall be given the meanings ascribed to them in the Application

Add OGC Mail Center
NM5501

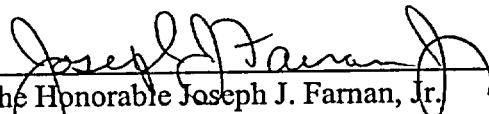
ORDERED that the Application is granted; and it is further

ORDERED that Fansteel and Escast are authorized to employ and retain Saunders on the terms, and subject to the conditions set forth in the Listing Agreement; and it is further

ORDERED that Saunders shall be authorized to perform such other tasks as Fansteel and Escast may request in accordance with the Application and the Listing Agreement; and it is further

ORDERED that any commissions or other fees due Saunders shall be paid to Saunders at closing, from the proceeds of any sale of the Sarasota Facility approved by subsequent order of this Court.

Dated: February 19, 2003


The Honorable Joseph J. Farnan, Jr.
United States District Judge