

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
FANSTEEL INC., et al.,¹) Case No. 02-10109 (JIF)
) (Jointly Administered)
)
Debtor.)

**AGREED ORDER CONCERNING COMPLIANCE ADMINISTRATORS
AND PROJECT SERVICE, INC., AND AMENDING THE
AGREED ORDER AS TO CERTAIN PROFESSIONALS
UTILIZED IN THE ORDINARY COURSE OF BUSINESS [DOCKET NO. 821]**

WHEREAS, the captioned debtors and debtors-in-possession (the "Debtors") and the Official Committee of Unsecured Creditors (the "Committee") agreed to, and this Court authorized, an amended order (the "Amended Order") [Docket No. 821] concerning the Debtors' employment and retention of professionals utilized in the ordinary course of Debtors' business (the "Ordinary Course Professionals");

WHEREAS, the Amended Order, among other things, provided that the Debtors determine a projected budget for each newly qualified Ordinary Course Professional;

WHEREAS, pursuant to the procedures set forth in the Amended Order, Compliance Administrators and Project Services, Inc. ("CAPS"), an environmental consultant,

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.
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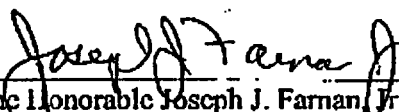
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was qualified as an Ordinary Course Professional with a projected budget of \$15,000, based on its then foreseeable duties to be performed on behalf of the Debtors in 2003;

WHEREAS, the Debtors and the Committee agree that the budget of CAPS should be increased by \$23,000 in connection with the necessity of performing additional work in response to certain governmental environmental regulations;

IT IS HEREBY ORDERED that the Debtors are authorized to pay CAPS an additional \$23,000 beyond the previously projected budget and that, if any further expenditures on CAPS are necessary, Debtors shall first consult with the Committee prior to authorizing work entailing any expenditures, and unless the Committee objects within three days, such additional proposed expense is authorized and no additional order regarding payments to CAPS shall be necessary.


The Honorable Joseph J. Farnan, Jr. 9/16/03
United States District Court Judge