

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

40-7580

In re:	}	Chapter 11
FANSTEEL INC., <i>et al.</i> , ¹		Case No. 02-10109 (JJF) (Jointly Administered)
Debtor.		[Related Docket No. 1110]

ORDER UNDER BANKRUPTCY CODE SECTIONS 327(A) AND 328(A), FED. R. BANKR. P. 2014 AND DEL.BANKR.LR 2014-1 AUTHORIZING THE EMPLOYMENT AND RETENTION OF KERR, IRVINE, RHODES & ABLES, P.C. AS SPECIAL OKLAHOMA COUNSEL FOR DEBTORS AND DEBTORS IN POSSESSION

Upon the application of the above-captioned debtors and debtors in possession (collectively, the "Debtors"), for Application For Order Under Bankruptcy Code Sections 327(a) And 328(a), Fed. R. Bankr. P. 2014 and Del.Bankr.LR 2014-1 Authorizing The Employment And Retention of Kerr, Irvine, Rhodes & Ables, P.C. as Special Oklahoma Counsel for Debtors and Debtors in Possession (the "Application"), and upon the affidavit of J. Angela Ables, Esquire, a shareholder of Kerr, Irvine, Rhodes & Ables, P.C. ("Kerr"), in support thereof (the "Ables Affidavit"); and the Court being satisfied based on the representations made in the Application and in the Kerr Affidavit that said attorneys represent no interest adverse to Debtors' estates with respect to the matters upon which they are to be engaged, that they are disinterested persons as that term is defined under Section 101(14) of the Bankruptcy Code, as modified by Section 1107(b) of the Bankruptcy Code, and that their 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

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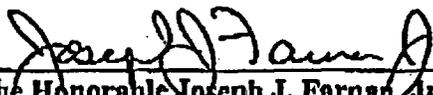
¹The Debtors are the following entities: Fansteel Inc.; Fansteel Holdings, Inc., Custom Technologies Corp., Escast, Inc., Wellman Dynamics Corp., Washington Mfg. Co., Phoenix Aerospace Corp., and American Sintered Technologies, Inc.

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ORDERED that in accordance with sections 327(a) and 328(a) of the Bankruptcy Code, Fed. R. Bankr. P. 2014 and Del.Bankr.LR 2014-1, the Debtors are authorized to employ and retain Kerr as special Oklahoma counsel on the terms set forth in the Application and the Ables Affidavit; and it is further

ORDERED that Kerr 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.

Sept. 30
Dated: ~~July~~ , 2003



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