

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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

Objection Deadline: December 31, 2003 at 4:00 p.m. Eastern Time
Hearing Date: January 8, 2003 at 12:00 p.m. (noon). Eastern Time

**NOTICE OF DEBTORS' THIRD OMNIBUS
NON-SUBSTANTIVE OBJECTION TO CLAIMS**

**To all parties entitled to notice pursuant to
Local Bankruptcy Rules 2002-1 and 3007-1:**

Fansteel Inc. ("Fansteel") and its affiliated debtors and debtors-in-possession (collectively, the "Debtors") have filed the Debtors' Third Omnibus Non-Substantive Objection to Claims (the "Objection").

PLEASE TAKE NOTICE that responses, if any, to the Objection, must be filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801, on or before December 31, 2003, at 4:00 p.m. Eastern Time. At the same time, you must also serve a copy of the response upon co-counsel for the Debtors: (i) Pachulski, Stang, Ziehl, Young, Jones & Weintraub P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, Delaware 19899-8705 (courier 19801) (Attn: Laura Davis Jones, Esq.) and (ii) Schulte Roth & Zabel LLP, 919 Third Avenue, New York, New York 10022 (Attn: Jeffrey S. Sabin, Esq.).

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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A HEARING ON THE OBJECTION WILL BE HELD ON JANUARY 8, 2004 at 12:00 p.m. (noon) (the "Claims Hearing"). The Claims Hearing may be continued from time to time upon written notice to you or oral announcement in Court.

If you file a response to the Objection, you should be prepared to argue that response at the Claims Hearing. You need not appear at the Claims Hearing if you do not oppose the relief requested in the Objection.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF DEMANDED BY THE OBJECTION WITHOUT FURTHER NOTICE OR HEARING.

Each claimant who has filed a claim subject to the Objection is receiving a copy of the Objection. Each claimant should read the Objection, which describes the grounds of the objection, and should review the exhibits attached thereto, which lists all claims subject to the Objection.

Any response filed with the Court must contain at a minimum the following:

- (a) a caption setting forth the name of the Court, the names of the Debtors, the case number and the title of this Objection;
- (b) the name of the claimant and description of the basis for the amount of the claim;
- (c) a concise statement setting forth the reasons why the claim should not be disallowed or reclassified for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal basis upon which the claimant will rely in opposing the Objection;
- (d) all documentation or other evidence of the claim, to the extent not included with the proof of claim previously filed with the Bankruptcy Court, upon which the claimant will rely in opposing the Objection at the Claims Hearing; and
- (e) the name, address, and telephone number of the person (which may be the claimant or the claimant's legal representative) possessing ultimate authority to reconcile, settle, or otherwise resolve the claim on behalf of the claimant.

Questions about the Objection or requests for additional information about the proposed disposition of claims should be directed to the Debtors' counsel at the addresses set forth below or by telephone at (212) 756-2517.

PLEASE TAKE FURTHER NOTICE that the Debtors reserve the right to object in the future to any of the proofs of claim which are the subject of this Objection on any further or additional grounds. Separate notice will be made and a separate hearing will be scheduled for any such objection.

Dated: December 2, 2003

SCHULTE, ROTH & ZABEL LLP
Jeffrey S. Sabin (JSS-7600)
Lawrence V. Gelber (LVG-9384)
Michael R. Mitchell (MRM-9279)
919 Third Avenue
New York, New York 10022
Telephone: (212) 756-2000
Facsimile: (212) 593-5955

and

PACHULSKI, STANG, ZIEHL, YOUNG, JONES &
WEINTRAUB P.C.



Laura Davis Jones (Bar No. 2436)
Rosalie L. Spelman (Bar No. 4153)
919 North Market Street, 16th Floor
P.O. Box 8705
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Counsel for Fansteel Inc., et al.,
Debtors and Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Case No. 02-10109(JJF)
)
FANSTEEL INC., *et al.*,²) Chapter 11
) (Jointly Administered)
Debtors.)

Objection Deadline: December 31, 2003 at 4:00 p.m. Eastern Time
Hearing Date: January 8, 2003 at 12:00 p.m. (noon). Eastern Time

**DEBTORS' THIRD OMNIBUS
NON-SUBSTANTIVE OBJECTION TO CLAIMS**

Fansteel Inc. ("Fansteel") and its affiliated debtors and debtors-in-possession (the "Subsidiary Debtors," and collectively with Fansteel, the "Debtors"), by and through their undersigned counsel, hereby object (the "Objection") to each of the proofs of claim identified on Exhibits A, B, C and D annexed hereto (each a "Disputed Claim" and collectively, the "Disputed Claims") and requests that the Court enter an order disallowing or reclassifying each of the Disputed Claims for the reasons set forth below. An Affidavit of R. Michael McEntee, the Chief Financial Officer of Fansteel, in Support of the Debtors' Third Omnibus Non-Substantive Objection to Claims is attached hereto as Exhibit E. In support of the Objection, the Debtors respectfully state as follows.

Notice To Claimants

ATTENTION CLAIMANTS: Please be aware that if you filed a proof of claim against the Debtors that is identified on any of the Exhibits attached to this Objection, the Debtors

² 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.

have objected to that claim through this Objection. If you have filed more than one proof of claim against the Debtors, each such claim may be objected to on the same or different Exhibits to this Objection. This Objection thus directly affects your rights, and your claim may be reclassified, reduced, modified, disallowed, expunged or eliminated by the relief sought by the Debtors in this Objection. Please carefully review the accompanying Notice for important information regarding the date of the Objection hearing as well as the deadlines and procedures for filing a response to this Objection. If you or your attorney do not respond to this Objection by the deadline set forth in that Notice, the Court may decide that you do not oppose the Objection. Responses must be filed with the Court and served on the Debtors' undersigned counsel. If you have questions about why your claim is identified on any of the exhibits below, please contact the Debtors' counsel at Schulte Roth & Zabel LLP, 919 Third Avenue, New York, New York 10022, Tel: 212-756-2517.

Background

1. On January 15, 2002 (the "Petition Date"), the Debtors each filed with this Court voluntary petitions for relief under 11 U.S.C. §§ 101 et seq., as amended. The Debtors continue to operate their businesses and manage their affairs as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in any of the Debtors' chapter 11 cases (together, the "Cases"). A creditors' committee (the "Committee") was appointed in these Cases on January 28, 2002.

2. In January 2002, the Debtors filed their Schedules of Assets and Liabilities (the "Initial Schedules") with the Bankruptcy Court. Subsequently and on August 28, 2003, the Debtors filed Amendments to the Initial Schedules (the Amendments, together with the Initial

Schedules, the "Schedules"). The Schedules identify numerous claims against the various Debtors in fixed, liquidated amounts reflected on the Debtors' books and records as of the Petition Date, as well as numerous contingent, unliquidated, and disputed claims.

3. On July 17, 2002, the Court entered an Order fixing September 23, 2002 as the last date for the filing of proofs of claim on account of pre-petition claims against the Debtors the "Bar Date Order"). Among other things, the Bar Date Order approved a *Notice of Deadline for Creditors to File Proofs of Claim*, which was served on all potential claimants and provided that if a claimant failed to timely file a proof of claim, such creditor would be forever barred from asserting any claims against any of the Debtors or filing a proof of claim with respect to any claim.

4. This is the third omnibus Objection and the second non-substantive Objection filed by the Debtors with respect to proofs of claim filed against their respective Chapter 11 estates.

Jurisdiction

5. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). The statutory predicate for the relief sought herein is 11 U.S.C. § 502.

Relief Requested

6. By this Objection, the Debtors seek the disallowance or the reclassification of the claims set forth on Exhibits A, B, C and D attached hereto pursuant to

section 502(b) of the Bankruptcy Code and Rule 3007-1 of the Local Bankruptcy Rules for the District of Delaware for the reasons set forth below.

A. Claims Without Any Supporting Documentation

7. The Debtors object to those proofs of claim listed on Exhibit A, titled "Claims Without Any Supporting Documentation," because (i) each of the claimants listed on Exhibit A has failed to attach to the proof of claim any supporting documentation whatsoever, and (ii) in all but one instance, the claimants listed on Exhibit A have failed to specify in the proof of claim the debtor against which the claim is asserted. None of the claims listed in Exhibit A are identified in the Debtors' Schedules. Accordingly, absent submission of any supporting documentation whatsoever, each of the proofs of claim listed in Exhibit A should be disallowed and expunged by this Court.

B. Claims With No Amount Stated

8. The Debtors object to those proofs of claim listed on Exhibit B, titled "Claims With No Amount Stated," because (i) each of the claimants listed on Exhibit B has failed to attach to the proof of claim any supporting documentation whatsoever, and (ii) the claimants listed on Exhibit B have failed to specify in the proof of claim the amount of the claim asserted against the Debtor. Accordingly, each of the proofs of claim listed in Exhibit B should be fixed in the amount scheduled by the Debtors in the Schedules and allowed in the scheduled amount.

C. Claims Filed Against The Wrong Debtor or Multiple Debtors

9. The Debtors object to the proofs of claim listed on Exhibit C, titled "Claims Filed Against Wrong Debtor or Multiple Debtors," because each of the proofs of claim

listed on Exhibit C were either (i) filed against Fansteel Inc. rather than against the Subsidiary Debtor or Subsidiary Debtors that scheduled a liability to the claimant, or (ii) filed in the case of only one of the Debtors even though a claim is asserted against several of the Debtors. The Debtors request that each of the proofs of claim listed on Exhibit C be reclassified as a claim or claims against the correct Debtor or Debtors as set in column of Exhibit C entitled "Reason for Proposed Reclassification."

D. Late Filed Claims

10. The Debtors object to the proofs of claim listed on Exhibit D, titled "Late Filed Claims," because such proofs of claim were filed after deadline fixed by the Court for filing proofs of pre-petition claims against the Debtors in the Bar Date Order. The *Notice of Deadline for Creditors to File Proofs of Claim* was served on all potential claimants listed in the Debtors' Schedules. All claimants, including the claimants listed in Exhibit D, were therefore, notified of the date by which a proof of claim against any of the Debtors was required to be filed and the consequences of the failure to timely file a proof of claim. Accordingly, each of the Late Filed Claims set forth on Exhibit D should either be reduced to the amount reflected in the Schedules, or if no amount was scheduled by the Debtors, should be disallowed and expunged in its entirety.

Reservation of Debtors' Rights

11. The Debtors hereby reserve the right to object in the future to any of the proofs of claim listed in the Exhibits annexed to this Objection on any additional ground, and to amend, modify and/or supplement this Objection as may be necessary. In addition, the filing of this Objection is not intended to limit the Debtors' ability to file future objections to any claims

that have been or may subsequently be filed in the Chapter 11 cases on the grounds set forth herein or any other appropriate grounds.

Notice

12. Notice of the Objection and a copy of this Objection has been served on all parties entitled to notice pursuant to Local Bankruptcy Rule 2002-1 and to each of the claimants set forth on Exhibits A, B, C and D annexed hereto. In light of the nature of the relief requested herein, the Debtors respectfully submit that no further notice need be given.

13. In compliance with Del.Bankr.LR 3007-1(e)(ii) (E), the Debtors and their counsel believe that that the Objections comply with Del.Bankr.LR 3007-1.

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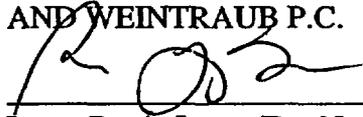
WHEREFORE, the Debtors respectfully requests that the Court enter an order
(a) granting the relief sought herein, and (b) providing such other and further relief as justice
may require.

Dated: December 2, 2003

SCHULTE, ROTH & ZABEL LLP
Jeffrey S. Sabin (JSS-7600)
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and

**PACHULSKI, STANG, ZIEHL, YOUNG, JONES
AND WEINTRAUB P.C.**



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**Counsel for Fansteel Inc., et al.,
Debtors and Debtors in Possession**

EXHIBIT A**CLAIMS WITHOUT ANY SUPPORTING DOCUMENTATION****Fansteel, Inc.**

Name of Creditor	Claim Nos.	Proof of Claim Amount	Reason For Proposed Disallowance
ARMSTRONG HEATING & AIR CONDITIONING 220 SOUTH 14TH AVE WASHINGTON, IA 52353	416	\$933.11 Priority	Claimant has failed to attach any supporting documentation to proof of claim.
BCP WHEELABRATOR 1219 CORPORATE DR BURLINGTON, ON L7L 5V5, CANADA	371	\$8,280.00	Claimant has failed to specify debtor or case number and there is no supporting documentation attached to proof of claim.
DRF PRODUCTS P.O. BOX 3219 CLARKSVILLE, TN 37040	349 427	No Amount No Amount	Claimant has failed to specify debtor, case number or amount of claim and there is no supporting documentation attached to proof of claim.
HEATH, JR., SAM 1702 MONROE STREET MOUNTAIN HOME, AR 72653	643	\$68,365.55 Priority	Claimant has failed to attach any supporting documentation to proof of claim.
MEDRANO CANO, TERESA NAPOLES 122 40 1A BARCELONA, SPAIN	764	---	Claimant has failed to specify debtor, case number or amount of claim and there is no supporting documentation attached to proof of claim.
PENNINOX AMERICA 115 MUIRHEAD AVENUE TRENTON, NJ 08638	540	\$3,890.52 Priority	Claimant has failed to attach any supporting documentation to proof of claim.
TWENTY CENTURY P.O BOX 2393 205 SO PUENTE ST BREA, CA 92621	331	\$356.77 Priority	Claimant has failed to specify debtor or case number and there is no supporting documentation attached to proof of claim.

Name of Creditor	Claim Nos.	Proof of Claim Amount	Reason For Proposed Disallowance
UNITED FUND - CRESTON P.O. BOX 482 CRESTON, IA 50801	722	\$1,000.00	Claimant has failed to specify debtor or case number and there is no supporting documentation attached to proof of claim.

EXHIBIT B**CLAIMS WITH NO AMOUNT STATED****Escast Inc.**

Name of Creditor	Claim Nos.	Proof of Claim Amount	Scheduled Amount	Reason For Proposed Modification
HOFFIE, RUTH 1283 SEABURY CIRCLE CAROL STREAM, IL 60188	633	No Amount Stated	\$17,332.00	Claimant has not stated or asserted the amount of her claim against the Debtor in his proof of claim and, therefore, the claim should be fixed in the amount scheduled by the Debtor.
PETERMAN, BRUCE 564 ABBEY ROAD BARTLETT, IL 60103	464	No Amount Stated	\$16,324.00	Claimant has not stated or asserted the amount of his claim against the Debtor in his proof of claim and, therefore, the claim should be fixed in the amount scheduled by the Debtor.

Washington Manufacturing Company

Name of Creditor	Claim Nos.	Proof of Claim Amount	Scheduled Amount	Reason For Proposed Modification
CULLIGAN WATER CONDITIONING P.O. BOX 888 WASHINGTON, IA 52353-000	320	No Amount Stated	\$107.58	Claimant has not stated or asserted the amount of its claim against the Debtor in its proof of claim nor has it attached supporting documentation and, therefore, the claim should be fixed in the amount scheduled by the Debtor.

Wellman Dynamics Corporation

Name of Creditor	Claim Nos.	Proof of Claim Amount	Scheduled Amount	Reason For Proposed Modification
<p>PERFECTION CRANE & HOIST, INC. P.O. BOX 95, 201 DEGRAFF AVE. SWANVILLE, MN 56382 -----and----- DEBT ACQUISITION COMPANY OF AMERICA V, INC., TRANSFEREE 2120 WEST WASHINGTON STREET SAN DIEGO, CA 92110</p>	<p align="center">723</p>	<p align="center">No Amount Stated</p>	<p align="center">\$6,388.87</p>	<p>Claimant has not stated or asserted the amount of its claim against the Debtor in its proof of claim nor has it attached supporting documentation and, therefore, the claim should be fixed in the amount scheduled by the Debtor.</p>

EXHIBIT C

**CLAIMS FILED AGAINST WRONG DEBTOR
OR MULTIPLE DEBTORS**

Fansteel, Inc.

Name of Creditor	Claim Nos.	Proof of Claim Amount	Reason For Proposed Reclassification
APA TRANSPORT CORP 2100 88TH ST NORTH BERGEN, NJ 07047	<p align="center">23</p>	<p align="center">\$97.39</p>	<p>Proof of claim caption names "Fansteel % Trendset Inc. but supporting document references American Sintered ("AST"). Claim was filed against wrong debtor and should be reclassified as a general unsecured claim against AST.</p>
BELL SOUTH/BELLSOUTH REGIONAL BANKRUPTCY 301 W BAY ST. - 12DD1 JACKSONVILLE, FL 32202	<p align="center">146</p>	<p align="center">\$352.99</p>	<p>Claim filed against Fansteel but attachment to proof of claim indicates Washington Mfg. is the proper debtor. Claim was filed against wrong debtor and should be reclassified as a general unsecured claim against Washington Mfg.</p>
CONNEY SAFETY PRODUCTS P.O. BOX 44575 MADISON, WI 53744	<p align="center">529</p>	<p align="center">\$280.27</p>	<p>Proof of claim was filed against Fansteel but invoices attached are addressed to Wellman Dynamics. Claim was filed against wrong debtor and should be reclassified as a general unsecured claim against Wellman..</p>
ELECTRIC CONTROL & INSTRUMENTATION 200 TEXAS AVE., SUITE 125 BROWNSVILLE, TX 78521 and CAPITAL MARKETS, ASSIGNEE ONE UNIVERSITY PLAZA SUITE 518 HACKENSACK, NJ 07601	<p align="center">59</p>	<p align="center">\$4,253.44</p>	<p>Proof of claim was filed against Fansteel but claimant was scheduled by Escast. Claim was filed against wrong debtor and should be reclassified as a general unsecured claim against Escast.</p>
GALOW METAL PRODUCTS PO BOX 2685 2685 UNIVERSAL DRIVE OSHKOSH, WI 54903	<p align="center">227</p>	<p align="center">\$895.78</p>	<p>Claim filed against Fansteel but invoices attached to proof of claim indicate Washington Mfg. is the proper debtor. Claim was filed against wrong debtor and should be reclassified as a general unsecured claim against Washington Mfg.</p>

Name of Creditor	Claim Nos.	Proof of Claim Amount	Reason For Proposed Reclassification
INTERSTATE CHEMICAL CO P.O. BOX 400058 PITTSBURGH, PA 15268	534	\$71,588.39	Claim filed against Fansteel for chemicals sold to Wash. Mfg., Fansteel and Wellman. Claim is against multiple debtors and should be reclassified as a claim against Fansteel for \$12,027.45, a claim against Wellman for \$50,559.66 and a claim against Washington Mfg. for \$9,001.28.
IOWA TELECOM PO BOX 1046 NEWTON, IA 50208	357	\$2,297.93	Claim filed against Fansteel for telecom services for Washington Mfg. Claim was filed against wrong debtor and should be reclassified as a general unsecured claim against Washington Mfg.
LANDSTAR EXPRESS AMERICA 13410 SUTTON PARK DR S JACKSONVILLE, FL 32224	37	\$3,280.80	Claim filed against Fansteel for trucking charges for Washington Mfg. Claim was filed against wrong debtor and should be reclassified as a general unsecured claim against Washington Mfg.
NICO PLATING P.O. BOX 8209 2929 FIRST AVENUE SOUTH MINNEAPOLIS, MN 55408	201	\$180.25	Claim filed against Fansteel for services rendered to Washington Mfg. Claim was filed against wrong debtor and should be reclassified as a general unsecured claim against Washington Mfg.
OSG TAP & DIE 676 E FULLERTON GLENDALE HEIGHTS, IL 60139	62	\$2,524.59	Although claim was filed against Fansteel, Inc., the documents attached reflect that account was payable by Washington Manufacturing. Claim was filed against wrong debtor and should be reclassified as a general unsecured claim against Washington Mfg.
PRECISION INDUSTRIES CORP PO BOX 1923 ELKHART, IN 46515	352	\$3,028.23	Claim was filed against Fansteel, Inc. for goods sold to Washington Manufacturing. Claim was filed against wrong debtor and should be reclassified as a general unsecured claim against Washington Mfg.
SAFETY-KLEEN PO BOX 11393 COLUMBIA, SC 29211	31	\$56,248.53	Claim for services performed for Fansteel Inc., Wellman, Escast, AST and Washington Mfg. Claim is asserted against multiple debtors and should be reclassified as a claim against Fansteel for \$10,395.76, a claim against AST for \$692.65, a claim against Escast for \$22,277.72, a claim against Washington Mfg. for \$20,071.28 and a claim against Wellman for \$2,811.12.
THE THARPE COMPANY, INC. 149 CRAWFORD ROAD, STATESVILLE, NC 28625	131	\$2,368.47	Proof of claim was filed against Fansteel but invoices attached to claim are addressed to Washington Manufacturing, Escast, Fansteel Inc., Wellman, and AST. Claim is asserted against multiple debtors and should be reclassified as a claim against Fansteel for \$495.89, a claim against AST for \$397.65, a claim against Escast for \$105.12, a claim against Washington Mfg. for \$754.42 and a claim against Wellman for \$615.39.

Name of Creditor	Claim Nos.	Proof of Claim Amount	Reason For Proposed Reclassification
THERMO JARRELL ASH CORP 27 FORGE PKWY FRANKLIN, MA 02038	324	\$5,850.00	Proof of claim was filed against Fansteel but invoices attached to claim are addressed to "Fansteel Escast." Claim was filed against wrong debtor and should be reclassified as a general unsecured claim against Escast.

EXHIBIT D

LATE FILED CLAIMS

Washington Manufacturing Company

Name of Creditor	Date Claim Filed	Claim Nos.	Proof of Claim Amount	Reason for Proposed Disallowance or Reduction
FISHER ANDERSON LC C/O LAUREN NEWMAN, ESQ. FAGELHABER LLC 55 E. MONROE STREET, 40 TH FL. CHICAGO, IL 60603	September 15, 2003	942	\$99,413.28	Claim was filed subsequent to September 23, 2002 deadline for filing claims and should be disallowed.

EXHIBIT E

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Case No. 02-10109(JJF)
)
FANSTEEL INC., *et al.*,³) Chapter 11
) (Jointly Administered)
Debtors.)

STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

**AFFIDAVIT OF R. MICHAEL MCENTEE IN SUPPORT OF DEBTORS'
THIRD OMNIBUS NON- SUBSTANTIVE OBJECTION TO CLAIMS**

R. MICHAEL MCENTEE, being duly sworn, deposes and states:

1. I am the Chief Financial Officer of Fansteel Inc.
2. I am familiar with the above-captioned debtors' (the "Debtors") books and records, schedules and claims reconciliation process (the "Reconciliation Process"). I submit this declaration in support of the Debtors' Third Omnibus Non-Substantive Objection to Claims (the "Objection") with respect to the disputed claims identified in Exhibits A, B, C and D annexed to the Objection (the "Disputed Claims"). I make this Declaration on the basis of my review of the Debtors' books and records and the proofs of claim relating to the Disputed Claims, together with any supporting or related documentation.
3. The Debtors maintain books and records that reflect, among other things, the Debtors' pre-petition liabilities and respective amounts owed to their various creditors.

³ 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.

4. I oversee and coordinate the Reconciliation Process, which involves a coordinated effort among employees of the Debtors, the Debtors' claims agent and the Debtors' counsel. To facilitate the preparation and filing of the Objection, I and members of my staff participated in a review of both (i) the proofs of claim filed against the Debtors, identifying those claims that should be allowed or disputed, and (ii) the Debtors' books and records with respect to the liabilities asserted in the various proofs of claim. I have also read the Objection and reviewed the Exhibits attached thereto and am familiar with the information contained therein. I believe that the information contained in the Exhibits attached to the Objection is true and correct to the best of my knowledge.

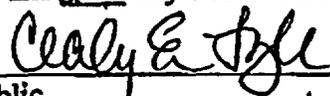
5. Based on the Reconciliation Process, the Debtors have determined that the proofs of claim listed on Exhibits A, B, C and D annexed to the Objection should be disallowed or reclassified, as the case may be, for the reasons stated in the Objection. I believe that each of the Disputed Claims was reviewed pursuant to, and in accordance with, the Debtors' internal Reconciliation Process and is appropriately the subject of a non-substantive objection by the Debtors.

6. Accordingly, I request that the Court grant the relief requested in the Objection.

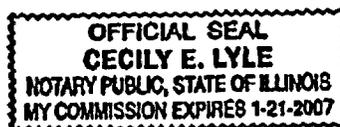


R. Michael McEntee

SUBSCRIBED AND SWORN TO *December*
Before me this *22nd* day of *November* 2003.



Notary Public
My Commission Expires: *1/21/07*



IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Case No. 02-10109(JJF)
)
FANSTEEL INC., *et al.*,⁴) Chapter 11
) (Jointly Administered)
Debtors.)

**ORDER GRANTING DEBTORS' THIRD
OMNIBUS NON-SUBSTANTIVE OBJECTION TO CLAIMS**

Fansteel Inc. ("Fansteel") and its affiliated debtors and debtors-in-possession (collectively, the "Debtors") having filed the Debtors' Third Omnibus Non-Substantive Objection to Claims, dated December 2, 2003 (the "Objection"), seeking entry of an order pursuant to 11 U.S.C. §502(b) and Local Rule 3007-1 disallowing, reducing or reclassifying certain claims; and upon consideration of the Objection and all responses thereto; and due and proper notice of the Objection having been given, it is hereby

ORDERED, that the relief sought in the Debtors' Third Omnibus Non-Substantive Objection to Claims is granted in all respects; and it is further

ORDERED, that each claim listed on Exhibit A to the Objection as a "Claim Without Any Supporting Documentation" is disallowed and expunged; and it is further

ORDERED, that each of the claims listed on Exhibit B to the Objection as "Claims With No Amounts Stated" shall be fixed in the amount scheduled by the Debtors; and it is further

⁴The 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.

ORDERED, that each claim listed on Exhibit C to the Objection as a "Claim Filed Against Wrong Debtor" shall be reclassified as a claim or claims against the correct Debtor or Debtors as indicated in the column of Exhibit C with the heading "Reason for Proposed Reclassification;" and it is further

ORDERED, that the claims listed on Exhibit B to the Objection as "Late Filed Claims" shall either be reduced and fixed in the amount scheduled by the Debtors or, if no amount was scheduled, disallowed and expunged in their entirety; and it is further

ORDERED, that nothing herein shall limit or otherwise affect the Debtors' rights to object in the future to (i) any proofs of claim that have been or may subsequently be filed in this case or that may be listed on the Debtors' Schedules, on the grounds set forth herein or any other appropriate grounds and/or (ii) any claims that are the subject of the Objection that are not disallowed pursuant to this order; on any other appropriate grounds; and it is further

ORDERED, that pursuant to Federal Rules of Civil Procedure 54(b), made applicable in this contested matter by Federal Rules of Bankruptcy Procedure 7054 and 9014, the Court hereby directs entry of a final judgment with respect to the claims objections that are the subject of this order, the Court having determined that there is no just reason for delay in the entry of judgment on these matters.

Dated: January ____, 2003

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