ENTERED ON DOCKET

SEP 28 2007

IN THE UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF GEORGIA ATLANTA DIVISION

In re:)	
)	Case Nos. 05-12515 through 05-12526
ALLIED HOLDINGS, INC., et al.,)	and 05-12528 through 05-12537
)	
)	Chapter 11
Reorganized Debtors.)	- -
		Judge Mullins

ORDER APPROVING THIRD INTERIM APPLICATION FOR ALLOWANCE OF FEES AND EXPENSES OF GOWLING LAFLEUR HENDERSON LLP AS CANADIAN COUNSEL TO THE REORGANIZED DEBTORS FOR THE PERIOD FROM NOVEMBER 1, 2006 THROUGH MAY 18, 2007

Upon consideration of the Third Interim Application for Compensation and Reimbursement of Expenses (the "Third Interim Application") for the period from November 1, 2006 through and including May 18, 2007 (the "Third Application Period"), filed by Gowling Lafleur Henderson LLP ("Gowlings"), Canadian counsel to Allied Holdings, Inc. and its affiliated reorganized debtors and debtors-in-possession (collectively, the "Reorganized Debtors")¹; the Court having reviewed the Third Interim Application and all pleadings relating thereto; and the Court having determined that the legal and factual bases set forth in the Third Interim Application establish just cause for the relief granted herein;

¹ In addition to Allied Holdings, Inc., the following entities are Reorganized Debtors in these related cases: Allied Automotive Group, Inc., Allied Systems, Ltd. (L.P.), Allied Systems (Canada) Company, QAT, Inc., RMX LLC, Transport Support LLC, F.J. Boutell Driveaway LLC, Allied Freight Broker LLC, GACS Incorporated, Commercial Carriers, Inc., Axis Group, Inc., Axis Netherlands, LLC, Axis Areta, LLC, Logistic Technology, LLC, Logistic Systems, LLC, CT Services, Inc., Cordin Transport LLC, Terminal Services LLC, Axis Canada Company, Ace Operations, LLC, and AH Industries Inc.

- A. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.
 - B. This is a core proceeding pursuant to 28 U.S.C. §§ 157(b)(2).
- C. Notice of the Third Interim Application has been provided to the Office of the United States Trustee, counsel for the Teamsters National Automobile Industry Negotiating Committee, counsel for Yucaipa American Alliance Fund I, LP and Yucaipa American Alliance (Parallel) Fund I, LP, and counsel for Goldman Sachs Credit Partners L.P. and no further notice is necessary.
- D. The Third Interim Application complies, as applicable, with the requirements of the Bankruptcy Code and the Bankruptcy Rules.
- E. Gowlings' requested interim compensation for services rendered in connection with its representation of the Reorganized Debtors during the Third Application Period is appropriate under Sections 328, 330 and 331 of the Bankruptcy Code.
- F. Gowlings' expenses incurred during the Third Application Period for which it seeks reimbursement were actual and necessary expenses under Sections 328, 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

- 1. The Third Interim Application is GRANTED.
- 2. Gowlings' request for allowance of compensation for professional services rendered during the Third Application Period of \$355,065.00² and reimbursement of expenses incurred during the Third Application Period of \$13,069.76 are hereby approved, for an aggregate third interim award, inclusive of taxes, of \$390,656.44.

² All amounts are stated in Canadian Dollars (CDN \$).

- 3. The Reorganized Debtors are hereby authorized to pay Gowlings the forgoing approved fees and expenses to the extent not previously paid.
- 4. Counsel for the Reorganized Debtors is directed to cause a copy of this

 Order to be served upon the Office of the United States Trustee, counsel for the Teamsters

 National Automobile Industry Negotiating Committee, counsel for Yucaipa American Alliance

 Fund I, LP and Yucaipa American Alliance (Parallel) Fund I, LP, counsel for Goldman Sachs

 Credit Partners L.P. and Gowlings within three (3) days of entry of this Order and to file a

 certificate of service with the Clerk of the Court.

It is **SO ORDERED**, this / day of September, 2007

C. RAY MULLINS

UNITED STATES BANKRUPTCY JUDGE

Prepared and Presented by:

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