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SEP 28 2007

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

In re:

ALLIED HOLDINGS, INC., *et al.*  
  
Reorganized Debtors.

Chapter 11

Case Nos. 05-12515 through 05-12526  
and 05-12528 through 05-12537  
(Jointly Administered)

Judge Mullins

**ORDER ALLOWING FINAL APPLICATION OF LAMBERTH,  
CIFELLI, STOKES, ELLIS & NASON, P.A. FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES AS  
CONFLICTS COUNSEL FOR THE REORGANIZED DEBTORS**

This matter came before the Court on September 26, 2007, on the Final Application of Lamberth, Cifelli, Stokes, Ellis & Nason, P.A. ("LCSEN") for Allowance of Compensation and Reimbursement of Expenses as Conflicts Counsel for Allied Holdings, Inc. and its affiliated reorganized debtors and debtors-in-possession (collectively, the "Reorganized Debtors")<sup>1</sup> for the period from August 1, 2005 through May 18, 2007 (the "Application"). The Application sought final allowance of compensation in the amount of \$15,632.00 and reimbursement of expenses in the amount of \$352.31 for the period from June 1, 2006 through May 18, 2007 (the "Fourth Interim Compensation Period"). The Application further sought final allowance of all fees and expenses previously approved for LCSEN on an interim basis in these cases.

Notice of the Application has been provided to the Office of the United States Trustee, counsel for the Reorganized Debtors, Yucaipa, TNATINC, and the DIP Lenders (as such terms are defined by the Confirmation Order) and no further notice is necessary. There were no

<sup>1</sup> 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.

objections to the Application filed, and no party appeared at the hearing in opposition to the Application.

The Court has considered the Application and the matters reflected in the record of the hearing held on the Application. It appears that the Court has jurisdiction over this proceeding; that this is a core proceeding; that the relief sought in the Application is in the best interests of the Reorganized Debtors, their estates, and their creditors; and that good and sufficient cause exists for such relief.

The Court finds that the requested compensation and reimbursement of expenses are reasonable and necessary expenses of the administration of the case. Therefore, it is hereby

ORDERED that the Application is GRANTED; and it is hereby further

ORDERED that, for counsel services provided by LCSEN to the Reorganized Debtors for the period from June 1, 2006 through May 18, 2007, compensation in the amount of \$15,632.00 and reimbursement of expenses in the amount of \$352.31 is ALLOWED as an administrative expense claim in favor of LCSEN, such that the total amount of the allowed compensation and reimbursement of expenses to LCSEN for the Fourth Interim Compensation Period is \$15,984.31; and it is hereby further

ORDERED that for the period from August 1, 2005 through May 18, 2007, compensation in the amount of \$69,988.00 and reimbursement of expenses in the amount of \$1,013.18 is ALLOWED as an administrative expense claim in favor of LCSEN, such that the total amount of the allowed compensation and reimbursement of expenses to LCSEN is \$71,011.18 and it is hereby further

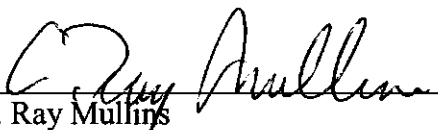
ORDERED that LCSEN is authorized to apply \$10,000.00 previously advanced by the Reorganized Debtors against the unpaid balance of allowed compensation and expenses; and it is hereby further

ORDERED that the Reorganized Debtors are hereby authorized to pay the remaining balance of allowed compensation and expenses to LCSSEN in the amount of \$75.26; and it is hereby further

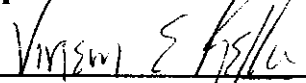
ORDERED that the Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order; and it is hereby further

ORDERED that 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 LCSSEN 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 27 day of September, 2007

  
C. Ray Mullins  
United States Bankruptcy Judge

**Prepared and Presented by:**

  
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