

**EXHIBIT A**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11 Case Nos.
	:	
BETHLEHEM STEEL CORPORATION,	:	01-15288 (BRL) through
et al.	:	01-15302, 01-15308
	:	through 01-15315 (BRL)
Debtors.	:	(Jointly Administered)
	:	
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**ORDER PURSUANT TO SECTIONS 327(a) AND 328(a) OF THE  
BANKRUPTCY CODE APPROVING RETENTION AND EMPLOYMENT  
OF GAZES & ASSOCIATES LLP AS COUNSEL TO THE DEBTORS IN  
CONNECTION WITH PURSUIT OF PREFERENCE RECOVERIES,  
NUNC PRO TUNC TO AUGUST 20, 2003**

Upon the amended application, dated October 10, 2003 (the “Application”), of Bethlehem Steel Corporation and its debtor subsidiaries, as debtors and debtors in possession (collectively, the “Debtors”), for entry of an order pursuant to sections 327(a) and 328(a) of title 11, United States Code (the “Bankruptcy Code”) approving the retention and employment of Gazes & Associates LLP (“G&A”) as counsel to the Debtors in connection with the pursuit of preference recoveries, *nunc pro tunc* to August 20, 2003; and the Court having jurisdiction to consider and determine the Application as a core proceeding in accordance with 28 U.S.C. §§ 157 and 1334; and due notice of the Application having been provided, and it appearing that no other or further notice need be provided; and the Court being satisfied, based on the representations made in the Application and the Affidavit of Ian J. Gazes (the “Gazes Affidavit”), sworn on October 10, 2003, that G&A represents or holds no interest adverse to the Debtors or to their estates as to the matters upon which it is to be engaged and is disinterested under section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the

Bankruptcy Code, and that the employment of G&A is necessary and in the best interests of the Debtors and their estates; it is

ORDERED that pursuant to sections 327(a) and 328(a) of the Bankruptcy Code, the Court approves the Debtors' retention of G&A on the terms and conditions set forth in the Application, *nunc pro tunc* to August 20, 2003; and it is further

ORDERED that G&A shall be compensated in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, this Court's Order Establishing Procedures for Interim Compensation and Reimbursement of Chapter 11 Professionals and Committee Members, dated October 15, 2001, applicable Federal Rules of Bankruptcy Procedure, the local rules and orders of this Court, guidelines established by the Office of the United States Trustee, and such other procedures as may be fixed by order of this Court; and it is further

ORDERED that the requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for the Southern District of New York for the filing of a memorandum of law is waived.

Dated: New York, New York  
October 27, 2003

/s/Burton R. Lifland  
UNITED STATES BANKRUPTCY JUDGE

NO OBJECTION:

/s/ Tracy Hope Davis  
Tracy Hope Davis  
Office of the United States Trustee  
Southern District of New York  
October 27, 2003

**EXHIBIT B**

**TIME RECORDS  
MAY BE VIEWED BY CONTACTING  
GAZES & ASSOCIATES LLP**