

VENABLE LLP
Ordinary Course Professional for the Debtors
and Debtors in Possession
1800 Mercantile Bank & Trust Bldg.
Two Hopkins Plaza
Baltimore, Maryland 21201
(410) 244-7400
G. Stewart Webb, Jr.
Richard L. Wasserman (RLW-8696)

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)
	:	
-----X		

CERTIFICATION UNDER GUIDELINES FOR FEES AND DISBURSEMENTS
FOR PROFESSIONALS WITH RESPECT TO FIRST AND FINAL
APPLICATION OF ORDINARY COURSE PROFESSIONAL VENABLE LLP
FOR UNPAID HOLDBACK FEES AND EXPENSES

I, G. Stewart Webb, Jr., hereby certify that:

1. I am a partner with the applicant firm, Venable LLP, formerly known as Venable, Baetjer and Howard, LLP (“Venable”), with responsibility for representing Bethlehem Steel Corporation and its affiliated debtors (collectively, the “Debtors”), in respect of compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on April 19, 1995 (the “Local Guidelines”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of

Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “UST Guidelines”), and the Amended Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals (the “Administrative Order,” and collectively with the Local Guidelines and UST Guidelines, the “Guidelines”), and the Court’s October 15, 2001 Order authorizing the Debtors to employ Venable as an ordinary course professional.

2. This certification is made with respect to Venable's application, dated December 17, 2003 (the “Fee Application”), for payment of unpaid holdback fees and expenses for the period June 1, 2002 through June 30, 2002 (the “Compensation Period”) in accordance with the Guidelines.

3. With respect to Section B. I of the Local Guidelines, I certify that:

- a. I have read the Fee Application;
- b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees, disbursements and other charges sought fall within the Local Guidelines;
- c. the fees, disbursements and other charges sought are billed at rates in accordance with practices customarily employed by Venable and generally accepted by Venable's clients;
and
- d. in providing a reimbursable service, Venable does not make a profit on that service, whether the service is performed by Venable in-house or through a third party.

4. Venable billed the Debtors on a monthly basis.

5. With respect to Section B.3 of the Local Guidelines, I certify that the Debtors and the United States Trustee for the Southern District of New York are being provided with a copy of the Fee Application.

Dated: Baltimore, Maryland
December 16, 2003

/s/ G. Stewart Webb, Jr.
G. Stewart Webb, Jr.
Venable LLP
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