

other or further notice need be given; and this Court having determined that granting the relief requested in the Application and Supplement is in the best interest of the CFC Committee and the Debtors' estates; and after due deliberation and sufficient cause appearing therefore:

IT IS HEREBY:

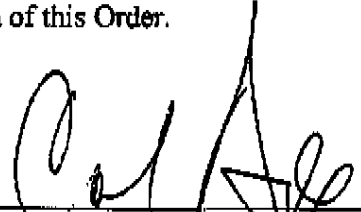
ORDERED, that the Application is granted; and it is further

ORDERED, that Official Committee of Unsecured Creditors in the jointly administered Chapter 11 proceedings of Conseco Finance Corp. and Conseco Finance Servicing Corp. is authorized to retain and employ Huron Consulting Group LLC upon the terms and conditions set forth in the Application and modified by the Supplement, pursuant to 11 U.S.C. §§ 328(a) and 1103, nunc pro tunc to December 17, 2002; provided that, the monthly fee as set forth in paragraph 8 of the Application shall no longer apply and instead HCG shall bill on an hourly basis as set forth in the Supplement; and it is further

ORDERED that Huron, like all other professionals employed by the Debtors, will comply with applicable Bankruptcy Code, Bankruptcy Rules, Local Rules and the Amended Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members entered in this case in seeking Court approval of its fees and costs; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

Dated: July 24, 2003

  
\_\_\_\_\_  
HONORABLE CAROL A. DOYLE  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit B**

Fee and Expense Summaries and Detail

**Conesco Finance Corporation  
 Summary of Fees**

Professional	Level	Hourly Billing Rate	Total Billed Hours	Total Compensation
James Lukenda	Managing Director	\$600	3.0 \$	1,800
Renton C. Squires	Director	\$450	19.8 \$	8,910
Matthew Gavejlan	Associate	\$250	7.4 \$	1,850
Megan Eppright	Analyst	\$175	3.0 \$	525
<b>Total</b>			<b>33.2 \$</b>	<b>13,085</b>
<b>Gross Professional Fees</b>				<b>\$ 13,085</b>
<b>Less: 10% Holdback</b>				<b>(1,308)</b>
<b>NET PROFESSIONAL FEES</b>				<b>\$ 11,777</b>

**Conesco Finance Corporation  
Time Descriptions by Professional**

Date	Hours	Activity	Timekeeper	Description	Fees
7/1/03	0.5	16	James Lukenda	Review schedule of claims calculation from R.Squires.	300
7/2/03	0.5	16	James Lukenda	Calls with R.Squires, et al., re IMAKE matters and claims.	300
7/8/03	0.3	5	James Lukenda	Discuss with M.Gavejian fee information request, estimates for June and July, review compiled information.	180
7/8/03	0.1	5	James Lukenda	Review information and e-mail re CFC and case status.	60
7/8/03	0.2	16	James Lukenda	Correspondence with Renton Squires re calculations for unsecured claim pool.	120
7/11/03	0.2	6	James Lukenda	Review billing and timetable with M.Gavejian.	120
7/11/03	0.6	16	James Lukenda	Address unsecured claim questions with R.Squires, message to C.Cremens, update with S.Palatnik.	360
7/22/03	0.4	16	James Lukenda	Re claims and IMAKE analysis, discuss court schedule with C.Alberta.	240
7/23/03	0.2	16	James Lukenda	Re: R.Squires, status and follow-up on B2 claim matters.	120
<b>Total</b>	<b>3.0</b>				<b>\$ 1,800</b>
7/9/03	0.9	6	Matthew Gavejian	Data extracted from billing system, reconciled to summary	225
7/11/03	1.3	6	Matthew Gavejian	Formatting of raw data into fee application format.	325
7/21/03	1.7	6	Matthew Gavejian	Review and reconciliation of professional hours and expenses to system provided data on a by-professional basis.	425
7/22/03	2.3	6	Matthew Gavejian	Review of time entries, discussions with appropriate personnel to clarify entries, revision of entries in fee application.	575
7/24/03	0.5	6	Matthew Gavejian	Final review and quality check of June Fee Application.	125
7/25/03	0.7	6	Matthew Gavejian	Distribution of June Fee Application, coordinated with Counsel for the Committee.	175
<b>Total</b>	<b>7.4</b>				<b>\$ 1,850</b>
7/2/03	1.7	23	Megan Eppright	Prepared and reviewed lease favorability analysis for industrial properties leased by the Company	298
7/8/03	1.3	23	Megan Eppright	Spoke with Jerry Jaramann, determined that all rejected leases were immaterial, created memo and filed all info.	228
<b>Total</b>	<b>3.0</b>				<b>\$ 526</b>
7/2/03	0.8	16	Renton C. Squires	Committee Call on Allocation.	360
7/2/03	3.2	16	Renton C. Squires	Running new allocation models given Actual Unpaid Guarantee Payments to date (Dec 02, June 03).	1,440
7/2/03	1.1	16	Renton C. Squires	Committee Call, Updated Recovery work.	495
7/3/03	3.2	16	Renton C. Squires	Actual vs. Forecast analysis.	1,440
7/7/03	2.4	16	Renton C. Squires	Summarizing actuals vs. forecast for UCC and Debtor review.	1,080
7/15/03	3.1	16	Renton C. Squires	Reviewing IMAKE data and updating summary with new IMAKE output.	1,395
7/17/03	3.4	16	Renton C. Squires	Call with UCC chairman and IMAKE regarding updated analysis. Updating current balance information on all MH deals.	1,630
7/21/03	0.8	16	Renton C. Squires	Committee call on recovery allocation.	360
7/21/03	0.2	16	Renton C. Squires	Call with CFC regarding allocation.	90
7/21/03	0.6	16	Renton C. Squires	Committee call regarding outcome of discussions with CFC and vote on allocation.	270
7/22/03	0.4	16	Renton C. Squires	Impairment write-up prepared for Frank Top at Chapman.	180
7/31/03	0.6	16	Renton C. Squires	Reviewing Trustee's notice to certificate holders.	270
<b>Total</b>	<b>19.8</b>				<b>\$ 8,910</b>
<b>Grand Total</b>	<b>33.2</b>				<b>\$ 13,085</b>

**Conesco Finance Corporation**  
**Time Descriptions by Activity Code**

Date	Hours	Activity	Timekeeper	Description	Fees
7/8/03	0.3	5	James Lukenda	Discuss with M.Gavajian fee information request, estimates for June and July, review compiled information.	180
7/8/03	0.1	5	James Lukenda	Review information and e-mail re CFC and case status.	60
<b>Total</b>	<b>0.4</b>				<b>\$ 240</b>
7/9/03	0.9	6	Matthew Gavajian	Data extracted from billing system, reconciled to summary	225
7/11/03	0.2	6	James Lukenda	Review billing and timeable with M.Gavajian.	120
7/11/03	1.3	6	Matthew Gavajian	Formatting of raw data into fee application format.	325
7/21/03	1.7	6	Matthew Gavajian	Review and reconciliation of professional hours and expenses to system provided data on a by-professional basis.	425
7/22/03	2.3	6	Matthew Gavajian	Review of time entries, discussions with appropriate personnel to clarify entries, revision of entries in fee application.	576
7/24/03	0.5	6	Matthew Gavajian	Final review and quality check of June Fee Application.	125
7/25/03	0.7	6	Matthew Gavajian	Distribution of June Fee Application, coordinated with Counsel for the Committee.	175
<b>Total</b>	<b>7.6</b>				<b>\$ 1,970</b>
7/11/03	0.5	16	James Lukenda	Review schedule of claims calculation from R.Squires.	300
7/2/03	0.5	16	James Lukenda	Calls with R.Squires, et al., re IMAKE matters and claims.	300
7/2/03	0.8	16	Renton C. Squires	Committee Call on Allocation.	360
7/2/03	3.2	16	Renton C. Squires	Running new allocation models given Actual Unpaid Guarantee Payments to date (Dec 02, June 03).	1,440
7/2/03	1.1	16	Renton C. Squires	Committee Call, Updated Recovery work.	495
7/3/03	3.2	16	Renton C. Squires	Actual vs. Forecast analysis.	1,440
7/7/03	2.4	16	Renton C. Squires	Summarizing actuals vs. forecast for UCC and Debtor review.	1,080
7/8/03	0.2	16	James Lukenda	Correspondence with Renton Squires re calculations for unsecured claim pool.	120
7/11/03	0.6	16	James Lukenda	Address unsecured claim questions with R.Squires, message to C.Cremens, update with S.Paltnik.	360
7/15/03	3.1	16	Renton C. Squires	Reviewing IMAKE data and updating summary with new IMAKE output.	1,395
7/17/03	3.4	16	Renton C. Squires	Call with UCC chairman and IMAKE regarding updated analysis.	1,530
7/21/03	0.8	16	Renton C. Squires	Updating current balance information on all MH deals.	360
7/21/03	0.2	16	Renton C. Squires	Committee call on recovery allocation.	90
7/21/03	0.6	16	Renton C. Squires	Call with CFC regarding allocation.	270
7/22/03	0.4	16	James Lukenda	Re claims and IMAKE analysis, discuss court schedule with C.Alberts.	240
7/22/03	0.4	16	Renton C. Squires	Impairment write-up prepared for Frank Top at Chapman.	180
7/23/03	0.2	16	James Lukenda	Re: R.Squires, status and follow-up on B2 claim matters.	120
7/31/03	0.6	16	Renton C. Squires	Reviewing Trustee's notice to certificate holders.	270
<b>Total</b>	<b>22.2</b>				<b>\$ 10,360</b>
7/2/03	1.7	23	Megan Eppright	Prepared and reviewed lease favorability analysis for industrial properties leased by the Company	288
7/8/03	1.3	23	Megan Eppright	Spoke with Jerry Jersmann, determined that all rejected leases were immaterial, created memo and filed all info.	228
<b>Total</b>	<b>3.0</b>				<b>\$ 516</b>
<b>Grand Total</b>	<b>33.2</b>				<b>\$ 13,085</b>

**Conseco Finance Corporation**  
**Summary of Expenses**

Professional Name	Research	Postage & Freight	Telecom	Grand Total
Corporate Charges	-	5.80	5.23	11.03
Grand Total	\$ -	\$ 5.80	\$ 5.23	\$ 11.03

**Conesco Finance Corporation**  
**Expense Descriptions by Professional**

Type	Date	Professional	Description	Amount
Postage and Freight	7/15/03	AP Expense	Postage and Freight - Intercept Courier Inc.	5.80
Telecom	7/28/03	AP Expense	Communication Usage & Connectivity - Global Crossing	5.23
			Conferencing	
<b>Total</b>				<b>\$ 11.03</b>
<b>Grand Total</b>				<b>\$ 11.03</b>

**Exhibit D**

**Case Period Fee Summary**



**Conesco Finance Corporation**  
Summary of Fees - January 10, 2003 through September 8, 2003

Professional	Level	Jan. - Mar. Hourly Rates	Apr. - Sep. Hourly Rates	Hours								Total Hours	Total Compensation	
				Jan. 10 - 31	Feb. 1 - 28	Mar. 1 - 31	Apr. 1 - 30	May. 1 - 31	Jun. 1 - 30	Jul. 1 - 31	Aug. 1 - Sep. 8			
Thomas Allison	Group Managing Director	\$ 700	\$ 600	-	26.0	2.0	26.0	-	-	-	-	-	58.0	\$ 36,800
Edward Murray	Group Managing Director	700	600	6.0	30.0	-	-	-	-	-	-	-	36.0	26,200
William Wexler	Managing Director	550	600	-	-	1.0	-	-	-	-	-	-	1.0	550
James Lukenda	Managing Director	550	600	103.4	98.4	30.2	18.5	8.0	3.6	3.0	1.5	-	263.8	146,830
Douglas Smith	Managing Director	550	600	-	1.5	-	7.3	-	-	-	-	-	8.8	5,205
A. Seth Palatnik	Managing Director	550	600	100.8	183.1	84.8	95.0	11.0	-	-	-	-	434.6	244,330
Ben Goren	Director	410	450	2.1	-	-	-	-	-	-	-	-	2.1	861
Josette Ferrer	Director	410	450	133.3	279.9	66.2	18.2	-	-	-	-	-	497.6	204,744
Dirk Aufabaugh	Director	410	450	-	17.0	-	-	-	-	-	-	-	17.0	6,970
Allen Arnett	Director	410	450	-	-	-	140.9	21.5	19.7	-	-	-	182.0	81,900
Renton C. Squires	Director	410	450	-	-	-	-	-	-	19.8	14.7	-	34.5	15,826
Carol Lee	Manager	310	350	8.1	80.7	1.0	-	-	-	-	-	-	97.8	30,318
Christopher Alberta	Manager	310	360	118.0	122.5	87.8	41.1	48.3	5.1	-	10.2	-	431.0	137,716
Fady Babbawy	Manager	310	350	86.8	96.0	-	-	-	-	-	-	-	182.8	56,668
Jason B. Almitra	Manager	310	360	56.8	62.2	-	-	-	-	-	-	-	119.0	36,797
Renton C. Squires	Manager	310	350	85.6	214.1	95.2	93.0	48.9	12.0	0	0	-	548.8	175,584
Sergio Costa	Manager	310	350	88.9	63.0	-	-	-	-	-	-	-	151.9	47,089
Bryce Stiles	Associate	250	250	151.3	185.3	32.8	194.4	36.9	0.4	-	8.1	-	609.2	152,300
Samuel Johnson	Associate	250	250	-	3.6	-	-	-	-	-	-	-	3.6	900
Matthew Gavellan	Associate	250	280	39.8	116.8	38.9	18.5	38.8	16.3	7.4	7.6	-	284.3	71,075
Raymond Starr	Associate	250	250	7.5	46.4	-	-	-	-	-	-	-	53.9	13,478
Kelly E Knoll	Associate	250	260	-	20.2	-	-	-	-	-	-	-	20.2	5,050
Ailee Chung	Associate	250	250	-	-	-	8.6	-	-	-	0.9	-	8.4	1,800
Jay Loudemilk	Associate	250	250	-	-	-	46.5	18.8	-	-	-	-	65.3	16,325
John Finn	Associate	250	250	-	-	-	96.6	13.2	26.2	-	-	-	136.0	34,000
Kelly E Knoll	Analyst	150	175	101.5	-	-	-	-	-	-	-	-	101.5	15,225
Anand Christopher	Analyst	150	175	53.0	143.9	10.4	3.1	-	-	-	-	-	210.4	31,538
Payal Desai	Analyst	150	175	6.8	19.7	-	-	-	-	-	-	-	26.5	3,945
Dana Lee	Analyst	150	178	-	13.2	-	-	-	-	-	-	-	13.2	1,980
Kerri Lin	Analyst	150	175	-	6.6	-	-	-	-	-	-	-	6.6	978
Kurtis Handa	Analyst	150	176	-	1.7	-	-	-	-	-	-	-	1.7	255
Petra Ulmonen	Analyst	150	175	-	18.7	2.5	-	-	-	-	-	-	21.2	3,180
Megan Eppright	Analyst	150	176	-	-	-	-	-	4.4	3.0	-	-	7.4	1,295
Glenn Taus	Analyst	150	175	-	-	-	-	-	2.8	-	-	-	2.8	480
<b>Total</b>				<b>1,147.2</b>	<b>1,838.4</b>	<b>432.8</b>	<b>804.5</b>	<b>241.4</b>	<b>90.7</b>	<b>33.2</b>	<b>43.2</b>		<b>4,632.3</b>	<b>\$ 1,586,897</b>
January Rate Adjustment														(750)
February Rate Adjustment														(8,700)
March Rate Adjustment														(280)
<b>Total Adjusted Gross Fees</b>													<b>4,632.3</b>	<b>\$ 1,586,897</b>

**Exhibit E**

Case Period Expense Summary

Coeasaco Finance Corporation  
 Summary of Expenses  
 1/1/2003 through 6/30/2003

Professional Name	Airfare	Business Meals (100%)	Business Meals (50%)	Mileage	Other	Parking	Per Diem	Podcasts & Field	Professional Services	Rebate	Rental Car	Stationery & Printing	Taxi/Uber	Technology Supplies	Telecom	Tolls	Grand Total
A. Scott Pablik	\$ 1,017.60	\$ 208.28	\$ -	\$ 56.60	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 134.85	\$ -	\$ 93.00	\$ -	\$ -	\$ -	\$ 1,684.83
Allen Arnold	-	153.29	-	-	-	-	-	-	-	-	-	4.08	13.00	-	-	-	150.37
Amund Christopher	-	105.49	26.86	-	-	-	-	-	-	-	-	-	145.00	-	-	-	280.35
Bryce Sfilian	926.60	410.11	-	510.67	100.00	-	-	-	-	-	-	-	272.20	-	4.00	-	2,223.76
Carol Lee	606.00	274.28	41.84	1,547.96	-	-	-	-	-	-	-	-	171.00	-	-	-	2,643.99
Christopher Alberta	4,576.00	-	368.19	780.98	300.00	55.00	-	-	-	-	543.91	-	19.00	-	66.37	-	6,679.45
Douglas J. Smith	-	-	-	-	-	-	-	-	-	-	-	-	305.00	-	-	-	2,486.82
Fady Bebeony	917.60	696.90	-	185.42	290.00	32.00	-	-	-	-	-	-	933.10	-	1,245.78	10.00	8,346.98
James Lufersda	5,270.50	148.21	-	553.48	55.99	50.00	-	-	-	-	-	-	294.30	325.00	-	-	2,152.20
Jason B. Almiri	1,017.60	180.33	-	196.83	15.00	11.00	-	-	-	-	135.14	-	11.00	-	-	-	615.00
Jay Loudermik	-	-	-	-	815.00	-	-	-	-	-	-	-	-	-	-	-	164.03
John Finn	-	173.03	-	-	-	-	-	-	-	-	-	-	710.00	-	2,248.85	-	17,120.06
Josetta Ferrer	5,113.81	420.22	564.95	4,527.74	363.30	-	180.00	-	-	-	-	-	50.00	-	-	-	834.80
Kathy E Knoll	468.60	-	-	165.00	80.00	20.00	-	-	-	-	-	-	-	-	-	-	65.00
Kurtis Handa	-	68.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	696.00
Matthew Glanefun	670.30	-	-	-	-	17.70	-	-	-	-	-	-	-	-	-	-	-
Ramon C. Squire	10,483.97	407.58	148.23	4,556.85	73.27	-	-	-	-	-	-	-	1,477.20	-	34.80	-	17,184.90
Single Coala	3,784.91	179.97	-	784.88	-	-	-	17.10	-	-	-	1,522.50	477.60	-	57.01	-	6,813.57
Thomas Allison	-	76.42	-	-	-	-	-	-	3,471.55	34,572.00	-	2,882.26	-	-	251.95	-	39,744.96
Corporate Charges	-	-	-	-	-	-	-	1,567.18	-	-	-	-	-	-	-	-	-
<b>Grand Total</b>	<b>\$ 37,894.29</b>	<b>\$ 9,463.12</b>	<b>\$ 1,132.17</b>	<b>\$ 13,841.26</b>	<b>\$ 1,887.85</b>	<b>\$ 183.70</b>	<b>\$ 180.00</b>	<b>\$ 1,584.29</b>	<b>\$ 3,471.55</b>	<b>\$ 34,572.00</b>	<b>\$ 613.83</b>	<b>\$ 4,488.84</b>	<b>\$ 5,018.40</b>	<b>\$ 325.00</b>	<b>\$ 3,908.86</b>	<b>\$ 10.00</b>	<b>\$ 169,989.20</b>

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

	)	Chapter 11
	)	
In re:	)	Case No. 02-49672
	)	
Conseco, Inc, <u>et al.</u> , <sup>1</sup>	)	The Honorable Carol A. Doyle
	)	
Debtors.	)	Objection Deadline:
	)	Hearing Date:

**ORDER GRANTING EIGHTH INTERIM AND FINAL REQUEST  
OF HURON CONSULTING GROUP LLC FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Upon the Final Application<sup>2</sup> of Huron Consulting Group LLC for allowance of compensation and reimbursement of expenses incurred in connection with services rendered to the CFC Committee during the time period beginning January 10, 2003 and ending September 9, 2003 (the "Case Period"); due notice of the Final Application having been given; the Court having considered the recommendations of the Fee Review Committee; and the Court being fully advised in the premises:

---

<sup>1</sup> The Debtors are the following entities: (i) Conseco, Inc., CIHC, Incorporated, CTIHC, Inc., and Partners Health Group, Inc. (the "Holding Company Debtors"), (ii) Conseco Finance Corp. and Conseco Finance Servicing Corp. (the "CFC Debtors"), and (iii) Conseco Finance Corp. – Alabama, Conseco Finance Credit Corp., Conseco Finance Consumer Discount Company, Conseco Finance Canada Holding Company, Conseco Finance Canada Company, Conseco Finance Loan Company, Rice Park Properties Corporation, Landmark Manufactured Housing, Inc., Conseco Finance Net Interest Margin Finance Corp. I, Conseco Finance Net Interest Margin Finance Corp. II, Green Tree Financial Corp. – Two, Conseco Agency of Nevada, Inc., Conseco Agency of New York, Inc., Green Tree Floorplan Funding Corp., Conseco Agency, Inc., Conseco Agency of Alabama, Inc., Conseco Agency of Kentucky, Inc., and Crum-Reed General Agency, Inc. (the "CFC Subsidiary Debtors"), (iv) Green Tree Finance Corp. – Five and Green Tree Residual Finance Corp. I, and Conseco Finance Credit Card Funding Corp. (the "New Debtors" and, collectively with the Holding Company Debtors, the CFC Debtors and the CFC Subsidiary Debtors, the "Debtors").

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Final Application

**IT IS HEREBY ORDERED THAT** Huron Consulting Group LLC is granted final compensation for services rendered as advisor to the CFC Committee in the amount of \$1,596,898.00;

**IT IS FURTHER ORDERED THAT** Huron Consulting Group LLC is granted final reimbursement of expenses on behalf of the CFC Committee in the amount of \$109,989.20;

**IT IS FURTHER ORDERED THAT** Huron Consulting Group LLC is authorized to submit a final invoice, not to exceed \$40,000.00, for necessary work in conjunction with these cases subsequent to September 9, 2003, compiling the Final Fee Application and any necessary travel to attend the Final Fee Hearing; and

**IT IS FURTHER ORDERED THAT** the Plan Administrator is authorized and directed to remit the balance of the fees and expenses awarded to Huron Consulting Group LLC in the amount of \$88,850.94.

Dated: \_\_\_\_\_

\_\_\_\_\_  
The Honorable Carol A. Doyle  
United States Bankruptcy Judge