UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF TEXAS HOUSTON DIVISION

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| In re: | : | CHAPTER 11 |
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| ENCOMPASS SERVICES CORPORATION, | : | Case No. 02-43582-H4-11 |
| et al. | : | |
| | : | |
| Reorganized Debtors. | : | JOINTLY ADMINISTERED |
| | : | |

ORDER APPROVING FINAL APPLICATION OF HERMAN MOUSEL SEXTON, P.C. AS INCOME TAX COMPLIANCE AND TAX RETURN PREPARATION PROFESSIONALS FOR DEBTORS FOR ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED FROM FEBRUARY 19, 2003 THROUGH JUNE 9, 2003

[This instrument pertains to Docket No. ____]

Upon consideration of the application (the "Application") of Herman Mousel Sexton, P.C. ("HMS") for an order approving final application of HMS as income tax compliance and tax return preparation professionals for Encompass Services Corporation for allowance of compensation for professional services rendered from February 19, 2003 through June 9, 2003; and the Court being satisfied that the relief requested in the Application is in the best interests of Encompass Services Corporation and Encompass Services Holding Corp. (collectively, the "Debtors") and their estates; and it appearing that due notice of this Application has been given and that no other or further notice be given and sufficient cause appearing therefor, it is

ORDERED that the Application is granted; and it is further

ORDERED that HMS is entitled to a final allowance of \$231,000 for the period from February 19, 2003 through June 9, 2003 (the "Compensation Period"), representing

\$231,000 as compensation for professional services rendered during the Compensation Period and \$0 as reimbursement for actual and necessary expenses incurred during the Compensation Period; and it is further

ORDERED that the Debtors are authorized to pay HMS such sums, to the extent that such amounts have not previously been paid.

DATED:

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HONORABLE WILLIAM R. GREENDYKE UNITED STATES BANKRUPTCY JUDGE