

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

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

**ORDER APPROVING FINAL APPLICATION OF KPMG AS
ACCOUNTANTS FOR THE FOR DEBTORS FOR ALLOWANCE OF
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND FOR
REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED
FROM NOVEMBER 19, 2002 THROUGH JUNE 9, 2003**

[This instrument pertains to Docket No. _____]

Upon consideration of the application (the "Application") of KPMG LLP ("KPMG"), for an order Approving the Final Application of KPMG LLP as Accountants for Debtors for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred from November 19, 2002 through June 9, 2003; and the Court being satisfied that the relief requested in the Application is in the best interests of 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 Final Application is granted and KPMG is allowed compensation of \$3,660.00 for professional services rendered for the period of March 1, 2003 through June 9, 2003; and it is further

ORDERED that KPMG LLP is entitled to a final allowance of \$883,433.00 for the period from November 19 ,2002 through June 9, 2003 (the "Compensation Period"),


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representing \$818,705.00 as compensation for professional services rendered during the Compensation Period and \$64,728.00 as reimbursement for actual and necessary expenses KPMG incurred during the Compensation Period; and it is further

ORDERED that the Debtors are authorized to pay KPMG such sums, to the extent that such amounts have not previously been paid; and it is further

ORDERED that KPMG is entitled to seek compensation for preparation of its Application.

DATED: 10/29, 2003
Houston, Texas



HONORABLE WILLIAM R. GREEN DYKE,
UNITED STATES BANKRUPTCY JUDGE