

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In Re:)	Chapter 11
FRUIT OF THE LOOM, INC., et al.,)	Case No. 99-4497 (PJW)
Debtors.)	(Jointly Administered)
)	RELATED DOCKET NO. 4466

**ORDER APPROVING FIRST AND FINAL REQUEST OF THE AD HOC
COMMITTEE OF 8 7/8% NOTEHOLDERS AND ITS PROFESSIONALS,
HENNIGAN, BENNETT & DORMAN AND DUANE MORRIS LLP,
PURSUANT TO 11 U.S.C. § 503(b), FOR ALLOWANCE OF
ADMINISTRATIVE EXPENSES INCURRED
FROM MARCH 1, 2001 THROUGH APRIL 30, 2002**

Upon the "First and Final Request of the Ad Hoc Committee of 8 7/8% Noteholders and Its Professionals, Hennigan, Bennett & Dorman and Duane Morris LLP, Pursuant to 11 U.S.C. § 503(b), for Allowance of Administrative Expenses Incurred From March 1, 2001 Through April 30, 2002" (the "Request") filed by the Ad Hoc Committee of 8 7/8% Noteholders and their professionals; it appearing to the Court that all of the requirements of section 503(b)(4) of title 11 of the United States Code (the "Bankruptcy Code"), as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") have been met; that the expenses incurred were reasonable and necessary; that notice of the Request was appropriate; and good cause appearing therefore,

IT IS HEREBY ORDERED THAT:

1. The Request is hereby APPROVED.
2. The Ad Hoc Committee and its professionals, HBD and Duane Morris, are allowed fees and expenses in the aggregate amount of \$1,220,110 for the Fee Period, of which \$1,156,032 is on account of HBD and \$64,078 is on account of Duane Morris; and
3. The Debtors are authorized to remit payment to HBD and Duane Morris in the amounts allowed by this Order, with such funds to be applied to any balance due to those professionals. Any excess funds shall be remitted to the members of the Ad Hoc Committee, on account of previous payments made by such members to HBD or Duane Morris.

Dated: Wilmington, Delaware
May 24, 2002



Hon. Peter J. Walsh
United States Bankruptcy Court