

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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: In re: :
: :
HOME HOLDINGS INC., : Chapter 11
: Case No. 98 B 40319 (JHG)
Debtor. :
: :
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**ORDER REGARDING APPLICATION OF
THE BANK OF NEW YORK AS INDENTURE TRUSTEE FOR
PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Upon consideration of the Application Of The Bank Of New York As Indenture Trustee For Payment Of Compensation And Reimbursement Of Expenses dated September 23, 1998 (the "Application"), and the Objection Of The United States Trustee dated October 15, 1998 (the "Objection"); and a hearing having been held before this Court on October 30, 1998 to consider the Application (the "Hearing"), and notice having been given pursuant to Federal Rules of Bankruptcy Procedure 2002(a)(6) and (c)(2), and upon the resolution of the Objection presented at the Hearing, and sufficient cause having been shown therefor, it is hereby

ORDERED that The Bank of New York, as Indenture Trustee ("BNY"), is hereby allowed an administrative expense in the amount of \$55,000 (the "Fee Award"), and pursuant to the Stipulation and Order dated July 15, 1998 (the "Stipulation and Order"), BNY shall satisfy the Fee Award from funds in the Fee

and Expenses Reserve (as that term is defined in the Stipulation and Order); and it is further

~~JHG/ ORDERED that the balance of the amounts sought in the Application shall be satisfied by Zurich Reinsurance Centre Holdings ("Zurich") under the terms agreed to by Zurich and BNY under that certain~~

~~ORDERED that the resolution of the Objection shall not limit or otherwise affect any rights of BNY under the Guaranty or any other agreement between Zurich and BNY relating to the amounts sought in the Application.~~

Dated: New York, New York
November 24, 1998

S/Jeffry H. Gallet
Jeffry H. Gallet
United States Bankruptcy Judge