

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

In re:)	Chapter 11
)	
IMPERIAL DISTRIBUTING, INC., et al.,)	Case No. 01-00140 (SLR)
)	(Jointly Administered)
Debtors.)	

**ORDER APPROVING EIGHTH AND FINAL APPLICATION FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES OF
BAKER BOTTS L.L.P. AS CO-COUNSEL TO THE DEBTORS
FOR THE PERIOD OF AUGUST 1, 2001 THROUGH AUGUST 7, 2001**

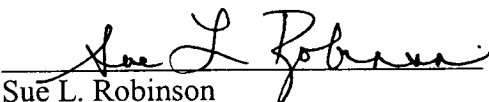
Upon the consideration of the Eighth and Final Application for Allowance of Compensation and Reimbursement of Expenses of Baker Botts L.L.P. Co-Counsel to the Debtors for the Period of August 1, 2001 through August 7, 2001 (the "Application"); and notice of the Application being adequate and sufficient and in accordance with this Court's Administrative Order, Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated February 6, 2001; and no objections to the Application having been filed; and after due deliberation; and sufficient cause appearing therefore; it is hereby

ORDERED, that allowance of interim compensation in the amount of \$99,859.50 and reimbursement of expenses in the amount of \$12,971.15 to Baker Botts L.L.P. for the period of August 1, 2001 through August 7, 2001 is approved; and it is further

ORDERED, that allowance of final compensation in the amount of \$1,500,939.00 and reimbursement of final expenses in the amount of \$119,388.26 to Baker Botts L.L.P. for the period of January 16, 2001 through August 7, 2001 is approved; and it is further

ORDERED, that the Debtors are authorized and directed to the pay the unpaid balance of the approved amounts of compensation and reimbursement of expenses forthwith.

Dated: 12/22, 2001
Wilmington, DE



Sue L. Robinson
Chief United States District Judge