

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re)	
)	
IMPERIAL DISTRIBUTING, INC.,)	Chapter 11
<i>et al.</i> ,)	
)	Case Nos. 01-0140 (SLR)
Debtors.)	through 01-0176 (SLR)
)	Jointly Administered
)	
)	Hearing Date: January 17, 2002
)	Objection Deadline: January 15, 2002

**ORDER GRANTING APPLICATION OF BELL, BOYD & LLOYD LLC
FOR ALLOWANCE AND PAYMENT AS AN ADMINISTRATIVE EXPENSE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

This Court having considered the Application of Bell, Boyd & Lloyd LLC (“*BBL*”) for Allowance and Payment as an Administrative Expense of Compensation and Reimbursement of Expenses Through Plan Effective Date (the “*Application*”), brought pursuant to section 330 of the Bankruptcy Code, and this Court’s Administrative Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (the “*Administrative Order*”), for professional services rendered and costs incurred by BBL as counsel for the Official Committee of Equity Security Holders of Imperial Distributing, Incorporated (the “*Equity Committee*”) for the time period from March 16, 2001 through December 18, 2001 (the “*Application Period*”), due notice having been given pursuant to the Administrative Order, and any objections to allowance and payment of the fees and expenses requested in the Application as administrative expenses of the estate having been withdrawn;

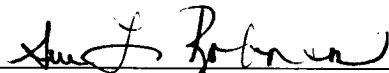
IT IS ORDERED that:

(A) BBL is awarded compensation for professional services in the amount of \$281,690.29, representing 100% of fees incurred during the Application Period;

(B) BBL is awarded reimbursement for 100% of the costs and expenses incurred on the Equity Committee's behalf during the Application Period in the amount of \$31,541.74; and,

(C) The Debtors are authorized and directed to pay these fees and expenses, less \$69,897.99 previously paid, for a total amount of \$243,334.04, as an allowed cost of administration of the estate.

Dated: 1/17/02



Judge, United States District Court