



Payments Received Pursuant the Administrative Fee Order <sup>1</sup> for this Compensation Period.

<u>Debtors</u>	<u>Time Period</u>	<u>Fees Requested</u>	<u>Expenses Requested</u>
Copperweld	04/01/03 – 04/30/03	\$ 4,734.50	\$ 117.30
Copperweld	05/01/03 – 05/31/03	\$ 1,574.50	\$ 56.30
Copperweld	06/01/03 – 06/30/03	\$0.00	\$ 13.40
Copperweld	07/01/03 – 07/31/03	\$0.00	\$ 26.83
Copperweld	08/01/03 – 12/31/03	\$0.00	\$0.00

<sup>1</sup> *MML has received payment of 100% of fees and 100% of expenses with respect to its monthly fee requests from Copperweld submitted during the period April 1, 2003 through December 16, 2003.*

**SUMMARY OF PRIOR PROFESSIONAL FEES <sup>2</sup>  
AND EXPENSES OF MANION MCDONOUGH & LUCAS, P.C.**

	Total Fees <sup>3a</sup>	Copperweld Fees <sup>3b</sup>	Total Expenses <sup>3a</sup>	Copperweld Expenses <sup>3b</sup>
Seventh Fee Application (01/01/03-04/30/03)				
(a) Requested	\$19,922.00	\$4,734.50	\$714.72	\$117.30
(b) Paid	\$16,652.16	\$3,656.90	\$714.72	\$117.30
(c) Approved by Order dated July 21, 2003	\$3,269.84	\$1,077.60	\$0.00	\$0.00
Eighth Fee Application (05/01/03 – 08/31/03)				
(a) Requested	\$12,684.00	\$1,574.50	\$919.76	\$96.53
(b) Paid	\$11,066.96	\$946.90	\$919.76	\$96.53
(c) Approved by Order dated December 10, 2003	\$2,536.80	\$627.60	\$0.00	\$0.00

<sup>2</sup> *For each request for compensation, MML combined the fees and expenses incurred by both the LTV Steel Debtors' and the Copperweld Debtors' into one (1) all-inclusive Interim Fee Application. Therefore, the amounts listed above consider those fees and expenses expended by both Debtors*

<sup>3</sup> a) *Includes both Copperweld fees as well as LTV Steel fees.*  
b) *Copperweld consideration, only.*

**UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION**

In re: _____	: Chapter 11 : Jointly Administered : Judge Randolph Baxter : : Case No 00-43869 : Case No. 00-43868 : Case No. 00-43870 : Case No. 00-43871 : Case No. 00-43872 : Case No. 00-43899 : Case No. 00-43900 : Case No. 00-43904 : Case No. 00-43905 : Case No. 00-43911 : Case No. 00-43912 : : Copperweld Debtors. : : _____
COPPERWELD CORPORATION	
COPPERWELD BIMETALLICS PRODUCT COMPANY	
COPPERWELD EQUIPMENT COMPANY	
COPPERWELD MARKETING & SALES COMPANY	
COPPERWELD TUBING PRODUCTS COMPANY	
METALLON MATERIALS ACQUISITION CORPORATION	
MIAMI ACQUISITION CORPORATION	
SOUTHERN CROSS INVESTMENT COMPANY	
TAC ACQUISITION COMPANY	
WELDED TUBE CO. OF AMERICA	
WELDED TUBE HOLDINGS, INC.,	

**APPLICATION OF MANION MCDONOUGH & LUCAS, P. C. ,  
CO-COUNSEL TO THE OFFICIAL NOTEHOLDERS COMMITTEE FOR FINAL  
ALLOWANCE AND AWARD OF COMPENSATION AND FOR THE  
REIMBURSEMENT OF EXPENSES FOR SERVICES RENDERED DURING THE  
PERIOD APRIL 1, 2003 THROUGH DECEMBER 16, 2003**

**TO THE HONORABLE RANDOLPH BAXTER  
CHIEF UNITED STATES BANKRUPTCY JUDGE:**

Manion McDonough & Lucas, P. C. (“MML”, or the “Applicant”), Co-Counsel to the Official Committee of Noteholders (the “Committee”) of LTV Steel Company, Inc., (“LTV Steel”) and its affiliated Debtors (collectively, the “Debtors”), for this final fee application relating only to services rendered in the Copperweld Debtors’ Chapter 11 cases (the “Application”) seeking (i) final allowance and award of compensation for services rendered and reimbursement of expenses in connection with the Copperweld Debtors’ Chapter 11 cases during the period April 1, 2003 through December 16, 2003, pursuant to 11 U.S.C. §§ 330(a). In support of the Application, MML respectfully represents:

## I. INTRODUCTION

*This Final Application seeks final approval of payments made to Applicant in the amount of \$6309.00 in fees and \$213.83 in expenses by Copperweld Corporation which amounts were paid pursuant to Interim Applications approved without objection. The amounts subject to the Application have been received and no additional payments are sought by this Application.*

1.) On March 6, 2001, by Order of this Court, the Debtors were authorized to retain MML to serve as co-counsel for the Official Noteholders' Committee, *nunc pro tunc* pursuant to Bankruptcy Code Section 1103(a). In April 2003, LTV Steel requested that MML, and the other professionals retained in this proceeding beginning as of January 1, 2003, allocate its services between the LTV Steel Debtors and the Copperweld Debtors<sup>1</sup>. As such, MML allocated its fees between the LTV Steel Debtors and the Copperweld Debtors. By this Final Application, MML seeks (i) final allowance of fees and expenses in the aggregate amount of \$ 6,522.83 for the period of April 1, 2003 through December 16, 2003, as compensation for services rendered during the Application Period. MML incurred professional fees in the amount of \$6,309.00, and out-of-pocket expenses of an allowance of \$213.83 during the period. At the request of the LTV Corporation ("LTV"), beginning in September 2003, MML has maintained separate time records and expense records for services rendered on behalf of the LTV estate and the estate of Copperweld Corporation ("Copperweld"). In addition, MML has reviewed its time records and expense records for the period of April 1, 2003 through and including December 16, 2003 and has made an allocation of its fees and expenses for services rendered on behalf of the LTV Steel and Copperweld estates. MML submitted to the LTV Corporation and the Copperweld Corporation copies of billing statements for this Compensation Period that detail the allocation

of fees and expenses for services rendered on behalf of the Copperweld estate. By this Application, MML is seeking final allowance and award of fees and expenses for services rendered with respect to the Copperweld Debtors for the period April 1, 2003 through December 16, 2003.

2.) By this Application, MML seeks final allowance of fees and expenses in the aggregate amount of \$ 6,522.83 for the period of April 1, 2003 through December 16, 2003, which compensation was previously awarded to MML on an interim basis pursuant to prior Orders of this Court. MML will also be submitting separate final fee applications in the VP Buildings, Inc., and related Debtors' Chapter 11 cases and in the LTV Steel Company, Inc., and related Debtors' Chapter 11 cases.

3.) Venue of this proceeding and this application is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief sought herein are 11 U.S.C. §§ 330 and 331 and Federal Rules of Bankruptcy Procedure 2002(a) and 2016.

## **II. BACKGROUND**

4.) On December 29, 2000 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code. Pursuant to an Order of this Court dated December 29, 2000, the Debtors' Chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered.

5.) On November 17, 2003, this Court entered an Order confirming the Debtor's Second Amended Joint Plan of Reorganization of Copperweld Corporation and certain of its Affiliated Debtors, as amended (the "Plan"). The Plan became effective on December 17, 2003

(the "Effective Date"). The Plan significantly reduced the Debtors' debt levels and enabled the Debtors' businesses to emerge intact from Chapter 11.

6.) Prior to the Effective Date, the Copperweld Debtors remained in possession of their respective properties and operated and managed their businesses as debtors-in-possession pursuant to Bankruptcy Code Sections 1107 and 1108.

7.) This application is submitted pursuant to the terms of the Administrative Order, Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Establishing Procedures for Interim Compensation and Reimbursement of Professionals dated January 31, 2001 (the "Administrative Fee Order"). Pursuant to the Administrative Fee Order, MML is seeking payment of \$6,309.00 for fees and \$213.83 for reimbursement of its expenses related to services rendered during the Compensation Period.

8.) As stated in the Affidavit of James G. McLean, Esquire, annexed hereto as Exhibit "A", all of the services for which final compensation is sought herein were rendered for or on behalf of the Committee solely in connection with these cases.

9.) Pursuant to the Administrative Fee Order, MML sent to the Debtors and appropriate notice parties its (i) Monthly Request, dated April 30, 2003, for Compensation and for Reimbursement of Expenses for Services Rendered during the Period of February 13, 2003 through April 30, 2003 in the amounts of \$4,734.50 for fees and \$117.30 for expenses (the "April 2003 Monthly Request"); (ii) Monthly Request dated May 31, 2003 for Compensation and Reimbursement of Expenses for Services Rendered during the Period May 1, 2003 through May 31, 2003 in the amounts of \$1,574.50 for fees and \$56.30 for expenses (the "May 2003 Monthly Request"); and (iii) Monthly Request, dated June 30, 2003, for Compensation and for Reimbursement of Expenses for Services Rendered during the Period June 1, 2003 through June

30, 2003 in the amounts of \$0.00 for fees and \$13.40 for expenses (the "June 2003 Monthly Request"); and (iv) Monthly Request, dated July 31, 2003, for Compensation and for Reimbursement of Expenses for Services Rendered during the Period June 30, 2003 through July 31, 2003 in the amounts of \$0.00 for fees and \$26.83 for expenses (the "July 2003 Monthly Request");

10.) MML also filed two (2) prior Applications for Interim Allowance of Compensation and for Reimbursement of Expenses for services rendered during the Period of January 1, 2003 through April 30, 2003 and May 1, 2003 through August 31, 2003, pursuant to which MML has received 100% of the fees requested and 100% of the expenses requested. A schedule of the fees and expenses requested and payments made with respect to the prior interim fee applications is attached hereto as "Exhibit B" as a reference to those fees and expenses that have been paid.

### **III. SUMMARY OF SERVICES RENDERED**

11.) Since January 31, 2001, MML has rendered professional services to the Committee in its capacity as co-counsel with Akin Gump as requested and as necessary and appropriate in furtherance of the interests of the Debtors' unsecured creditors. The variety and complexity of these cases and the need to act or respond on an expedited basis in furtherance of the Committee's needs have required the expenditure of substantial time by personnel from several legal disciplines, on an as-needed basis.

12.) MML maintains written records of the time expended by attorneys and paraprofessionals in the rendition of their professional services to the Committee. Such records were made contemporaneously with the rendition of services by the person rendering such services and in the ordinary course of MML's practice, and are presented in a form, which is in

compliance with General Order No. 93-1 of the United States Bankruptcy Court for the Northern District of Ohio, dated July 28, 1993 and the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. Section 330, issued by U.S. Department for Justice, Executive Office of the United States Trustee, dated March 22, 1995 (the "Fee and Expense Order and Guidelines"). A compilation showing the name of the attorney or paraprofessional, the date on which the services were performed, a description of the services rendered, and the amount of time spent in performing the services during the Compensation Period is annexed hereto as Exhibit "C".

14.) MML also maintains records of all actual and necessary out-of-pocket expenses incurred in connection with the rendition of its professional services, all of which are also available for inspection. A schedule of the categories of expenses and amounts for which reimbursement is requested is annexed hereto as Exhibit "D".

15.) MML respectfully submits that the professionals services that it rendered on behalf of the Committee were necessary and have directly contributed to the effective administration of these cases.

16.) The following summary of services rendered during the Compensation Period is not intended to be a detailed description of the work performed, as those day-to-day services and the time expended in performing such services are fully set forth in Exhibit "C". Rather, it is merely an attempt to highlight certain of those areas in which services were rendered to the Committee.

(i) Case Administration



17.) MML's attention to the Committee's organizational needs during the Compensation Period enabled the Committee to function as a coordinated group and to acquit its fiduciary duties.

18.) MML reviewed and analyzed all motions filed by the Debtors and other parties in interest in this Court, including, but not limited to, motion to extend exclusivity; motions to retain professionals; motions to assume or reject executory contracts; motions to lift the automatic stay; motion to enter into a real estate lease; motion to establish an administrative bar date; motion to establish an administrative bar date; motion to modify terms of employment of Dennis McGlone and to enter into a management services contract with James Loveland and James Smith; motion for authority to pay certain professional fees and expenses of the United Steelworkers of America; motion to assume and assign certain executory contracts; motion to enter into a debtor in possession facility and amendments thereto; and motion for an order authorizing the distress termination of the Copperweld Debtors' pension plans.

pendency of this case. At the request of the Committee, MML assisted in, analyzing all motions

(ii) Intercompany Claims Analysis

19.) MML, in conjunction with Akin Gump and KPMG, participated with the Debtors' professionals, the Creditor's Committee's professionals, the Copperweld Lenders' professionals, the Administrative Creditors' Committee's professionals and the Debtors' management in settlement discussions. At the request of Akin Gump, MML reviewed the Debtors' analysis of post-petition intercompany claims and attended meetings as requested with respect thereto. MML worked with Akin Gump on its analysis of the post-petition intercompany claims.

(iii) Creditor's Committee Meetings

20.) MML participated in numerous conference calls with the full Committee during the Compensation Period. Prior to the meetings and conference calls with the Committee, MML reviewed each pending matter requiring the Committee's attention and all underlying documentation in connection therewith.

21.) Through these telephone conferences and correspondence, MML has assisted the Committee in fulfilling its statutory duties to make informed decisions regarding the various issues which have arisen in these Chapter 11 proceedings, to monitor closely the Debtors' management of these cases, and to reach independent conclusions on the merits of specific matters, as well as regarding the prospects of reorganization.

(iv) Copperweld Plan of Reorganization

22.) During this Compensation Period, MML reviewed, analyzed and commented on the Plan documents drafted on behalf of the Copperweld Debtors. The Plan documents included a plan of reorganization and related disclosure statements (collectively, the "Copperweld Plan Documents"). MML participated in numerous conferences with KPMG, the Committee and counsel to the Copperweld Debtors with respect to the Copperweld Plan Documents.

(v) Amendment to Copperweld DIP Financing

23.) During the Compensation Period, the Copperweld Debtors filed a motion to enter into an amendment to its DIP financing agreement (the "DIP Motion"). In conjunction with Akin Gump, MML reviewed, analyzed and commented on the DIP Motion. At the direction of the Committee, MML assisted in preparing and filing a response to the DIP Motion.

- (vi) Preparation of Monthly Billing Statements/  
Other Professionals Monthly Billing Statements

24.) MML prepared four monthly billing statements and its Seventh and Eighth Interim Fee Applications. MML discussed the analysis of these billing reports and interim fee applications with the Committee.

#### **IV. FACTORS TO BE CONSIDERED IN AWARDING ATTORNEY'S FEES**

25.) To avoid unnecessary duplication of stated matters, MML adopts the section of Akin Gump's Application relating to "Factors To Be Considered in Awarding Attorney's Fee's".

#### **VI. ALLOWANCE OF COMPENSATION**

28.) To avoid unnecessary duplication of stated matters, MML adopts the section of Akin Gump's Application relating to "Factors to Be Considered in Awarding Attorney's Fee's".

**WHEREFORE**, the Applicant respectfully requests the Court to enter an order:

- (i) approving and granting final allowance and award of \$6,309.00 as compensation for professional services rendered to the Committee during the period from April 1, 2003 through and including December 16, 2003;

- (ii) approving and granting the reimbursement of Applicant's out-of-pocket expenses incurred in connection with the rendering of such professional services during the period April 1, 2003 through and including December 16, 2003 in the amount of \$213.83;
- (iii) approving and granting final allowance and award of fees and expenses in the aggregate amount of \$6,522.83 for the period April 1, 2003 through and including December 16, 2003, which compensation was previously awarded to MML on an interim basis pursuant to Orders of this Court.
- (iv) granting such other and further relief as this Court may deem just and proper.

Dated: Pittsburgh, Pennsylvania  
March 19, 2004

Manion McDonough & Lucas, P. C.  
USX Tower, Suite 1414  
600 Grant St.  
Pittsburgh, PA 15219  
(412)232-0200

By: 

James G. McLeap

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION**

IN RE:	)	Chapter 11
	)	Jointly Administered
COPPERWELD CORPORATION	)	
COPPERWELD BIMETALLICS PRODUCTS	)	Case No. 00-43869
COMPANY	)	Case No. 00-43868
COPPERWELD EQUIPMENT COMPANY	)	Case No. 00-43870
COPPERWELD MARKETING & SALES COMPANY	)	Case No. 00-43871
COPPERWELD TUBING PRODUCTS COMPANY	)	Case No. 00-43872
METALLON MATERIALS ACQUISITION	)	Case No. 00-43899
CORPORATION	)	Case No. 00-43900
MIAMI ACQUISITION CORPORATION	)	Case No. 00-43904
SOUTHERN CROSS INVESTMENT COMPANY	)	Case No. 00-43905
TAC ACQUISITION CORPORATION	)	Case No. 00-43911
WELDED TUBE CO. OF AMERICA	)	Case No. 00-43912
WELDED TUBE HOLDINGS, INC.,	)	

Copperweld Debtors.

Judge Randolph Baxter

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**ORDER APPROVING THE APPLICATION OF MANION McDONOUGH & LUCAS, P.C., AS CO-COUNSEL TO THE OFFICIAL NOTEHOLDERS COMMITTEE FOR COPPERWELD CORPORATION FOR FINAL ALLOWANCE AND AWARD OF COMPENSATION AND FOR THE REIMBURSEMENT OF EXPENSES FOR SERVICES RENDERED DURING THE PERIOD APRIL 1, 2003 THROUGH DECEMBER 16, 2003**

AND NOW THIS \_\_\_\_\_ day of \_\_\_\_\_, 2004, upon consideration of the Application of Manion McDonough & Lucas, P.C. ("MML") as Co-Counsel to the Official Noteholders Committee (the "Noteholders Committee" and collectively, the "Committees") for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred From April 1, 2003 through and including December 16, 2003 (the "Applicant"), pursuant to 11 U.S.C. § 331, and no objections to this Application having been raised with the Court,

THE COURT HEREBY FINDS THAT:

1. Capitalized terms not otherwise defined herein have the meanings given to them in the Application.
2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. Sections 157 and 1334.
3. This is a core proceeding pursuant to 28 U.S.C. Section 157(b)(2).

4. The Applicant's compensation for services rendered in connection with the Debtors' chapter 11 cases, for which the Applicant seeks interim allowance in the Application, is reasonable and appropriate under section 331 of the Bankruptcy Code.

5. The Applicant's expenses incurred in connection with the Debtors' chapter 11 cases, for which they seek reimbursement in their Application, are actual and necessary expenses under section 331 of the Bankruptcy Code.

ORDERED that the Application is hereby approved in the following amounts:

1. Approving the allowance for compensation of professional services rendered to the committees during the period from April 1, 2003 through and including December 16, 2003 in the amount of \$ 6,309.00;

2. Approving the reimbursement of Applicant's out-of-pocket expenses incurred in connection with the rendering of such professional services during the period April 1, 2003 through and including December 16, 2003 in the amount of \$213.83;

3. Authorizing Final Approval for all fees and expenses paid by the Debtor to the Applicant in accordance with the terms and conditions of any current Orders of Court in the foregoing aggregate amounts representing the total amounts for professional services rendered and disbursements incurred by the Applicant as to Copperweld Corporation, during the period April 1, 2003 through and including December 16, 2003;

4. Nothing contained in this Order shall preclude any party in interest from seeking to allocate the interim compensation sought by the Application or previously paid to the Applicant pursuant to prior Orders of the Court among the estates of Debtors.


SO ORDERED:

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United States Bankruptcy Judge

This 19<sup>th</sup> day of March, 2004

PREPARED BY:

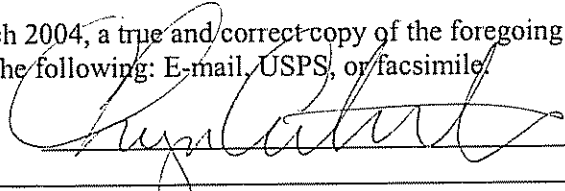
  
\_\_\_\_\_  
JAMES G. MCLEAN (PA I.D. 37463)

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CO-COUNSEL TO THE OFFICIAL NOTEHOLDERS COMMITTEE FOR  
LTV STEEL COMPANY, INC., ET AL.

**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that on this 19<sup>th</sup> day of March 2004, a true and correct copy of the foregoing was served upon the counsel of record by one or more of the following: E-mail, USPS, or facsimile.



<p>N. David Bleisch, Esquire LTV Steel Company, Inc. 5800 Lombardo Center, Suite 200 Seven Hills, Ohio 44131 Phone: (216) 642-2273 Facsimile: (216) 642-4595</p>	<p>Joseph F. McDonough, Esq. Manion, McDonough &amp; Lucas Fourteenth Floor, 600 Grant Street Pittsburgh, Pennsylvania 15219 Phone: (412) 232-0200 Facsimile: (412) 232-0206 (Local Counsel for Official Committee of Noteholders)</p>
<p>Kay Woods, Esq. LTV Steel Company, Inc. 5800 Lombardo Center, Suite 200 Seven Hills, Ohio 44131 Phone: (216) 642-3311 Facsimile: (216) 642-4595</p>	<p>Paul M. Singer, Esq. Eric A. Schaffer, Esq. David Ziegler, Esq. Reed Smith LLP 435 Sixth Avenue Pittsburgh, Pennsylvania 15219 Phone: (412) 288-3131 Facsimile: (412) 288-3063 (Counsel for the Official Committee of Unsecured Creditors)</p>
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<p>Jeffrey B. Ellman, Esq. Jones, Day, Reavis &amp; Pogue 1900 Huntington Center 41 South High Street Columbus, Ohio 43215 Phone: (614) 469-3922 Facsimile: (614) 461-4198 (Counsel for the Debtors)</p>	<p>John Scully Uniscribe 815 Superior Avenue, Suite 1025 Cleveland, Ohio 44114 Phone: (216) 912-1900 Facsimile: (216) 912-1899 Email: jscull@uniscribe.com (Copy Service and Web Site Provider)</p>
<p>Saul Eisen, Esq. Daniel M. McDermott, Esq. Office of the U.S. Trustee BP Tower 200 Public Square 20th Floor, Suite 3300 Cleveland, Ohio 44114-2301 Phone: (216) 522-7800 Facsimile: (216) 522-7193</p>	<p>David M. Fusco, Esq. Schwarzwald, Rock &amp; McNair 1300 East Ninth Street Suite 616 Cleveland, Ohio 44114-1503 Phone: (216) 566-1600 Facsimile: (216) 566-1814 (Counsel for the United Steelworkers of America)</p>



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<p>Richard S. Toder, Esq.  Robert H. Scheibe, Esq.  Andrew D. Gottfried, Esq.  Morgan, Lewis &amp; Bockius LLP  101 Park Avenue  New York, New York 10178-0060  Phone: (212) 309-6000  Facsimile: (212) 309-6273  (Counsel for The Chase Manhattan Bank)</p>	<p>Joel M. Walker, Esq.  Philip J. Uher, Esq.  Buchanan Ingersoll, P.C.  One Oxford Centre, 20th Floor  301 Grant Street  Pittsburgh, Pennsylvania 15219  Phone: (412) 562-8800  Facsimile: (412) 562-1041  (Local Counsel for The Chase Manhattan Bank)</p>
<p>Lindsee P. Granfield, Esq.  James L. Bromley, Esq.  Boaz S. Morag, Esq.  Erik S. Groothuis, Esq.  Cleary, Gottlieb, Steen &amp; Hamilton  One Liberty Plaza  New York, NY 10006  Phone: (212) 225-2000  Facsimile: (212) 225-3999  (Counsel for Abbey National Treasury Services  plc)</p>	<p>David Heller, Esq.  Stephen Tetro, Esq.  Latham &amp; Watkins Sears Tower, Suite 5800  233 S. Wacker Drive  Chicago, IL 50505  Phone: (312) 876-7700  Facsimile: (312) 993-9767  (Counsel for the Administrative Agent for the  Copperweld Debtors' Postpetition Lenders)</p>
<p>Lee D. Powar, Esq.  Lawrence E. Oscar, Esq.  Hahn Loeser &amp; Parks LLP  3300 BP Tower  200 Public Square  Cleveland, Ohio 44114-2301  Phone: (216) 621-0150  Facsimile: (216) 241-2824  (Counsel for Cleveland-Cliffs Inc, as Chairman  of the Official Committee of Unsecured Creditors)</p>	<p>Pension Benefits Guaranty Corporation  Office of the General Counsel  Attn: Nathaniel Rayle, Esq.  1200 K. Street, N.W., Suite 340  Washington, DC 20005-4026  Phone: (202) 326-4020  Facsimile: (202) 326-4112</p>
<p>Matthew R. Goldman, Esq.  Brian A. Bash, Esq.  Baker Hostetler LLP  3200 National City Center  1900 East Ninth Street  Cleveland, OH 44114-3485  Phone: (216) 621-0200  Facsimile: (216) 696:0740  (Counsel for Official Committee of Administrative  Claimants)</p>	<p>Karen E. Wagner, Esq.  Patrick A. Bradford, Esq.  Peter M. Bryce, Esq.  Davis Polk &amp; Wardwell  450 Lexington Avenue  New York, NY 10017  Phone: (212) 450-4404  Facsimile: (212) 450-5546</p>

<p>Glenn J. Moran, Esq. LTV Steel Company, Inc. 200 Public Square Cleveland, Ohio 44114 Phone: (216) 642-3311 Facsimile: (216) 642-4595</p>	<p>Ira Bodenstein, Esq. Amy L. Good, Esq. Dean Wyman, Esq. Dan McDermott Office of the U.S. Trustee BP Tower 200 Public Square 20<sup>th</sup> Floor, Suite 3300 Cleveland, OH 44114-2301 Phone: (216) 522-7800 Facsimile: (216) 533-7193</p>
<p>David G. Heiman, Esq. Richard M. Cieri, Esq. Heather Lennox, Esq. Michelle M. Morgan, Esq. Jones, Day, Reavis &amp; Pogue 901 Lakeside Avenue Cleveland, Ohio 44114 Phone: (216) 586-3939 Facsimile: (216) 579-0212 (Counsel for the Debtors)</p>	<p>Joel J. Sprayregen Jared M. Wayne Shefsky &amp; Froelich Ltd. 444 North Michigan Avenue, Suite 2500 Chicago, IL 60611 Phone: (312) 836-4004 Fax: (312) 527-4011 (Attorneys for Hunter Corporation)</p>
<p>Michael Yetnikoff, Esq. Bell, Boyd &amp; Lloyd LLC Three First National Plaza Suite 3300 70 West Madison Street Chicago, Illinois 60602 Phone: (312) 372-1121 Facsimile: (312) 372-2098 (Counsel for the Official Committee of Equityholders)</p>	<p>Jonathon M. Yarger, Esq. Kohrman, Jackson &amp; Krantz P.L.L. 20th Floor One Cleveland Center 1375 East Ninth Street Cleveland, Ohio, 44114 Phone: (216) 696-8700 Facsimile: (216) 621-6536 (Local Counsel for the Official Committee of Equityholders)</p>
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