

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

In re:

VP BUILDINGS, INC.;
UNITED PANEL, INC.;
VARCO PRUDEN INTERNATIONAL, INC.;
VP-GRAHAM, INC.;
LTV BLANKING CORPORATION;
LTV STEEL DE MEXICO, LTD.; and
LTV-WALBRIDGE, INC.,

Debtors.

Chapter 11

00-43909
00-43907
00-43908
00-43910
00-43884
00-43983
00-43897

Chief Judge Randolph Baxter

APPLICATION OF MANION MCDONOUGH & LUCAS, P.C.,
CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF NOTEHOLDERS, FOR
FINAL ALLOWANCE AND AWARD OF COMPENSATION
AND FOR THE REIMBURSEMENT OF EXPENSES FOR SERVICES RENDERED
DURING THE PERIOD
FEBRUARY 16, 2001 THROUGH MARCH 7, 2004

Name of Applicant: Manion McDonough & Lucas, P. C.

Authorized to provide
Professional Services to: Official Noteholders Committee – VP Buildings, Inc.

Date of Retention: February 16, 2001

Period for Which Compensation
and Reimbursement is Sought: January 1, 2001 through March 7, 2004

Amount of Compensation For Services Sought as Actual,
Reasonable, and Necessary
Amount of Expenses Sought to Be Reimbursed as
Actual, Reasonable and Necessary
Total Amount of Fees and Expenses Sought to Be
Reimbursed as Actual, Reasonable and Necessary

\$ 55,541.50
\$ 8,940.68
\$ 64,482.18

This is a final application.

Payments Received Pursuant the Administrative Fee Order for this Compensation Period.

<u>Debtors</u>	<u>Time Period</u>	<u>Fees Requested</u>	<u>Expenses Requested</u>
VP Buildings, Inc.	01/01/01 – 04/30/01	\$54,549.00	\$6,616.26
VP Buildings, Inc.	05/01/01 – 08/31/01	\$51,242.50	\$2,460.82
VP Buildings, Inc.	09/01/01 – 12/31/01	\$ 35,277.00	\$1,595.07
VP Buildings, Inc.	05/01/03 – 08/31/03	\$ 11,109.50	\$823.23
VP Buildings, Inc.	09/01/03 – 12/31/03	\$ 35,009.00	\$ 2,972.30
VP Buildings, Inc.	01/01/04 – 03/07/04	\$8,617.00	\$5,145.15

SUMMARY OF PRIOR PROFESSIONAL FEES
AND EXPENSES OF MANION MCDONOUGH & LUCAS, P.C.

	<u>Total Fees</u>	<u>Total Expenses</u>
Seventh Fee Application (01/01/03-04/30/03)		
(a) Requested	\$19,922.00	\$714.72
(b) Paid	\$16,652.16	\$714.72
(c) Approved by Order dated July 21, 2003	\$3,269.84	\$0.00
Eighth Fee Application (05/01/03 – 08/31/03)		
(a) Requested	\$12,684.00	\$919.76
(b) Paid	\$11,066.96	\$919.76
(c) Approved by Order dated December 10, 2003	\$2,536.80	\$0.00
Ninth Fee Application (09/01/03 – 12/31/03)	\$35,009.00	\$2,972.30
(a) Requested		
(b) Paid	\$30,979.50	\$0.00
(c) Approved by Order dated March 24, 2004	\$4,029.50	\$2,972.30

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LTV BLANKING CORPORATION;
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CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF NOTEHOLDERS, FOR
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AND FOR THE REIMBURSEMENT OF EXPENSES FOR SERVICES RENDERED
DURING THE PERIOD
FEBRUARY 16, 2001 THROUGH MARCH 7, 2004

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

Manion McDonough & Lucas, P.C., (“MML” or “Applicant”), counsel to the Official Committee of Noteholders (the “Committee”) of LTV Steel Company, Inc. (“LTV Steel”)¹ and its affiliated Debtors, for this final fee application relating only to services rendered in the VP Debtors’² Chapter 11 cases (the “Application”) seeking final allowance and award of compensation for services rendered and reimbursement of expenses in connection with the VP Debtors’ Chapter 11 cases during the period February 16, 2001 through March 7, 2004, pursuant to 11 U.S.C. § 330(a). In support of the Application, MML respectfully represents:

¹ The LTV Steel Debtors include, LTV Steel Company, Inc., The LTV Corporation (a Delaware corporation), Crystalane, Inc., Dearborn Leasing Company, ErieB Corporation, Erie I Corporation, Fox Trail, Inc., Georgia Tubing Corporation, Investment Bankers, Inc., J&L Empire, Inc., Jalcite I, Inc., Jalcite II, Inc., Jones & Laughlin Steel Incorporated, LTV-Columbus Processing, Inc., The LTV Corporation (a Wyoming corporation), LTV-EGL Holdings Company, LTV Electro-Galvanizing, Inc., LTV Escrow, Inc., LTV International, Inc., LTV Pickle, Inc., LTV Properties, Inc., LTV Steel Mining Company, LTV-Trico Holdings, Inc., LTV-Trico, Inc., LTVGT, Inc., Nemaocolin Mines Corporation, Reomar, Inc., Republic Technology Corporation, Southern Cross Investment Company, TAC Acquisition Corporation, Trico Steel Company, Inc., Youngstown Erie Corporation and YST Erie Corporation.

² The VP Debtors include VP Buildings, Inc., United Panel, Inc., Varco Pruden International, Inc., VP-Graham, Inc., LTV Blanking Corporation, LTV Steel De Mexico, Ltd. and LTV-Walbridge, Inc

I. INTRODUCTION

1. MML was retained as co-counsel to the Committee nunc pro tunc to February 16, 2001 pursuant to an order of this Court dated March 6, 2001. 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.³ In addition, pursuant to the Intercompany Claims Settlement, as described in paragraph 27, the fees and expenses incurred by MML for the period (i) February 16, 2001 through December 31, 2002 were to be paid by LTV Steel Company, Inc., (ii) January 1, 2003 through April 30, 2003 (excluding services provided in the Copperweld Debtors' Chapter 11 cases) were to be paid for by The LTV Corporation; and (iii) May 1, 2003 through March 7, 2004 (excluding services provided to the Copperweld Debtors' Chapter 11 cases) are to be paid by the VP Buildings, Inc. Debtors (the "VP Debtors"). By this Application, MML is seeking final allowance and award of fees and expenses for services rendered with respect to the VP Debtors for the period February 16, 2001 through March 7, 2004.

2. By this application, MML seeks (i) final allowance of fees and expenses in the aggregate amount of \$11,932.73 for the period May 1, 2003 through August 31, 2003, which compensation was previously awarded to MML on an interim basis pursuant to a prior order of this Court; (ii) final allowance of fees and expenses on the aggregate amount of \$51,743.45 for the period September 1, 2003 through March 7, 2004; and (iii) final allowance of fees in the amount of \$806.00 for the period May 1, 2001 through September 30, 2001, which compensation was previously awarded to MML on an interim basis pursuant to prior orders of this Court dated December 7, 2001 and September 26, 2002. MML has submitted a final fee application in the Copperweld Debtors Chapter 11 case, which was approved by an order of this Court, and has submitted a separate final fee application in the LTV Steel 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 Federal Rules of Bankruptcy Procedure 2002(a) and 2016.

³ The Copperweld Debtors include the Copperweld Corporation, Copperweld Bimetallic Products Company, Copperweld Equipment Company, Copperweld Marketing & Sales Company, Metallon Materials Acquisition Corporation, Miami Acquisition Corporation, Southern Cross Investment Company, Tac Acquisition Corporation, Welded Tube Co. of America, and Welded Tube Holdings, Inc.

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 order of this Court dated December 29, 2000, the Debtors' chapter 11 cases have been consolidated for procedural purposes only and were jointly administered.

5. On September 4, 2001, the Court entered an order approving the sale of substantially all of the assets of VP Buildings, Inc., United Panel, Inc., Varco Pruden International, Inc. and VP Graham, Inc. On December 18, 2001, the Court entered an order approving the sale of substantially all of the assets of LTV Steel de Mexico, Ltd.

6. On December 17, 2003, this Court entered an order confirming the Debtors' First Amended Joint Plan of Liquidation of VP Buildings, Inc. and certain of its Affiliated Debtors, as amended (the "Plan"). The Plan became effective on March 8, 2004 (the "Effective Date").

7. MML respectively submits that the services rendered on behalf of the Committee were necessary, resulted in the effective administration of these cases, and directly benefited the VP Debtors' unsecured creditors.

8. On January 19, 2001 (the "Committee Formation Date"), pursuant to Bankruptcy Code Section 1102, the United States Trustee appointed the Committee consisting of seven members. At the time of dissolution, the Committee consisted of the indenture trustees to (a) the 8.2% senior notes due 2007, in the face amount of \$300 million; and (b) the 11 3/4 % senior notes due 2009, in the face amount of \$275 million. Both tranches of senior notes were issued by The LTV Corporation ("LTV Corp.") and were guaranteed by certain other Debtors, included the VP Debtors. On February 16, 2001, the Committee selected MML to serve as counsel to the Committee pursuant to Bankruptcy Code Section 1103(a). On March 8, 2004, the Committee dissolved, except for purposes of reviewing and objecting to final fee applications.

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

10. MML filed a Second Application for Interim Allowance of Compensation and for Reimbursement of Expenses for services rendered during the period of May 1, 2001 through August 31, 2001 (the "Second Interim Application"). By orders of the Court dated December 7, 2001 and September 26, 2001, the Court approved the Second Interim Application. MML filed a Third Application for Interim Allowance of Compensation and for Reimbursement of Expenses for services rendered during the period September 1, 2001 through December 31, 2001 (the "Third Interim Application"). By order of this Court dated November 7, 2002, the Court approved the Third Interim Application. The Second Interim Fee Application and the Third Interim fee Application are hereby incorporated by reference herein. The outstanding fees with respect to Second Interim Fee Application and the Third Interim Fee Application are unpaid at this time due to the limitation imposed in the Debtors' DIP financing. The description of services set forth on Exhibit "B" represent the fees of MML incurred in 2001 in connection with the sale of the VP Buildings business which services directly benefited the VP Buildings estates. MML seeks final allowance and payment from the estates of the VP Debtors for such services.⁴

11. MML previously filed an Application for Interim Allowance of Compensation and for Reimbursement of Expenses for services rendered in connection with the VP Debtors Chapter 11 Cases during the period May 1, 2003 through August 31, 2003. This interim fee application is incorporated by reference herein. A schedule of the fees and expenses requested and payments made with respect to the prior interim fee applications is attached hereto as Exhibit "C".

III. SUMMARY OF SERVICES RENDERED

12. Since February 16, 2001, MML has rendered professional services to the Committee as requested and as necessary and appropriate in furtherance of the interests of the Debtors' noteholders. 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.

13. MML maintains written records of the time expended by attorneys and paraprofessionals in the rendition of their professional services to the Committee. Such time records were made contemporaneously with the rendition of services by the person rendering such services and in the ordinary course of MML's practice,

⁴ MML has also requested payment for these services in its final fee application for services rendered to the LTV Steel Debtors.

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. §330 issued by U. S. Department of 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 period May 1, 2003 through March 7, 2004 (the "Compensation Period") is annexed hereto as Exhibit "D".

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 "E".

15. MML respectfully submits that the professional 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 "D". Rather, it is merely an attempt to highlight certain of those areas in which services were rendered to the Committee, as well as to identify some of the problems and issues that MML was required to address.

(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, motions for payment of administrative claims; motions to reject executory contracts and unexpired real property leases; motions to lift the automatic stay; motions to extend exclusivity; omnibus motions with respect to objections to proofs of claim; motion to implement a liquidation assistance program; motion to approve intercompany settlement agreement; motion to approve settlement of certain preference claims; motion for determination of tax claims and related liabilities; and motions for authorization to retain

professionals. MML also consulted with KPMG LLP (“KPMG”), the Committee’s financial advisor, regarding documents and other information received or required from the Debtors

19. Due to MML’s experience in counseling creditors’ committees, MML believes it was able to efficiently address all issues relating to case administration that have arisen during the tendency of this case. At the request of the Committee, MML assisted in or took the lead in analyzing all motions presented by the Debtors, advising the Committee on its own initiatives and directions for the case, and analyzing inter-creditor issues. MML coordinated all Committee activities, coordinated the activities of the Committee’s advisors, and interacted with the Committee’s chair in setting agendas for the Committee.

(ii) Retention of Committee’s Professionals

20. During the Compensation Period, MML prepared the application to retain KPMG, as successor financial advisor to the Committee. In addition, MML reviewed the retention applications of the professionals sought to be retained by the Debtors, and the Official Committee of Administrative Expense Creditors (the “ACC”).

(iii) Creditors’ Committee Meetings

21. MML held numerous in-person meetings and conference calls with the full Committee during the Compensation Period. Prior to the meeting and conference calls with the Committee, MML reviewed each pending matter requiring the Committee’s attention and all underlying documentation in connection therewith. Thereafter, MML discussed each of these matters with the full Committee, as well as individual Committee members, and assisted the Committee in formulating a position thereon. In addition, MML prepared detailed memoranda to the Committee during the Compensation Period discussing the status of important matters in these proceedings.

22. 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 cases, to monitor closely the Debtors’ management of these proceedings, and to reach independent conclusions on the merits of specific matters, as well as regarding the prospects of reorganization.

(iv) Court Hearings

23. MML attorneys appeared at all the major hearings held by this Court and actively asserted the Committee’s position at such hearings.

(v) Preparation of Monthly Billing Statements/
Other Professionals Monthly Billing Statements

24. MML prepared its monthly billing statements and nine applications for interim allowance of compensation and reimbursement of expenses. MML summarized the monthly billing reports and interim fee applications of the Debtors' professionals and the other professionals retained in these proceedings for review by the Committee to identify any issues regarding such billing reports and discussed such billing reports with the Committee.

(vi) Intercompany Claims Analysis

25. MML and KPMG participated with the LTV Steel Debtors' professionals, the Copperweld Debtors' professionals, the Copperweld Lenders' professionals, the ACC's professionals and the LTV Steel Debtors' management in settlement discussions. There were extensive negotiations concerning the post-petition intercompany claims which resulted in a settlement agreement among all of the major constituencies which was approved by this Court in November 2003 after a fully contested hearing. Oil States Corporation ("Oil States") appealed the order approving the settlement agreement. MML filed pleadings on behalf of the Committee in opposition to Oil States' request for a stay pending appeal and in opposition to Oil States' request to appoint a Chapter 11 Trustee for The LTV Corporation.

(vii) VP Debtors' Plan of Reorganization

26. During this Compensation Period, MML reviewed, analyzed and commented on the plan documents drafted on behalf of the VP Debtors. The plan documents included a plan of reorganization and related disclosure statement and the liquidating trust agreement (collectively, the "VP Plan Documents"). MML had numerous conferences with KPMG, the Committee and counsel to the VP Debtors with respect to the VP Plan Documents and the selection of a liquidating trustee.

(viii) Creditor Inquiries

27. MML fielded numerous telephone inquiries from unsecured creditors to discuss the status of various pending matters, and to respond to their many questions about the bankruptcy process and the status of their claims against the VP Debtors, and potential for recovery in these Chapter 11 proceedings.

IV. FACTORS TO BE CONSIDERED IN AWARDING ATTORNEYS' FEES

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".

V. ALLOWANCE OF COMPENSATION

29. 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, MML respectfully requests that this Court enter an order:

(a) approving and granting final allowance and award of \$43,626.00 for compensation of professional services to the Committee during the period September 1, 2003 through and including March 7, 2004;

(b) approving and granting final allowance and award of MML's out-of-pocket expenses incurred in connection with the rendering of professional services during the period September 1, 2003 through March 7, 2004 in the amount of \$8,117.45;

(c) granting final allowance and award of fees of \$11,109.50 for compensation of professional services to the Committee during the period May 1, 2003 through August 31, 2003, which compensation was previously awarded to MML on an interim basis pursuant to an order of this Court;

(d) granting final allowance and award of MML's out-of-pocket expenses incurred with the rendering of professional services during the period May 1, 2003 through August 31, 2003 in the amount of \$823.23, which expenses were previously awarded to MML pursuant to an order of this Court;

(e) granting final allowance and award of fees and expenses in the aggregate amount of \$806.00 for the period May 1, 2001 through September 30, 2001, which compensation was previously awarded to MML on an interim basis pursuant to orders of this Court;

(f) authorizing and directing the VP Debtors to make all payments with respect to the fees and expenses requested in this Application; and

(g) granting such other and further relief as this Court may deem just and proper.

**Dated: Pittsburgh, Pennsylvania
May 7, 2004**

MANION MCDONOUGH & LUCAS, PC

By: /s/ James G. McLean

James G. McLean
Pa ID: 37463
600 Grant Street
Suite 1414
Pittsburgh, PA 15219
Co-Counsel to the Official Committee of Noteholders

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

In re:

VP BUILDINGS, INC.;
UNITED PANEL, INC.;
VARCO PRUDEN INTERNATIONAL, INC.;
VP-GRAHAM, INC.;
LTV BLANKING CORPORATION;
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Debtors.

Chief Judge Randolph Baxter

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 FEBRUARY 16, 2001 THROUGH MARCH 7, 2004

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 February 16, 2001 through and including March 7, 2004 (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. 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 amount of \$55,541.50 foregoing aggregate amounts representing the total amounts for professional services rendered and disbursements incurred by the Applicant as to VP Buildings, Inc., in the amount of \$8,940.68 during the period February 16, 2001 through and including March 7, 2004;

2. Authorizing payment of the amounts not yet paid for compensation of professional services rendered to the committees during the period from January 1, 2004 through and including March 7, 2004 in the amount of \$3,936.20;

3. Authorizing payment of amounts not yet paid for the reimbursement of Applicant's out-of-pocket expenses incurred in connection with the rendering of such professional services during the period January 1, 2004 through and including March 7, 2004 in the amount of \$3,047.10;

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:

United States Bankruptcy Judge

This _____ day of _____, 2004

PREPARED BY:

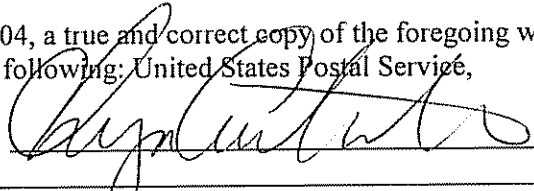
James G. McLean
JAMES G. MCLEAN (PA I.D. 37463)

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Facsimile: (412) 232-0206

CO-COUNSEL TO THE OFFICIAL NOTEHOLDERS COMMITTEE FOR
VP BUILDINGS, INC., ET AL.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on this 7th day of May 2004, a true and correct copy of the foregoing was served upon the counsel of record by one or more of the following: United States Postal Service, facsimile, or e-mail.



<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 & 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>
<p>David G. Heiman, Esq. Richard M. Cieri, Esq. Heather Lennox, Esq. Jones, Day, Reavis & Pogue 901 Lakeside Avenue Cleveland, Ohio 44114 Phone: (216) 586-3939 Facsimile: (216) 579-0212 (Counsel for the Debtors)</p>	<p>Richard M. Seltzer, Esquire Cohen, Weiss and Simon LLP 330 West 42nd Street New York, NY 10036-6976 Phone: (212) 563-0212 Facsimile: (212) 695-5436 (Counsel for the United Steelworkers of America)</p>
<p>Jeffrey B. Ellman, Esq. Jones, Day, Reavis & 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 & 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>

<p>Lisa G. Beckerman, Esq. Akin, Gump, Strauss, Hauer & Feld, L.L.P. 590 Madison Avenue New York, New York 10022 Phone: (212) 872-8012 Facsimile: (212) 872-1002 (Counsel for Official Committee of Noteholders)</p>	<p>Richard G. Mason, Esquire Eric M. Rosof, Esquire Wachtell, Lipton, Rosen & Katz 51 West 52nd Street New York, New York 10019-6150 Phone: (212) 403-1000 Facsimile: (212) 403-2000 (Counsel for the Administrative Agent for Prepetition Secured Term Loan Lenders)</p>
<p>Richard S. Toder, Esq. Robert H. Scheibe, Esq. Andrew D. Gottfried, Esq. Morgan, Lewis & 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 & 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 & 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 & 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>
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