

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

FILED
U.S. BANKRUPTCY COURT
04 APR 14 AM 10:11
Hon. YOUNG

-----X)	
IN RE:)	Chapter 11
)	
LTV STEEL COMPANY, INC.,)	Jointly Administered
a New Jersey corporation, <i>et al.</i> ,)	Case No. 00-43866
)	
Debtors.)	
-----X)	

**ORDER APPROVING SECOND INTERIM AND FINAL FEE APPLICATION OF
MCDERMOTT, WILL & EMERY FOR ALLOWANCE OF COMPENSATION
AND
REIMBURSEMENT OF EXPENSES FOR THE PERIOD MAY 28, 2003
THROUGH JANUARY 31, 2004 FILED ON BEHALF OF MCDERMOTT, WILL
& EMERY,
AS SPECIAL LABOR COUNSEL TO COPPERWELD CORPORATION**

AND NOW THIS 14~~th~~ day of April, 2004, upon consideration of the Second Interim and Final Fee Application of McDermott, Will & Emery ("McDermott"), as Special Labor Counsel to Copperweld Corporation ("Copperweld")) for Allowance of Compensation and Reimbursement of Expenses for the period May 28, 2003 through and including January 31, 2004 (the "Application"), 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 Application and the notice thereof comply with the applicable requirements of the Bankruptcy Code, the Bankruptcy Rules, the Guidelines, Local Order 93-1, the Administrative Order and the Case Management Order.

5. McDermott's compensation for services rendered in connection with the Debtor's chapter 11 case, for which it seeks final approval in the Application is reasonable and appropriate under the circumstances.

6. McDermott's expenses incurred in connection with the Debtor's chapter 11 case, for which it seeks final approval in the Application, are actual and necessary expenses.

ORDERED that the Application is hereby approved; and

It is further ORDERED that final allowance of all fees and expenses incurred during the period May 28, 2003 through and including January 31, 2004 by McDermott in its capacity as Special Labor Counsel to Copperweld is hereby granted.

It is further ORDERED that the Debtor is authorized and directed to pay all amounts herein approved.

SO ORDERED


United States Bankruptcy Judge