

B. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.

C. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

D. The Application and notice thereof comply with the applicable requirements of the Bankruptcy Code, the Bankruptcy Rules, the Guidelines, Local rule 93-1, the Interim Compensation Order, the Plan and the Confirmation Order.

E. WCSR's compensation for services rendered in connection with the Copperweld Debtors' chapter 11 cases, for which it seeks final allowance in the Application, is reasonable and appropriate under sections 330(a)(1)(A), 331, and 503 of the Bankruptcy Code.

F. WCSR's expenses incurred in connection with the Copperweld Debtors' chapter 11 cases, for which it seeks reimbursement in the Application, are actual and necessary expenses under sections 330(a)(1)(B), 331, and 503 of the Bankruptcy Code.

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED.
2. Final allowance of compensation of \$99,570.00 and reimbursement of related expenses of \$1,864.71 incurred by WCSR as former special counsel to the Copperweld Debtors during the period of May 19, 2003 through September 26, 2003 is approved.
3. Within twenty (20) days of the entry of this order, WCSR is authorized to file a final supplement to the Application relating to fees and expenses incurred in connection with preparation of the Application and attendance at the Hearing (the "Final Supplement"), and, if after appropriate service of the Final Supplement, no objections are filed within twenty-five (25) days of such service of the Final Supplement, then this Court shall enter an order without further hearing approving all or part of the fees and expenses requested in the Final Supplement as may be appropriate.
4. The Copperweld Distribution Trustee is authorized and directed to pay to WCSR (a) the unpaid balance of fees and expenses approved in paragraph 2 above in the total amount of \$19,190.50.

Dated: May 12, 2004


CHIEF UNITED STATES BANKRUPTCY JUDGE

GREENVILLE 59906v1

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