

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:) CHAPTER 11
)
MCLEODUSA, INC.,) Case No. 02-10288 (RSB)
)
Reorganized Debtor.)

ORDER

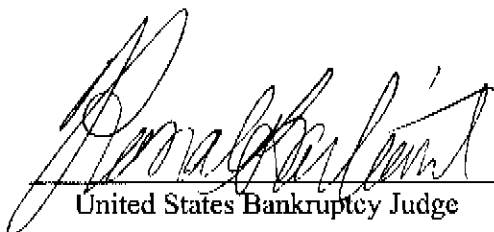
Upon the amended application, dated May 31, 2002 (the "Amended Application"), of Morris, Nichols, Arsht & Tunnell ("MNA&T"), as Delaware Counsel for the Official Committee Of Unsecured Creditors of the above-captioned debtor and debtor in possession, (collectively, the "Debtor") for allowance of compensation in the amount of \$16,927.00 for actual and necessary services rendered and for reimbursement of actual and necessary expenses incurred in the amount of \$2,603.04 for the period from January 30, 2002 through and including April 30, 2002, (the "Fee Period"); the Court having reviewed the Amended Application; and finding that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and after notice and opportunity for a hearing to consider the Amended Application; and upon the record and after due deliberation thereon; and due and proper notice of the Amended Application having been given; and sufficient cause appearing therefore;

IT IS HEREBY ORDERED:

1. The Amended Application is GRANTED.
2. MNA&T is allowed final compensation in the amount of \$16,927.00 for actual, reasonable and necessary professional services rendered on behalf of the Committee during the Fee Period, and reimbursement of \$2,603.04 for actual, reasonable and necessary expenses incurred during the Fee Period.
3. The Debtor shall pay to MNA&T the amount of \$19,530.04, which is equal to the sum of MNA&T's allowed compensation and expense reimbursement.

Dated: Wilmington, Delaware

Aug 6, 2002


United States Bankruptcy Judge