

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: §
Metals USA, Inc., et al., § Jointly Administered Case No. 01-42530-H4-11
Debtors. § Case Nos. 01-42530-H4-11 through 01-42573-H4-11
§ Chapter 11

**AGREED ORDER ON SECOND INTERIM FEE APPLICATION FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES BY
FULBRIGHT & JAWORSKI L.L.P., AS COUNSEL FOR DEBTORS**

[This Order Relates to Docket # 2427]

Upon consideration of the Second Interim Fee Application (the "Application") for Allowance of Compensation and Reimbursement of Expenses by Fulbright & Jaworski L.L.P. ("Applicant"), as counsel for Metals USA, Inc., and affiliated debtors¹ (the "Debtors"), for the period from the Petition Date, April 1, 2002, through October 31, 2002 (the "Second Interim Period"); and this Court finding that sufficient notice having been given and no other or further notice being needed under the circumstances, and finding that Applicant has negotiated with the U.S. Trustee and has agreed to reduce its fees in the amount of \$8,711.97 for charges relating to clerical time and its expenses by \$11,288.03 for certain expenses related to supplies, meals and secretarial overtime; this Court hereby GRANTS the Application in its entirety for the reasons

¹ Metals USA Management, Co., L.P., MUSA GP, Inc., MUSA L.P., Inc., Metals USA Finance Corp., Metals USA Realty Company, Metals Receivables Corporation, Jeffrey's Real Estate Corporation, Aerospace Specification Metals, Inc., Aerospace Specification Metals-U.K., Inc., Allmet Building Products, L.P., Allmet GP, Inc., Allmet LP, Inc., Cornerstone Building Products, Inc., Cornerstone Metals Corporation, Cornerstone Patio Concepts, L.L.C., Harvey Titanium, Ltd., Interstate Steel Company of Maryland, i-Solutions Direct, Inc., Metalmart, Inc., Metals Aerospace International, Inc., Metals USA Building Products Southeast, Inc., Metals USA Carbon Flat Rolled, Inc., Metals USA Flat Rolled Central, Inc., Metals USA Plates and Shapes Northcentral, Inc., WSS Transportation, Inc., Metals USA Plates and Shapes Northeast, L.P. Levinson Steel GP, Inc., Levinson Steel LP, Inc., Metals USA Plates and Shapes Southcentral, Inc., Metals USA Plates and Shapes Southeast, Inc., Queensboro, L.L.C., Metals USA Plates and Shapes Southwest, L.P., Intsel GP, Inc., Intsel LP, Inc., Metals USA Specialty Metals Northwest, Inc., Metals USA Contract Manufacturing, Inc., Metals USA Specialty Metals Northcentral, Inc.,

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set forth therein. It is therefore ORDERED, ADJUDGED and DECREED

1. Applicant's reduced professional fees in the amount of \$2,432,949.53 and reimbursable expenses in the amount of \$137,996.67 are allowed by the Court as compensation for professional services and reimbursement of Applicant's reasonable and necessary out-of-pocket expenses rendered in these jointly administered cases from April 1, 2002 through October 31, 2002;

2. The Debtors have already paid Applicant \$2,087,512.95 pursuant to the 80/90 Order in this case.

3. Debtors are hereby authorized and directed to pay Applicants all unpaid fees and expenses incurred from April 1, 2002 through October 31, 2002, in the amount of \$483,443.25 immediately upon entry of this Order.

SIGNED this 14th day of Feb, 2003.


UNITED STATES BANKRUPTCY JUDGE

AGREED:

Nancy L. Holley
Office of the United States Trustee
515 Rusk Avenue, Suite 3516
Houston, Texas 77002
Phone: (713) 718-4663
Fax: (713) 718-4670

National Manufacturing Inc., Texas Aluminum Industries, Inc., Valley Aluminum, Co., Valley Aluminum of Nevada, Inc., Western Awning Company, Wilkof-Morris Steel Corporation.

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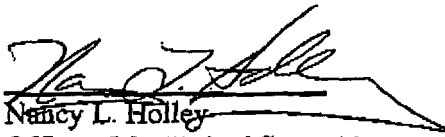
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