

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: Chapter 11
Case Nos.
METROMEDIA FIBER 02-22736 (ASH) through 02-22742 (ASH);
NETWORK, INC., et al., 02-22744 (ASH) through 02-22746 (ASH);
02-22749 (ASH); 02-22751 (ASH) through
Debtors. 02-22754 (ASH)
(Jointly Administered)
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**ORDER APPROVING FIRST INTERIM APPLICATION OF LAZARD FRERES
& CO. LLC FOR ALLOWANCE OF COMPENSATION FOR PROFESSIONAL
SERVICES RENDERED AND REIMBURSEMENT OF ACTUAL AND
NECESSARY EXPENSES PURSUANT TO
SECTIONS 327(a) AND 328(b) OF THE BANKRUPTCY CODE**

The First Interim Application of Lazard Freres & Co. LLC (“Lazard”) Financial Advisors to the Official Committee of Unsecured Creditors of the debtors and debtors in possession (the “Committee”), for Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code (the “Application”) having been duly noticed was heard on January 8, 2003. After considering the Application, the Court is of the opinion that the Application should be granted. It is therefore

ORDERED, that Lazard is allowed and approved compensation for services rendered as financial advisors to the Committee during the period from July 1, 2002 through October 31, 2002, in the total amount of \$1,000,000.00, it being understood that payment of \$500,000.00 of this amount shall be deferred pursuant to terms of the Engagement Letter. It is further

ORDERED, that reimbursement of actual out-of-pocket expenses incurred by Lazard in the total amount of \$3,204.97 for the period from July 1, 2002 through October 31, 2002 is hereby allowed and approved. This amount incorporates a \$551.66 reduction for

all expenses related to "Temporary Help – Word Processing" as Ordered in the Professional Fee Order dated December 17, 2002. It is further

ORDERED, that Debtors shall pay Lazard the foregoing approved amounts (less amounts previously paid pursuant to the Administrative Order) within ten (10) days from the entry of this Order.

Dated: White Plains, New York
January 8, 2003

/s/ Adlai S. Hardin, Jr.
HONORABLE ADLAI S. HARDIN, JR.
UNITED STATES BANKRUPTCY JUDGE

AFTER ENTRY PLEASE RETURN TO:

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