

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X

In re:

METROMEDIA FIBER NETWORK, INC., et al.,

Debtors.

Chapter 11

Case Nos.

02-22736 (ASH) through  
02-22742 (ASH); 02-22744  
(ASH) through 02-22746  
(ASH); 02-22749 (ASH); 02-  
22751 (ASH) through 02-22754  
(ASH)

(Jointly Administered)

----- X

**ORDER GRANTING INTERIM  
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Upon the interim applications (the “Applications”) for compensation and reimbursement of expenses of (a) Kronish Lieb Weiner & Hellman LLP, counsel for Metromedia Fiber Network, Inc. et al., Debtors and Debtors in Possession (the “Debtors”); (b) Chadbourne & Parke LLP, counsel for the Official Committee of Unsecured Creditors of Metromedia Fiber Network, Inc. et al., (the “Committee”); (c) J.H. Cohn LLP, accountants and financial advisors to the Committee; (d) Lazard Freres & Co, LLC, financial advisors to the Committee; (e) KPMG LLP, auditors and accounting advisors to the Debtors; (f) Brusniak Harrison & McCool, P.C., special counsel to the Debtors; (g) Zuckerman Spaeder LLP, special counsel to the Committee; (h) Graubard Miller, special counsel to the Debtors; (i) Greenhill & Co, LLC, financial advisors and investment bankers to the Debtors; and (j) Ernst & Young LLP, tax advisors to the Debtors (collectively, the “Applicants”); and it appearing that the Court has jurisdiction to consider the Applications and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order of Referral of Cases to Bankruptcy Court Judges of the District Court for the Southern District of New York, dated July 10, 1984 (Ward, Acting C.J.); and due notice of the

**Error! Unknown document property name.**

KRONISHLIEB 454268v3

Applications having been provided to those parties indicated in the Master Service List, and it appearing that no other or further notice need be provided; and it further appearing that the relief requested in the Applications is in the best interests of the Debtors and their estates and creditors; and after due consideration having been given to the objection of the United States Trustee requesting a percentage hold-back of fees; and a hearing having been held before this Court to consider the Applications on March 27, 2003; and after due deliberation and sufficient cause appearing therefor, it is hereby

**ORDERED**, that the Applications are granted for each of the Applicants in the amount set forth in Schedule A hereto for professional services rendered and for reimbursement of expenses incurred in the connection with the rendition of such services; and it is further

**ORDERED**, that the amount awarded to each Applicant is reasonable compensation for services rendered by such Applicant and is reasonable for expenses incurred in connection with the rendition of the professional services rendered; and it is further

**ORDERED**, the Debtors are authorized to pay the allowed amounts set forth in Schedule A hereto in the manner provided below; and it is further

**ORDERED**, that the amount of Interim Compensation allowed to each Applicant under this Order is provided pursuant to Sections 331 and 330 of the Bankruptcy Code; and it is further

**ORDERED**, that the Debtors shall hold-back 5% of the fees awarded to each Applicant for a period of sixty (60) days from the date of this Order after which the Debtors shall pay such held back amounts without further notice or other proceedings unless the Debtors, the United States Trustee or another party in interest asserts in a written notice delivered to the Debtors and to each Applicant that the Debtors' cash position has materially diminished between

the date of this Order and the date of such notice. In the event such a notice is so delivered, the 5% hold-back shall remain in effect until further order of the Court; and it is further

**ORDERED**, that the Applications of Greenhill & Co, LLC and Graubard Miller are adjourned to April 22, 2003 at 11:00 a.m.

Dated: White Plains, New York  
March 27, 2003

/s/ Adlai S. Hardin, Jr.  
Honorable Adlai S. Hardin, Jr.  
United States Bankruptcy Judge

**SCHEDULE "A"**

**Case No: 02-22736**

**Case Name: Metromedia Fiber Network, Inc., et al.**

<u>Professional</u>	<u>Amount Awarded</u>	<u>Time Period</u>
<b>Kronish Lieb Weiner &amp; Hellman LLP</b> Attn: Lawrence C. Gottlieb, Esq. 1114 Avenue of Americas New York, NY 10036 Counsel to the Debtors	Fees: \$2,148,019.85 Expenses: \$92,560.06	September 1, 2002 through January 31, 2003
<b>Chadbourne &amp; Parke LLP</b> Attn: David M. LeMay, Esq. 30 Rockefeller Plaza New York, NY 10112 Counsel to the Committee	Fees: \$640,107.50 Expenses: \$ 45,438.03	October 1, 2002 through January 31, 2003
<b>J.H. Cohn LLP</b> Attn: Clifford Zucker 333 Thornall Street, 6th Fl. Edison, NJ 08837	Fees: \$641,575.50 Expenses: \$ 23,966.31	October 1, 2002 through January 31, 2003
<b>Lazard Freres &amp; Co, LLC</b> Attn: Naushon Vanderhoop 30 Rockefeller Plaza New York, NY 10020 Financial Advisors to the Committee	Fees: \$600,000.00* Expenses: \$ 6,732.39  *(\$300,000.00 to be Deferred)	November 1, 2002 through January 31, 2003
<b>KPMG LLP</b> Attn: Mario Dell'Aera, Jr. 345 Park Avenue New York, NY 10154 Auditors and Accounting Advisors to the Debtors	Fees: \$102,298.00 Expenses: \$ 142.00	October 1, 2002 through January 31, 2003
<b>Brusniak Harrison &amp; McCool, P.C.</b> Attn: Joseph M. Harrison IV, Esq. 1035 C Street, Suite 200 Floresville, TX 78114-2223 Special Counsel to the Debtors	Fees: \$80,235.00 Expenses: \$ 232.04	October 1, 2002 through January 31, 2003
<b>Zuckerman Spaeder LLP</b> Attn: Norman L. Eisen, Esq. 1201 Connecticut Avenue, N.W. Washington, D.C. 20036-2638 Special Counsel to the Committee	Fees: \$256,826.00 Expenses: \$ 21,925.55	November 1, 2002 through January 31, 2003
<b>Ernst &amp; Young LLP</b> Attn: William Ruehl 1111 Summer Street Stamford, CT 06905 Tax Advisors to the Debtors	Fees: \$214,557.00 Expenses: \$ 5,158.00	October 1, 2002 through December 31, 2002

**Error! Unknown document property name.**