

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In Re:)	
)	Chapter 11
NATIONAL STEEL CORPORATION,)	Case No. 02-08699
)	Jointly Administered
Debtor.)	Hon. John H. Squires
)	

**ORDER GRANTING FIFTH INTERIM AND FINAL FEE APPLICATION
AND EXPENSE APPLICATION OF REED SMITH LLP**

THIS MATTER coming before the Court on the Fifth Interim and Final Fee Application of Reed Smith LLP ("Reed Smith") for Approval and Allowance of Compensation and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors Pursuant to Section 327(c) of the Bankruptcy Code ("Fifth Interim and Final Fee Application"), the Court having considered the Fifth Interim and Final Fee Application and the statements of Reed Smith in support of same at the hearing held thereon, and finding that the Fifth Interim and Final Fee Application complies with sections 330(a) and 331 of the Bankruptcy Code, and Bankruptcy Rule 2016 and Local Bankruptcy Rule 5082-1, that there is otherwise good and sufficient cause for granting the relief requested in the Fifth Interim and Final Fee Application, and that notice of the hearing on the Fifth Interim and Final Fee Application was sufficient,

IT IS HEREBY ORDERED THAT:

1. The Fifth Interim and Final Fee Application is granted;
2. The Debtor is authorized to pay to Reed Smith the interim allowance of compensation in the sum of \$65,243.00 for legal services rendered and the

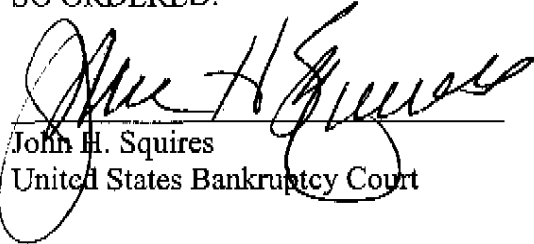
sum of \$3,401.60 for expenses incurred during the period from August 1, 2003 through December 19, 2003, less any amounts previously paid on account of such fees and expenses. The amount previously not paid to Reed Smith (the "hold back amount") is \$16,914.07. Debtor is authorized to pay to Reed Smith the hold back amount of \$16,914.07.

3. Final allowance of compensation in the amount of \$1,264,276.75 and reimbursement of expenses in the amount of \$92,229.81 incurred by Reed Smith as Counsel to the Official Committee of Unsecured Creditors during the period from March 18, 2002 through December 19, 2003, should be and hereby is approved.
4. The Debtors are authorized and directed to pay Reed Smith the unpaid balance of fees and expenses approved herein from the funds of their estates on a final basis.

Dated: _____

4/15/04
APR 15 2004

SO ORDERED:



John H. Squires
United States Bankruptcy Court