

EXHIBIT A

Neil B. Glassman (DE I.D. No. 2087)
Steven M. Yoder (DE I.D. No. 3885)
Christopher A. Ward (DE I.D. No. 3877)
THE BAYARD FIRM
222 Delaware Avenue, Suite 900
P.O. Box 25130
Wilmington, DE 19899
Telephone: (302) 655-5000
Facsimile: (302) 658-6395
Special Counsel for Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

PINNACLE TOWERS III INC., et al.,

Debtors.

Chapter 11

Case Nos. 02-12477 and
02-12482 through 02-12484

Jointly Administered

**ORDER APPROVING FINAL APPLICATION OF THE BAYARD FIRM FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE DEBTOR FOR
THE PERIOD MAY 21, 2002 THROUGH OCTOBER 31, 2002**

The Bayard Firm as special counsel for the above-captioned chapter 11 debtors and debtors in possession (the "Debtors"), having filed its first and final application for allowance of compensation and reimbursement of expenses (the "Final Fee Application"); and parties in interest having received a copy of the Final Fee Application and notice of the date, time and manner by which to object to the relief sought in the Final Fee Application having been provided; no objections having been filed; and the Court having considered the Final Fee Application and having found the amounts requested in the Final Fee Application to be reasonable; it is hereby

ORDERED that the relief requested in the Final Fee Application is granted, and The Bayard Firm is allowed total compensation for this case in the sum of

\$162,609.30 for services rendered and the sum of \$13,848.25 as reimbursement for actual, necessary expenses incurred (collectively, the "Fee Award"); and it is further

ORDERED that the Debtors are hereby authorized and directed to immediately pay the amount of the Fee Award to The Bayard Firm, to the extent not already paid.

Dated: February ____, 2003

The Honorable Burton R. Lifland
United States Bankruptcy Judge