

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re

**PINNACLE TOWERS III INC., *et al.*,**

Debtors.

: Chapter 11  
:  
: Case Nos. 02-12477 (BRL) and  
: 02-12482 through 02-12484 (BRL)  
:  
: Jointly Administered

**ORDER APPROVING FIRST AND FINAL FEE APPLICATION OF GORDIAN  
GROUP, LLC, FINANCIAL ADVISOR FOR PINNACLE TOWERS III INC., *ET. AL.*,  
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES  
FOR THE PERIOD FROM MAY 21, 2002 THROUGH OCTOBER 31, 2002**

Upon consideration of the First and Final Application (the “First and Final Application”) of Gordian Group, LLC (“Gordian”) as Financial Advisor to the above-referenced debtors (the “Debtors”) for Allowance of Final Compensation for Actual and Necessary Services Rendered and Reimbursement of All Actual and Necessary Expenses Incurred for the Period May 21, 2002 through November 1, 2002 (the “Fee Application Period”), and adequate notice of the First and Final Application having been given and it appearing that no other notice need be given, and this Court having jurisdiction over the First and Final Application, and after any proceedings in respect of this matter, and sufficient cause appearing thereof, it is ORDERED that:

1. The First and Final Application is approved.
2. Gordian is allowed final compensation for professional services during the Fee Application Period in the amount of \$3,075,000.00, and reimbursement of expenses during the Fee Application Period in the amount of \$24,705.15.
3. Allowance of all fees and expenses related to the Debtors’ cases is final.

Dated: New York, New York  
December 23, 2002

/s/Burton R. Lifland  
Honorable Burton R. Lifland  
United States Bankruptcy Court Judge