

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re :
: Chapter 11
: Refco Inc., et al., :
: Case No. 05-60006 (RDD)
: Debtors. : (Jointly Administered)
: :
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**ORDER AUTHORIZING RETENTION AND APPOINTMENT
OF OMNI MANAGEMENT GROUP, LLC AS
CLAIMS, NOTICING AND BALLOTING AGENT FOR
THE CLERK OF THE BANKRUPTCY COURT**

Upon the application, dated December 2, 2005 (the "Application"),¹ of Refco Inc. and its debtor affiliates (collectively, the "Debtors") for an order under 28 U.S.C. § 156(c) authorizing the retention and appointment of Omni Management Group, LLC (collectively with its servants, agents, employees, licensees and subcontractors, "Omni") as claims, noticing and balloting agent (the "Claims Agent) of the Clerk of the Bankruptcy Court for the Southern District of New York (the "Clerk") effective as of November 2, 2005, under the terms of the Agreement attached to the Application as Exhibit B, *provided*, that the amount charged for such services does not exceed the amounts charged for such services by the Clerk; and upon the Berger Declaration; and this Court having held a hearing on the Application on December 15, 2005; and this Court having determined that the relief requested in the Application is in the best interests of the Debtors, their estates, their creditors and other parties in interest; and it appearing that notice of the Application was good and sufficient under the particular circumstances and that no other or further notice need be given; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

¹ Capitalized terms not defined herein have the meaning ascribed to them in the Application.

ORDERED, ADJUDGED AND DECREED that

1. The Application is granted.

2. Under Rule 2002 of the Federal Rules of Bankruptcy Procedure and 28 U.S.C. § 156(c), the Debtors are authorized to retain Omni, effective as of November 2, 2005, on the terms set forth in the Application.

3. Omni is appointed as agent for the Clerk and as custodian of court records and, as such, is designated as the authorized repository for all proofs of claim filed in these chapter 11 cases and is authorized and directed to maintain official claims registers for each of the Debtors and to provide the Clerk access to the electronic record maintained by Omni or a certified duplicate.

4. Omni is authorized to take such action as is necessary to comply with all duties set forth in the Application and that are otherwise necessary to perform as the Claims Agent in these cases.

5. The Debtors are authorized to compensate Omni, without further order of this Court, in accordance with the Agreement and this Order. Omni shall not be required to submit fee application to this Court under 11 U.S.C. §§ 330 and 331.

6. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

7. The requirement under Local Rule 9013-1(b) that the Debtors file a memorandum of law in support of the Application is hereby waived.

Dated: January 19, 2006
New York, New York

/s/ Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE