

January 31, 2004 (less the required deductions pursuant to applicable tax withholding laws and regulations) (the “Severance Payment”); and it is further

ORDERED that McAllister shall be entitled to continue his health insurance benefits at his sole cost (plus a 2% administrative fee) for the statutory period required under Section 4980B of the Internal Revenue Code of 1986, as amended; and it is further

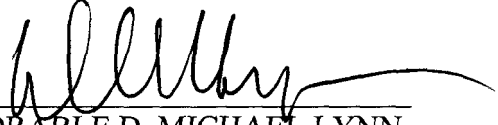
ORDERED that upon receipt of the Severance Payment, McAllister shall be deemed to have forever released and waived any and all claims he may have against the Debtors, other than claims for indemnification and reimbursement against the Debtors and under the applicable Debtors’ insurance policies (collectively, the “Indemnification Claims”) and no party in interest shall be entitled to assert that any such Indemnification Claims are time barred without further order of this Court upon appropriate notice to McAllister; provided, however, that nothing herein shall be deemed to be an admission by the Debtors or a determination by this Court as to the validity, enforceability or characterization of any Indemnification Claim, all rights relating thereto being expressly reserved; provided further, however, that this paragraph in no way provides for additional coverage or modifies the Debtors’ insurance policies and any limitations found within those policies shall remain in effect and unchanged; and it is further

ORDERED that the Debtors shall be authorized to take all actions necessary or appropriate to implement this Order, including, the entry into any agreements the Debtors deem appropriate in connection with the relief provided for herein as a condition precedent to McAllister’s receipt of the Severance Payment hereunder; and it is further

ORDERED that the Court shall retain jurisdiction with respect to any matters, claims, rights or disputes arising from or related to the implementation of this Order.

IT IS SO ORDERED.

Dated: February 25 2004



HONORABLE D. MICHAEL LYNN
UNITED STATES BANKRUPTCY JUDGE