



would disqualify Baker Botts from the representation of the Debtors as special counsel. The Court further finds that the Application should be **GRANTED** on an interim basis subject to the terms set forth below. IT IS THEREFORE

**ORDERED** that the Application is granted on an interim basis (the "Interim Order"); and it is further

**ORDERED** that the retention of Baker Botts as special counsel to the Debtors and Debtors-in-Possession is hereby GRANTED on an interim basis pursuant to 11 U.S.C. § 327(e) for the purposes set forth in the Application and Hunsicker Affidavit, effective as of October 1, 2003; and it is further

**ORDERED** that, within three (3) business days of the entry of this Interim Order, counsel for the Debtors shall serve the Interim Order upon all parties entitled to receive notice of the Application; and it is further

**ORDERED** that Baker Botts shall be compensated in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code and such Bankruptcy Rules as may then be applicable, from time to time, and such other procedures as may be fixed by order of this Court; and it is further


**ORDERED** that this Interim Order shall be effective from October 1, 2003 through and including the date of the final hearing on the Application; and it is further

**ORDERED** that to the extent of any conflict between the terms and conditions of the Application and the Interim Order, the terms and conditions of this Interim Order shall govern; and it is further

**ORDERED** that this Interim Order shall become a Final Order on the twenty-seventh (27<sup>th</sup>) day after entry of this Interim Order without further notice or hearing unless an

objection to the Interim Order is timely filed with the Court and served on counsel for the Debtors on or before twenty-six (26) days after entry of the Interim Order.

DATED: November 24, 2003

  
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HONORABLE D. MICHAEL LYNN  
UNITED STATES BANKRUPTCY JUDGE

Upon Submission, Please Return to:

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