

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

<p>In re:</p> <p>TAYLOR-WHARTON INTERNATIONAL LLC¹, et al.,</p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 09-14089 (BLS) Jointly Administered</p> <p>Re: Docket No. <u>109</u></p>
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**ORDER PURSUANT TO 11 U.S.C. §§ 105(a) AND 363(b)
AUTHORIZING THE EMPLOYMENT AND RETENTION OF
KISKI CONSULTING LLC AND BILL CORBIN AS CHIEF EXECUTIVE OFFICER
AND CHAIRMAN NUNC PRO TUNC TO DECEMBER 1, 2009**

Upon consideration of the Application of Debtors and Debtors In Possession for an Order Pursuant to 11 U.S.C. §§ 105(a) and 363(b) Authorizing the Employment and Retention of Kiski Consulting LLC and Bill Corbin as Chief Executive Officer and Chairman Nunc Pro Tunc to December 1, 2009 (the "Application")², the Court finds that (a) it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (c) venue of these Cases and the Application are proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; (d) notice of the Application and the hearing was sufficient under the circumstances; and (e) upon the record herein, and after due deliberation, good and sufficient cause exists for the relief requested. Accordingly, it is hereby


ORDERED, ADJUDGED AND DECREED as follows:

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number are: Taylor-Wharton International LLC (1577); TWI-Holding LLC (8154); Taylor-Wharton Intermediate Holdings LLC (6890); Alpha One Inc. (1392); Beta Two Inc. (1408); Gamma Three Inc. (1367); Delta Four Inc. (1320); Epsilon Five Inc. (1344); TW Cryogenics LLC (1713); TW Cylinders LLC (1665); Sherwood Valve LLC (1781); American Welding & Tank LLC (1945); and TW Express LLC (6414). Each of the Debtors has a principal place of business at 4817 Old Gettysburg Road, Mechanicsburg, Pennsylvania 17055.

² Capitalized terms not defined herein shall have the meanings ascribed thereto in the Application.

1. The Application is GRANTED as set forth herein.
2. The Debtors are hereby authorized to employ and retain Kiski to provide the services of Mr. Corbin to serve as Chief Executive Officer and Chairman of the Debtors and to provide related services, *nunc pro tunc* to December 1, 2009, on the terms set forth in the Amended Consulting Agreement.
3. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: February 12, 2010
Wilmington, Delaware



HONORABLE BRENDAN L. SHANNON
UNITED STATES BANKRUPTCY JUDGE