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PORZIO BROMBERG & NEWMAN

NO 778 P 4

PORZIO, BROMBERG & NEWMAN, P.C.

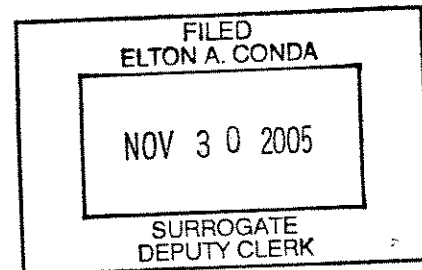
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Attorneys for Warren J. Martin Jr., Assignee for the
Benefit of Creditors of Fleer/Skybox International, LP



In the Matter of the General Assignment for
the Benefit of Creditors of FLEER/SKYBOX
INTERNATIONAL, LP,

Assignor,

to

WARREN J. MARTIN JR.,

Assignee.

SUPERIOR COURT OF NEW JERSEY
CHANCERY DIVISION, PROBATE PART
BURLINGTON COUNTY

DOCKET NO: 2005-1394

**ORDER AUTHORIZING PAYMENT OF PROFESSIONAL
FEES OF ATTORNEYS AND ACCOUNTANTS**

THIS MATTER having been presented to the Court upon the Motion¹ for Payment of Professional Fees of Attorneys and Accountants, by Warren J. Martin Jr. (the "Assignee"), Assignee for the Benefit of Creditors of Fleer/Skybox LP ("Fleer/Skybox"), by and through his counsel, Porzio, Bromberg, and Newman, PC ("Porzio"), and the Court having considered the Motion and any opposition thereto, and for good and sufficient cause having been found;

IT IS ON THIS 18 DAY OF November, 2005 FOUND, DETERMINED AND ORDERED THAT:

¹ Capitalized terms not defined herein shall have the meaning ascribed to such terms in the Assignee's Application for Payment of Professional Fees to Attorneys and Accountants dated October 21, 2005.

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1. This Court has jurisdiction to approve the payment of the attorneys and accountants for professional services rendered on behalf of the Fleer/Skybox estate in accordance with the terms and conditions of the Motion.

2. Proper, timely, adequate and sufficient notice of the Motion and the transactions contemplated thereby has been provided to, among others, all creditors of Fleer/Skybox and relevant parties in interest. No other or further notice is required.

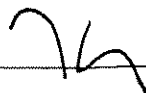
3. Porzio's fees of \$661,472.50 and expenses of \$79,562.04 are allowed in the amount of \$741,034.54, for the period covering June 8, 2005 through and including September 30, 2005 (the "Compensation Period"), and the Assignee is authorized to administer such payment immediately following entry of this Order;

4. Fox Rothschild, LLP's ("Fox Rothschild") fees of \$156,072.75 and expenses of \$2045.38 are allowed in the amount of \$158,118.13 for the Compensation Period, and the Assignee is authorized to administer such payment immediately following entry of this Order;

5. Stetz, Belgiovine & Manwarren, P.C.'s (the "Stetz Firm") fees and expenses are allowed in the amount of \$36,983.13 for the Compensation Period, and the Assignee is authorized to administer such payment immediately following entry of this Order; and

6. The Assignee is authorized to file additional applications for the payment of Porzio, Fox Rothschild and the Stetz Firm for professional services rendered on behalf of the Fleer/Skybox estate outside of the Compensation Period.

7. A copy of the within Order shall be served upon parties in interest within seven (7) days from the date hereof.



J.S.C.