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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 ASSIGNEE TO PROVIDE COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES
TO PROFESSIONALS FOR THE PERIOD FROM OCTOBER 1, 2005
THROUGH JANUARY 31, 2006**

THIS MATTER having been presented to the Court upon the Assignee's Application for Authorization to Provide Compensation for Services Rendered and Reimbursement of Expenses to Professionals for the Period from October 1, 2005 through January 31, 2006 (the "Fee Application"), 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 Fee Application and any opposition thereto, and for good and sufficient cause having been found;

IT IS ON THIS _____ DAY OF _____, 2006 FOUND, DETERMINED AND ORDERED THAT:

1. This Court has jurisdiction to approve the payment of compensation to professionals for the period from October 1, 2005 through and including January 31, 2006 (the "Compensation Period"), for services rendered on behalf of the Fleer/Skybox estate in accordance with the terms and conditions of the Motion¹.
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 other relevant parties-in-interest. No other or further notice is required.
3. Porzio's fees of \$334,863.33 and expenses of \$26,409.38 are allowed for 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 \$34,384.00 and expenses of \$728.00 are allowed 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 of \$23,584.38 are allowed for the Compensation Period, and the Assignee is authorized to administer such payment immediately following entry of this Order.
6. The Assignee is authorized to file such additional applications for the payment of professional services and expenses rendered by Porzio, Fox Rothschild and the Stetz Firm to the Fleer/Skybox estate following this Second Compensation Period.

¹ Capitalized terms not defined herein shall have the meaning ascribed to such terms in the Assignee's Application for Authorization to Provide Compensation for Services Rendered and Reimbursement of Expenses to Professionals for the Period from October 1, 2005 through January 31, 2006, dated March 29, 2006.

7. A copy of this Order shall be served upon parties listed on the Core Service List within seven (7) days from the date hereof.

HONORABLE RONALD E. BOOKBINDER, J.S.C.