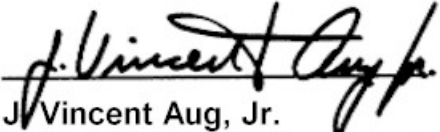


This document has been electronically entered in the records of the United States Bankruptcy Court for the Southern District of Ohio.

IT IS SO ORDERED.

Dated: May 12, 2009

  
J. Vincent Aug, Jr.  
United States Bankruptcy Judge

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IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF OHIO  
WESTERN DIVISION

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In re:	)	Chapter 11
	)	
SENCORP, <u>et al.</u>	)	Case No. 09-12869 (JVA)
	)	
Debtors.	)	Jointly Administered
	)	

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INTERIM ORDER AUTHORIZING RETENTION OF FROST BROWN TODD LLC  
AS CO-COUNSEL FOR THE DEBTORS

THIS MATTER is before the Court on the application (the "Application")<sup>1</sup> of SENCORP and certain of its affiliates (collectively, the "Debtors"),<sup>2</sup> as debtors and debtors-in-possession in the above-captioned Chapter 11 Cases, for entry of an order authorizing and

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings given to them in the Application.  
<sup>2</sup> The Debtors in these Chapter 11 cases are: SENCORP, Senco Products, Inc., Senco Export, Inc., SenSource Global Sourcing, LLC, TyRex, LLC, Global Fastening Solutions, LLC, Agrifast, LLC, Nexicor, LLC, Omnifast, LLC, S C FINANCIAL, INC., Senco International, Inc., Sentron Medical, Inc., and Gregg Laboratories, Inc.

approving the retention and employment of the law firm of Frost Brown Todd LLC as bankruptcy co-counsel for the Debtors, as debtors and debtors in possession in the above captioned Chapter 11 Cases, as of the Petition Date, with compensation and reimbursement of expenses to be paid as an administrative expense in such amounts as may be allowed by this Court pursuant to the Bankruptcy Code; and upon that affidavit of Ronald E. Gold, Esq., a member of the firm of Frost Brown Todd LLC, wherein it appears that Frost Brown Todd LLC does not hold or represent any interest materially adverse to the Debtors, any creditors of the Debtors, or any other party in interest with respect to the matters upon which Frost Brown Todd LLC is to be engaged and that no member, associate or counsel assigned to these cases holds or represents any interest materially adverse to the United States Trustee for this District or any assistant United States Trustee assigned to these cases and that said firm is a “disinterested person” as contemplated under section 327 of the Bankruptcy Code; and this Court having determined that such retention is in the best interests of the Debtors, their estates, creditors and equity security holders; and notice of the Application and the hearing on the Application having been given to all parties entitled to receive notice; and it appearing that no other or further notice of the Application need be given; and after due deliberation and sufficient cause appearing therefore, it is hereby:

1. ORDERED that the Application is granted and approved on an interim basis; and it is further

2. ORDERED that the Debtors are hereby authorized, pursuant to sections 327 and 328 of the Bankruptcy Code, to retain the law firm of Frost Brown Todd LLC as bankruptcy co-counsel on an interim basis, effective as of the Petition Date in these Chapter 11 Cases, upon the terms and for the purposes set forth in the Application; and it is further

3. ORDERED that Frost Brown Todd LLC shall be entitled to compensation for legal services rendered and reimbursement of expenses incurred in connection with the Chapter 11 Cases, pursuant to this Interim Order while such Interim Order is and remains pending, in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the guidelines established by the Office of the United States Trustee and applicable orders of this Court, to the same extent as if such services were provided pursuant to a final order of this Court, and such compensation and reimbursement of expenses (i) shall be pursuant to applications to be submitted to and approved by this Court from time to time during the pendency of these Chapter 11 Cases and (ii) paid as an administrative expense in such amounts as may be allowed by this Court pursuant to the Bankruptcy Code; and it is further

4. ORDERED that this Interim Order shall remain in full force and effect until such time as this Court enters an order ruling on the Application on a final basis; and it is further

5. ORDERED that within five (5) business days after entry hereof, the Debtors shall serve a copy of the Application and this Interim Order upon: (a) the Office of the United States Trustee for the Southern District of Ohio, (b) counsel to the administrative agent for the Debtors' prepetition lenders; (c) counsel to the administrative agent for the Debtors' proposed debtor-in-possession lenders; (d) the creditors listed on the Debtors' consolidated list of thirty largest unsecured creditors, as filed with the Debtors' chapter 11 petitions; (e) all parties asserting a security interest in the assets of the Debtors to the extent reasonably known to the Debtors; and (f) any governmental unit listed in LBR 5003-1(d). Notice served pursuant to the preceding sentence shall be via first class mail, postage prepaid. No further notice of the final hearing to approve the Application or of the entry of this Interim Order need be served by the Debtors; and it is further

6. ORDERED that objections, if any, to the relief requested in the Application must be filed with the Clerk of the United States Bankruptcy Court for the Southern District of Ohio, together with proof of service thereof, and served so as to be **ACTUALLY RECEIVED** no later than 4:00 p.m. (prevailing Eastern time) on June 2, 2009 (the “**Objection Deadline**”) by (i) Latham & Watkins LLP, Counsel for the Debtors, Sears Tower, Suite 5800, 233 S. Wacker Drive, Chicago, IL 60606, Attn: Stephen R. Tetro II; (ii) Frost Brown Todd LLC, local Counsel for the Debtors, 2200 PNC Center, 201 East Fifth Street, Cincinnati, Ohio 45202, Attn: Ronald E. Gold; (iii) Office of the United States Trustee for the Southern District of Ohio, 36 East Seventh Street, Suite 203, Cincinnati, Ohio 45202, Attn: Monica Kindt; (iv) Katten Muchin Rosenman LLP, Counsel for the administrative agent for the Debtors’ prepetition Lenders and proposed debtor-in-possession Lenders, 525 West Monroe Street, Chicago, IL 60661, Attn: John Sieger and Peter Siddiqui; and (v) those parties who have filed a notice of appearance and request for service of pleadings in these Chapter 11 Cases; and it is further.

7. ORDERED that, in the event an objection is timely served and filed in accordance with this Interim Order, there shall be a hearing held before the Honorable J. Vincent Aug, Jr., United States Bankruptcy Judge, in courtroom #1 of the United States Bankruptcy Court, 221 E. Fourth Street, Atrium Two, Suite 800, Cincinnati, Ohio 45202, on June 8, 2009 at 2:00 p.m. (prevailing Eastern time) to consider such objection and, pending entry of an order following the conclusion of said hearing, the relief granted herein shall remain in effect on an interim basis; and it is further

8. ORDERED that, in the absence of any objection(s) to the retention of Frost Brown Todd LLC, as provided for above, the Debtors shall submit an order granting on a final basis the relief requested in the Application, and such order may be entered without further

notice or hearing, effective *nunc pro tunc* to the date on which the Debtors commenced these Chapter 11 Cases; and it is further

9. ORDERED that the requirement set forth in LBR 9013-(a) that any motion or other request for relief be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Application or otherwise waived; and it is further

10. ORDERED that this Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Interim Order; and it is further

11. ORDERED that the Debtors are authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Interim Order; and it is further

12. ORDERED that notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062, 9014 or otherwise, the terms and conditions of this Interim Order shall be immediately effective and enforceable upon its entry.

**SO ORDERED.**

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