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IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF NEVADA

Case No. BK-N-01-31627  
(Chapter 11)

In re:

WASHINGTON GROUP  
INTERNATIONAL, INC., et al.,  
Debtors.

**ORDER UNDER FED. R. BANKR. P.  
9019 APPROVING SETTLEMENT  
AGREEMENT BETWEEN WASHINGTON  
GROUP INTERNATIONAL, INC. AND  
FORTI/POOLE AND KENT, L.L.C.**

Hearing Date: December 7, 2001  
Hearing Time: 9:30 a.m.

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Upon consideration of the motion under Fed. R. Bankr.  
P. 9019 for Approval of the Settlement Agreement Between Washing-  
ton Group International, Inc. and Forti/Poole and Kent, L.L.C.,

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dated October 30, 2001 (the "Motion"),<sup>1</sup> filed by the above-captioned debtors and debtors-in-possession (the "Debtors"); and after a hearing on the Motion; and the Court having considered the Motion; and the Court having considered the declaration of Mark McKain in support of the Motion; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby

FOUND THAT:

- A. The relief requested in the Motion is fair, reasonable and in the best interests of the Debtors and their estates.
- B. Proper and adequate notice of the Motion has been given and no other or further notice is necessary.
- C. The Debtors have exercised sound business judgment and have satisfied the requirements of 11 U.S.C. § 363 and Fed. R. Bankr. P. 9019 in entering into the Settlement Agreement; and it is therefore,

ORDERED, ADJUDGED AND DECREED THAT:

- 1. The Motion is GRANTED.
- 2. The Debtors are authorized under 11 U.S.C. § 363 and Fed. R. Bankr. P. 9019 to enter into the Settlement Agreement on the terms as set forth in the Settlement Agreement.

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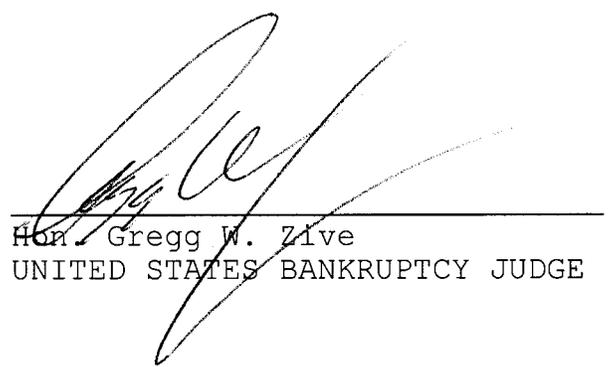
<sup>1</sup> Unless otherwise defined herein, capitalized terms used herein shall have the meanings ascribed to such terms in the Motion.

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3. The Debtors and their respective officers, employees and agents are hereby authorized and directed to execute such documents and do such acts as are necessary or desirable to consummate the Settlement Agreement, except that the Debtors do not have authority to pay any amounts under the Settlement Agreement.

4. This Court shall retain jurisdiction to decide any disputes arising among the Debtors and Forti/Poole and Kent, L.L.C. with respect to this Order.

Dated: Reno, Nevada  
December 4, 2001



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Hon. Gregg W. Zive  
UNITED STATES BANKRUPTCY JUDGE