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U.S. BANKRUPTCY COURT
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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEVADA

In re Case No. BK-N-01-31627
Chapter 11

WASHINGTON GROUP
INTERNATIONAL, INC., et al.,

Debtors.

**ORDER UNDER 11 U.S.C. § 365
AND FED. R. BANKR. P. 6006
AUTHORIZING DEBTORS TO ASSUME
EXECUTORY CONTRACTS WITH SAN
ROQUE POWER CORPORATION**

Hearing Date: June 25, 2001
Hearing Time: 9:30 a.m.

Upon the motion, dated June 13, 2001 (the
"Motion"),² of the above-captioned debtors and debtors-

² Unless otherwise defined herein, capitalized terms
used herein shall have the meanings ascribed to them

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in-possession (collectively, the "Debtors"), for entry of an order under 11 U.S.C. § 365 and Fed. R. Bankr. P. 6006 and 9014 authorizing (a) Raytheon-Ebasco Overseas Ltd. ("REOL") to assume the Construction Contract with San Roque Power Corporation ("San Roque"), (b) United Engineers International, Inc. ("UEI") to assume the Engineering Contract with San Roque and (c) REOL and UEI to assume the Coordination Agreement with San Roque; and the Court having reviewed 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 in the best interests of the Debtors, their estates, their creditors and other parties-in-interest.

B. Proper and adequate notice of the Motion has been given and no other or further notice is necessary.

C. To the extent necessary under 11 U.S.C. 365(c), the Debtors have obtained the consents necessary to assumption of the Contracts.

in the Motion.

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D. There are no defaults under the Contracts which are required to be cured pursuant to 11 U.S.C. § 365(b)(1).

E. The Debtors have exercised sound business judgment and have satisfied the requirements of 11 U.S.C. § 365 in deciding to assume the Contracts; and it is therefore,

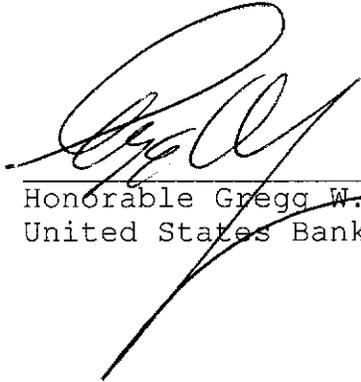
ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion is GRANTED.
2. REOL and UEI are authorized and directed under 11 U.S.C. § 365 to assume the Contracts.
3. The assumption of the Contracts and the entry of the order approving the same shall not prejudice any rights held by any creditor against any other creditor.
4. The Debtors and their respective officers, employees and agents are hereby authorized and directed to execute such documents and do such acts as may be necessary or desirable in furtherance of the assumption of the Contracts.
5. By the entry of this Order, REOL and UEI are hereby deemed to have assumed the Contracts.

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6. This Court shall retain jurisdiction to decide any disputes arising between the Debtors and San Roque with respect to this Order.

Dated: Reno, Nevada
~~June~~, 2001
JUL 12 2001



Honorable Gregg W. Zive
United States Bankruptcy Judge

Submitted by:
LIONEL SAWYER & COLLINS

Jennifer A. Smith
Attorneys for Washington Group
International, Inc., et al.
Debtors and Debtors in Possession

APPROVED/DISAPPROVED:

By: see attached fax signature
Todd Dressel, Esq.
McDonald Carano Wilson McCune
Attorneys for the Official Unsecured
Creditor's Committee

By: _____
Stephen R. Harris, Esq.
Belding, Harris & Petroni
Attorneys for the Pre-Petition and
Post-Petition Lenders

By: see attached fax signature
Joan C. Wright, Esq.
Allison MacKenzie Hartman
Attorneys for San Roque Power Corporation

Jun-25-01 04:57pm From-LIONEL SAWYER & COLLINS

+7027888641

T-739 P.11/11

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6. This Court shall retain jurisdiction to decide any disputes arising between the Debtors and San Rogue with respect to this Order.

Dated: Reno, Nevada
June __, 2001

Honorable Gregg W. Zive
United States Bankruptcy Judge

Submitted by:
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Jennifer A. Smith
Attorneys for Washington Group
International, Inc., et al.
Debtors and Debtors in Possession

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By:  *Approved*
Todd Dressel, Esq.
McDonald Carano Wilson McCune
Attorneys for the Official Unsecured
Creditor's Committee

By: Stephan R. Harris, Esq.
Belding, Harris & Petroni
Attorneys for the Pre-Petition and
Post-Petition Lenders

By: *see attached signature*
Joan C. Wright, Esq.
Allison MacKenzie Hartman
Attorneys for San Rogue Power Corporation

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From: Jennifer A. Smith
Date: June 25, 2001

Tel. No. 775-788-8624

If there is a problem with this transmission, please call (775) 788-8623

To: Steven R. Harris, Esq.
Re:
Fax No. 775/786-7764 Phone No. 775/786-7600
File: 14937-0001 - Washington Group International
Date: June 25, 2001
Pages: 12, including this cover sheet.

Message: Order to Assume Executory Contracts With San Rogue
Interim Agreement Regarding Red Oak Project
Order Authorizing Debtors to Enter into Federal Bonding
Facility

Please sign signature page and return via fax

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June __, 2001

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United States Bankruptcy Judge

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