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U.S. BANKRUPTCY COURT
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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 11 U.S.C. § 365(b)
AUTHORIZING PAYMENT OF REIM-
BURSABLE EXPENSES OF NON-CON-
TRACT VENDORS AND SUPPLIERS**

Hearing Date: October 5, 2001
Hearing Time: 9:30 a.m.

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Upon the expedited motion, dated August 10, 2001 (the "Motion"),¹ of the above-captioned debtors and debtors-in-possession (the "Debtors"), for an Order under 11 U.S.C. §§ 365 and 105 Authorizing the Debtors (I) to Assume Cost Reimbursable and Time and Materials Contracts, and All Contracts and Subcontracts Related to Such Projects and (II) to Pay the Reimbursable Prepetition Claims of Non-contract Suppliers; and upon the Schedules of Assumed Executory Contracts and Non-contract Obligations with Respect to the Debtors': (1) Expedited Motion for Order (A) under 11 U.S.C. § 365 and Fed. R. Bankr. P. 6006 Authorizing Debtors to Assume Executory Contracts with Subcontractors Performing Work with Respect to Debtors' Federal Government Contracts and (B) under 11 U.S.C. § 105 Authorizing Debtors to Pay Prepetition Claims of Non-contract Government Suppliers; (2) Expedited Motion for Order (A) under 11 U.S.C. § 365 and Fed. R. Bankr. P. 6006 Authorizing Debtors to Assume Executory Contracts with Subcontracts with Respect to Federal Insurance Company Bonded Projects and (B) under 11 U.S.C. § 105 Authorizing Debtors to Pay Prepetition Claims of Non-contract Suppliers on Federal Insurance Company Bonded Projects; and (3) Expedited Motion for Order under 11 U.S.C. §§ 365 and 105 Authorizing the Debtors (I) to Assume Cost Reimbursable and Time and Materials Contracts, and

¹ Unless otherwise defined herein, capitalized terms used herein shall have the meanings ascribed to them in the Motion.

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All Contracts and Subcontracts Related to Such Projects and (II) to Pay the Reimbursable Prepetition Claims of Non-contract Suppliers (Dkt. No. 1961) (the "Schedules"); and upon the record herein; and after due deliberation thereon; and good cause appearing therefor; it is hereby

FOUND THAT:

The payments to non-contract suppliers and vendors (the "Non-Contract Parties") listed on the Schedules are necessary to (i) cure and compensate the assumption of and/or (ii) provide adequate assurance of future performance with respect to, the cost reimbursable prime contracts (the "Cost Reimbursable Contracts") listed on the Schedules; and it is therefore,

ORDERED, ADJUDGED AND DECREED THAT:

1. Pursuant to 11 U.S.C. § 365(b), the Debtors are authorized to make the payments listed on the Schedules to the Non-Contract Parties to cure, compensate and provide adequate assurance of future performance of the Cost Reimbursable Contracts.

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2. To the extend the Debtors and a Non-Contract party have a bonafide dispute concerning a payments listed on the Schedules, the Debtors are authorized to settle such dispute and pay such amount without further notice or hearing.

DATED this ___ day of October, 2001.

Hon Gregg W. Zive
UNITED STATES BANKRUPTCY JUDGE

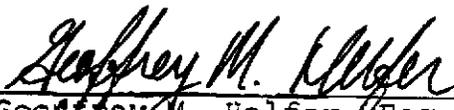
Submitted by:
LIONEL SAWYER & COLLINS


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

APPROVED/DISAPPROVED:

By: _____
Sabin Willett, Esq.
Bingham Dana LLP
Raytheon Company, Raytheon Engineers
and Constructors International, Inc.

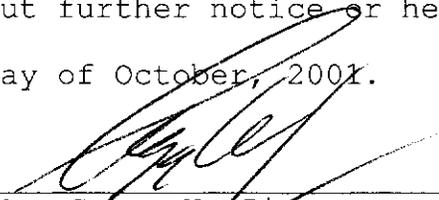
APPROVED/DISAPPROVED:

By: 
Geoffrey M. Helfer Esq.
Robinson, Belaustegui, Sharp & Low
Tutor-Saliba Corporation, et al.

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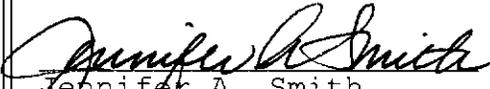
2. To the extend the Debtors and a Non-Contract party have a bonafide dispute concerning a payments listed on the Schedules, the Debtors are authorized to settle such dispute and pay such amount without further notice or hearing.

DATED this 19 day of October, 2001.



Hon 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 affidavit of Svc.
Sabin Willett, Esq.
Bingham Dana LLP
Raytheon Company, Raytheon Engineers
and Constructors International, Inc.

APPROVED/DISAPPROVED:

By: see attached
Geoffrey M. Helfer, Esq.
Robinson, Belaustegui, Sharp & Low
Tutor-Saliba Corporation, et al.