

**ORIGINAL****UNITED STATES BANKRUPTCY COURT****EASTERN DISTRICT OF LOUISIANA****IN RE:****ACTEL INTEGRATED  
COMMUNICATIONS, INC.  
DEBTOR****Case No. 01-12901  
Section A  
Chapter 7****Jointly administered with****IN RE:****ACTEL PROPERTIES,  
INC.  
DEBTOR****Case No. 01-12902  
Section A  
Chapter 7****ORDER GRANTING APPLICATION FOR FINAL COMPENSATION  
WITH RESPECT TO APPOINTMENT AS SPECIAL COUNSEL  
FOR THE TRUSTEE TO PURSUE CLAIMS AGAINST THE DB SANDLER GROUP**

The Application for Final Compensation with Respect to Appointment as Special Counsel for the Trustee to Pursue Claims Against the DB Sandler Group (the "Application"), filed herein by Mark S. Goldstein, Alicia M. Bendana, Michael R. Allweiss and the first Lowe, Stein, Hoffman, Allweiss & Hauver, L.L.P., and Dwayne P. Smith, A.P.C. ("Applicants") came for hearing on August 27, 2002.

The Court finding that the Notice of Hearing on the Application was given to all creditors and parties in interest, that all parties seeking special notice, as well as the United States Trustee, have been served with a copy of the Application and the Notice of Hearing, that there are no objections or responsive pleadings to the Application, and that the Application and the record establish that the Application should be granted;

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DISTRIBUTION CENTER

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**IT IS ORDERED, ADJUDGED and DECREED** that the Application is granted, and that the Applicants, in their capacity as Special Counsel for the Trustee to pursue claims against the DB Sandler Group, are awarded final compensation in the amount of \$116,666.66 and final reimbursement of expenses in the amount of \$4,558.64, and that the Trustee is authorized to pay Applicants these amounts at such time as he receives the proceeds of the settlement with the DB Sandler Group.

New Orleans, Louisiana, this 27<sup>th</sup> day of August 2002.

  
\_\_\_\_\_  
**UNITED STATES BANKRUPTCY JUDGE**

**UNITED STATES BANKRUPTCY COURT**  
**EASTERN DISTRICT OF LOUISIANA**

**IN RE:**

**ACTEL INTEGRATED  
COMMUNICATIONS, INC.  
DEBTOR**

**Case No. 01-12901  
Section A  
Chapter 7**

**Jointly administered with**

**IN RE:**

**ACTEL PROPERTIES,  
INC.  
DEBTOR**

**Case No. 01-12902  
Section A  
Chapter 7**

**ORDER GRANTING MOTION TO APPROVE COMPROMISE**

The hearing of this matter came for hearing on August 27, 2002.

Considering:

- A. The Motion to Approve Compromise filed herein by Dwayne P. Smith, Chapter 7 Trustee in both of the above referenced cases ("Trustee") on August 7, 2002 ("Motion");
- B. That notice of the hearing on the Motion was given to all creditors and parties at interest;
- C. That all parties seeking special notice, as well as the United States Trustee, have been served with a copy of the Motion and the Notice of Hearing;
- D. The Limited Objection of Lucent Technologies, Inc. to Trustee's Motion to Approve Compromise ("Lucent Limited Objection");

- E. That there are no other responsive pleadings or objections to the Motion filed in these proceedings;
- F. That no factual findings regarding liability of any party to this or any other proceeding to which the Trustee is party are made by the Court in connection with the Trustee's Motion to Approve Compromise filed herein and that, accordingly, the Court is informed that Lucent Technologies, Inc. has withdrawn the Lucent Limited Objection; and
- G. The pleadings on record in these proceedings:

**NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED and DECREED**

that:

1. The Motion be, and it hereby is, **GRANTED**, and the Trustee is authorized to compromise his claims with DB Capital Partners, Inc., DB Capital Investors, L.P., Sandler Capital Partners V, L.P., Sandler Capital V FTE, L.P., Sandler Capital Partners IV, L.P., Sandler Capital Partners IV FTE, L.P., Sandler Co-Investment Partners, L.P., Tyler Zachem, Jon Mattson, David Lee and Michael Marocco ("collectively, the "Released Parties"), as set out in the Motion, and

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2. The Trustee is authorized to execute any and all documents reasonably necessary to memorialize the Trustee's compromise and settlement with the Released Parties, including, without limitation, the Compromise, Settlement and Release Agreement, a copy of which is attached as Exhibit "A" to the Motion, and all of the documents referenced therein.

New Orleans, Louisiana, this 27<sup>th</sup> day of August 2002.

*J. M. Brashers*

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**UNITED STATES BANKRUPTCY JUDGE**

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2. The Trustee is authorized to execute any and all documents reasonably necessary to memorialize the Trustee's compromise and settlement with the Released Parties, including, without limitation, the Compromise, Settlement and Release Agreement, a copy of which is attached as Exhibit "A" to the Motion, and all of the documents referenced therein.

New Orleans, Louisiana, this 27<sup>th</sup> day of August 2002.

*J. M. Brahm, Jr.*

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**UNITED STATES BANKRUPTCY JUDGE**

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