



SO ORDERED.

SIGNED this 20 day of August, 2008.

**THIS ORDER HAS BEEN ENTERED ON THE DOCKET.
PLEASE SEE DOCKET FOR ENTRY DATE.**

John C. Cook

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION**

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|-------------------------------------|---|--------------------------------|
| In re | § | |
| | § | |
| PROPEX INC., | § | Case No. 08-10249 |
| PROPEX HOLDINGS INC., | § | Case No. 08-10250 |
| PROPEX CONCRETE SYSTEMS | § | |
| CORPORATION, | § | Case No. 08-10252 |
| PROPEX FABRICS INTERNATIONAL | § | |
| HOLDINGS I INC., | § | Case No. 08-10253 |
| PROPEX FABRICS INTERNATIONAL | § | |
| HOLDINGS II INC., | § | Case No. 08-10254 |
| | § | |
| Debtors. | § | |
| | § | |
| | § | Chapter 11 |
| | § | |
| | § | JOINTLY ADMINISTERED |
| | § | UNDER CASE NO. 08-10249 |

ORDER GRANTING FIRST INTERIM FEE APPLICATION OF AKIN GUMP STRAUSS HAUER & FELD LLP, COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF PROPEX INC., ET AL., FOR INTERIM ALLOWANCE OF COMPENSATION AND FOR THE REIMBURSEMENT OF EXPENSES FOR SERVICES RENDERED DURING THE PERIOD FROM JANUARY 30, 2008 THROUGH MAY 31, 2008

Upon the application of Akin Gump Strauss Hauer & Feld LLP, Counsel for the Official Committee of Unsecured Creditors of Propex Inc., et al., for Interim Allowance of Compensation and for the Reimbursement of Expenses for Services Rendered During the Period from January

30, 2008 Through May 31, 2008 (the “Application”);¹ and it appearing that the relief requested is in the best interest of the Debtors’ estates, their creditors and other parties in interest; and it appearing that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and the Application in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that notice of the Application and the opportunity for a hearing on the Application was appropriate under the particular circumstances and that no other or further notice need be given; and after due deliberation and sufficient cause appearing therefore, it is hereby

ORDERED that the Application is granted in its entirety; and it is further

ORDERED that Akin Gump is allowed interim (a) compensation in the amount of \$1,557,128.75 for necessary professional services rendered, and (b) reimbursement in the amount of \$87,262.45 for expenses incurred, during the period commencing January 30, 2008 through and including May 31, 2008; and it is further

ORDERED that the Debtors are authorized and directed to pay Akin Gump all unpaid fees and expenses incurred during the period commencing January 30, 2008 through and including May 31, 2008, without any holdbacks; and it is further

ORDERED that the Debtors are authorized and directed to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application; and it is further

¹ Unless otherwise defined, each capitalized term used herein shall have the same meaning ascribed to such term in the Application.

ORDERED that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that the Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

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Prepared by:

By: /s/ James R. Savin
Ira S. Dizengoff (ID-9980) (admitted *pro hac vice*)
James R. Savin (JS-9220) (admitted *pro hac vice*)
Shaya Rochester (SR-5559) (admitted *pro hac vice*)

AKIN GUMP STRAUSS HAUER & FELD LLP

590 Madison Avenue
New York, New York 10022-2524
(212) 872-1000 (Telephone)
(212) 872-1002 (Facsimile)

Submitted by:

By: /s/ Richard B. Gossett
Richard B. Gossett (TN #001686)

BAKER, DONELSON, BEARMAN, CALDWELL & BERKOWITZ, PC

1800 Republic Centre
633 Chestnut Street
Chattanooga, Tennessee 37450

Attorneys for the Official Committee of
Unsecured Creditors of Propex Inc., et al.