

SO ORDERED.



Dated: December 09, 2008

A handwritten signature in black ink, appearing to read "Charles G. Case, II".

CHARLES G. CASE, II
U.S. Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT
DISTRICT OF ARIZONA

In re

OMEGA SYSTEMS, INC.,

Debtors.

Case No. 2:08-bk-13372-CGC

Chapter 11

**ORDER AUTHORIZING THE
EMPLOYMENT OF SQUIRE, SANDERS
& DEMPSEY L.L.P. AS COUNSEL TO
THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS**

On the application of the Official Committee of Unsecured Creditors appointed in this case (the “Committee”) for an order under 11 U.S.C. §§ 1103(a) and 328(a) authorizing the employment of Squire, Sanders & Dempsey L.L.P. (“Squire Sanders”) as counsel for the Committee, the Court finds: (a) this Court has jurisdiction over this Chapter 11 case under 28 U.S.C. §§ 157 and 1334; (b) this application constitutes a core proceeding under 28 U.S.C. § 157(b)(2); (c) venue of the Debtors’ Chapter 11 case is proper in this District under 28 U.S.C. §§ 1408 and 1409; (d) the application is adequately supported by the *Verified Statement of Jordan A. Kroop In Support Of Application For An Order Authorizing The Employment Of Squire, Sanders & Dempsey, L.L.P. As Counsel To The Official Committee of Unsecured Creditors*, filed contemporaneously with the application; (e) the Committee has demonstrated that the employment of Squire Sanders as its counsel is necessary and appropriate; (f) Squire

Sanders does not represent any adverse interest that would disqualify it from serving as counsel to the Committee under Bankruptcy Code § 1103(b); and (g) good cause appears to grant the application.

Therefore, IT IS ORDERED that:

1. The application is granted;
2. The Committee's employment of Squire Sanders as its counsel in accordance with the application is approved and effective as of November 21, 2008;
3. Squire Sanders' fees and expenses associated with its services for the Committee in this case are subject to review and approval in accordance with Bankruptcy Code §§ 330 and 331, the local rules of this Court, and any orders issued by this Court in this case.

ORDER SIGNED AND DATED ABOVE