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9 **IN THE UNITED STATES BANKRUPTCY COURT**  
10 **FOR THE DISTRICT OF ARIZONA**

11 In re  
12 OMEGA DEFENSE SYSTEMS, INC.,  
13 Debtor.

Chapter 11

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

14 **NOTICE OF LODGING PROPOSED ORDER**  
15 **GRANTING APPLICATION FOR**  
16 **SUBSTITUTION AND EMPLOYMENT OF**  
17 **COUNSEL FOR DEBTOR AND DEBTOR-IN-**  
18 **POSSESSION**

**Hearing Date:**

**Hearing Time:**

**Location:**

**Courtroom #601**  
**230 N First Ave**  
**Phoenix AZ 85003**

19 **PLEASE TAKE NOTICE** that Omega Defense Systems, Inc. has this date lodged the  
20 proposed Order Granting Application for Substitution and Employment of Counsel for Debtor and  
21 Debtor-in-Possession in the form attached hereto, relating to Docket Entry #72.

22 RESPECTFULLY SUBMITTED this 2<sup>nd</sup> day of April 2009.

23 **STINSON MORRISON HECKER LLP**

24 By: /s/ Alisa C. Lacey (#010571)

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28 Attorneys for Debtor

1 COPY of the foregoing sent this 2<sup>nd</sup> day of  
2 April 2009, to:

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17 /s/ Rebecca J. McGee  
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14 OMEGA DEFENSE SYSTEMS, INC.,  
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17 Chapter 11  
18 Case No. 2:08-bk-13372-CGC

19 **ORDER GRANTING APPLICATION FOR**  
20 **SUBSTITUTION AND EMPLOYMENT OF**  
21 **COUNSEL FOR DEBTOR AND DEBTOR-IN-**  
22 **POSSESSION**

23 **Hearing Date:**  
24 **Hearing Time:**  
25 **Location: Courtroom #601**  
26 **230 N First Ave**  
27 **Phoenix AZ 85003**

28 The Court has reviewed the Application for Substitution and Employment of Stinson Morrison Hecker LLP ("SMH") as Counsel for Omega Defense Systems, Inc. ("Omega"), Debtor and Debtor-in-Possession (the "Application") and the Verified Statement of Alisa C. Lacey in support of the Application. The Court is satisfied that the SMH attorneys are duly admitted to practice in this Court; that SMH represents no interest adverse to Omega herein, or to its estate in the matters upon which it is to be engaged; that its employment is necessary and is in the best interest of the estates; and good cause appearing,

IT IS HEREBY ORDERED substituting SMH in the place of Carmichael & Powell, P.C. as counsel for Omega, and that Omega is authorized to employ Stinson Morrison Hecker LLP to serve as bankruptcy counsel to the Debtor and Debtor-in-Possession, on the terms stated in the Application, in the above-captioned Chapter 11 cases, effective April 1, 2009.

1 IT IS FURTHER ORDERED that no compensation shall be paid to SMH except upon Court  
2 approval after appropriate application and notice, and that such application shall be in compliance  
3 with the U.S. Trustee Guidelines.

4 DATED AND SIGNED ABOVE.

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6 The Honorable Charles G. Case, II  
7 UNITED STATES BANKRUPTCY JUDGE  
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