

PLEASE TAKE FURTHER NOTICE that each capitalized term contained in the foregoing paragraph has the meaning set forth in the Engagement Letter.

PLEASE TAKE FURTHER NOTICE that the Honorable Prudence Carter Beatty of the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) approved Interim Order (the “**Interim Order**”) Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 2014(a) for Authority to Employ Blackstone as Financial Advisor for the Debtors on an interim basis pending a final hearing on the Application.

PLEASE TAKE FURTHER NOTICE that the final hearing on the Application is scheduled for October 6, 2005 at 1:30 p.m. prevailing Eastern Time at the United States Bankruptcy Court, Room 701, United States Customs House, One Bowling Green, New York, New York 10004.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be filed and served no later than Monday October 3, 2005 on (i) attorneys for the Debtors, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017, Attn: Marshall S. Huebner, Esq.; (ii) attorneys for Blackstone, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, NY 10017, Attn: Mark Thompson, Esq.; (iii) The Blackstone Group L.P., 345 Park Avenue, New York, NY 10154, Attn: Joshua Rovine, Esq.; and (iv) the Office of the United States Trustee, 33 Whitehall Street, 21st Floor, New York, New York 10004, Attn: Greg M. Zipes, Esq.

PLEASE TAKE FURTHER NOTICE that any objections to the Application must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court, and shall be filed electronically with the Court in accordance with General Order M-242, as amended by General Order M-269 (available at www.nysb.uscourts.gov) by registered users of the Court’s case filing system and by all other parties in interest on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect or any other Windows-based word processing format (with a hard-copy delivered directly to Chambers).

PLEASE TAKE FURTHER NOTICE that if no objections to the Application are timely filed, served, and received in accordance with the Application and Interim Order, the Court shall enter a final order granting the Application on a permanent basis without further notice or hearing.

PLEASE TAKE FURTHER NOTICE that the foregoing summary of certain elements of Blackstone’s retention is not complete and that the full terms of the retention is contained in the Application and the exhibits annexed thereto, which are available for inspection at the clerk’s office for the Bankruptcy Court and on the Debtors’ case information website at www.deltadocket.com and the Bankruptcy Court’s Internet site at www.nysb.uscourts.gov (a Pacer log-in and password are needed and can be obtained at <http://pacer.psc.uscourts.gov>). To the extent that the summary of the retention terms set forth in this notice conflict with the terms of the Engagement Letter, the terms of the Engagement Letter controls.