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DENNIS MONTALI
U.S. Bankruptcy Judge

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8 Attorneys for Heller Ehrman LLP,
9 Debtor and Debtor in Possession

10 UNITED STATES BANKRUPTCY COURT
11 NORTHERN DISTRICT OF CALIFORNIA
12 SAN FRANCISCO DIVISION

13 In re:
14 Heller Ehrman LLP,¹
15 Debtor.

Case No.: 08-32514

Chapter 11

ORDER APPROVING REVISED NON-INSIDER EMPLOYEE RETENTION AND INCENTIVE BONUS PLAN

16 Date: February 27, 2009
17 Time: 2:30 p.m.
18 Place: United States Bankruptcy Court
235 Pine Street, 22nd Floor
19 San Francisco, CA
20 Judge: The Honorable Dennis Montali

21 THIS MATTER came before the Court at the above-referenced time and place upon
22 consideration of the Motion for Order Approving Revised Non-Insider Employee Retentions and
23 Incentive Bonus Plan (the "Motion") filed by Heller Ehrman LLP, the debtor and debtor in
24 possession herein (the "Debtor"). Appearances were made as reflected in the record. Based upon
25 the Courts review of the Motion, the Declaration of Bradley Sharp, and the argument of counsel at
26 the hearing, and good cause appearing therefor,

27 IT IS HEREBY ORDERED:
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¹ The Debtor's address is 333 Bush Street, San Francisco, CA 94104, Federal Tax I.D. No. 94-1217308.

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1. The Debtor is authorized to provide retention bonuses and incentive payments to employees pursuant to the Revised Retention Plan described in the Motion and particularized in the *in camera* submission made to the Court.

* * * END OF ORDER * * *

COURT SERVICE LIST

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