

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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<b>In re:</b>		)	<b>Chapter 11</b>
		)	
<b>MES INTERNATIONAL, INC.,<sup>1</sup></b>		)	<b>Case No. 09-14109 (PJW)</b>
		)	
<b>Debtor.</b>		)	<b>Joint Administration Requested</b>
<hr/>		)	
<b>In re:</b>		)	<b>Chapter 11</b>
		)	
<b>GSI GROUP INC.,</b>		)	<b>Case No. 09-14110 (PJW)</b>
		)	
<b>Debtor.</b>		)	<b>Joint Administration Requested</b>
<hr/>		)	
<b>In re:</b>		)	<b>Chapter 11</b>
		)	
<b>GSI GROUP CORPORATION,</b>		)	<b>Case No. 09-14111 (PJW)</b>
		)	
<b>Debtor.</b>		)	<b>Joint Administration Requested</b>
<hr/>		)	

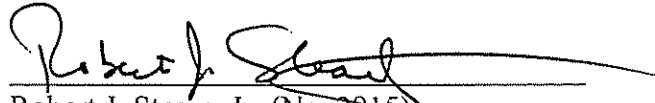
**MOTION AND ORDER FOR ADMISSION *PRO HAC VICE*  
PURSUANT TO DEL. BANKR. L.R. 9010-1**

1. Robert J. Stearn, Jr., a member in good standing of the Bar of the State of Delaware, admitted to practice before the United States District Court for the District of Delaware, moves, pursuant to Rule 9010-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), for the admission pro hac vice of Carl E. Black (the "Admittee") of Jones Day, North Point, 901 Lakeside Avenue, Cleveland, Ohio 44114, to represent Mr. Stephen W. Bershad in the above-captioned cases. The Admittee is a member in good standing of the Bar of the State of Ohio.

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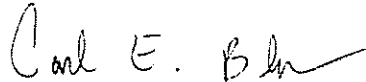
<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: MES International, Inc. (1964); GSI Group Inc. (0412); and GSI Group Corporation (9358). The Debtors' headquarters is located at 125 Middlesex Turnpike, Bedford, MA 01730.

Dated: November 23, 2009  
Wilmington, Delaware

A handwritten signature in black ink, reading "Robert J. Stearn, Jr.", with a long horizontal flourish extending to the right.

Robert J. Stearn, Jr. (No. 2915)  
RICHARDS, LAYTON & FINGER, P.A.  
One Rodney Square  
920 North King Street  
Wilmington, Delaware 19801  
Telephone: (302) 651-7700  
Facsimile: (302) 651-7701  
Email: [stearn@rlf.com](mailto:stearn@rlf.com)

2. Pursuant to Rule 9010-1 of the Local Rules, the Admittee certifies that he is eligible for admission to this Court, is admitted to practice and in good standing in the jurisdictions shown in the paragraph above, submits to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the course of, or in the preparation of, these cases as provided in Local Rule 9010-1, and has access to, or has acquired, a copy of the Local Rules and is generally familiar with those Local Rules. In accordance with Standing Order for the District Court Fund effective January 1, 2005, the Admittee further certifies that the annual fee of \$25.00 has been paid to the Clerk's Office of the District Court prior to the filing of this motion.



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Carl E. Black  
JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
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Facsimile: (216) 579-0212  
Email: ceblack@jonesday.com

3. Motion GRANTED.

Dated: November \_\_\_\_, 2009  
Wilmington, Delaware

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THE HONORABLE PETER J. WALSH  
UNITED STATES BANKRUPTCY JUDGE