

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

In re:)	
MES INTERNATIONAL, INC., ¹)	Chapter 11
Debtor.)	Case No. 09-14109
)	
In re:)	Chapter 11
GSI GROUP INC.,)	Case No. 09-14110
Debtor.)	
)	
In re:)	Chapter 11
GSI GROUP CORPORATION,)	Case No. 09-14111
Debtor.)	Joint Administration Requested
)	Related to Docket No. 6

**ORDER AUTHORIZING THE DEBTORS TO RETAIN AND
EMPLOY THE GARDEN CITY GROUP, INC. AS CLAIMS
NOTICING, AND BALLOTING AGENT PURSUANT TO 28 U.S.C.
§ 156(C), RULE 2002(F) OF THE FEDERAL RULES OF BANKRUPTCY
PROCEDURE, AND LOCAL RULE 2002-1(F) AS OF THE PETITION DATE**

Upon the application (the "Application")² of the above-captioned Debtors for entry of an order pursuant to 28 U.S.C. § 156(c), Bankruptcy Rule 2002, and Local Rule 2001-1(f), authorizing the Debtors to retain Garden City Group as Claims Agent to the Debtors; and upon the affidavit of Jeffrey S. Stein, which is annexed to the Application as Exhibit A, wherein it appears that Garden City Group does not, by reason of any direct or indirect relationship to,

¹ 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.

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Application.

connection with, or interest in the Debtors, hold or represent any interest adverse to the Debtors, their estates, or any class of creditors or equity interest holders with respect to the matters upon which it is to be engaged, and is not connected with the Debtors, their creditors, other parties-in-interest, the United States Trustee, or anyone employed by the Office of the United States Trustee, with respect to the matters upon which Garden City Group is to be engaged; and it appearing that Garden City Group is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code; and it appearing that the relief requested therein is in the best interests of the Debtors, their estates, and creditors; and no notice of the Application need be given pursuant to Local Rule 2002-1(f); and after due deliberation and sufficient cause appearing thereof; it is hereby

ORDERED, that the relief requested in the Application is hereby granted; and it is further

ORDERED, that the Debtors are hereby authorized to retain and employ Garden City Group as Claims Agent in these chapter 11 cases for the purposes set forth in the Application and the Agreement, attached to the Application as Exhibit B, effective as of the date of the commencement of these chapter 11 cases; and it is further

ORDERED, that the indemnification provisions of the Agreement are approved, and it is further

ORDERED, that Garden City Group shall not cease providing services for any reason including nonpayment, without prior order of this Court authorizing Garden City Group from doing so; and it is further

ORDERED, that the Debtors are hereby authorized to pay, without further order of this Court unless there is an unresolved dispute, the reasonable fees and expenses of Garden City Group incurred in connection with services rendered to the Debtors as Claims Agent, from the

assets of the Debtors' estates, upon Garden City Group's submission, on a monthly basis, of reasonably detailed invoices to the Debtors, the Office of the United States Trustee, and any official committee(s) appointed in the Debtors' Chapter 11 Cases; and it is further

ORDERED, that this Court retains jurisdiction with respect to all matters arising from or relating to the implementation of this Order.

Dated: Nov. 23, 2009
Wilmington, Delaware


United States Bankruptcy Judge