

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

IN RE CENTENNIAL TECHNOLOGIES )  
LITIGATION )

CIVIL ACTION NO.  
97-10304-REK

**FINAL ORDER AND JUDGMENT AWARDING  
ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES**

The Court, having considered the arguments and submissions made in connection with the Joint Petition of Plaintiffs' Counsel for an Award of Attorneys' Fees and Reimbursement of Expenses;

NOW, THEREFORE, it is ORDERED, ADJUDGED and DECREED that:

1. In a separate Order Approving Settlement and Final Judgment, the proposed Settlement (as provided for by the Settlement Agreement dated February 9, 1998 and Exhibits thereto), was approved as fair, reasonable and adequate, and in the best interests of the Class.

2. Plaintiffs published the Summary Notice in the national edition of The Wall Street Journal and The Boston Globe and mailed the detailed Notice of the Settlement to over 50,000 potential members of the Class, which advised Class members of the Settlement and of their right to object to plaintiffs' counsels' fee request. The deadline for filing objections was April 7, 1998 and not one objection was filed to Plaintiffs' Request for Reimbursement of Expenses and on Award of Attorneys' Fees.

3. Plaintiffs' Counsel is awarded 30 % of the Settlement Fund as their attorneys' fees consisting of 30 % of the shares of Centennial common stock to be distributed to the Class and 30 % of the \$1.475 million in cash. This fee award shall be paid as provided in the Settlement Agreement together with interest earned on the Settlement Fund from the date of

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deposit, March 31, 1998, to the date of payment at the same rate of interest as earned by the Settlement Fund.

4. The foregoing awards of fees shall be paid out of the Settlement Fund at the time and in the manner provided in the Settlement Agreement. Any and all allocations of attorneys' fees among plaintiffs' counsel shall be made by Plaintiffs' Lead Counsel, who shall apportion the fees based upon their assessment, in their sole discretion, of the respective contributions to the litigation made by each counsel.

5. Plaintiffs' counsel, at the time of final distribution of the settlement proceeds, may file a supplemental petition for reimbursement of their expenses (a) incurred but not paid or (b) incurred and paid, after the date of the Joint Petition of Plaintiffs' Counsel for an Award of Attorneys' Fees and Reimbursement of Expenses, including those incurred in connection with claims administration.

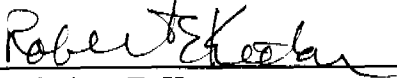
6. There is no just reason for delay in the entry of judgment pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, and the Clerk is hereby directed to enter judgment in accordance with this Final Order and Judgment.

7. Certification under Rule 54(b) will not result in unnecessary appellate review, nor will review of the adjudicated claims moot any further developments in the Litigation. Even if appeals are subsequently filed, the nature of these claims are such that the appellate court would not have to decide the same issue more than once. The reservation of jurisdiction by this Court pursuant to the following paragraph shall not affect in any way the finality of this Final Order and Judgment.

8. Without in any way affecting the finality of this Final Order and Judgment, this Court shall retain continuing jurisdiction over the Litigation and the parties to the Settlement to enter any future orders as may be necessary for the purposes of effectuating the Settlement and claims administration, ruling on any supplemental petition by plaintiffs' counsel for reimbursement of expenses, and of enforcing the Final Order and Judgment.

BY THE COURT:

Dated: April 29, 1998

  
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Robert E. Keeton  
United States District Judge

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