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*Proposed Counsel to the Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

)	
In re:)	Chapter 11
ATARI, INC., <i>et al.</i> , ¹)	Case No. 13-10176 (JMP)
Debtors.)	(Jointly Administered)
)	

STIPULATED NOTICE OF AMENDMENT

PLEASE TAKE NOTICE that on January 21, 2013, the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) filed the *Motion of the Debtors and Debtors-in-Possession for Entry of an Order (I) Authorizing, But Not Directing, Payment of Certain Prepetition Claims of Critical Vendors; and (II) Authorizing and Directing Financial Institutions to Honor and Process Related Checks and Transfers* (the “Critical Vendor Motion”) [ECF No. 9]. Pursuant to the Critical Vendor Motion, the Debtors, among other things, sought authorization to pay, in their discretion, \$66,000 to Escalation Studios Inc. (“Escalation”) for

¹ The Debtors are Atari, Inc., Atari Interactive, Inc., Humongous, Inc., and California U.S. Holdings, Inc.

development work performed by Escalation prepetition pursuant to that certain development agreement (the “Development Agreement”) between the Debtors and Escalation.

PLEASE TAKE FURTHER NOTICE that on January 25, 2013, the Court entered the *Order (I) Authorizing, But Not Directing, Payment of Certain Prepetition Claims of Critical Vendors; and (II) Authorizing and Directing Financial Institutions to Honor and Process Related Checks and Transfers* (the “Critical Vendor Order”) [ECF No. 37] approving, among other things, the payment to Escalation.

PLEASE TAKE FURTHER NOTICE that following the filing of the Critical Vendor Motion, the Debtors discovered that the previously authorized payment amount to Escalation did not include the additional amount of \$44,000 (the “Additional Amount”) owed to Escalation for the prepetition development work that was performed pursuant to the Development Agreement.

PLEASE TAKE FURTHER NOTICE that the Debtors have discussed the payment of the Additional Amount with the DIP lender, Alden Global Distressed Opportunities Master Fund, L.P. and Alden Global Value Recovery Master Fund, L.P., the Office of the United States Trustee for the Southern District of New York, and the Official Committee of Unsecured Creditors (collectively, the “Key Parties”), and each of the Key Parties has consented to the payment. Accordingly, the payment amount to Escalation previously authorized by the Critical Vendor Order will be increased to reflect the Additional Amount.

New York, New York
Dated: March 4, 2013

AKIN GUMP STRAUSS HAUER & FELD LLP

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