

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

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

**ORDER AUTHORIZING THE DEBTORS TO FILE UNDER SEAL PORTIONS OF
THE DEBTORS’ OMNIBUS REPLY TO OBJECTIONS TO THE
DEBTORS’ PROPOSED SALE INCENTIVE PLAN**

Upon the motion (the “*Sealing Motion*”)² of the Debtors seeking entry of an order pursuant to Bankruptcy Code section 107(b) and Bankruptcy Rule 9018 authorizing the Debtors to file portions of the Reply under seal; and it appearing that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors and other parties in interest; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that the relief requested herein being a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Sealing Motion is granted to the extent set forth herein.
2. Pursuant to Bankruptcy Code section 107(b) and Bankruptcy Rule 9018, the Debtors are authorized to file portions of the Reply under seal (the “*Sealed Document*”), redacting certain Confidential Information, with the Court.

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

² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Sealing Motion.

3. The Clerk of the Bankruptcy Court shall accept the Sealed Document for filing under seal pursuant to this Order.

4. The Sealed Document shall be available to the Court and other parties specifically designated by the Debtors but shall otherwise remain under seal, and may not be unsealed unless authorized by order of the Court.

5. The Debtors shall file the redacted version of the Reply on the docket.

6. The Debtors shall dispose of the Sealed Document at the closing of these cases.

7. The relief granted in this Order is without prejudice to the rights of any party in interest, or the U.S. Trustee, to seek to unseal the Sealed Document.

8. The Debtors are authorized to take all actions necessary and appropriate to effectuate the relief granted pursuant to this Order in accordance with the Motion.

9. This Court shall retain jurisdiction with respect to all matters arising from or relating to the implementation of this Order.

Dated: June 5, 2013
New York, New York

s/ James M. Peck
THE HONORABLE JAMES M. PECK
UNITED STATES BANKRUPTCY JUDGE