

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:)	Chapter 11
ATARI, INC.,)	Case No. 13-10176 (JMP)
Debtor.)	
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In re:)	Chapter 11
ATARI INTERACTIVE, INC.,)	Case No. 13-10177 (JMP)
Debtor.)	
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In re:)	Chapter 11
HUMONGOUS, INC.,)	Case No. 13-10179 (JMP)
Debtor.)	
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In re:)	Chapter 11
CALIFORNIA U.S. HOLDINGS, INC.,)	Case No. 13-10178 (JMP)
Debtor.)	

ORDER (I) DIRECTING JOINT ADMINISTRATION OF THE CHAPTER 11 CASES UNDER FED. R. BANKR. P. 1015(b), (II) WAIVING REQUIREMENTS OF 11 U.S.C. § 342(c)(1), FED. R. BANKR. P. 1005 AND FED. R. BANKR. P. 2002(n), AND (III) AUTHORIZING THE DEBTORS TO FILE MONTHLY OPERATING REPORTS ON A CONSOLIDATED BASIS

Upon consideration of the motion (the “Motion”)¹ of the debtors and debtors-in-possession in the above-captioned cases (collectively, the “Debtors”) for entry of an order (this “Order”) under Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), (i) directing joint administration of the Debtors’ separate chapter 11 cases for procedural purposes only, (ii) waiving the requirement that the captions in these chapter 11 cases contain certain identifying information with respect to each Debtor, and (iii) authorizing the filing of

¹ Unless otherwise defined herein, capitalized terms shall have the meanings ascribed to them in the Motion.

monthly operating reports on a consolidated basis, subject to certain conditions, including consultation with the office of the United States Trustee for the Southern District of New York (the “U.S. Trustee”); and upon consideration of the *Declaration of Robert A. Mattes in Support of Chapter 11 Petitions and First Day Motions* (the “First Day Declaration”); and the Court having held a hearing on January 24, 2013 (the “Hearing”) on approval of the relief requested in the Motion and having considered the arguments of counsel made, and the evidence submitted, proffered or adduced at the Hearing; and the Court finding that: (a) it has jurisdiction to consider the Motion pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); (b) venue of these cases and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; (c) this is core proceeding pursuant to 28 U.S.C. § 157(b); (d) notice of the Motion and the Hearing was adequate and appropriate under the particular circumstances; and (e) the relief requested in the Motion is the best interests of the Debtors, their estates, their creditors and other parties in interest; and the Court having determined that the factual and legal bases set forth in the Motion and the First Day Declaration and at the Hearing establish just cause for the relief granted herein,

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED**.
2. Each of the above-captioned chapter 11 cases of the Debtors shall be, and hereby are, consolidated for procedural purposes only and shall be jointly administered by the Court.
3. Nothing contained in this Order shall be deemed or construed as directing or otherwise effecting the substantive consolidation of any of the above-captioned chapter 11 cases.

4. All original pleadings shall be captioned as indicated in paragraph 5 of this Order, and all original docket entries shall be made in the case of Atari, Inc., Case No. 13-10176 (JMP) (the “Lead Case”); provided, however, that all schedules of assets and liabilities, statements of financial affairs, and proofs of claims shall be captioned and filed in each of the Debtors’ respective, separate cases, as appropriate. All other documents shall be captioned and filed solely in the Lead Case unless otherwise ordered by the Court.

5. The caption of the jointly administered cases shall read as follows:

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.)	(Jointly Administered)

6. The Debtors shall list the names of all of the Debtors (without respective tax identification numbers, other names used during the past eight years and addresses) in a footnote to each pleading that is filed with the Court.

7. A docket entry shall be made in each of the Debtors’ cases (except that of Atari) substantially similar to the following:

An order has been entered in this case consolidating this case with the case of Atari, Inc. (Case No. 13-10176 (JMP)) for procedural purposes only and providing for its joint administration in accordance with the terms thereof. The docket in Case No. 13-10176 (JMP) should be consulted for all matters affecting the above listed case.

8. The requirements under section 342(c)(1) of the Bankruptcy Code and Bankruptcy Rules 1005 and 2002(n) that the case caption and other notices mailed in these cases include the Debtors’ tax identification numbers and other identifying information about the Debtors are waived.

9. The Debtors are authorized to file monthly operating reports required by the *Operating Guidelines and Reporting Requirements for Debtors-in-Possession and Trustees* on a consolidated basis if the Debtors determine, after consultation with the U.S. Trustee, that consolidated reports would further administrative economy and efficiency without prejudice to any party in interest and that the reports would accurately reflect the Debtors' consolidated business operations and financial affairs; provided, however, that the Debtors shall each separately file a monthly report of disbursements on an individual basis.

10. The Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

Dated: New York, New York
January 24, 2013

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