

EXHIBIT A

PROPOSED FORM OF ORDER

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 SHORTENING NOTICE PERIOD AND FIXING THE HEARING
AND OBJECTION DEADLINE TO CONSIDER APPROVAL OF THE
APPLICATION OF THE DEBTORS AND DEBTORS-IN-POSSESSION FOR
ENTRY OF AN ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION
OF HUNTON & WILLIAMS LLP AS ATTORNEYS FOR THE DEBTORS
NUNC PRO TUNC TO THE PETITION DATE**

Upon consideration of the *ex parte* motion (the “Motion”)² of the debtors and debtors-in-possession in the above-captioned cases (collectively, the “Debtors”), for the entry of an order, pursuant to Rules 2002(a)(2) and 9006(c)(1) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 9077-1(b) of the Local Bankruptcy Rules for the Southern District of New York (the “Local Rules”), shortening the notice period with respect to the hearing on the *Application of Debtors and Debtors-in-Possession for Entry of an Order Authorizing the Employment and Retention of Hunton & Williams LLP as Attorneys for the Debtors Nunc Pro Tunc to the Petition Date* [Docket No. ____] (the “Hunton Application”); and upon consideration of the Partee Declaration; 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 chapter 11 cases and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; (c) this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (d) the relief requested in the Motion is in the best

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

² Capitalized terms not defined herein shall have the meanings ascribed to such terms in the Motion.

interests of the Debtors, their estates, and their creditors; (e) adequate notice of the relief requested in the Motion has been provided and no further or other notice is necessary; and (f) good and sufficient cause exists for the granting of the relief requested in the Motion after having given due deliberation upon the Motion and the Partee Declaration,

IT IS HEREBY ORDERED, ADJUDGED, and DECREED THAT:

1. The Motion is **GRANTED**.

2. The hearing (the "Hearing") on the Hunton Application shall take place before the Honorable James M. Peck, United States Bankruptcy Judge, in Room 601 of the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004 (the "Bankruptcy Court") on February 14, 2013, at 10:00 a.m. (prevailing Eastern Time).

15. Any deadlines and/or notice periods established by the Bankruptcy Rules and/or Local Rules, to the extent applicable, shall be modified and suspended to the extent necessary to hear and determine approval of the Hunton Application at the Hearing.

16. Responses or objections, if any, to approval of the Hunton Application must (a) be in writing; (b) set forth with particularity the basis for the response or objection; (c) be filed with the Clerk of the Bankruptcy Court (with a courtesy copy delivered directly to Chambers of the Honorable James M. Peck, United States Bankruptcy Court for the Southern District of New York, Alexander Custom House, New York, New York 10004); and (d) be served on (i) Hunton & Williams LLP, Attorneys for the Debtors, 200 Park Avenue, 53rd Floor, New York, New York 10166, Attn: Peter S. Partee, Sr., Esq.; and (ii) the Office of the United States Trustee for the Southern District of New York, 271 Cadman Plaza East, Suite 4529, Brooklyn, New York

11201, Attn: Richard C. Morrissey, Esq. (collectively, the “Notice Parties”), so as to actually be received by February 8, 2013, at 4:00 p.m. (the “Objection Deadline”).

17. Objections, if any, to approval of the Hunton Application that do not comply with the foregoing, or that are not timely filed with the Clerk of Court and served on the Notice Parties by the Objection Deadline, will not be considered and shall be deemed waived and/or overruled.

18. Upon entry of this Order, counsel to the Debtors shall serve a copy of (a) this Order; (b) the Hunton Application; and (c) a notice of the Hearing on (i) the Core Service List (as defined in the order establishing notice and service procedures [Docket No. 38]); and (ii) all parties that have filed a notice of appearance or have requested service in these chapter 11 cases.

19. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: New York, New York
February ___, 2013

THE HONORABLE JAMES M. PECK
UNITED STATES BANKRUPTCY JUDGE