

**EXHIBIT A**



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 at the Hearing establish just cause for the relief granted herein,

**IT IS HEREBY ORDERED THAT:**

1. The Motion shall be, and hereby is, **GRANTED** as set forth herein.
2. The Utility Companies shall be, and hereby are, forbidden to alter, refuse or discontinue service, or to discriminate against the Debtors, on account of any unpaid prepetition charges, or require additional adequate assurance of payment other than the Adequate Assurance Deposits.
3. Any Utility Company that provides a written request to the Debtors within thirty (30) days after the date of entry of this Order, and then accepts, an Adequate Assurance Deposit, which the Debtors shall tender within five (5) days of a timely request therefore, shall be, and hereby is, (i) deemed to have stipulated that the Adequate Assurance Deposit constitutes adequate assurance of postpetition payment to such Utility Company and (ii) deemed to have waived any right to seek additional adequate assurance during the pendency of the Debtors' chapter 11 cases. Utility Companies shall serve written requests for Adequate Assurance Deposits upon the Debtors at the following addresses: (a) Atari, Inc., Attn: Robert Mattes, CFO, 475 Park Avenue South, Twelfth Floor, New York, New York 10016; and (b) counsel to the Debtors, Attn: Peter S. Partee, Sr., Esq., Hunton & Williams LLP, 200 Park Avenue, 53rd Floor, New York, New York 10166.
4. Any Utility Company listed on **Exhibit B** to the Motion that does not request an Adequate Assurance Deposit in writing within thirty (30) days after entry of this Order shall be,

and hereby is, deemed to have received “adequate assurances” within the meaning of section 366(c) of the Bankruptcy Code.

5. The Debtors shall be, and hereby are, authorized, in their sole discretion, to amend the Utilities List to add or delete any Utility Company, and this Order shall apply to and be binding upon any such Utility Company that is subsequently added to the Utilities List.

6. Any Utility Company subsequently added to the Utilities List shall be entitled to request in writing within fourteen (14) days from the date of service of a notice that such Utility Company has been added to the Utilities List, together with a copy of the Motion and this Order, that the Debtors provide to such Utility Company an Adequate Assurance Deposit, and any such Utility Company shall be, and hereby is, deemed to have adequate assurance pending resolution of such request and following receipt of an Adequate Assurance Deposit. Further to the extent that any such Utility Company does not timely request in writing on Adequate Assurance Deposit, such Utility Company shall be, and hereby is, deemed to have received “adequate assurance” within the meaning of section 366(c) of the Bankruptcy Code.

7. The Debtors shall be, and hereby are, authorized and empowered to take all actions necessary to implement the relief granted in this Order.

8. The Debtors shall be, and hereby are, directed serve a copy of this Order on each Utility Company listed on the Utilities List within two (2) business days of the date this Order is entered, and shall be, and hereby are, directed to similarly serve this Order on each Utility Company subsequently added by the Debtors to the Utilities List.

9. 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 \_\_, 2013

\_\_\_\_\_  
THE HONORABLE \_\_\_\_\_  
UNITED STATES BANKRUPTCY JUDGE