

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION

In re:	:	Case No. 04-34091
	:	(and cases for joint administration)
DT Industries, Inc.,	:	(04-34092, 04-34093, 04-34094,
	:	04-34095, 04-34096, 04-34097,
Debtor and Debtor in Possession.	:	04-34098, 04-34099, 04-34100,
	:	04-34101, 04-34102, 04-34103,
	:	04-34104)
	:	CHAPTER 11
	:	
	:	Judge Waldron

MOTION OF THOMAS R. NOLAND FOR AN ORDER (A) ADMITTING CERTAIN ATTORNEYS FOR ASSEMBLY & TEST WORLDWIDE, INC. *PRO HAC VICE* AND (B) DESIGNATING J. MARK FISHER AND PATRICIA. J. EMSHWILLER AS “CASE ATTORNEYS” PURSUANT TO LOCAL BANKRUPTCY RULE 2091-1(B)

Thomas R. Noland, a member of Statman Harris Siegel & Eyrich LLC (“SHSE”), as local counsel for Assembly & Test Worldwide, Inc. (“ATW”), hereby moves the Court for the entry of an order (i) admitting certain of ATW’s attorneys, *pro hac vice*, to appear before the Court in these bankruptcy cases and (ii) designating J. Mark Fisher and Patricia. J. Emshwiller as “Case Attorneys” in these chapter 11 cases, pursuant to Local Bankruptcy Rule (“L.B.R.”) 2090-1(b).

In support of this Motion, Thomas R. Noland respectfully represents as follows:

1. On May 13, 2004 (the “Petition Date”), the Debtors commenced their respective reorganization cases by filing voluntary petitions for relief under chapter 11 of the Bankruptcy Code, 11 U.S.C. §§ 101-1330 (the “Bankruptcy Code”).

Request for Admission of Certain Attorneys Pro Hac Vice

2. J. Mark Fisher and Patricia. J. Emshwiller, of Schiff Hardin LLP, 6600 Sears Tower, Chicago, IL 60606 request through local counsel admission to practice before this honorable court.

5. Thomas R. Noland, the movant herein (“Movant”), is a member in good standing of the Bar of the State of Ohio and is admitted to practice before the United States District Court for the Southern District of Ohio. SHSE maintains an office at 110 N. Main Street, Suite 1520, Dayton, OH 45402. Movant respectfully seeks the entry of an order admitting J. Mark Fisher and Patricia. J. Emshwiller, of Schiff Hardin LLP, (the “Attorneys”) *pro hac vice* to appear before the Court in Debtors’ chapter 11 cases:

- a. J. Mark Fisher – Mr. Fisher is a member of Schiff Hardin LLP and is a member in good standing of the Bar of the State of Illinois (Bar # 3121711), and is admitted to practice before the United States District Courts for the Northern District of Illinois, the Northern District of Indiana, the Eastern District of Wisconsin and Western District of Michigan, the United States Court of Appeals for the Seventh Circuit and The United States Supreme Court. Mr. Fisher also is admitted to practice before the U.S. Bankruptcy Court for the Northern District of Illinois. Mr. Fisher maintains an office at 6600 Sears Tower, Chicago, IL 60606.
- b. Patricia. J. Emshwiller – Ms. Emshwiller is a member of Schiff Hardin LLP and she is a member in good standing of the Bar of the State of Illinois (Bar # 6277431), and is admitted to practice before the United States District Court for Northern District of Illinois, the Central District of Illinois and the Northern District of Indiana. Ms. Emshwiller maintains an office at 6600 Sears Tower, Chicago, IL 60606.

Request for Designation of Case Attorney

6. L.B.R. 2090-1(b) states, in pertinent part, as follows:

[A]ll parties not appearing *pro se* shall be represented by a “case attorney” who is admitted to practice pursuant to this rule.

7. As described above, Mr. Fisher is a member in good standing of the Bar of the State of Illinois and is admitted to practice before the United States District Courts for the Northern District of Illinois, and Western District of Michigan, the Northern District of Indiana, the Eastern District of Wisconsin, the United States Court of Appeals for the Seventh Circuit and The United States Supreme Court. Ms. Emshwiller is a member of Schiff Hardin LLP and she is a member in good standing of the Bar of the State of Illinois (Bar # 627743), and is admitted to practice before the United States District Court for the Northern District of Illinois, the Central District of Illinois and the Northern District of Indiana. Accordingly, pursuant to L.B.R. 2090-1(b), Mr. Fisher and Ms. Emshwiller are qualified to act as “Case Attorneys” in these Chapter 11 cases, upon whom all papers filed herein may be served.

WHEREFORE, Movant respectfully requests that the Court enter an order: (i) admitting the Attorneys *pro hac vice* to appear before the Court in these bankruptcy cases, (ii) designating J. Mark Fisher and Patricia J. Emshwiller as “Case Attorneys” in these chapter 11 cases, pursuant to L.B.R. 2090-1(b), and (iii) granting such other and further relief as the Court may deem proper.

/s/ Thomas R. Noland
Thomas R. Noland #0018239
Statman Harris Siegel & Eyrich LLC
1520 Fifth Third Center
110 North Main Street
Dayton, OH 45402
Tel: (937)222-1090
Fax: (937)222-1046
notices@shsedayton.com
Local Counsel for Assembly & Test
Worldwide, Inc.

CERTIFICATE OF SERVICE

The undersigned herein certifies that a copy of the foregoing *Motion Of Thomas R. Noland For An Order (A) Admitting Certain Attorneys For Assembly & Test Worldwide, Inc. Pro Hac Vice And (B) Designating J. Mark Fisher And Patricia. J. Emshwiller As "Case Attorneys" Pursuant To Local Bankruptcy Rule 2091-1(B)* was served upon the parties set forth in the attached service list on the 14th day of May 2004, via first class U.S. mail or electronic service through the bankruptcy court noticing system.

/s/ Thomas R. Noland
Thomas R. Noland #0018239

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SERVICE LIST

Ronald S. Pretekin, Esq
Coolidge, Wall, Womsley &
Lombard Co LPA
33 W. First Street, Suite 600
Dayton, OH 45402-1289

Dennis L. Patterson, Esq.
Bogin, Patterson & Bohman LLP
1200 Talbott Tower
131 N. Ludlow Street
Dayton, OH 45402-1158

Lawrence T. Burick, Esq.
Thompson Hine LLP
2000 Courthouse Plaza NE
10 West Second Street
PO Box 8801
Dayton, OH 45401-8801

DT Industries, Inc.
907 W. Fifth Street
Dayton, OH 45407

And the Creditors Listed in the attached Top Twenty List.

Form 4. LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

United States Bankruptcy Court

Southern District of Ohio, Western Division at Dayton

In re DT Industries, Inc.
Debtor

Case No. _____

Chapter _____ 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]
ADP Attn: Christine Masterson PO Box 0888 Carol Stream, IL 60132	ADP Attn: Christine Masterson PO Box 0888 Carol Stream, IL 60132	Payroll Processing Services		30,432.00
Blackwell Sanders Attn: Samuel Digirolamo 2300 Main Street, PO Box 41977 Kansas City, MO 64141-6777	Blackwell Sanders Attn: Samuel Digirolamo 2300 Main Street, PO Box 41977 Kansas City, MO 64141-6777	Legal - Intellectual Property		17,964.00
CCC Risk Management Attn: Delris Dillon 23520 Network Place Chicago, IL 60673-1235	CCC Risk Management Attn: Delris Dillon 23520 Network Place Chicago, IL 60673-1235	Reimbursement of Claim		41,120.00
CNA Attn: Cathy Dzugan PO Box 95777 Chicago, IL 60694-5777	CNA Attn: Cathy Dzugan PO Box 95777 Chicago, IL 60694-5777	Reimbursement of Claims		85,507.00
Citicorp Attn: John Petschler 242 Trumbull Street Hartford, CT 06115	Citicorp Attn: John Petschler 242 Trumbull Street Hartford, CT 06115	Subordinated Unsecured Debt		10,010,000.00

In re DT Industries, Inc.

Case No. _____

Debtor

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]
David Babson Attn: Mark Ahmed 1500 Main Street, Ste. 2800 Springfield, MA 01115	David Babson Attn: Mark Ahmed 1500 Main Street, Ste. 2800 Springfield, MA 01115	Subordinated Unsecured Debt		10,010,000.00
Delaware Secretary of State Division of Corporations 7833 Walker Drive Greenbelt, MD 20770	Delaware Secretary of State Division of Corporations 7833 Walker Drive Greenbelt, MD 20770	Franchise Fee		66,000.00
Edwards & Angell Attn: P. O'Neill 101 Federal Street Boston, MA 02110	Edwards & Angell Attn: P. O'Neill 101 Federal Street Boston, MA 02110	Legal - Product Liability		15,724.00
Financial Relations Attn: Karen Wilson 675 North St. Clair, Ste. 1300 Chicago, IL 60611	Financial Relations Attn: Karen Wilson 675 North St. Clair, Ste. 1300 Chicago, IL 60611	Investor Relations		12,933.00
Integrated Marketing Services Attn: Gary Geprey 429 Cushing Ave. Dayton, OH 45429-2609	Integrated Marketing Services Attn: Gary Geprey 429 Cushing Ave. Dayton, OH 45429-2609	Employee Manuals		13,240.00
John F. Logan 325 Lake Brittany Court Heathrow, FL 32748	John F. Logan 325 Lake Brittany Court Heathrow, FL 32748	Former Director/Employee Deferred Compensation		61,000.00

In re **DT Industries, Inc.**

Case No. _____

Debtor

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]
Lockton Companies Attn: Karen Bampton PO Box 798183 Saint Louis, MO 63179-8000	Lockton Companies Attn: Karen Bampton PO Box 798183 Saint Louis, MO 63179-8000	Ocean Cargo Policy Audit Adjustment		77,407.00
MCI WorldCom Attn: Brian Henger 1 Flour Daniel Dr., Bldg. C Sugar Land, TX 77478	MCI WorldCom Attn: Brian Henger 1 Flour Daniel Dr., Bldg. C Sugar Land, TX 77478	Telecommunication s Services		83,839.00
McMahon Berger Hanna Attn: Tom McCarthy 2730 North Ballas Road, Ste. 200 Saint Louis, MO 63131	McMahon Berger Hanna Attn: Tom McCarthy 2730 North Ballas Road, Ste. 200 Saint Louis, MO 63131	Legal		12,003.00
Metrogroup for Reed Attn: Lee Stepner 61 Broadway, Ste. 901 New York, NY 10006	Metrogroup for Reed Attn: Lee Stepner 61 Broadway, Ste. 901 New York, NY 10006	Settlement of Claim - Cancelled Exhibition Booth		12,500.00
Moody's Investor Service Attn: Kimberlee Wright 90 Church Street New York, NY 10007	Moody's Investor Service Attn: Kimberlee Wright 90 Church Street New York, NY 10007	Annual Listing Fee		20,000.00
Multiple Benefit Services Attn: Fred Schremp 175 Townpark Drive, Suite 250 Kennesaw, GA 30144-5509	Multiple Benefit Services Attn: Fred Schremp 175 Townpark Drive, Suite 250 Kennesaw, GA 30144-5509	Employee Benefits Advisory		15,000.00

In re DT Industries, Inc.

Case No. _____

Debtor

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]
Northwestern Mutual Attn: Tim Wegener 720 East Wisconsin Ave. Milwaukee, WI 53202	Northwestern Mutual Attn: Tim Wegener 720 East Wisconsin Ave. Milwaukee, WI 53202	Subordinated Unsecured Debt		14,980,000.00
Primacy Relocation Attn: Kathy Graham 6077 Primacy Parkway, Ste. 300 Memphis, TN 38119	Primacy Relocation Attn: Kathy Graham 6077 Primacy Parkway, Ste. 300 Memphis, TN 38119	Employee Relocation Expenses		24,483.00
Right Management Attn: Earl Miller 7777 Washington Village Dr. Dayton, OH 45459	Right Management Attn: Earl Miller 7777 Washington Village Dr. Dayton, OH 45459	Outplacement Services		10,400.00

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the _____ of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding 20 Largest Unsecured Claims and that it is true and correct to the best of my information and belief.

Date May 12, 2004Signature /s/ Karl Frydryk
Karl Frydryk

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.