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IT IS SO ORDERED.

Dated: May 14, 2004


Lawrence S. Walter
United States Bankruptcy Judge

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION - DAYTON**

In re:) Chapter 11
)
DT INDUSTRIES, INC., et al.¹) Case No. 04-34091
) (Jointly Administered)
 Debtors.)
) Honorable Thomas F. Waldron

INTERIM ORDER GRANTING DEBTORS' MOTION FOR ORDER (I) PROHIBITING UTILITIES FROM ALTERING, REFUSING OR DISCONNECTING SERVICES ON ACCOUNT OF PREPETITION CLAIMS; AND (II) DETERMINING ADEQUATE ASSURANCE OF FUTURE PAYMENT

This matter coming to be heard upon the motion (the "Motion")² of the above captioned debtors and debtors in possession (collectively, the "Debtors"), for entry of an order prohibiting the Utility Companies from altering, refusing or discontinuing services to the Debtors or

¹ The other debtors and debtors-in-possession include the following: Vanguard Technical Solutions, Inc., Mid-West Automation Enterprises, Inc., Mid-West Automation Systems, Inc., Assembly Technology and Test, Inc., Detroit Tool and Engineering Company, Advanced Assembly Automation, Inc., Assembly Machines, Inc., Hansford Manufacturing Corporation, DTI Leominster Subsidiary, Inc., DTI Pennsylvania Subsidiary, Inc., DTI Massachusetts Subsidiary, Inc., DTI Lebanon Subsidiary, Inc., and DT Resources, Inc.

² All capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

otherwise discriminating against the Debtors, on account of outstanding prepetition invoices or the filing of these chapter 11 cases, and determining that the Utility Companies are adequately assured of future payment, without the need for payment of additional deposits or security, pursuant to the protections established by this Motion; and it appearing that such relief is in the best interests of the Debtors and their estates and creditors; and it appearing that due and proper notice has been given under the circumstances; and it appearing that no other notice is necessary; the Court being otherwise fully advised of the premises; and in light of the circumstances of the relief requested; and sufficient cause appearing therefor, on an interim basis subject to a final hearing,

IT IS HEREBY ORDERED that:

1. Absent further order of this Court, the Utility Companies shall not alter, refuse or discontinue service to, or discriminate against, the Debtors, solely on the basis of the commencement of these cases or on account of any unpaid invoice for service prior to the commencement of these cases.

2. The Debtors shall provide the following protections to the Utility Companies, and such protections shall be deemed to constitute adequate assurance of payment under 11 U.S.C. § 366:

- (a) Administrative Expense Priority for Postpetition Services: Each of the Utility Companies shall be granted administrative expense priority status under section 503(b) of the Bankruptcy Code for services rendered to the Debtors by the Utility Companies following the Petition Date;
- (b) Timely Payment for Postpetition Services: The Debtors shall timely pay all undisputed (in good faith) amounts of each invoice for postpetition Utility Services rendered;
- (c) Information Exchange: At the request of a Utility Company, the Debtors and that Utility Company shall exchange contact information (names, addresses, phone and fax numbers) for employees with sufficient authority to deal with disputes, if any, regarding late or missed postpetition payments; and
- (d) Expedited Dispute Resolution: In the event of any dispute between the Debtors and a Utility Company with respect to postpetition payment, the

court will hear such dispute upon motion (as opposed to adversary proceeding) filed by either party, on ten (10) days notice, unless the parties agree to a longer period of time.

3. Absent further order of this Court, the Utility Companies shall not require the payment of a deposit or other security or form of adequate assurance in connection with the continued provision of Utility Services to the Debtors.

4. Nothing in this Order or in the Motion shall be deemed to constitute a postpetition assumption or adoption of any executory contract.

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

6. The Court will hold a final hearing on the Motion on June 8, 2004 at 1:30 p.m. in the Courtroom of the Honorable Thomas F. Waldron. Any objection to the Motion must be filed with the Court and served on Debtors' counsel, the U.S. Trustee, counsel for the Pre-petition Agent, counsel to any official committee(s) established in these cases, or if no committee has been appointed, to the twenty largest unsecured cases, or if no committee has been appointed, to the twenty largest unsecured creditors and each Debtor, those parties who have formally appeared and requested service in these Chapter 11 cases pursuant to Bankruptcy Rule 2002, and the Securities and Exchange Commission, the Internal Revenue Service, and other government agencies to the extent required by the Bankruptcy Code, the Bankruptcy Rules and the Local Rules, by June 3, 2004.

7. This Order is effective immediately upon its entry.

cc: Julia W. Brand, Esq., Katen Muchin Zavis Rosenman, 2029 Century Park East, Ste.
2600, Los Angeles, CA 90067-2012
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Ronald S. Pretekin, 33 West First Street, Ste. 600, Dayton, OH 45402

See attached service list.

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EXHIBIT A

UTILITIES LIST

ADVANCED ASSEMBLY AUTOMATION, INC.

<u>Vendor</u>	<u>Acct #</u>	<u>Avg \$</u>	<u>Phone #</u>	<u>Address</u>
Dayton Power & Light	3168270970 7	12,649	937-331-3900	P.O. Box 740598 Cincinnati OH 45274-0598
Vectren	03-400102552-2238783	3,856	800-227-1376	P.O. Box 6263 Indianapolis IN 46206-6263
Waste Management	806-0043767-2939-0	358	937-878-7000	1700 N. Broad St Fairborn OH 45324
City of Dayton – Water	1198040017	38	937-333-3550	P.O. Box 740575 Cincinnati OH 45274-0575
	1197890025	11		
	1197890017	448		

ASSEMBLY TECHNOLOGY & TEST, INC.

<u>Vendor</u>	<u>Acct #</u>	<u>Avg \$</u>	<u>Phone #</u>	<u>Address</u>		
Onyx Waste Services	V3001242-1	1,123	248-349-7230	10690 Six Mile Rd	Northville	MI 48167
City Of Livonia - Water	00-04-00510	386	734-421-2000	33000 Civic Center Dr	Livonia	MI 48154
	00-04-00515	779				
Detroit Edison	2493 629 0002 2	3,189	800-477-4747	P.O. Box 2859	Detroit	MI 48260-0001
	2493 629 0001 4	3,496				
Consumer Energy	04 16 93 6349 00 8	5,183	800-541-2341		Lansing	MI 48937-0001
Consumer Energy	15 08 00 2300 00 3	3,167	800-541-2341		Lansing	MI 48937-0001
	15 02 69 2302 00 7	7,684				
	15 02 69 1328 00 3	2,170				
	15 02 69 1340 0 6	3,188				
	15 02 69 1200 0 5	107				
City of Saginaw - Water	5108162294	240	989-759-1450	1315 S. Washington	Saginaw	MI 48601
	5108162298	299				
	5108136630	531				
	5108136622	69				
	5108162300	35				
	5108162296	41				
Waste Management	734-0001903-1734-7	456	248-374-6599	48797 Alpha Dr Ste 150	Wixom	MI 48393

DT INDUSTRIES, INC.

<u>Vendor</u>	<u>Type</u>	<u>Acct #</u>	<u>Avg \$</u>	<u>Phone #</u>	<u>Address</u>
Dayton Power & Light	Electricity	0646298393 5	1,600	937-331-3900	P.O. Box 740598 Cincinnati OH 45274-0598
Vectren	Gas	03-400102552-2102479	1,000	800-227-1376	P.O. Box 6263 Indianapolis IN 46206-6263
City of Dayton	Water/Sewer	0000535820011	200	937-333-3550	P.O. Box 740575 Cincinnati OH 45274-0575

DETROIT TOOL & ENGINEERING COMPANY

Vendor Name	TYPE	Acct. NO.	Monthly Amount	Address	Phone #	Contact Name
Lebanon:						
Laclede Elect/MFA Propane	Propane:	tank #193552	\$5,900.00	PO Box 1099	417-532-7630	NA
		tank @ bishop	\$2,275.00	Lebanon, MO 65536		
City Utilities	Electric:	Bethel Rd	\$41,900.00	PO Box 111 - Lebanon	417-532-2345	NA
	Water:	425 W Elm		Lebanon, MO 65536		
		425B W Elm				
		901 Spfd Rd				
		Beckett				
		450 W Elm				
		402 Beckett				
		2435 S Jefferson				
Sewer:			NA			
WCA Waste Systems	Trash:	000336 – Bishop	\$540.00	PO Box 200506	800/323-7548	NA
WCA Waste Systems		000337 – eng	\$470.00	Dallas, TX 75320-0506		
WCA Waste Systems		000346 – maint	\$1,010.00			
Benton Harbor:						
Aquila	Gas	9615 2889 60	\$3,000.00	PO Box 219703		
				Kansas City, MO 64121-9703	800-735-4427	NA

Vendor Name	TYPE	Acct. NO.	Monthly Amount	Address	Phone #	Contact Name
American Electric Power	Electric:	049-279-665-0-9	\$2,700.00	PO Box 24412 Canton, OH 44701-4412	800-311-6424	NA
City of Benton Harbor - Water UT	Water:	EMP2-002100-0000-01	\$80.00	Utility Svc Pmt Ctr PO Box 307 Benton Harbor, MI 49023	NA	NA
Waste Management	Trash:	060-0002938-2055-1	\$100.00	2000 Dombey Road Portage, IN 46368-1441	219-763-2502	NA

MID-WEST AUTOMATION SYSTEMS, INC

Vendor Name	TYPE	Acct. NO.	Monthly Amount	Address	Phone #	Contact Name
Chicago:						
All Inclusive utilities paid through Nestle Waters North America			\$3,000.00			
Propane / Gas:			see above			
Electric:			see above			
Water:			see above			
Sewer:			see above			
Waste Management	Trash:	420-0031923-2008-7	\$650.00	PO Box 1416	417-532-2433	NA
Waste Management		180-0140540-2008-7	\$70.00	Lebanon, MO		
Waste Management		420-0094360-2008-6	\$300.00			

HANSFORD MANUFACTURING COMPANY

Vendor Name	Type	Acct. NO.	Monthly Amount	Address	Phone #	Contact Name
Rochester Gas & Electric	Gas/Electric	3755	\$2,000.00	89 East Ave. Rochester, NY 14649-0001	585-546-2700	None
Monroe County Water	Water	0391618	\$50.00	P.O. Box 41999 Rochester NY 14604-4999	585-442-7200	None
Frontier	Phone	2925514 00	\$25.00	P.O. Box 23008 Rochester, NY 1469-3008	585-777-1270	None

COMMUNICATIONS

Communication Listing (Data Network, Long Distance, and Local Carrier)

Domestic Locations	Service	Provider Name	Agreement or Contract with..	Customer # Acct #	Contact Person	email	phone	Average Monthly Bill	Notes
ATNA-Dayton/Corp	Internet Provider	TimeWarner Cable	DT Industries	39463	Don Kennedy		937-425-8228	650	Covers all facilities
	Data Network	MCI	DT Industries	5030235	Brian Henger		513-719-5161	20,000	Covers all facilities
	Remote Access	MCI	DT Industries	5030235	Brian Henger		513-719-5161	5,800	Covers all facilities
	All ATNA Long Distance	MCI	DT Industries	5030235 & 0472630	Brian Henger		513-719-5161	12,500	
				02456101		-			
				03778338		-			
				03746226		-			
				02596726		-			
				92687558		-			
	All ATNA Local Access	SBC	Adv.Assy.Auto.			Kati Wells		937-296-3910	11,000
			734 522-1900 900 0		-				
			989 790-0412 420 5		-				
			734 261-3388 012 6		-				
			616 T48-6092 345 7		-				
			734 266-2436 140 8		-				
			734 266-2167 417 5		-				
			734 266-1755 991 9		-				
			989 791-2167 0139		-				
			937 223-5325 863 9		-				

Domestic Locations	Service	Provider Name	Agreement or Contract with..	Customer # Acct #	Contact Person	email	phone	Average Monthly Bill	Notes
				937 223-5586 201 6	-				
				517 T44-0409 3572	-				
					-				
DTE - Lebanon	Long Distance	MCI	DT Industries	2DC07612	Brian Henger		513-719-5161	2,500	
	Local Access	Sprint	Detroit Tool	417-532-2141-137			1-800-786-6272	4,200	
Vernon Hills	Long Distance	MCI	DT Industries	5030235	Brian Henger		513-719-5161	3,500	4 different Account Numbers
	Local Access	SBC	Detroit Tool	847 281 9180 830 3	David Wintczak		847-248-4672	1,500	
				847 R18-0434 876 6					

UTILITIES - COMMUNICATIONS (cell phones)

Cell Phone Agreements by Division

<u>Site</u>	<u>Provider</u>	<u>Acct#</u>	<u>Description</u>	<u>Count</u>	<u>Contact Person</u>	<u>email</u>	<u>phone</u>	<u>Average Monthly Bill</u>	<u>Note</u>
ASSEMBLY TECHNOLOGY & TEST	ARCH WIRELESS	6132814-2	CMS Pagers	4					
ASSEMBLY TECHNOLOGY & TEST	VERIZON WIRELESS	01025838	Misc Livonia Apps Engineers \ Recently bought out from Cellnet	4	Melissa Compton		513-218-4800	7,000	all Verizon
ADVANCED ASSEMBLY AUTOMATION	CINGULAR	209447692	Dayton Sales John Welch	1					
ASSEMBLY TECHNOLOGY & TEST	NEXTEL	563016511	Overseas Phones	3					
ASSEMBLY TECHNOLOGY & TEST	VERIZON WIRELESS	53080802	John Baysore	2	Melissa Compton		513-218-4800	n/a	
DT INDUSTRIES	VERIZON WIRELESS	99878279	Dayton Cell Users	62	Melissa Compton		513-218-4800	n/a	
DT INDUSTRIES	VERIZON WIRELESS	36666832	Livonia\Saginaw Cell Users	48	Melissa Compton		513-218-4800	n/a	
DT INDUSTRIES	VERIZON WIRELESS	99927481	Steve Broaddus	1	Melissa Compton		513-218-4800	n/a	
ADVANCED ASSEMBLY AUTOMATION	VERIZON WIRELESS	Y1-106521	Jim Diederich Pager	1	Melissa Compton		513-218-4800	n/a	
ADVANCED ASSEMBLY AUTOMATION	VERIZON WIRELESS	53136878	Dayton Sales Kevin Kuzera	1	Melissa Compton		513-218-4800	n/a	
Detroit Tool (Lebanon)	US Cellular	932793843	Lebanon - All 417 area code: 531-0015, 531-0089, 531-0090, 531-0181, 531-0222, 531-0277, 531-0315, 531-0334, 531-0440, 531-1011, 531-1024, 531-1034, 531-1044, 531-1046, 531-1073, 531-6700	16	anyone at this phone # listed		417-588-2822	600	(14 used, 2 spare)
Detroit Tool (Lebanon)	Cingular	451834069	Lebanon - All 417 area code: 718-1765, 718-1767, 718-1768, 718-1769, 718-1772, 718-1774, 718-1775, 718-	12	anyone at this phone # listed		417-532-0012	1,000	(11 used, 1 spare)

<u>Site</u>	<u>Provider</u>	<u>Acct#</u>	<u>Description</u>	<u>Count</u>	<u>Contact Person</u>	<u>email</u>	<u>phone</u>	<u>Average Monthly Bill</u>	<u>Note</u>
			1777, 718-1784, 718-1793, 718-2141, 718-2181						
Detroit Tool (Lebanon)	AT & T Wireless	17636150	Lebanon - All 417 area code: 693-2043, 848-6254, 860- 6603, 861-5596	4	anyone at this phone # listed		800-888-7600		(3 used, 1 spare)
Detroit Tool (Vernon Hills)	Sprint PCS	0114483798 -7	224-558-2027, 224-558-6874, 224-558-6875, 224-558-6895, 224-558-6902, 224-558-6906, 224-558-6909, 224-558-6933, 224-558-6949, 224-558-6963, 224-558-6987, 224-558-6995, 224-558-6996, 224-558-6998, 224-558-6999, 224-627-6797, 612-237-9825, 847-477-1992, 847-477-6164, 847-477-6281, 847-477-6291, 847-477-9381, 847-903-0477	23	anyone at this phone # listed		888-788-4727		
	Sprint PCS		224-558-2027, 224-558-6874, 224-558-6875, 224-558-6895, 224-558-6902, 224-558-6906, 224-558-6909, 224-558-6933, 224-558-6949, 224-558-6963, 224-558-6987, 224-558-6995, 224-558-6996, 224-558-6998, 224-558-6999, 224-627-6797, 612-237-9825, 847-477-1992, 847-477-6164, 847-477-6281, 847-477-6291, 847-477-9381, 847-903-0477						
Detroit Tool (Vernon Hills)		0114483798 -7	847-477-6291, 847-477-9381, 847-903-0477	23 Phones					