

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF ALABAMA**

In re:)	Chapter 11
)	
MOBILE PULLEY, L.L.C.,)	Case No. 02-15612 (MAM)
)	
Debtor.)	

**NOTICE OF (a) PUBLIC AUCTION TO
SOLICIT BIDS FOR THE SALE OF ANY AND ALL OF THE DEBTOR'S
ASSETS FREE AND CLEAR OF LIENS, CLAIMS AND ENCUMBRANCES
AND (b) PROCEDURES FOR THE SUBMISSION OF QUALIFYING BIDS**

PLEASE TAKE NOTICE that on December 9, 2002, Mobile Pulley, L.L.C., as debtor and debtor-in-possession (the "Debtor") in the above-captioned case, filed a motion for order (a) authorizing and scheduling a public auction for the sale (the "Sale") of any and all of the assets of the Debtor in whole or in part (collectively, or in part, the "Assets") by one or more sales to one or more bidders, free and clear of all liens, claims and encumbrances, (b) approving procedures for the submission of qualifying bids, and (c) approving the form and manner of notice pursuant to FED. R. BANKR. P. 2002 (the "Bidding Procedures Motion").

PLEASE TAKE FURTHER NOTICE that the Bidding Procedures on file with the Clerk of the United States Bankruptcy Court for the Southern District of Alabama (the "Bankruptcy Court") shall govern the Auction (the "Bidding Procedures").

PLEASE TAKE FURTHER NOTICE that all interested bidders should carefully read the Bidding Procedures which may be obtained from the Bankruptcy Court or the Debtor. To the extent there are any inconsistencies between the Bidding Procedures and the summary description of its terms and conditions contained in this Notice, the terms of the Bidding Procedures shall control. Any bidder (a "Bidder"), who follows the Bidding Procedures, may submit an offer to acquire any and all of the Assets.

PLEASE TAKE FURTHER NOTICE that on January 13, 2003 at 11:00 a.m., Central Time, the Debtor shall conduct an auction of the Assets in Mobile, Alabama at a location to be designated by the Debtor (and to be communicated to all Qualifying Bidders (as defined in the Bidding Procedures) prior to the Auction), as the Debtor determines in its discretion in accordance with the Bidding Procedures approved by the Court.

PLEASE TAKE FURTHER NOTICE that the Prepetition Lenders shall have the right, in certain circumstances, to credit bid (as provided in the Bidding Procedures) the

outstanding amount owed under the Prepetition Credit Facility (as defined in the Bidding Procedures Motion).

PLEASE TAKE FURTHER NOTICE the Debtor reserves its rights in its sole discretion and its reasonable business judgment to: (i) impose, at or prior to the Auction, additional terms and conditions on a sale of the Assets consistent with the Bidding Procedures Order; (ii) extend the deadlines set forth in the Bidding Procedures, adjourn the Auction at the Auction, and/or adjourn the Sale Hearing in open court without further notice; (iii) withdraw from the Auction any or all of the Assets at any time prior to or during the Auction or cancel the Auction; (iv) reject all Qualifying Bids if no bid is, in the Debtor's reasonable business judgment and sole discretion, for fair and adequate consideration; and (v) modify the Bidding Procedures, including, without limitation, any and all processes and rules regarding conduct of activities at the Auction, including, inter alia, the manner in which bids are submitted and the permitted increments of such bids.

Mobile, Alabama

Respectfully submitted,

Dated: December 9, 2002

Kirk A. Kennedy

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