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- and -

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Attorneys for Robert I. Hanfling, Chapter 11 Trustee

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA**

In re:

ATG, INC.,
ATG RICHLAND CORP.,
ATG NUCLEAR SERVICES LLC, and
ATG CATALYTICS, LLC,

Debtors.

Case Nos.: 01-46389 N11
02-43161 N11
02-43163 N11
02-43164 N11

Chapter 11
Jointly Administered

**NOTICE OF (A) MOTION
OF TRUSTEE FOR AN ORDER (i)
AUTHORIZING AND APPROVING
SALE OF ASSETS TO PERMAFIX AND
NUKEM FREE AND CLEAR OF
LIENS, CLAIMS & ENCUMBRANCES
and (ii) AUTHORIZING ASSUMPTION
AND ASSIGNMENT OF CERTAIN
EXECUTORY CONTRACTS
AND UNEXPIRED LEASES; AND (B)
PROPOSED SALE, HEARING AND
AUCTION**

Hearing:
Date: April 9, 2003
Time: 2:00 p.m.

TO ALL CREDITORS AND OTHER PARTIES IN INTEREST:

PLEASE TAKE NOTICE that a hearing will be held before The Honorable Randall J. Newsome at 2:00 p.m. (Pacific time) on April 9, 2003 (the "Hearing") in the United States Bankruptcy Court for the Northern District of California, Oakland Division (the "Bankruptcy Court"), located at 1300 Clay Street, Courtroom 220, Oakland, CA 94612 to consider the motion (the "Motion") of Robert I. Hanfling, the Chapter 11 Trustee of ATG, Inc. (the "Chapter 11 Trustee"), for an order (i) authorizing and approving the sale of those assets commonly referred to as the Nuclear Services Assets and the Richland

Notice of Motion of Trustee for an Order
Authorizing and Approving Sale of Assets
and Notice of Proposed Sale and Hearing

BKRP01

Handwritten signatures and initials:
A001
Add'l App
Final Ctr

Assets (defined below and described more fully in the schedules attached to those certain Asset Purchase Agreements annexed respectively as Exhibit "A" and "B" to the Motion) to NUKEM and PERMAFIX (respectively, the "Buyers"), free and clear of liens, claims and encumbrances pursuant to 11 U.S.C. § 363, which sale shall be subject to higher and better offers made at the Hearing in accordance with the provisions set forth in the Motion, and (ii) authorizing the assumption and assignment of those certain executory contracts and unexpired leases as identified in the schedules attached to the Asset Purchase Agreements.

PLEASE TAKE FURTHER NOTICE that (i) NUKEM will acquire all assets of the above-captioned Debtors' nuclear services operations, including, but not limited to, all contract rights, equipment (wherever located), fixtures, intellectual property, and the Columbia, South Carolina maintenance facility and all improvements thereto, and all insurance policies, licenses, and permits attendant thereto, all as more specifically identified and described in Schedule A to the NUKEM Asset Purchase Agreement (collectively, the "NSD Assets") for a cash payment of \$4,000,000 (the "NSD Purchase Price"); and (ii) PERMAFIX will acquire all assets of the above-captioned Debtors' facilities located at 2025 Battelle Boulevard, Richland, Washington, including, but not limited to, all contract rights, equipment, fixtures, intellectual property, and real estate and all improvements thereto, and all insurance policies, licenses, and permits attendant thereto, all as more specifically identified and described in Schedule A to the PERMAFIX Asset Purchase Agreement (collectively, the "Richland Assets") for a promissory note in the amount of \$6,000,000 (the "Richland Purchase Price").

PLEASE TAKE FURTHER NOTICE a hearing with respect to any objections shall be held before the Honorable Randall J. Newsome at 2.00 p.m. (Pacific time) on April 9, 2003 at the Bankruptcy Court or at such other time or date as the Court may designate. Unless you file and serve an objection prior to the Hearing, (i) you shall be forever barred from asserting, at the Hearing or thereafter, any objection to the Motion, the sale of the NSD Assets to NUKEM or the sale of the Richland Assets to PERMAFIX, including the transfer of such Assets and the assumption and assignment of any contracts free and clear of all interests or legal or contractual prohibitions on assignment thereof, and (ii) you shall be deemed to have consented (within the meaning of 11 U.S.C. § 363(f)(2)) to the sale of the NSD Assets to NUKEM and the Richland Assets to PERMAFIX, free and clear of any liens, claims, interests and encumbrances, with such liens, claims and encumbrances to attach to the proceeds of such sale in accordance with the priorities of such liens, claims and encumbrances, subject to final determination by the Bankruptcy Court of the allowance, amount, priority and value of such liens, claims and encumbrances, and the property securing them.

PLEASE TAKE FURTHER NOTICE that at the Hearing, the Bankruptcy Court will inquire whether there are any higher and better offers, and, if so, will conduct an auction sale of the NSD Assets and/or the Richland Assets. Qualified bidders may attend the auction for the purpose of making further bids for the NSD Assets and/or the Richland Assets in accordance with the Overbid Procedures set forth in the Motion. If no higher and better offer(s) is received and accepted by the Chapter 11 Trustee, no auction will be conducted and the sale of the NSD Assets to NUKEM and the sale of the Richland Assets to PERMAFIX may be approved by the Bankruptcy Court at the Hearing in accordance with the terms of the respective Asset Purchase Agreements, without further motion or notice by any party.

PLEASE TAKE FURTHER NOTICE that you may obtain a copy of the Motion or the Asset Purchase Agreements, including all schedules attached thereto, by submitting a request, in writing, to the Chapter 11 Trustee's counsel, Mark R. Jacobs, Esq., at Jacobs Partners LLC, Merritt View, 383 Main Avenue, Norwalk, Connecticut 06851, or by facsimile at (203) 846-6621, or by electronic mail to "mark.jacobs@jacobs-partners.com".

Dated and mailed at Norwalk, Connecticut on the 31st day of March, 2003.



JACOBS PARTNERS LLC

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