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9 Attorneys for shareholders Dvir Weinberg and Yehuda Weinberg

10 UNITED STATES BANKRUPTCY COURT
11 NORTHERN DISTRICT OF CALIFORNIA
12 SAN JOSE DIVISION

13 In re:

Cases Substantively Consolidated

14 **ATI LIQUIDATING, INC.,**
15 formerly known as
16 Aviza Technology, Inc.,
17 Employer's Tax ID No.: 20-1979646

Case No. 09-54511- SLJ-11

18 **AI LIQUIDATING, INC.,**
19 formerly known as Aviza, Inc.,
20 Employer's Tax ID No.: 20-0249205

Case No. 09-54514-SLJ-11

21 **TTI LIQUIDATING, INC.,**
22 formerly known as
23 Trikon Technologies, Inc.,
24 Employer's Tax ID No.: 95-4054321

Case No. 09-54515-SLJ-11

25 Debtor(s).

26 Date: TBD
27 Time: TBD
28 Place: 280 S. First Street, Room 3099
San Jose, CA 95113
Judge: The Honorable Stephen L. Johnson

440 Kings Village Road
Scotts Valley, CA 95066

29 **DECLARATION OF DVIR WEINBERG IN SUPPORT MOTION BY SHAREHOLDERS**
30 **PURSUANT TO 11 U.S.C. §§ 105(a) AND 1142**
31 **AND BANKRUPTCY RULE 3020(d), FOR AN ORDER IN AID OF**
32 **IMPLEMENTATION OF CONFIRMED CHAPTER 11 PLAN REGARDING**
33 **DISTRIBUTIONS TO BENEFICIAL OWNERS OF PUBLICLY TRADED STOCK**

1 I, Dvir Weinberg, (f/k/a David Weinberg), declare:

2 1. I am over 18 years of age. Except as otherwise indicated, all facts set forth in this
3 Declaration are based upon: (a) my personal knowledge and (b) my personal review of the relevant
4 documents. If called as a witness, I could and would competently testify to the facts set forth in this
5 Declaration.

6 2. I submit this Declaration in support of the Motion captioned above.

7 3. On behalf of my father, Yehuda Weinberg ("Yehuda"), and myself, I purchased shares
8 of the debtors stock ["AVIZA", "AVZAQ"] (the "Stock") in the public stock market through our
9 broker, TD Ameritrade ("Ameritrade").
10

11 4. During the period from October 3, 2011 to February 1, 2013, in multiple transactions, I
12 purchased a total of 4,353,456 shares of Stock (the "Weinberg Shares"), including 1,057,663 shares of
13 Stock for my father, and 3,295,973 shares of Stock for myself. We have owned the Weinberg Shares
14 since we purchased them, we have not sold any of them, and we owned them, including on November
15 13, 2013 (the "First Distribution Date").
16

17 5. All of my purchases of the Weinberg Shares were through the public stock market
18 through orders I placed with Ameritrade, who executed the purchase on our behalf.

19 6. At the time I purchased each of the Weinberg Shares, I believed that, as the beneficial
20 owners of the shares, assuming we still owned them at the time of any subsequent distribution, we
21 would be entitled to receive any distribution in respect of such shares thereafter, whether as a return of
22 capital or other distribution under ATI's confirmed chapter 11 Plan. Before purchasing any of the
23 Weinberg Shares, I had read the Plan and was familiar with its terms. In connection with my purchase
24 of the Weinberg Shares, I did not receive any "ex dividend" notice, or other notice of the position that
25 we would not be entitled to any distribution under the Plan in respect of the Weinberg Shares.
26
27
28

1 7. I regularly receive account statements from Ameritrade reflecting balances of Stock in
2 the account that Yehuda has there and in the account that I have there. Attached hereto as "Exhibit 1"
3 is a true and correct copy (as redacted) of the November 2013 account statement for Yehuda's account
4 at Ameritrade which holds his Stock. Attached hereto as "Exhibit 2" is a true and correct copy (as
5 redacted) of the November 2013 account statement for my account at Ameritrade which holds my
6 Stock.

7 8. After I purchased some of the Weinberg Shares, I contacted Patrick O'Connor, the
8 "Responsible Person" as defined in and appointed under the Debtors' Plan. Before the First
9 Distribution Date, and thereafter, I corresponded with Mr. O'Connor on a somewhat regular basis.
10 Attached hereto as "Exhibit 3" is a true and correct copy, as redacted, of one such communication,
11 namely, my correspondence with Mr. O'Connor of March 6, 2012, and March 7, 2012. Among other
12 things, I also inquired of Mr. O'Connor before the First Distribution Date, about the expected timing
13 and amount of the anticipated first distribution to equity holders under the Plan. I also supplied Mr.
14 O'Connor with copies of account statements for my father's and my respective accounts holding the
15 Weinberg Shares at Ameritrade. I also informed Mr. O'Connor of the dates of my purchases of the
16 various Weinberg Shares.
17

18 9. Neither Yehuda nor I received any distribution whatsoever in respect of the Weinberg
19 Shares. We received no portion of the First Distribution.
20

21 10. I understand from following reports about the Stock, and from reviewing postings on
22 the Debtor's website, that the public trading of the Stock was ended on or about March 4, 2013, and
23 that no public trading of the Stock was permitted or occurred after that date.
24

25 *[Remainder of page intentionally left blank.]*
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I declare under penalty of perjury under the laws of the United States of America that the

foregoing is true and correct.

Executed April 3, 2015, in Efrat, Israel.

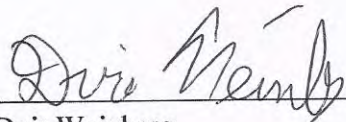

Dvir Weinberg

Exhibit 1



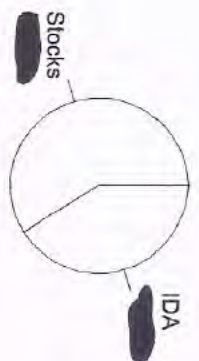
Statement Reporting Period:
11/01/13 - 11/30/13

800-669-3900
TD AMERITRADE
DIVISION OF TD AMERITRADE INC
PO BOX 2209
OMAHA, NE 68103-2209
TD Ameritrade Clearing, Inc., Member SIPC

Statement for Account # [REDACTED]
YEHUDA WEINBERG
[REDACTED]
EPRAT, 90435
ISRAEL

Portfolio Summary

Investment	Current Value	Prior Value	Period Change	% Change	Estimated Income	Estimated Yield	Portfolio Allocation
Cash	\$ -	\$ -	\$ -	-	\$ -	-	
Instrd Dep Acct	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	-	0.01%	
Money Market	-	-	-	-	-	-	
Short Balance	-	-	-	-	-	-	
Stocks	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	-	-	Stocks
Short Stocks	-	-	-	-	-	-	
Fixed Income	-	-	-	-	-	-	
Options	-	-	[REDACTED]	[REDACTED]	-	-	
Short Options	-	-	-	-	-	-	
Mutual Funds	-	-	-	-	-	-	
Other	-	-	-	-	-	-	IDA
Total	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	\$ 0.00	0.0%	
Margin Equity	100.0%						



Cash Activity Summary

	Current	YTD	Income & Expense Summary	Reportable	Non Reportable	YTD
Opening Balance	\$ 0.00	\$ -				
Securities Purchased	-	[REDACTED]	Income	\$ -	\$ -	-
Securities Sold	[REDACTED]	[REDACTED]	Dividends	-	-	-
Funds Deposited	-	-	Interest	-	-	-
Funds Disbursed	-	[REDACTED]	Other	-	-	-
Income	-	-	Expense	-	-	-
Expense	-	-	Interest	-	-	-
Other	[REDACTED]	[REDACTED]	Fees	-	-	-
			Other	-	-	-
Closing Balance	\$ 0.00	\$ 0.00	Net	\$ 0.00	\$ 0.00	\$ 0.00

Income & Expense Summary

Performance Summary

Cost Basis As Of - 11/30/13	YTD
Unrealized Gains	[REDACTED]
Unrealized Losses	[REDACTED]
Funds Deposited/(Disbursed) YTD	[REDACTED]
Income/(Expense) YTD	[REDACTED]
Securities Received/(Delivered) YTD	0.00

Exhibit 2

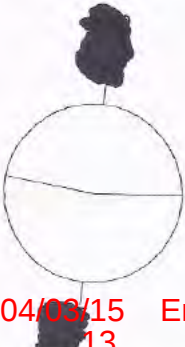


Statement Reporting Period:
11/01/13 - 11/30/13

800-669-3900
TD AMERITRADE
DIVISION OF TD AMERITRADE INC
PO BOX 2209
OMAHA, NE 68103-2209
TD Ameritrade Clearing, Inc., Member SIPC

Statement for Account # [REDACTED]
D/IR WEINBERG [REDACTED]
EPRAT, 90435
ISRAEL

Investment	Portfolio Summary				Estimated Income	Estimated Yield	Portfolio Allocation
	Current Value	Prior Value	Period Change	% Change			
Cash	\$ -	\$ -	\$ -	-	\$ -	-	
Instrd Dep Acct	[REDACTED]	[REDACTED]	[REDACTED]	-	[REDACTED]	0.01%	
Money Market	[REDACTED]	[REDACTED]	[REDACTED]	-	[REDACTED]	-	
Short Balance	[REDACTED]	[REDACTED]	[REDACTED]	-	[REDACTED]	-	
Stocks	[REDACTED]	[REDACTED]	[REDACTED]	-	[REDACTED]	-	
Short Stocks	[REDACTED]	[REDACTED]	[REDACTED]	-	[REDACTED]	-	
Fixed Income	[REDACTED]	[REDACTED]	[REDACTED]	-	[REDACTED]	-	
Options	[REDACTED]	[REDACTED]	[REDACTED]	-	[REDACTED]	-	
Short Options	[REDACTED]	[REDACTED]	[REDACTED]	-	[REDACTED]	-	
Mutual Funds	[REDACTED]	[REDACTED]	[REDACTED]	-	[REDACTED]	-	
Other	[REDACTED]	[REDACTED]	[REDACTED]	-	[REDACTED]	-	
Total	[REDACTED]	[REDACTED]	[REDACTED]	-	\$ 0.00	0.0%	
Margin Equity	[REDACTED]	[REDACTED]	[REDACTED]	-	[REDACTED]	[REDACTED]	



Cash Activity Summary

Income & Expense Summary

Performance Summary

	Current		YTD		Reportable		Non Reportable		YTD
	Opening Balance	Securities Purchased	Securities Sold	Funds Deposited	Funds Disbursed	Income	Dividends	Interest	
Income	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	\$ -	\$ -	\$ -	[REDACTED]
Expense	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Net	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	\$ 0.00	\$ 0.00	\$ 0.18	[REDACTED]
Closing Balance	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	\$ 0.00	\$ 0.00	\$ 0.18	[REDACTED]

Cost Basis As Of - 11/30/13
Unrealized Gains
Unrealized Losses
Funds Deposited/(Disbursed)^{YTD}
Income/(Expense)^{YTD}
Securities Received/(Delivered)^{YTD}

Exhibit 3

From: David Weinberg [REDACTED]
Sent: Wednesday, March 07, 2012 2:30 AM
To: Pat O'Connor
Subject: RE: q report

Pat, thanks for the update.

I do want to say that we, the shareholders, appreciate all the efforts being taken to maximize the return to all constituents, creditors and shareholders alike.

What it appeared at this stage is that, assuming a sale of the property for a somewhat reasonable price (maybe \$5-6 million), there should be plenty of funds to return to us after a full creditor recovery, in the \$3-\$5 million range.

However, I need to voice my concern over the figures below, as they, if I understand it correctly (which I may not be, and **i apologize if thats the case**), appear to be on the high end for a company in the mode of final liquidation of remaining assets in a Post-Confirmation stage.

Burning \$900,000 a quarter (or even \$500K if those \$400K of **Other Expenses** are not ongoing and I am guessing related to the liquidation) with only a few remaining employees, worries me. I am sure that cutting costs is among your priorities, but if these numbers continue, it could essentially wipe out, or come close to wiping out shareholder recovery.

I know that recoveries have drastically exceeded all expectations from the beginning of the case, and that is a **Huge Accomplishment**, but I hope you understand my concerns and my desire to recover the maximum possible.

Thank You.

looking forward to hearing back

From: pat.o [REDACTED]
To: [REDACTED]
CC: [REDACTED]
Subject: RE: q report
Date: Tue, 6 Mar 2012 23:41:15 +0000

Hello David,

The report to the court can be a bit misleading as we are required to reflect all activity including cash transfers between bank accounts. As such certain receipts will also be disbursements when we move money from one account to another. This was the case during QDec11. A quick summary of disbursements of \$3.1m as follows:

Cash transfers between accounts - \$1.1m. - This amount is included in receipts too.
Payment to creditors - \$1.1m. - This is the same amount on line 3 of the report
Legal, Accounting, Tax, Court and other fees/costs relating to the Plan - \$0.3m
RE taxes, insurance, security and other related costs - \$0.2m
Other expenses - \$0.4m

I hope this provides you with necessary info.

Pat

Patrick C. O'Connor
Chief Restructuring Officer
ATI Liquidating, Inc.
Phone: (831) [REDACTED]
Fax: (831) 4 [REDACTED]

Email: [REDACTED]
WEB: <http://www.aviza.com>

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From: David Weinberg [mailto:[REDACTED]]
Sent: Tuesday, March 06, 2012 9:46 AM
To: Pat O'Connor
Subject: q report