

1 ROBERT A. FRANKLIN (091653)  
THOMAS T. HWANG (218678)  
2 DORSEY & WHITNEY LLP  
305 Lytton Avenue  
3 Palo Alto, CA 94301  
Telephone: (650) 857-1717  
4 Facsimile: (650) 857-1288  
Email: franklin.robert@dorsey.com  
5 Email: hwang.thomas@dorsey.com  
6 Attorneys for Reorganized Debtors

7  
8 **UNITED STATES BANKRUPTCY COURT**  
9 **NORTHERN DISTRICT OF CALIFORNIA**  
10 **SAN JOSE DIVISION**

|                                      |   |   |
|--------------------------------------|---|---|
| 11 In re:                            | ) | Cases Substantively Consolidated              |
|                                      | ) |   |
| 12 <b>ATI LIQUIDATING, INC.,</b>     | ) | Case No. 09-54511-SLJ-11                      |
| 13 formerly known as                 | ) |   |
| 14 Aviza Technology, Inc.,           | ) |   |
| Employer's Tax ID No.: 20-1979646    | ) |   |
|                                      | ) |   |
| 15 <b>AI LIQUIDATING, INC.,</b>      | ) | Case No. 09-54514-SLJ-11                      |
| 16 formerly known as Aviza, Inc.,    | ) |   |
| 17 Employer's Tax ID No.: 20-0249205 | ) |   |
|                                      | ) |   |
| 18 <b>TTI LIQUIDATING, INC.,</b>     | ) | Case No. 09-54515-SLJ-11                      |
| 19 formerly known as                 | ) |   |
| 20 Trikon Technologies, Inc.,        | ) |   |
| Employer's Tax ID No.: 95-4054321    | ) |   |
|                                      | ) |   |
| 21 Debtor(s).                        | ) | <i>[No hearing required unless requested]</i> |
|                                      | ) |   |
| 22 440 Kings Village Road            | ) |   |
| 23 Scotts Valley, CA 95066           | ) |   |

24 **DECLARATION OF PATRICK C. O'CONNOR IN SUPPORT OF MOTION REQUESTING**  
25 **(1) ENTRY OF FINAL DECREE AND (2) AUTHORITY TO DESTROY RECORDS**

26 I, Patrick C. O'Connor, declare:

- 27 1. I am the Chief Restructuring Officer and Chairman of the Board of Directors of ATI  
28 Liquidating, Inc., formerly known as Aviza Technology, Inc., AI Liquidating, Inc., formerly known

1 as Aviza, Inc. and TTI Liquidating, Inc., formerly known as Trikon Technologies, Inc. (collectively,  
2 the “Company” or the “Reorganized Debtors”) and the Responsible Person for the Reorganized  
3 Debtors. I have personal knowledge of the matters stated herein except as to those matters stated on  
4 information and belief, and as to those matters I am informed and believe them to be true. If called  
5 as a witness, I could and would testify competently as to those facts.

6 2. I make this declaration in support of the MOTION REQUESTING (1) ENTRY OF FINAL  
7 DECREE AND (2) AUTHORITY TO DESTROY RECORDS (the “Motion”) filed concurrently herewith.

8 3. Prior to commencing the bankruptcy cases, the Company designed, manufactured,  
9 sold and supported advanced semiconductor capital equipment and process technologies for the  
10 global semiconductor industry and related markets.

11 4. Following a hearing on September 29, 2009, the Court approved the sale of certain of  
12 the Company’s assets, and the assets and stock of certain of their direct and indirect subsidiaries, to  
13 Sumitomo Precision Products, Inc., which sale closed on October 16, 2009. The consideration,  
14 valued by the Company at approximately \$60.0 million, included cash, certain promissory notes and  
15 the assumption of certain liabilities.

16 5. In accordance with the Plan, the Reorganized Debtors have liquidated remaining  
17 assets and continue to do so. The Reorganized Debtors also have substantially completed the wind  
18 down process of its subsidiaries, do not anticipate any issues with respect to ETEQ Limited, have  
19 conferred with the purchaser of the real property and believe that they will receive payment on the  
20 promissory note within the next several months, although payment is not fully due until June 2018.  
21 As such, the Reorganized Debtors believe that they have resolved the Outstanding Wind Down  
22 Matters<sup>1</sup> or that they can do so without the need for the Court to retain jurisdiction at this time.

23 6. As a result of its liquidation efforts, the Reorganized Debtors have paid all allowed  
24 general unsecured claims in full with interest pursuant to the Plan. Furthermore, in November 2013,  
25 the Reorganized Debtors made a distribution to the holders of ATI’s common stock as of the record  
26 date established by the Plan and Confirmation Order. The Reorganized Debtors anticipate that they  
27 will make another distribution to equity holders as of the Plan record date, within the next 12 to 18

28 <sup>1</sup> Capitalized terms not otherwise defined herein have the meanings ascribed to them in the Motion.

1 months.

2 7. The Reorganized Debtors are current on their post-confirmation quarterly reports and  
3 quarterly United States Trustee fees. The Reorganized Debtors will file a final post-confirmation  
4 report and pay all outstanding United States Trustee fees prior to submitting to the Court the  
5 proposed form of Final Decree. The Reorganized Debtors will obtain the United States Trustee's  
6 approval of the proposed form of Final Decree prior to submitting it to the Court.

7 8. The Reorganized Debtors have operated consistent with the terms of the Plan and  
8 intend to continue to do so, and do not anticipate the need for further Court jurisdiction over or  
9 intervention in these cases.

10 9. The Reorganized Debtors believe that the estates are fully administered in that (a) the  
11 Confirmation Order has become final; (b) all or substantially all property proposed by the Plan to be  
12 transferred has been transferred; (c) distributions under the Plan have been made and will be  
13 completed to the extent of the Reorganized Debtors' remaining cash; (d) any property proposed to be  
14 liquidated under the Plan has been or will be so liquidated; and (d) all motions, contested matters,  
15 and adversary proceedings have been resolved.

16 10. The Reorganized Debtors seek entry of a Final Decree to avoid the administrative  
17 cost of further post-confirmation reports and payment of United States Trustee fees. The  
18 Reorganized Debtors intend to continue operating consistent with the terms of the Plan and do not  
19 anticipate the need for further Court jurisdiction over or intervention in these cases. The  
20 Reorganized Debtors are current on all quarterly post-confirmation quarterly reports and all United  
21 States Trustee fees, and will file a final quarterly report and pay all final fees prior to submission of  
22 the proposed Final Decree. In sum, the administration of the estates is essentially complete.

23 11. The Reorganized Debtors will maintain the Company's website for a period of at  
24 least 90 days and post the Motion Papers on the website for such period.

25 12. Subsequent to the distribution of all remaining cash, the final dissolution of the  
26 Reorganized Debtors, and the termination of their corporate existence, the Reorganized Debtors wish  
27 to dispose of the records in their possession and under their control, in order to avoid the incurrence  
28 of any additional administrative costs in connection with the storage and maintenance of such

1 records.

2 I declare under penalty of perjury under the laws of the State of California and the United  
3 States of America that the foregoing is true and correct to the best of my knowledge, information and  
4 belief, and that this Declaration was executed on May 13, 2017, at Scotts Valley, California.

5

6

/s/ Patrick C. O'Connor

Patrick C. O'Connor

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

26

27

28