

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Duane Kumagai (SBN 125063) (310) 286-1700 Rutter, Hobbs & Davidoff Incorporated 1900 Avenue of the Stars, Suite 2700 Los Angeles, CA 90067-4391 Proposed Attys for Debtors and Debtors in Possession Westlake Holding Company, Inc. MEMSolutions, Inc. and Solus	FOR COURT USE ONLY <p style="text-align: right; font-size: 24px; font-weight: bold;">FILED</p> <p style="text-align: right; font-size: 24px; font-weight: bold;">02 JUL 18 PM 2:07</p> <p style="text-align: center; font-size: 10px;">CLERK U.S. BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA</p>
<b>UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA</b>	
In re: (1) Westlake Holding Company (2) MEMSolutions, Inc. (3) Solus Micro Technologies, Inc.  <p style="text-align: right;">Debtor(s).</p>	CASE NO.: BY: _____ DEPUTY (1) SV02-14836KL (2) SV02-14838KL (3) SV02-14840KL

## NOTICE OF SALE OF ESTATE PROPERTY

<b>Sale Date:</b> June 25, 2002	<b>Time:</b> 10:00 a.m.
<b>Location:</b> USBC, San Fernando Valley, 21041 Burbank Blvd., Woodland Hills, CA 91367	

Type of Sale:     Public:     Private:    Last date to file objections: August 5, 2002

Description of Property to be Sold: As described in letters confirming agreement, copies of which are attached hereto as Exhibit "1."

Terms and Conditions of Sale: As described in letters confirming agreement, copies of which are attached hereto as Exhibit "1."

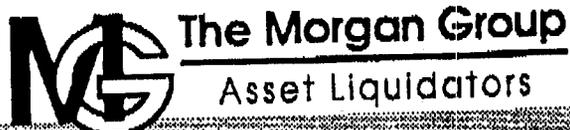
Proposed Sale Price: \$5,000, less approximately \$2,500 for storage services

Overbid Procedure (If Any): Not applicable

If property is to be sold free and clear of liens or other interests, list date, time and location of hearing: No hearing set. Local Bankruptcy Rule 9013-1(g) (1)

Contact Person for Potential Bidders (include name, address, telephone, fax and/or e-mail address):  
Duane Kumagai, Esq.  
Rutter, Hobbs & Davidoff Incorporated  
1900 Avenue of the Stars, Suite 2700  
Los Angeles, CA 90067-4301  
(310) 286-1700 (phone); (310) 286-1728 (fax)  
RUTTER, HOBBS & DAVIDOFF INCORPORATED

Date: July 18, 2002  
 By   
DUANE KUMAGAI  
Proposed Attys for Debtors and Debtors in Possession



July 7, 2002

**SOLUS MICRO TECHNOLOGIES**  
Attention: Mr. Richard Clark, CFO  
5706 Corsa Ave.  
Westlake Village, CA.91362

**Re: Bid Of Surplus Furniture and Equipment**

We hereby submit our bid in the amount of \$5,000. for the surplus Furniture and Equipment listed on your Schedule "A". Included in this amount is the moving and storage cost of \$2,500 for this inventory. The storage charges will be good through July 21, 2002.

We understand that this furniture and equipment is being sold free and clear of any and all encumbrances and that Solus Micro Technologies warrants clear title to the inventory.

Thank you for considering us on this bid.

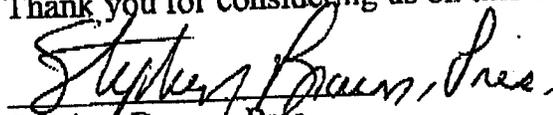
  
Stephen Brown, Pres.  
**THE MORGAN GROUP**

EXHIBIT "1"

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July 8, 2002

File No.: 5452.001

**BY FACSIMILE**

Stephen Brown  
Whitney Morgan Group, Inc. dba The  
Morgan Group  
19528 Ventura Blvd., Suite 108  
Tarzana, CA 91356

Re: Solus Micro Technologies, et al.

Dear Mr. Brown:

This will confirm that debtors-in-possession ("Debtors") have agreed, subject to bankruptcy court approval, to the terms of your written proposal for the removal, storage and purchase of all remaining furniture and equipment (the "Property") located at Debtors' business premises. As soon as practical, Debtors will provide you with an itemization of the Property. In addition to the terms set forth in your written proposal, you and Debtors have agreed as follows:

1. You will employ, at your expense, licensed, insured movers to remove all of the Property from the premises. The removal will begin by Wednesday, July 8, 2002, and conclude by 12:00 noon on Friday, July 12, 2002. You will leave the premises in "broom clean" condition. You will indemnify and defend Debtors and hold them harmless against any claims for personal injury or property damage resulting from the removal of the Property.
2. The portion of the purchase price allocated to storage will cover storage through August 7, 2002, rather than July 21, 2002.
3. Debtors will move immediately for court approval of the sale.
4. In the unlikely event that the court disapproves the sale, Debtors will be liable for moving and storage charges of \$2,500 for storage through August 7, 2002, and at the rate of \$100 per day for storage thereafter.
5. If another party outbids you on the sale, Debtors or the successful bidder will reimburse you for the storage charges.

Stephen Brown  
July 8, 2002  
Page 2

Please contact Richard Clark today to make arrangements for the removal of the Property. Thank you.

Very truly yours,



Duane Kumagai

DK:rc

cc: Richard Clark (by facsimile)  
Brian L. Davidoff  
Neil A. Shah

**RUTTER**  
**HOBBS**   
**DAVIDOFF**  
INCORPORATED  
LAWYERS

July 11, 2002

File No.: 5452.001

**BY FACSIMILE**

Stephen Brown  
Whitney Morgan Group, Inc. dba The  
Morgan Group  
19528 Ventura Blvd., Suite 108  
Tarzana, CA 91356

Re: Solus Micro Technologies, et al.

Dear Mr. Brown:

This confirms our agreement the proposed sale of assets by Debtors to The Morgan Group is on an "as is," "where is" and "with all faults basis." Enclosed is a final list of the assets to be sold.

Thank you for your completing the removal of the assets in a timely and professional manner.

Very truly yours,



Duane Kumagai

DK:rc

cc: Richard Clark (by facsimile)

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SYS	Description	In Svc Date
112	LCD PR (PrePay)	7/31/1998
113	CRT Sockets	8/31/1998
116	Electrode	10/31/1998
119	Nipple2	10/31/1998
120	Custom Gate Valve	10/31/1998
121	Turbo Pump	11/30/1998
122	Mechanical Vacuum	11/30/1998
123	Vacuum Insulator	11/30/1998
124	Flange, 2-Gun Holder	12/31/1998
125	Backing Plate 8"	12/31/1998
126	CRT SGB	12/31/1998
127	Vacuum Pump	12/31/1998
131	Micropole (Ferran)	1/31/1999
132	Spectra Converter (Ferran)	1/31/1999
133	Network Logic Module	1/31/1999
135	G&P Flange	1/31/1999
137	Oscilloscope	1/31/1999
139	Gas Oven	2/28/1999
141	Solenoid and Adapter	2/28/1999
144	Power Supply	2/28/1999
146	Vacuum Guage	2/28/1999
147	Spectrometer	2/28/1999
151	Optical Projection Lens	3/31/1999
152	Flange, 2-Gun Holder	3/31/1999
153	Flange, 2-Gun Holder	3/31/1999
154	Face Flange	3/31/1999
155	Power Supply	3/31/1999
156	Power Supply	3/31/1999
157	Vacuum Pump	3/31/1999
158	Vacuum Pump	3/31/1999
160	Moraine PCBA	4/30/1999
162	CRT Deflection Yoke	4/30/1999
164	Flange 2-Gun Holder	5/31/1999
165	Mechanical Pump	5/31/1999
168	Leybold Turbo Cont.	6/30/1999
170	Pulse Generator	7/31/1999
171	Camcorder	8/31/1999
173	Vacuum Pump	9/30/1999
175	Rivalock for Activator	10/31/1999
177	Optical Densitometer	11/30/1999
178	AD1647 Electronics	3/31/2000
179	P/N 9515027 (Varian)	3/31/2000
181	D1,B6 Leybold Mec	3/31/2000
182	Model 205B-10R	3/31/2000
184	A13305000 FL20K	3/31/2000
185	PC Based Video Sys.	3/31/2000
186	Stability Ion Gauge	3/31/2000
187	High Voltage Power	3/31/2000
188	Electronic Gauge	4/30/2000
189	Test Equity DC	4/30/2000
190	C5294-1W	4/30/2000
193	E2M40 Edwards Mac	4/30/2000
194	Test Equity DC	4/30/2000
195	HVPS 0-20KV High	4/30/2000
197	Model 60-305-1 Hoffman	4/30/2000
200	PCBA - Morraine	4/30/2000
201	830-202 10 Micro Veeco	4/30/2000
202	T00331 Tru-Mar	4/30/2000
207	Adair Office Furniture	5/31/1998
208	Speakerphone	10/31/1998
209	Conference Room Chairs	11/30/1998
210	Desk	11/30/1998
211	Furniture - Office	12/31/1998

212 Instrument Cabinet	12/31/1998
213 Dual Gas Cabinet	12/31/1998
214 Desks	3/31/1999
215 Steel Cabinet	3/31/1999
218 Office Furniture	3/31/2000
219 Office Furniture	4/30/2000
221 Advanced Liquidators Labor	6/30/1998
224 Furniture - Env	9/30/1998
252 Computer	5/31/1999
253 Computer	5/31/1999
257 Computer	5/31/1999
259 Computer	6/30/1999
260 HP-450C Printer	7/31/1999
263 Pentium 3 500Mhz	9/30/1999
265 Pentium 233 Mhz	9/30/1999
267 Intel Celeron 400a	9/30/1999
269 Pentium III 450	10/31/1999
270 Intel Celeron 433a	10/31/1999
272 Pentium II 500	12/31/1999
277 PCI-Mio-16E for Windows	1/31/2000
278 Intel Celeron-400	1/31/2000
281 Intel P-III450	1/31/2000
282 Intel P-III450	3/31/2000
283 Evolution Audio Speakers	3/31/2000
284 Image Prop Computer	3/31/2000
285 Computer	3/31/2000
289 Computer	4/30/2000
292 Printer	4/30/2000
306 Syncrowave 250 TIG	2/29/2000
307 Panasonic TUDST51 Dtv	4/11/2000
308 Panasonic PV-HD1000 D-VH	4/12/2000
310 500 Watt Deep	4/5/2000
312 Extron Display Scaler	3/16/2000

GP 340 w/2 Convec PTB Sales	5/31/2000
Tecktronix 7904 OS	5/31/2000
TEK P6201 Tucker Elec	5/31/2000
Model #60-260-01 Hoffman	5/31/2000
Desks & Extensions (5)	9/30/2001
T00137 Tru-Mar Precision	5/31/2000
T00305 Tru-Mar Precision	5/31/2000
American Express Payment	5/31/2000
Xantrex XT20-3 Test Equity	5/31/2000
HVPS 0-10KV High Voltage	5/31/2000
BK7/SF5 Cemented Optical Instr	5/31/2000
Flange Modification	5/31/2000
Demountable Electronics	5/31/2000
NRE RC-Decay Drive Electronics	6/30/2000
PCB Layout - Morraine	6/30/2000
UV-VIS PC2000, 200-850nm, 25ur	6/30/2000
Mask (star pattern)	6/30/2000
Cobu 1100 Camera	6/30/2000
4" Zerodur Flat	7/31/2000
10CM00SR.70T Mriior, Super SR..	7/31/2000
Etalon Mask	7/31/2000
Etalon Mask	8/31/2000
LaB6 cathode on AEI/Leica Base	8/31/2000
Electron Gun Filament for Hitachi	8/31/2000
DC 93-500 1.1 lb Std/Version	8/31/2000
Turbo Pump V70, CF 4.5"	10/31/2000
QS Silvermax Intergrated Servmot	10/31/2000
2Axis Control	10/31/2000
Desk W/Return	10/31/2000
Komodo Monitor - 17"	5/31/2000
Computer	5/31/2000
Adobe Framemaker+SGML 6.0	10/31/2000
Math Professional	10/31/2000
PIII 700MHZ System	10/31/2000
PIII 700MHZ System	10/31/2000
IG/TC Gauge Controller	5/30/2000
Microscope	5/30/2000
Gauges	5/30/2000
Feedthru HV 1"	5/30/2000
Litton (Model D30)	5/30/2000
Lepel RF Induct 30	5/30/2000
Scope Probes	5/30/2000
Flex Arc 600 Ballast	5/30/2000
Four Channel Controller	5/30/2000
Mechanical Pump	5/30/2000
Keithley Current Amp	5/30/2000
Breadboard	5/30/2000
Probe Station	5/30/2000
Function Generator (2)	5/30/2000
Regulator	5/30/2000
Electron Beam Source	5/30/2000
Morraine Displays	5/30/2000
Pulse Generator	5/30/2000
High Voltage Generator	5/30/2000
Flange	5/30/2000
Granville 307082	5/30/2000

Homogenizer	5/30/2000
Quartz Chamber	5/30/2000
Sawtooth Generator	5/30/2000
Transformer 7.6kva 60 hz	5/30/2000
Wideband Power Amp	5/30/2000
Digital Camcorder	5/30/2000
GP340 W/2 Convectron	5/30/2000
Tucker-3 Oscilloscopes	5/30/2000
Tucker-2 Function Generators	5/30/2000
Syntronic CRT Deflection Yoke	5/30/2000
Lucas-CTI CT-8 Cryo Pump	5/30/2000
800/800 Heated Table	5/30/2000
3 Multifunction I/O&output board	5/30/2000
2 Insulators	5/30/2000
Flange Weldment Gun Mount	5/30/2000
2 Ceramic Break Assemblies	5/30/2000
Magnetic Rotary Seal	5/30/2000
3 power supply readouts	5/30/2000
Explorer 610GX.01G w/Intercal	5/30/2000
HP4145	5/30/2000
Axis Measurement Package	5/30/2000
Vacuum Pumps and Drill Press	5/30/2000
Baratron Gauge	5/30/2000
2 CRT Reflection Yokes	5/30/2000
Plate Glass Holders	5/30/2000
Semiconductor Parameter	5/30/2000
Dove Brothers Furniture	5/30/2000
Conference Room Table	5/30/2000
Stereo Zoom 4 Microscope POD w	12/29/2000
Acticure Model A4000	12/20/2000
HP 2100SE Printer	9/5/2000
ESP300-11N1NN 2 Axis Control	9/13/2000
Desk - M. Little	11/16/2000
1" Dia. Planarizing Piece	9/7/2000
Extron CVC200 HDTV Converter	5/26/2000
003P001B pivot plate	11/20/2000
HEPA Filter 2' x 4' 115v	11/26/2000
LS3-1-B10-XY	10/2/2000
PC Systems (3)	10/30/2000
PC System	10/19/2000
PC System P3 933 mhz	10/18/2000
PC System P3 550 mhz	9/19/2000
03CFS007 Glass Filter	10/10/2000
03CFS007 Glass Filter	10/27/2000
PCI-6704 DC Analog Output	9/30/2000
10CM00SR.70F Mirror	9/26/2000
DC Mike and Controller	12/6/2000
Power Supply 205B-10R	5/1/2000
Power Supply 205B-10R	5/1/2000
2179A12CRIBV	5/1/2000
P/N 190111	5/1/2000
Electron Gun	5/1/2000
P5102 High Voltage	5/1/2000
Xantrex Power supply	5/1/2000
Power supply 205B-10R	5/1/2000
Turbo Pump w/Controller	5/1/2000
HDTV Converter	5/1/2000

LAB6 Cathode	5/1/2000
Hall Effect Chamber	5/1/2000
Digital Counter and Dial	5/1/2000
Power Supply 205B-20R	5/1/2000
Tek Current Probe System	5/1/2000
Turbo Pump	5/1/2000
D1.6B Leybold Mechanical Pump	5/1/2000
Tek Differential Probe	5/1/2000
Oscilloscope Tek 2445B	5/1/2000
Calibrator Hand-Held 394C06	5/31/2001
Office Furniture - M. Little (part 2 o	1/31/2001
Desks, grey (7)	3/31/2001
Smart Team Software	2/28/2001
PC's (2) 866 mhz P3	4/30/2001
Feedthrough, Dual Sensor Head	8/31/2001
SpeedMixer DAC 150FVZ	8/31/2001