

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

IN RE:)
)
RED TOP RENTALS, INC.,) CAUSE NO: 09-05229-JKC-11
)
DEBTOR.)
_____)

**NOTICE ON DEBTOR’S MOTION FOR AUTHORITY TO CONDUCT
AUCTIONS FOR THE SALE AND TRANSFER OF CERTAIN
ASSETS OF THE DEBTOR FREE AND CLEAR OF ALL
LIENS, CLAIMS, INTERESTS, CHARGES
AND ENCUMBRANCES**

PLEASE TAKE NOTICE that the above-captioned debtor (the “Debtor”), on September 15, 2009, filed its *Motion for Authority to Conduct Auctions for the Sale and Transfer of Certain Assets of the Debtor Free and Clear of all Liens, Claims, Interests, Charges and Encumbrances* (the “Motion”). The Motion seeks the Court’s authority to allow the Debtor to conduct, on a continual basis, the sale of certain of the Debtor’s assets as the Debtor determines to be in the best interests of the estate.

The Debtor seeks authority to allow the Auctioneer to sell Assets by on-line auctions to buyers free and clear of any and all liens, claims (including, but not limited to, any statutory or common law successor liability claims), interests, encumbrances and charges (the “Interests”) with any such Interests to attach to the proceeds of the sale. The Debtor has made a diligent, thorough and thoughtful review of all of the Interests in the Assets and has disclosed in the completed schedules (including Schedules B and D) filed in this matter that: M&I likely holds the only valid and properly perfected first-priority security interest in and to substantially all of the Assets. The terms of this Motion and the authority granted to the Debtor herein shall only apply to Assets covered by M&I’s lien. A list of all the Assets to be considered for sale is attached as **Attachment A**.

The Debtor will have the Auctioneer conduct sales of its Assets through auctions only if the Debtor believes it is in its best interest and the estate’s best interest. All Assets will be sold to maximize the return for the Asset sold, and will only be sold in regular consultation with M&I and the Auctioneer.

Any objection or response to the Motion must either be electronically filed at <https://ecf.insb.uscourts.gov/cgi-bin/login.pl> or actually received by the Clerk of this Court in writing with an original signature (fax copies are NOT acceptable) and in accordance with Local Rule S.D.Ind. B-9013-1(d) at the following address: United States Bankruptcy Court, Southern District of Indiana, Indianapolis Division, P.O. Box 44978, Indianapolis, Indiana 46244 with a copy

emailed to Debtor's counsel at jeff@tucker-hester.com. Electronic filing of a response or objection may only be made by an attorney (registration information is available at <http://www.insb.uscourts.gov/cmecf.asp>). **Any and all responses and/or objections (filed either electronically or in writing) are due by October 9, 2009 at 5:00 p.m.** Copies of the Motion are available on the Court's website at: <https://ecf.insb.uscourts.gov/cgi-bin/login.pl> (Pacer registration required: <http://pacer.psc.uscourts.gov>) and are available, free of charge, at www.tucker-hester.com/caseinfo/redtop. If any objections to the Motion are filed, the Court shall conduct a hearing on the Motion and the objections thereto (the "Hearing"). **The Hearing will take place on October 13, 2009, at the United States Bankruptcy Court for the Southern District of Indiana, 46 East Ohio St., Room 325, Indianapolis, Indiana 45294 at 2:00 p.m.** If no objections to the Motion are filed, the Court will not conduct the Hearing and will enter an Order approving the Motion. If you have any questions regarding any of the provisions of this Notice, please contact the Debtor's counsel: Jeffrey M. Hester, TUCKER | HESTER, LLC, 429 N. Pennsylvania Street, Suite 100, Indianapolis, Indiana 46204-1816, (317) 833-3030, jeff@tucker-hester.com

Date: September 17, 2009

/s/Kevin P. Dempsey
KEVIN P. DEMPSEY, Clerk
U.S. Bankruptcy Court