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Filed in U.S. Bankruptcy Court
Atlanta, Georgia

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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

Prepared and Presented by:

By: W. Yvonne Evans, Clerk
Deputy Clerk

LAMBERTH, CIFELLI, STOKES
& STOUT, P.A.

COMMISSION
CLERK

By: A. Alexander Teel

A. Alexander Teel
Georgia Bar No. 70149C
3343 Peachtree Road, NE, Suite 500
Atlanta, GA 30326-1022
(404) 262-7373

IN RE: : CHAPTER 11
: :
MAXXIS GROUP, INC., :
MAXXIS 2000, INC., : CASE NO. 03-77243 through
MAXXIS NUTRITIONALS, INC., : CASE NO. 03-77245 and CASE NO.
MAXXIS RESOURCE AND : 03-77247 through 03-77248
DEVELOPMENT, INC., : (Jointly Administered under
MAXXIS COMMUNICATIONS, INC., : Case No. 03-77243)
: :
Debtors. : JUDGE ~~DRAKE~~ Dickel

Copies to be Distributed to:

A. Alexander Teel, Lamberth, Cifelli, Stokes & Stout, P.A., 3343 Peachtree Road, NE, Suite 550,
Atlanta, GA 30326-1022

Leroy Culton, Office of U.S. Trustee, 362 U.S. Courthouse, 75 Spring Street, SW, Atlanta, GA
30303

**NOTICE OF HEARING ON DEBTOR'S MOTION FOR ORDER
PURSUANT TO SECTIONS 105(a), 363(b) AND 503(b)(1) OF THE
BANKRUPTCY CODE AUTHORIZING THE IMPLEMENTATION
OF A KEY EMPLOYEE RETENTION PLAN**

NOTICE IS HEREBY GIVEN that the Debtors in the above styled case have filed a Motion seeking an order authorizing the Debtors to grant immediate pay increases to twelve (12) key employees in an effort to boost employee morale and to retain its key employees who have assumed additional responsibilities in conjunction with staff attrition and layoffs. A copy of the Motion is available for inspection at the Office of the Clerk, U.S. Bankruptcy Court, at the address set forth below during the hours of 8:00 a.m. and 4:40 p.m.

NOTICE IS FURTHER GIVEN that a hearing on the Motion and any objections thereto will be held in Courtroom 1403, United States Courthouse, 75 Spring Street, SW, Atlanta, GA at 10:00 a.m., on March 30, 2004. On or before five (5) days before the hearing, any objection, set forth in writing and stating the grounds therefor, should be filed with the Clerk, United States Bankruptcy Court, 1340 United States Courthouse, 75 Spring Street, SW, Atlanta, GA 30303-3367, with a copy served on counsel for Debtors, A. Alexander Teel, Lamberth, Cifelli, Stokes & Stout, P.A., 3343 Peachtree Road, N.E., Suite 550, Atlanta, GA 30326-1022. Any objections not timely filed and served as set forth herein may be deemed waived, and the Court may enter an order granting the Motion without further notice or hearing.

Debtors will serve a copy of this Notice on the U.S. Trustee, and all creditors and other parties in interest and file a certificate attesting thereto.

NOTICE PROVIDED this 27th day of February, 2004.

W. Yvonne Evans

W. HOMER DRACKLE, JR.
UNITED STATES BANKRUPTCY JUDGE

(Signatures continued on following page)

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