

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re) Chapter 11
) No. 03 B 17457
GATEWAY HOMECARE INC., *et al.*,)
) (Jointly Administered)
Debtors.)
) Hon. Jacqueline P. Cox

NOTICE OF SALE

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. Pursuant to an order (the "Interim Order") entered by the United States Bankruptcy Court for the Northern District of Illinois (the "Bankruptcy Court") on April 30, 2003, the above-captioned debtors and debtors in possession (collectively, the "Debtors") are selling substantially all of their assets (the "Assets").

2. All interested parties are invited to make offers to purchase the Assets in accordance with the terms and conditions approved by the Bankruptcy Court (the "Bidding Procedures"). Pursuant to the Interim Order, if any competing bids are submitted, the Debtors will conduct an auction for the Assets (the "Auction") beginning at 12:00 p.m. Central Time on May 27, 2003, at Altheimer & Gray, 10 South Wacker Drive, Chicago, Illinois, 60606.

3. Participation at the Auction is subject to the Bidding Procedures and the Interim Order. A potential purchaser that desires to make a bid shall deliver, among other things, written copies of its bid to: (a) Bryan Cave LLP, 1290 Avenue of the Americas, New York, New York 10104, Attn.: Ira L. Herman, Esq., Phone: 212-541-1101; Fax 212-541-1139; E-mail: ilherman@bryancave.com; (b) Altheimer & Gray, 10 South Wacker Drive, Chicago, Illinois 60606-7482; Attn.: Faye Feinstein, Esq., Phone: 312-715-4065; Fax: 312-715-4800;

E-Mail: feinstein@altheimer.com; and (c) Ewing Monroe Bemiss & Co., Riverfront Plaza, West Tower, 901 East Byrd Street, Suite 1650, Richmond, Virginia, Attn.: Ms. Leslie E. Hudson, 23219; Phone: 804-648-1579; Fax: 804-780-1901; E-mail: l.hudson@embco.com. Any bidder shall accompany its bid with a deposit in accordance with the Bidding Procedures.

4. A hearing to approve the sale of the Assets to the highest and best bidder will be held on May 29, 2003 at 2:00 p.m. Central Time at the United States Bankruptcy Court for the Northern District of Illinois, Dirksen Federal Building, 219 South Dearborn, Chicago, Illinois, 60604, before the Honorable Jacqueline P. Cox, United States Bankruptcy Judge.

5. This notice is qualified in its entirety by the Interim Order, which may be obtained, along with the Bidding Procedures and all other documents relating to the Auction, by contacting The Garden City Group, at (800) 869-4184.

Dated: May 2, 2003

BY ORDER OF THE COURT

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