

Client: 0002184 ATA Airlines, Inc.
 Matter: 0002184.0005146 Restructuring


Requested By: knsmith on 04/10/06

Date	Atty	Name	Hours	Rate	Value	Index	Description
11/29/05	15476	L.T. Perry	1.30	155	201.50	8944543	Meeting with BMC representatives discussing claims and ATA's potential objections to those claims
11/29/05	15476	L.T. Perry	3.90	155	604.50	8944548	Drafting a form objection to claims misclassified as priority; drafting a form objection to claims misclassified as secured; drafting a form objection to claims to which ATA has no liability
11/29/05	15476	L.T. Perry	.60	155	93.00	8944553	Drafting objection to the claim of Jose Aton (Claim #810)
11/30/05	10563	T.E. Hall	.80	205	164.00	8949605	Conference call on aircraft lease rejection claims (.8)
11/30/05	10563	T.E. Hall	.70	205	143.50	8949651	Attend to Bradley Pacific and Citizens Gas & Coke claims and schedule amendments (.7)
11/30/05	10797	D.R. Hamer	.30	325	97.50	8958814	Conference with L. Perry regarding reclamation claim process and interfacing issues with general unsecured claims
11/30/05	14863	J.C. Nelson	2.00	160	320.00	8952192	Attention to reconciling aircraft lease damages claims
11/30/05	15476	L.T. Perry	.30	155	46.50	8949017	Drafting objection to the claim of De Souza
11/30/05	15476	L.T. Perry	.20	155	31.00	8949018	Drafting objection to the claim of the Memphis Group
11/30/05	15476	L.T. Perry	.20	155	31.00	8949029	Drafting objection to claim of Avon Transmission
11/30/05	15476	L.T. Perry	.20	155	31.00	8949030	Drafting objection to claim of Ehrhoff
11/30/05	15476	L.T. Perry	.20	155	31.00	8949032	Ruber Stamping Company Drafting objection to claim of Automotive Optics Ltd.
Total for B005			14,157.00				
B006	EMPLOYEE BENEFIT/PENSIONS						
11/07/05	10833	J.W. Purcell	.80	410	328.00	8916990	Stock option plan issues; conference with J.A. Aschleman; review option plan changes
11/14/05	10773	S.A. Claffey	.20	410	82.00	8927756	Conference with Brian Hunt regarding personnel matters and claims for severance compensation being asserted by resigned Officer of Ambassador (.2)
11/14/05	10833	J.W. Purcell	2.40	410	984.00	8947954	Conference with S.A. Claffey; review regulations regarding 409A issues in CEO employment agreement; prepare summary of 409A issues
11/21/05	10833	J.W. Purcell	2.30	410	943.00	8947666	Revise J. Denison agreement for 409A compliance; conferences with S.A. Claffey
11/29/05	10833	J.W. Purcell	1.90	410	779.00	8958396	Conference with J.A. Aschleman;

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11/30/05	10833	J.W. Purcell	1.90	410	779.00	8958419	telephone call with B. Hunt; revise ALTA stock option plan
			3,895.00				Revise ALTA stock option plan; revise management option plan
Total for B006							
B007		FEE/EMPLOYMENT APPLICATIONS					
11/02/05	10773	S.A. Claffey	.20	410	82.00	8894963	Attention to finalization of Second Application for Approval of Fees (.2)
11/02/05	10773	S.A. Claffey	.40	410	164.00	8894964	Review ATA payments
11/02/05	10773	S.A. Claffey	.50	410	205.00	8895094	 (.4) Check records and prior fee applications and prepare letter to Frank Conway regarding approved fees and balances still to be paid, and assemble copies and billing background for him so that ATA can sort out its records (.5)
11/03/05	10773	S.A. Claffey	.20	410	82.00	8895197	Attention to ATA billing (.2)
11/03/05	10563	T.E. Hall	.90	205	184.50	8894702	Attend to September billing (.9)
11/04/05	10414	S.B. Laughlin	1.80	130	234.00	8893967	Consultations with T. Hall and K. Smith regarding status of proforma (.2); review same regarding preference work (.2); redact proforma and invoice (.3); continue working on third fee application (1.1).
11/07/05	10563	T.E. Hall	1.30	205	266.50	8898920	Attend to September proforma and bills for transmittal to client and inclusion in Third Quarterly Fee Application (1.3)
11/07/05	10414	S.B. Laughlin	.90	130	117.00	8896614	Continue working on fee application (.9)
11/09/05	10563	T.E. Hall	1.00	205	205.00	8905122	Continue review of October proforma (1.0)
11/12/05	10563	T.E. Hall	3.00	205	615.00	8911448	Continue review and revision of October proforma billing and begin review of Third Quarterly Fee Application (3.0)
11/17/05	10414	S.B. Laughlin	2.00	130	260.00	8922223	Continue drafting fee application and prepare exhibits (2.0).
11/21/05	10773	S.A. Claffey	.30	410	123.00	8929713	Letter to Frank Conway and Brian Hunt regarding fees authorized to be paid by Bankruptcy Court and calculation information needed to confirm the amount to be paid (.3)
11/22/05	10773	S.A. Claffey	.20	410	82.00	8932684	Finalize letter to Frank Conway and Brian Hunt respecting professional fees

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Date	Atty	Name	Hours	Rate	Value	Index	Description
11/30/05	10563	T.E. Hall	.30	205	61.50	8949691	owed (.2) Review and revise order on second fee application (.3)
Total for B007			13.00	2,681.50			
B008	FEE/EMPLOYMENT OBJECTIONS						
11/14/05	10773	S.A. Claffey	.20	410	82.00	8927749	Work with Brian Hunt on fee questions and identification of amounts owed professionals (.2)
Total for B008			.20	82.00			
B009	FINANCING						
11/01/05	10759	J.A. Aschleman	6.70	445	2,981.50	8896562	Work on revised plan and disclosure statement and on exit financing matters; extended conference calls regarding financing
11/01/05	10771	J.M. Carr	1.20	430	516.00	8884143	Revise DIP finance/break-up fee motion
11/01/05	10563	T.E. Hall	2.10	205	430.50	8882278	Conference call with Company and New Investor regarding strategies (2.1)
11/01/05	10563	T.E. Hall	1.00	205	205.00	8882282	Second conference call with New Investor attorneys (1.0)
11/01/05	10563	T.E. Hall	.80	205	164.00	8882287	Review and revise motion for new DIP financing and Bid Break Up (.8)
11/01/05	10274	J.D. Kimpel	.50	240	120.00	8899076	Review HSR questionnaire
11/01/05	14863	J.C. Nelson	1.70	160	272.00	8882271	Strategy meeting and conference call with new investor
11/01/05	15476	L.T. Perry	4.20	155	651.00	8881803	Assessing viability of No Shop provision in agreement with MP
11/02/05	10759	J.A. Aschleman	4.50	445	2,002.50	8896577	Work on corporate issues related to plan and financing; work on plan and disclosure statement
11/02/05	10771	J.M. Carr	.60	430	258.00	8889533	Work on DIP financing motion and research re commitment fee and "no shop" provision
11/02/05	10274	J.D. Kimpel	.80	240	192.00	8899352	Drafting and revising memo re: No Shop
11/02/05	15476	L.T. Perry	2.70	155	418.50	8889151	Provisions in a Bankruptcy Context
11/02/05	15476	L.T. Perry	3.00	155	465.00	8889286	Researching issue of commitment fees' relationship to the business judgment rule
11/03/05	10759	J.A. Aschleman	4.90	445	2,180.50	8896587	Meetings on plan and work on revising POR and disclosure statement; work on option plans and other plan exhibits
11/03/05	10773	S.A. Claffey	.20	410	82.00	8895159	Review D. Ackerman mark-up of Chicago Term Sheet and forward same to Doug Yakola, with comments (.2)
11/03/05	10773	S.A. Claffey	.30	410	123.00	8895209	Conference with Doug Yakola regarding D. Ackerman mark-up of City of Chicago Term Sheet and his new changes to City

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11/03/05	14863	J.C. Nelson	.30	160	48.00	8891835	of Chicago Term Sheet (.3)
11/03/05	15476	L.T. Perry	2.60	155	403.00	8890978	Attend to confidentiality agreement issues with ██████████
11/04/05	10759	J.A. Aschleman	5.50	445	2,447.50	8896593	Researching commitment fees in a bankruptcy context
11/04/05	10771	J.M. Carr	.80	430	344.00	8894284	Review revised term sheets; work on revising POR and disclosure statement; conferences with Carr and Barnes regarding same
11/04/05	10771	J.M. Carr	.40	430	172.00	8894313	Review and revise explanatory notes and other parts of DOT presentation for November 7 meeting
11/04/05	10771	J.M. Carr	.80	430	344.00	8894317	Telephone call with J. Denison and D. Ackerman (SWA) re issues re side letter
11/04/05	10771	J.M. Carr	.90	430	387.00	8894356	E-mails and telephone call with Sidley re conference call
11/04/05	10773	S.A. Claffey	.40	410	164.00	8895262	Conference call with D. Ackerman, D. Heroy, D. Darrow and G. Sion re side letter status and strategy re capital raise and reorganization
11/04/05	10274	J.D. Kimpel	2.40	240	576.00	8899464	E-mails with Doug Yakola regarding City of Chicago Term Sheet and specific provisions to be adjusted therein (.4)
11/04/05	15476	L.T. Perry	1.30	155	201.50	8893465	Review questionnaire (.5); conference call with B. Hunt and J. Jenkins (1.0); research rules on HSR waiting period (.9)
11/05/05	10771	J.M. Carr	.90	430	387.00	8894381	Researching commitment fees in a bankruptcy context
11/05/05	10771	J.M. Carr	.20	430	86.00	8897870	Review commitment letter and telephone call J. Denison re indemnity and other issues
11/07/05	10759	J.A. Aschleman	6.30	445	2,803.50	8896601	Telephone call with D. Darrow re side letter
11/08/05	10759	J.A. Aschleman	6.20	445	2,759.00	8913481	Review and revise POR; calculate shares; conferences regarding ALPA option plan; work on rights offering matters; review MP commitment letter and term sheet; review codeshare term sheet; conference call with ATA and Jefferies
11/08/05	10771	J.M. Carr	2.10	430	903.00	8900545	Work on plan issues and documents; extended conference calls
11/08/05	10771	J.M. Carr	1.60	430	688.00	8900552	Telephone calls F. Conway, H. Shin, J. Denison, L. Beckerman re capital raise and DIP finance
							Conference calls with Sidley re commitment letter, term sheet, other documentation

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11/08/05	10771	J.M. Carr	2.30	430	989.00	8905257	Review and revise commitment letter, term sheet, loan agreement
11/08/05	10771	J.M. Carr	1.70	430	731.00	8905260	Review and revise affidavit for T. Carlston, affidavit for F. Conway
11/08/05	10771	J.M. Carr	.90	430	387.00	8905265	Revise motion re DIP financing, etc.
11/08/05	10563	T.E. Hall	1.20	205	246.00	8898964	Telephone call with New Investor, Jefferies, and Company regarding status of agreements (1.2)
11/08/05	10563	T.E. Hall	1.40	205	287.00	8898965	Telephone call with New Investor counsel regarding documentation of agreements (1.4)
11/08/05	10274	J.D. Kimpel	4.90	240	1,176.00	8899507	Draft HSR Form (2.5); review and revise HSR Form (2.4)
11/08/05	15476	L.T. Perry	2.70	155	418.50	8898230	Drafting affidavit of Francis Conway re: DIP financing
11/09/05	10759	J.A. Aschleman	3.50	445	1,557.50	8913498	Work on plan and other documents
11/09/05	10771	J.M. Carr	.90	430	387.00	8905285	Telephone call J. Denison, F. Conway and S. Frick re update and MP preference re process
11/09/05	10771	J.M. Carr	.80	430	344.00	8905290	Telephone call G. Sion and S. Kohn re status and strategy
11/09/05	10771	J.M. Carr	1.60	430	688.00	8905294	Revise Carlston affidavit and emergency DIP financing/procedures motion
11/09/05	10771	J.M. Carr	2.70	430	1,161.00	8905401	Meeting with J. Denison, F. Conway, S. Frick, J. Peko, W. Malone re status and strategy
11/09/05	10771	J.M. Carr	1.20	430	516.00	8905412	Telephone call with B. Vrancik, F. Conway et al. re DIP loan agreement
11/09/05	10771	J.M. Carr	.60	430	258.00	8905414	Telephone G. Sion re status and strategy
11/09/05	10771	J.M. Carr	1.10	430	473.00	8905431	Review side letter and revise; telephone call D. Heroy, D. Ackerman re side letter
11/09/05	10773	S.A. Claffey	1.70	410	697.00	8926894	Review City of Chicago revisions to Chicago resolution term sheet and discuss at length with Doug Yakola (1.7)
11/09/05	10274	J.D. Kimpel	1.00	240	240.00	8910940	Review and revise HSR Form (.5); review Term Sheet and commitment letter (.5)
11/10/05	10759	J.A. Aschleman	6.20	445	2,759.00	8913526	Review and revise Form 12b-25; telephone conferences regarding HSR filing; review and revise Commitment Letter and Term Sheet; work on Plan and Disclosure Statement
11/10/05	10771	J.M. Carr	2.60	430	1,118.00	8905439	Revise DIP finance/procedures motion
11/10/05	10771	J.M. Carr	1.90	430	817.00	8905442	Review and revise commitment letter, term sheet
11/10/05	10771	J.M. Carr	.90	430	387.00	8905448	Revise declarations (Conway and Carlston) and other pleadings
11/10/05	10771	J.M. Carr	1.30	430	559.00	8905456	Telephone calls Sidley, F. Conway, J. Denison, S. Frick

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11/10/05	10771	J.M. Carr	1.10	430	473.00	8905460	E-mails Sidley, Jefferies and ATA re motion, commitment letter, and term sheet
11/10/05	10773	S.A. Claffey	.20	410	82.00	8927041	E-mails respecting proposed DIP financing by MatlinPatterson and foreign ownership issues related to MatlinPatterson investment (.2)
11/10/05	10773	S.A. Claffey	.30	410	123.00	8927049	Evaluate timing issues related to concluding MatlinPatterson investment and Southwest Codeshare Agreement (.3)
11/10/05	10773	S.A. Claffey	.30	410	123.00	8927054	Work on Codeshare Agreement (.3)
11/10/05	10773	S.A. Claffey	.30	410	123.00	8927110	Review e-mail from Adelphi Capital proposing mutual release and review draft release (.3)
11/10/05	10563	T.E. Hall	1.60	205	328.00	8905156	Review and revise motion to seal and motion to shorten notice regarding DIP financing (1.6)
11/10/05	10563	T.E. Hall	1.00	205	205.00	8905158	Review revised term sheet and commitment letter regarding new investment and new DIP (1.0)
11/10/05	10563	T.E. Hall	2.00	205	410.00	8905173	Review and revise DIP finance/capital raise procedures motion and attend to filing (2.0)
11/11/05	10759	J.A. Aschleman	7.30	445	3,248.50	8913549	Work on Plan Disclosure Statement and Rights Offering materials
11/11/05	10771	J.M. Carr	.40	430	172.00	8913112	Telephone calls Sidley re material contracts
11/11/05	10771	J.M. Carr	.60	430	258.00	8913124	Conference telephone call ATSB re MP financing and status and strategy
11/11/05	10771	J.M. Carr	.30	430	129.00	8913131	Review ATSB term sheet
11/11/05	10771	J.M. Carr	.90	430	387.00	8913203	Telephone calls D. Botter, Sidley, Jefferies and e-mails re potential objection by Committee to DIP financing/capital raise procedures motion relief requested November 17 and discovery
11/11/05	10773	S.A. Claffey	.40	410	164.00	8927177	Review Southwest mark up of Chicago mark up of Chicago resolution term sheet and prepare e-mails and exchange e-mails with Doug Yakola regarding the Southwest modifications to the Chicago term sheet (.4)
11/11/05	10773	S.A. Claffey	1.20	410	492.00	8927182	Review redrafted Codeshare Agreement (1.2)
11/11/05	10563	T.E. Hall	.50	205	102.50	8916967	Telephone call with Company and Jefferies regarding request from NatTel for Term Sheet and Commitment Letter (.5)
11/11/05	10563	T.E. Hall	4.00	205	820.00	8916988	Coordinate with MP regarding due

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11/12/05	10563	T.E. Hall	2.00	205	410.00	89111436	diligence completion - numerous telephone calls, e-mails with MP, contract parties, Company and BMC (4.0) Continue to coordinate due diligence efforts with MP and BMC (2.0)
11/13/05	10773	S.A. Claffey	4.10	410	1,681.00	8927460	Work on new revised term sheet for City of Chicago to reflect adjustments proposed by the City and Southwest and okayed by ATA, and adding changes to term sheet impacted by gate exchange changes, and prepare lengthy e-mail to Doug Yakola regarding revisions, open matters and issues related to term sheet and substantive matters covered by it, and prepare redline of revised term sheet for Southwest (4.1)
11/14/05	10759	J.A. Aschleman	8.70	445	3,871.50	8936660	Work on plan and disclosure statement; meetings regarding same
11/14/05	10563	T.E. Hall	.80	205	164.00	8917025	Conference call regarding Committee's deposition of Jefferies regarding new financing (.8)
11/14/05	10563	T.E. Hall	.40	205	82.00	8917028	Review due diligence requests from Sidley Austin regarding MP Bid (.4)
11/14/05	10563	T.E. Hall	.30	205	61.50	8917030	Review objection filed by NatTel to motion to seal MP Bid (.3)
11/14/05	10563	T.E. Hall	1.00	205	205.00	8917035	Conference call with Sidley Austin, ATA, BMC, Navigant regarding due diligence (1.0)
11/14/05	10274	J.D. Kimpel	2.00	240	480.00	8940113	Review commitment letter and term sheet (1.6); telephone call with Jerry Jenkins and Darren Tucker regarding HSR Form (.4)
11/15/05	10759	J.A. Aschleman	7.40	445	3,293.00	8936670	Review and revise Form 10-Q; analyze required SEC filings; review and revise plan and disclosure statement and conferences regarding all of above
11/15/05	10771	J.M. Carr	1.10	430	473.00	8920357	Review ATSB material
11/15/05	10771	J.M. Carr	.90	430	387.00	8920393	Telephone call S. Frick re ATSB
11/15/05	10771	J.M. Carr	.50	430	215.00	8920405	Conference call with J. Denison, S. Frick, F. Conway re ATSB
11/15/05	10771	J.M. Carr	1.30	430	559.00	8920412	Conference telephone call ATSB and ATA retreat
11/15/05	10773	S.A. Claffey	.50	410	205.00	8927636	Conference with John Denison and Doug Yakola regarding Chicago term sheet, open issues under Chicago term sheet, and approaches to be utilized to resolve on an expedited basis (.5)
11/15/05	10773	S.A. Claffey	.40	410	164.00	8927638	Conference with David Heroy regarding Codeshare exclusivity issues and term

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11/15/05	10773	S.A. Claffey	.50	410	205.00	8927646	sheet finalization for Codeshare Agreement (.4) Lengthy conference with Doug Yakola regarding revisions to City of Chicago term sheet and next steps to be taken and strategies to be utilized to obtain resolution of issues (.5)
11/15/05	10563	T.E. Hall	1.00	205	205.00	8933845	Attend to confidentiality agreements (MatlinPatterson and aircraft lessors) in connection with due diligence (1.0)
11/15/05	10274	J.D. Kimpel	3.30	240	792.00	8940132	Review and revise H-S-R Form (1.3); meeting with Jerry Jenkins (1.0); research HSR rules (1.0)
11/15/05	14863	J.C. Nelson	.50	160	80.00	8918800	Drafting Stipulation between ATA, The Committee and MatlinPatterson
11/15/05	15476	L.T. Perry	.30	155	46.50	8917897	Reviewing documents for depositions to be held on November 21, 2005
11/15/05	15476	L.T. Perry	1.90	155	294.50	8917898	Drafting stipulation between MatlinPatterson, Committee of Unsecured Creditors and ATA re: moving November 17 hearing date
11/15/05	15476	L.T. Perry	.30	155	46.50	8919624	Revising Stipulation and Order regarding MatlinPatterson, Committee of Unsecured Creditors and ATA's agreement to adjourn November 17 hearing
11/16/05	10759	J.A. Aschleman	4.80	445	2,136.00	8936678	Work on plan and disclosure statement matters; 10-Q matters
11/16/05	10771	J.M. Carr	.90	430	387.00	8920471	Draft pleadings to file MP Bid as public unsealed document
11/16/05	10773	S.A. Claffey	.20	410	82.00	8928220	Conference with ATA regarding "poison pill" exclusivity language in Codeshare term sheet (.2)
11/16/05	10773	S.A. Claffey	.80	410	328.00	8928224	Work on revising Chicago term sheet and exhibits and e-mail same to Doug Yakola, with comments (.8)
11/16/05	10773	S.A. Claffey	.50	410	205.00	8928233	Work on revisions to Southwest Codeshare term sheet (.5)
11/16/05	10773	S.A. Claffey	.20	410	82.00	8928237	Review and insert Subodh Karnik revisions to Southwest Codeshare term sheet into master re-do (.2)
11/16/05	10773	S.A. Claffey	.10	410	41.00	8928249	Message to David Heroy regarding revisions to term sheet (.1)
11/16/05	10773	S.A. Claffey	.20	410	82.00	8928268	Revise term sheet for City of Chicago to include "grandfathered flights" concept (.2)
11/16/05	10773	S.A. Claffey	.90	410	369.00	8928275	Review new draft of term sheet prepared by City of Chicago and evaluate revisions with Doug Yakola (.9)
11/16/05	10773	S.A. Claffey	.20	410	82.00	8928301	Telephone calls to Richard Lauter, City

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11/16/05	10274	J.D. Kimpel	5.30	240	1,272.00	8940617	E-mail to Rich Lauter, City of Chicago outside counsel (.1)
11/16/05	15476	L.T. Perry	1.30	155	201.50	8919669	Review and revise HSR Form (5.0); telephone call with Brian Hunt (.2); meeting with Jerry Jenkins (.1)
11/16/05	15476	L.T. Perry	.40	155	62.00	8919672	Reviewing documents to be provided per request of Committee of Creditors; converting documents to .pdf files
11/16/05	15476	L.T. Perry	.40	155	62.00	8919673	Preparing Order to lift automatic stay in the matter of Prasad
11/17/05	10759	J.A. Aschleman	5.00	445	2,225.00	8936681	Preparing Order regarding lifting of automatic stay in the matter of Shawn Harris
11/17/05	10771	J.M. Carr	2.30	430	989.00	8926142	Work on plan and disclosure statement matters
11/17/05	10773	S.A. Claffey	.70	410	287.00	8928403	Revise stipulation re expense reimbursement; November 17 hearing; e-mails; telephone calls D. Darrow, D. Botter, A. Ferrante; term sheet
11/17/05	10274	J.D. Kimpel	4.80	240	1,152.00	8940645	Participate in conference with ATSB officials and attorneys regarding restructuring of ATSB loan terms (.7)
11/18/05	10759	J.A. Aschleman	6.50	445	2,892.50	8936694	Review and revise H-S-R Form (3.0); review various documents describing transaction reported on H-S-R Form (1.8)
11/18/05	10771	J.M. Carr	.70	430	301.00	8926654	Work on disclosure statement and plan documents; review 10-Q and 8-Ks; conferences regarding same
11/18/05	10563	T.E. Hall	.90	205	184.50	8947001	Telephone calls D. Heroy and J. Denison re request to unseal codeshare term sheet
11/18/05	10563	T.E. Hall	1.20	205	246.00	8947027	Participate in conferences regarding confidentiality on MatlinPatterson commitment letter and Southwest Airlines Codeshare Agreement (.9)
11/18/05	10563	T.E. Hall	7.10	240	1,704.00	8940680	Attend to requests by MatlinPatterson for ILFC leases and requests from ILFC for documents with relation to MatlinPatterson due diligence efforts (1.2)
11/18/05	14863	J.C. Nelson	.20	160	32.00	8927232	Review and revise HSR Form and prepare for filing (6.0); draft 803.5(b) affidavit (.5); telephone call with Jerry Jenkins and Darren Tucker (.6)
							Attend to inquiry from Jefferies regarding [REDACTED] confidentiality agreement

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Date	Atty	Name	Hours	Rate	Value	Index	Description
11/18/05	15476	L.T. Perry	1.70	155	263.50	8925917	Preparing documents for Frank Conway and Thane Carlston's depositions on Monday; meeting with Jim Carr, Bob Stanley and David Herzog re: production of requested documents
11/19/05	10759	J.A. Aschleman	5.50	445	2,447.50	8936700	Work on plan and disclosure statement
11/20/05	10759	J.A. Aschleman	3.90	445	1,735.50	8936704	Work on disclosure statement
11/20/05	10771	J.M. Carr	.50	430	215.00	8929455	Telephone calls S. Frick re Bain review of projections and other issues
11/20/05	10773	S.A. Claffey	.40	410	164.00	8928690	E-mails with Gilles Scion, of Sidley Austin, regarding term sheet with City of Chicago and issues related thereto, and regarding assignment process for gates at Midway Airport (.4)
11/20/05	10274	J.D. Kimpel	.70	240	168.00	8940725	Prepare documents for filing HSR Form
11/21/05	10759	J.A. Aschleman	4.70	445	2,091.50	8936718	Work on plan and exhibits; review projections; work on disclosure statement
11/21/05	10771	J.M. Carr	.90	430	387.00	8929533	Telephone calls and e-mails D. Heroy and Akin re seal motion re codeshare term sheet
11/21/05	10771	J.M. Carr	.70	430	301.00	8929662	Review stipulation re extension cash use through December 9; e-mails and arrange filing
11/21/05	10274	J.D. Kimpel	3.70	240	888.00	8940746	Review and revise HSR Form and prepare attachments for filing (3.0); draft filing memo and transmittal letter (.7)
11/21/05	15476	L.T. Perry	.40	155	62.00	8934564	Researching issue of what constitutes "confidential commercial information" as it relates to keeping sensitive business documents under seal
11/22/05	10759	J.A. Aschleman	4.70	445	2,091.50	8936749	Work on disclosure statement, 8-K and press release; telephone conferences with Sidley & MatlinPatterson
11/22/05	10771	J.M. Carr	.40	430	172.00	8936515	Telephone call J. Denison re ATSB concerns re gate transactions
11/22/05	10773	S.A. Claffey	.20	410	82.00	8932705	E-mail to John Denison regarding Southwest Credit Agreement Financial Covenant Amendments which may be needed (.2)
11/22/05	10023	M.J. Eggers	1.00	170	170.00	8940308	Work related to HSR filing for ATA
11/22/05	10274	J.D. Kimpel	6.80	240	1,632.00	8940803	Prepare and review HSR Form and attachments
11/22/05	15476	L.T. Perry	5.90	155	914.50	8934562	Researching issue of what constitutes "confidential commercial information" as it relates to keeping sensitive business documents under seal
11/23/05	10759	J.A. Aschleman	8.10	445	3,604.50	8936766	Work on plan; disclosure statement; new share calculation, etc.

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11/23/05	10274	J.D. Kimpel	1.90	240	456.00	8940826	Coordinate HSR filing with Frank Swain
11/28/05	10759	J.A. Aschleman	7.80	445	3,471.00	8952572	Work on revised terms and share calculations; option plans; telephone conferences with company and telephone conferences with Sidley; work on documents
11/28/05	10771	J.M. Carr	1.10	430	473.00	8946900	Review and revise revised MP commitment letter and term sheet
11/28/05	10563	T.E. Hall	1.00	205	205.00	8941587	Conference call with G. Sion regarding timetable, settlement with Committee and changes required to Plan and Disclosure Statement (1.0)
11/29/05	10759	J.A. Aschleman	6.60	445	2,937.00	8952627	Revise Plan of Reorganization; work on commitment letters and term sheet; work on ALPA Plan; conference call with Hunt & Purcell; start revisions to Disclosure Statement
11/29/05	10773	S.A. Claffey	.30	410	123.00	8946011	Attention to identification of amendments required to Southwest Credit Agreement and obtaining approval of those required amendments from Southwest (.3)
11/29/05	10773	S.A. Claffey	.50	410	205.00	8946191	Begin review of MatlinPatterson DIP Credit Agreement (.5)
11/30/05	10759	J.A. Aschleman	7.40	445	3,293.00	8952648	Work on plan documents and disclosure statement; conference calls regarding same
11/30/05	10773	S.A. Claffey	.20	410	82.00	8954500	Attention to Southwest Debtor in Possession Credit Agreement Amendment to eliminate potential October default, with e-mails to Wisty Malone and Sean Frick and Frank Conway regarding same (.2)
11/30/05	10773	S.A. Claffey	.30	410	123.00	8954505	E-mails regarding Southwest Credit Agreement and e-mails from Angela Ferrante regarding Committee needs for documents (.3)
11/30/05	10773	S.A. Claffey	5.40	410	2,214.00	8954516	Work on Southwest Credit Agreement Amendment, including preparation of comprehensive Eighth Amendment and preparation of e-mails to ATA officers explaining issues that remain open with respect to the Eighth Amendment terms and explaining the scope of the Eighth Amendment (5.4)
11/30/05	10773	S.A. Claffey	.30	410	123.00	8954539	Conference with Frank Conway and Sean Frick regarding ATSB loan restructure terms and Southwest covenant adjustments (.3)

Date	Atty	Name	Hours	Rate	Value	Index	Description
11/30/05	10773	S.A. Claffey	.20	410	82.00	8954545	Conference with Sean Frick regarding utilization of new financial projections for setting of revised financial covenants in the Southwest Credit Agreement and in the MatlinPatterson Credit Agreement (.2)
Total for B009			108,153.50				
B010 LITIGATION							
11/01/05	10769	J.R. Burns	2.20	375	825.00	8907978	Work on preference recovery issues and analysis of data compilations re same Telephone call with M. O'Neil and J. Graham (Sommer Barnard) re lease payment calculations for rejected aircraft (.1); email project team recap of conversation with O'Neil and Graham (.1)
11/01/05	10296	K.H. Hagan	.20	155	31.00	8885251	
11/01/05	15667	M.F. Juba	.60	160	96.00	8917245	[LEASE REJECTION CLAIMS]: Attend to discovery matters related to aircraft leases from U.S. Bancorp and Key Finance Telephone calls with P. Villars regarding document production to Jay Kennedy and telephone call with J. Kennedy regarding same
11/01/05	16069	M.N. Red	.20	160	32.00	8905733	Review additional data compilations from BMC utilizing the Median Statistical approach and consideration of same
11/02/05	10769	J.R. Burns	1.30	375	487.50	8908287	Review GATS preference analysis and consideration of secured status issue [Lease rejection claims]: Emails with M. O'Neil (Sommer Barnard) re Sommer Barnard's data previously prepared regarding aircraft lease payments and possibility of use of same by valuation expert (.3); review rent information contained in multiple lease document notebooks (.7); begin review of rent data submitted by Sommer Barnard (.5)
11/02/05	10769	J.R. Burns	.50	375	187.50	8908355	Examine and evaluate the extensive spreadsheet detailing the proposed Southwest Airlines assistance in handling the negotiation of leases during the lease rejection litigation (.7); review and examine the revised proposed Section 110(b) Stipulation, ATA engine and lease financial spreadsheet, and projected financial restructuring plan re fleet and
11/02/05	10296	K.H. Hagan	1.50	155	232.50	8909189	
11/02/05	15667	M.F. Juba	2.90	160	464.00	8917259	

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Date	Atty	Name	Hours	Rate	Value	Index	Description
11/02/05	10304	M.A. Werling	5.50	240	1,320.00	8901980	aircraft rent (2.2) Work extensively on revised Initial Action List, Master Spreadsheet, detailed updated required for same based on mean, median variations Review and consider several revised spreadsheets detailing potential preference recoveries and consideration of appropriate strategy re same Review and consider revised "Short Lists" in both mean and median formats and consider additional work necessary to prepare initial demands re same Analysis of preference calculations and work on list of initial defendants and details of their respective transactions; prepare for and participate in extended conference call with W. Ponader re preference debts and refinement of final list for first round demand letters
11/03/05	10769	J.R. Burns	1.50	375	562.50	8911518	[Lease rejection claims]: Review emails and attachments re Finova Confidentiality Agreement (.2); continue review of multiple emails and costing data attachments received from M. O'Neil for information possibly to be conveyed to expert for valuation purposes (1.2); telephone call and email J. Yeager re data received from Sommer Barnard and possibility of use by expert (.3)
11/03/05	10769	J.R. Burns	.80	375	300.00	8911538	Review spreadsheets regarding estimation of lease payments for aircraft and engine leases (.2)
11/03/05	10769	J.R. Burns	1.40	375	525.00	8911579	Examine and analyze current spreadsheet detailing lease payment calculations for aircraft and aircraft engines (.7); evaluate confidentiality stipulation between ATA and Finova (.4); examine and evaluate the extensive spreadsheet detailing the proposed Southwest assistance in handling the negotiation of leases during the lease rejection litigation (1.0); review and examine the revised proposed Section 110(b) Stipulation, ATA engine and lease financial spreadsheet, and projected financial restructuring plan re fleet
11/03/05	10296	K.H. Hagan	1.70	155	263.50	8909203	Review spreadsheets regarding estimation of lease payments for aircraft and engine leases (.2)
11/03/05	15514	R.M. Hurley	.20	170	34.00	8891173	Examine and analyze current spreadsheet detailing lease payment calculations for aircraft and aircraft engines (.7); evaluate confidentiality stipulation between ATA and Finova (.4); examine and evaluate the extensive spreadsheet detailing the proposed Southwest assistance in handling the negotiation of leases during the lease rejection litigation (1.0); review and examine the revised proposed Section 110(b) Stipulation, ATA engine and lease financial spreadsheet, and projected financial restructuring plan re fleet
11/03/05	15667	M.F. Juba	5.80	160	928.00	8917274	Examine and analyze current spreadsheet detailing lease payment calculations for aircraft and aircraft engines (.7); evaluate confidentiality stipulation between ATA and Finova (.4); examine and evaluate the extensive spreadsheet detailing the proposed Southwest assistance in handling the negotiation of leases during the lease rejection litigation (1.0); review and examine the revised proposed Section 110(b) Stipulation, ATA engine and lease financial spreadsheet, and projected financial restructuring plan re fleet

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11/03/05	10304	M.A. Werling	5.20	240	1,248.00	8917777	and aircraft rent (2.6); attend to discovery matters re US Bancorp and Key Finance (1.1) Continue detailed work on Three Tier preference summary (4.5); participate in conference call re same (0.7)
11/04/05	10769	J.R. Burns	1.20	375	450.00	8911656	Work on preference recoveries and analysis of new data summaries re same
11/04/05	10769	J.R. Burns	.30	375	112.50	8911719	Review Goodrich payments
11/04/05	10769	J.R. Burns	.90	375	337.50	8911734	Review revisions to Notes and review "Short List" revisions
11/04/05	10296	K.H. Hagan	1.20	155	186.00	8911886	[Lease rejection claims]: Review emails re extension of deadlines to respond to objection #2 (.2); review emails and multiple (50+) attachments received from V. Crim (Sommer Barnard) consisting of rent/lease summaries for each aircraft (.9); email project team data received from Sommer Barnard (.1)
11/04/05	15514	R.M. Hurley	.20	170	34.00	8894035	Review responses to objections to aircraft and engine claims objections (.2)
11/04/05	15667	M.F. Juba	2.80	160	448.00	8917289	Examine and analyze current lease schedules (1.2); examine and analyze current lease position data, spreadsheets, and attachments (1.6)
11/04/05	10304	M.A. Werling	5.40	240	1,296.00	8952680	Work extensively on master spreadsheet, three tier analysis, and specific adjustments based on contract review Preparation for Wednesday status conference
11/04/05	10862	J.H. Yeager Jr.	.40	400	160.00	8937230	
11/05/05	10304	M.A. Werling	2.00	240	480.00	8902008	Work on detailed payment analysis
11/06/05	10769	J.R. Burns	1.20	375	450.00	8907820	Review Goodrich Wheels & Brake documents and analysis of terms (.3); exchange email with W. Ponader and M. Werling re "Short List" analysis (.3); analysis of preference data and consideration of strategy re same (.6)
11/06/05	10769	J.R. Burns	1.50	375	562.50	8907826	Work on preference analysis and multiple exchange of correspondence re same, including analysis of specific vendor issues and consideration of early pay issue
11/06/05	10769	J.R. Burns	1.00	375	375.00	8907830	Extended telephone call with W. Ponader and M. Werling re specific vendor issues and potential flaws in BMC data relating to early pay issue, including consideration of issues raised
11/06/05	10769	J.R. Burns	1.30	375	487.50	8907838	Continue work on initial list of

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11/06/05	10304	M.A. Werling	9.00	240	2,160.00	8902010	preference recipient letters and consideration of particular vendor defenses and strategy re same Work extensively on Initial Action List, Master Spreadsheet, multiple vendor-specific refinements to same for delivery to the company; telephone conferences with co-counsel re same Analysis of recent updates and telephone call with W. Ponader re impact of same on strategy and in pursuing preference recoveries Analysis of several individual preference recipients and documentation re payments by same
11/07/05	10769	J.R. Burns	1.30	375	487.50	8914597	Continue work on preference analysis and review of spreadsheets and supporting documentation re same, including follow-up conference with W. Ponader re same
11/07/05	10769	J.R. Burns	1.20	375	450.00	8914602	[Lease rejection claims]: Conference with J. Yeager and R. Hurley re objections (.1); review responses to second objections (.2); telephone calls and emails with R. Hurley re enlargement (.2); emails re AMR tracking chart re enlargements, responses and objections, opposing counsel contact information (2.0)
11/07/05	10769	J.R. Burns	2.20	375	825.00	8914725	Review responses to second objection to aircraft and engine claims (.6) [LEASE REJECTION CLAIMS]: Examine and analyze responses to the second objection filed by Bank of America, Fleet, and Transamerica (.7); attend to discovery matters and disputes re lease rejection and attend to extensions of time for responding to the second objection (1.2)
11/07/05	10296	K.H. Hagan	2.70	155	418.50	8917522	Complete work on revised master spreadsheet; work on critical assessment of potential demand letter recipients based on payment detail Consideration of Short List issues and review additional work on preference spreadsheets (.7); review correspondence from J. Peko and W. Ponader and respond to same (.4)
11/07/05	15514	R.M. Hurley	.60	170	102.00	8896388	
11/07/05	15667	M.F. Juba	1.90	160	304.00	8912786	
11/07/05	10304	M.A. Werling	3.20	240	768.00	8951766	
11/08/05	10769	J.R. Burns	1.10	375	412.50	8916880	

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Date	Atty	Name	Hours	Rate	Value	Index	Description
11/08/05	10769	J.R. Burns	.80	375	300.00	8916930	Review Foreign Vendors' transactions and consider issues re same
11/08/05	10769	J.R. Burns	.50	375	187.50	8916934	Work on initial list issues
11/08/05	10296	K.H. Hagan	.30	155	46.50	8929296	[Lease rejection claims]: Emails re AMR extension (.2); emails re Key Bank's response to second objection (.1)
11/08/05	15514	R.M. Hurley	1.10	170	187.00	8898427	Prepare summary of responses to first and second objections to aircraft and engine claims (1.1)
11/08/05	15514	R.M. Hurley	.30	170	51.00	8898429	Prepare for 11/9 hearing
11/08/05	15667	M.F. Juba	1.40	160	224.00	8912943	[LEASE REJECTION CLAIMS]: Examine current aircraft lease rejection tracking spreadsheet and attend to discovery matters re aircraft and engines designated in same
11/08/05	10304	M.A. Werling	2.80	240	672.00	8952459	Attention to "Tier IV" related preference issues (.6); work on assessment of most likely demand letter recipients based on payment detail (2.2)
11/08/05	10862	J.H. Yeager Jr.	.70	400	280.00	8913121	Preparation for status conference 11/9 (.4); telephone call Mike O'Neil and Jeff re same and re status and merits of tax indemnification claims (.3)
11/09/05	10769	J.R. Burns	.70	375	262.50	8917197	Review and consider correspondence from W. Ponader re initial list and respond
11/09/05	10769	J.R. Burns	1.00	375	375.00	8917198	Work on tier lists and issues re same, including multiple exchange of emails (.6); work on excel presentation (.4)
11/09/05	10296	K.H. Hagan	.10	155	15.50	8929318	[Lease rejection claims]: Review emails re request for present value schedules
11/09/05	15514	R.M. Hurley	.50	170	85.00	8901431	Prepare for hearing regarding claims objections (.5)
11/09/05	15514	R.M. Hurley	1.10	170	187.00	8901434	Attend hearing (1.1)
11/09/05	10304	M.A. Werling	3.50	240	840.00	8902021	Address issues pertinent to preference spreadsheets, telephone calls with W. Ponader re: same
11/09/05	10862	J.H. Yeager Jr.	2.30	400	920.00	8913268	[Lease rejection claims]: Preparation for and hearing status conference on claim objections (1.6); email Sean F. and otherwise work on compromise claim valuation (.7)
11/10/05	10769	J.R. Burns	.70	375	262.50	8917213	Review and consider additional data revisions and work on preference recovery issues
11/11/05	10769	J.R. Burns	1.00	375	375.00	8936561	Telephone call with W. Ponader re data issues and strategy re preference recoveries (.4); consideration of issues raised and strategy (.6)

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11/11/05	10769	J.R. Burns	.60	375	225.00	8936580	Review J. Peko correspondence re foreign vendors, consider issues raised and reply
11/11/05	10769	J.R. Burns	.60	375	225.00	8936649	Work on preference recovery
11/11/05	10771	J.M. Carr	.90	430	387.00	8913216	Work on strategy re depositions and document requests
11/11/05	11358	D.K. Herzog	1.00	425	425.00	8915599	Conference with Jim Carr regarding dispute with creditors' committee and depositions related to dispute
11/12/05	10769	J.R. Burns	.30	375	112.50	8937083	Review and consider J. Peko email re foreign vendor and respond to same
11/13/05	10769	J.R. Burns	.40	375	150.00	8937159	Continue consideration of foreign vendor issues and various correspondence re same
11/13/05	10771	J.M. Carr	1.30	430	559.00	8917549	Telephone call D. Botter et al. re committee discovery requests and e-mails Jefferies, Sidley et al. re discovery requests
11/14/05	10769	J.R. Burns	1.00	375	375.00	8937196	Follow-up re status of preference analysis and tasks to be completed (.4); consideration of foreign vendor issues and necessary research re same (.6)
11/14/05	10769	J.R. Burns	.60	375	225.00	8937321	Follow-up re preference analysis and initial list issues
11/14/05	10771	J.M. Carr	2.40	430	1,032.00	8917551	Work on Committee deposition notices and request to production of documents; telephone calls Jefferies, ATA, Sidley (MP's attorneys) re documents requests
11/14/05	10771	J.M. Carr	1.60	430	688.00	8917553	Conference telephone calls Akin Gump, Sidley re discovery requests, request to continue hearing, MP funding proposal and other issues
11/14/05	10296	K.H. Hagan	.60	155	93.00	8929396	[Lease rejection claims]: Weekly project team meeting (.4); emails re lease for N552 (.2)
11/14/05	11358	D.K. Herzog	4.60	425	1,955.00	8915723	Conference with Carr and conference call regarding depositions and document production (1.4); research regarding privilege issue (.7); conference call regarding discovery update (.5); study documents; conference calls regarding procedure and discovery (1.6); conferences with Carr (.2); assemble documents for Osborne and Perry (.2)
11/14/05	15514	R.M. Hurley	.50	170	85.00	8917396	[Lease Rejection Claims]: Meeting with lease rejection team (.5)
11/14/05	15667	M.F. Juba	.70	160	112.00	8917399	Attend to discovery matters re US Bancorp

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11/14/05	10304	M.A. Werling	3.80	240	912.00	8917782	E-mail exchanges re next BMC reconciliation issues (0.2); telephone conferences with W. Ponader re same (0.4); continue attention to liquidation analysis related needs (2.7); office conference with J. Burns re same (0.2); telephone conferences with BMC re same (0.3)
11/15/05	10769	J.R. Burns	2.70	375	1,012.50	8937435	Telephone call with W. Ponader re liquidation analysis and foreign vendors (.3); review draft memo to ATA re preference recovery projections and consider issues raised by same; work on revisions to same (2.4)
11/15/05	10769	J.R. Burns	.50	375	187.50	8937441	Review latest draft of preference memo and revise same
11/15/05	10769	J.R. Burns	.60	375	225.00	8937508	Follow-up work on preference memo
11/15/05	15667	M.F. Juba	1.70	160	272.00	8942892	[Lease Rejection Claims]: Examine current fleet and engine status report (.4); work on discovery and valuation issues re US Bancorp. leases (1.3)
11/16/05	10769	J.R. Burns	.60	375	225.00	8941527	Review "Other Excluded" spreadsheet and correspondence re same (.3); consider action re same and correspondence to W. Ponader re same (.3)
11/16/05	10769	J.R. Burns	.40	375	150.00	8941574	Analysis of "Other Excluded" and correspondence to W. Ponader re same
11/17/05	10769	J.R. Burns	.80	375	300.00	8943076	Review and consider response from J. Peko and investigate issues raised
11/17/05	10769	J.R. Burns	.40	375	150.00	8943086	Correspondence to W. Ponader re J. Peko inquiry and follow-up re issues raised
11/17/05	10769	J.R. Burns	1.50	375	562.50	8943127	Prepare for and participate in conference with W. Ponader re J. Peko inquiry and analysis of BMC data and B&D adjustments re same
11/17/05	10769	J.R. Burns	1.40	375	525.00	8943183	Receive and review latest draft analysis, consider issues, revise draft and transmit same to W. Ponader; telephone call with W. Ponader and follow-up re revisions
11/17/05	10296	K.H. Hagan	.90	155	139.50	8930055	[Lease rejection claims]: Emails with K. Martin (BMC) re BMC need for N514 lease (.2); review lease litigation project notebook inventory for same (.1); telephone calls and emails V. Crim (Sommer Barnard) re N514 lease (.3); organize lease litigation project workroom (.3)
11/17/05	11358	D.K. Herzog	.20	425	85.00	8925698	Conference with Claffey regarding

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11/17/05	10862	J.H. Yeager Jr.	.80	400	320.00	8932464	discovery (.2) [Lease rejection claims]: Review of AMR and other administration claim documents (.4); review of documents related to aircraft rejection unsecured claims (.4)
11/18/05	10769	J.R. Burns	1.60	375	600.00	8943686	Consideration of issues re initial demand and organization of claims and supporting documentation in preparation for initial record of preference demands
11/18/05	10771	J.M. Carr	1.90	430	817.00	8926370	Work on document production in response to UCC document request
11/18/05	10771	J.M. Carr	1.80	430	774.00	8926384	Meeting with F. Conway re status, strategy and UCC discovery
11/18/05	10771	J.M. Carr	1.20	430	516.00	8926640	Telephone calls D. Heroy, Sidley, King & Spaulding (Jefferies counsel) re November 21 deposition and document production, other discovery issues
11/18/05	10771	J.M. Carr	.70	430	301.00	8926644	E-mails Sidley et al re discovery
11/18/05	10296	K.H. Hagan	.40	155	62.00	8930325	[Lease rejection claims]: Emails with K. Martin (BMC) re lease for N514 (.2); emails with V. Crim (Sommer Barnard) re N514 lease (.1); review email re additional extension granted to AMR to respond to objections (.1)
11/18/05	11358	D.K. Herzog	1.40	425	595.00	8930425	Conference with R. Stanley and meeting with Carr regarding issues and schedule (1.0); conferences with Stanley and Ham regarding discovery (.4)
11/19/05	10769	J.R. Burns	.60	375	225.00	8943840	Work on preference recovery issues and strategy
11/21/05	10769	J.R. Burns	.40	375	150.00	8944066	Work on initial preference recovery litigation planning
11/21/05	10296	K.H. Hagan	1.40	155	217.00	8930340	Review data provided by Sommer Barnard re engine present values schedule (.3); email J. Nelson re same (.1); memo to J. Nelson re status of enlargements of time for creditors to respond to second objection (.1); update lease litigation tracking chart (.6); memo to J. Nelson with all enlargement deadlines (.3)
11/21/05	15514	R.M. Hurlley	2.40	170	408.00	8929951	[Lease Rejection Claims]: Meeting with J. Yeager and J. Nelson regarding estimating lease rejection claims for disclosure statement (1.5); telephone conference with M. O'Neil regarding same (.9)
11/21/05	10862	J.H. Yeager Jr.	2.60	400	1,040.00	8934886	[Lease rejection claims]: Work on plan for valuing unsecured rejection claims

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11/22/05	10769	J.R. Burns	.70	375	262.50	8945168	for disclosure statement purposes (.4); work on "denominator" issue with Ryan Hurley, Terry Hall, Jeff Nelson (1.0); preparation for and telephone call Jeff Graham and M. O'Neil re same (1.2)
11/22/05	10769	J.R. Burns	.60	375	225.00	8945369	Prepare for initial round of demand letters and complaints
11/22/05	11358	D.K. Herzog	7.80	425	3,315.00	8932832	Prepare for initial round of preference demands and complaints, and email correspondence to W. Ponader re same Meeting with Carr, et al. regarding discovery and hearing (.3); study and abstract Conway and Carlston depositions (3.1); conferences with R. Stanley regarding discovery schedule, document production, and issues (.4); Maitlin-Patterson negotiations (.2); conference with Carr (.4); travel to Louisville (2.0); prepare for hearing (1.4)
11/22/05	10304	M.A. Werling	2.50	240	600.00	8952634	Work on critical assessment of "initial action" list, related preparation for delivery of initial demand letters
11/22/05	10862	J.H. Yeager Jr.	1.20	400	480.00	8937117	Work on claim valuation problem for disclosure statement
11/23/05	10296	K.H. Hagan	.40	155	62.00	8941777	Update master case files regarding lease litigation
11/23/05	10296	K.H. Hagan	.30	155	46.50	8941789	Tracking chart review/edits
11/23/05	11358	D.K. Herzog	6.90	425	2,932.50	8937402	Prepare for and attend hearing (5.0); return to Indianapolis (1.9)
11/23/05	15667	M.F. Juba	1.40	160	224.00	8943432	Work on preference matters for the purposes of preparing forthcoming demand letters to the initial list of identified creditors who received preference payments under the Code [Lease Rejection Claims]; Attend to document review matters from the produced documents of US Bancorp (.8); attend to valuation issues re aircraft and aircraft engines leased from Key Equipment Finance (.4)
11/23/05	15667	M.F. Juba	1.20	160	192.00	8943438	Work on preference recovery issues and procedures
11/25/05	10769	J.R. Burns	.60	375	225.00	8948852	Work on preference recoveries and strategy re same
11/28/05	10769	J.R. Burns	.80	375	300.00	8950569	E-mail regarding status (.1)
11/28/05	11358	D.K. Herzog	.10	425	42.50	8945821	[Lease Rejection Claims]; Meeting with J. Yeager and J. Carr regarding
11/28/05	15514	R.M. Hurley	.50	170	85.00	8939405	

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11/28/05	15667	M.F. Juba	4.40	160	704.00	8943531	resolving lease rejection claims (.5) [Lease Rejection Claims]: Phone conference with S. Heim, counsel for US Bancorp, re status of objections to proofs of claims, valuation issues, and discovery matters (.2); memo to S. Heim re same (.1); work on valuation issues re aircraft and aircraft engines leased from US Bancorp (2.3); work on discovery matters re same (1.8) Conference with J. Carr regarding status on unsecured claims valuation and process for voting and payment valuation
11/28/05	10862	J.H. Yeager Jr.	1.30	400	520.00	8954369	Work on claims and organization of initial demand complaints
11/29/05	10769	J.R. Burns	.40	375	150.00	8954187	E-mails regarding second extension of time to respond to objection #2 granted to US Bancorp
11/29/05	10296	K.H. Hagan	.10	155	15.50	8946408	[Preference Litigation]: Attend to preference claim matters, including analysis and demand letter and complaint preparation
11/29/05	15667	M.F. Juba	2.90	160	464.00	8953633	[Lease Rejection Litigation]: Examine and analyze Key Equipment and US Bancorp lease damages provisions for valuation purposes and comparison to available discovery materials
11/29/05	15667	M.F. Juba	2.30	160	368.00	8953647	Continue work on critical assessment of "initial action list" for preference demands
11/29/05	10304	M.A. Werling	1.50	240	360.00	8953037	Work on claim valuation for rights offering
11/29/05	10862	J.H. Yeager Jr.	.90	400	360.00	8954467	Telephone call with W. Ponader re preference analysis and strategy in pursuing same
11/30/05	10769	J.R. Burns	.40	375	150.00	8954286	Research re issues affecting Kelly Scott recovery and other similar claims in preparation for conference call
11/30/05	10769	J.R. Burns	2.50	375	937.50	8954292	Prepare and participate in extended teleconference re Kelly Scott Madison and preference recovery issues
11/30/05	10769	J.R. Burns	1.60	375	600.00	8954310	E-mail regarding additional extension of time granted to ILFC to respond to second objection
11/30/05	10296	K.H. Hagan	.10	155	15.50	8947577	Update lease litigation tracking chart as to additional time extensions for multiple claimants
11/30/05	10296	K.H. Hagan	.50	155	77.50	8947583	[Lease Rejection Claims]: Telephone
11/30/05	15514	R.M. Hurley	1.10	170	187.00	8949376	

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11/30/05	15667	M.F. Juba	5.50	160	880.00	8953354	conference with J. Yeager and M. O'Neil regarding resolving lease rejection and tax indemnity claims (.9); review letter from Finova's counsel regarding discovery dispute (.2) [Preference Litigation] legal research re standard required in the Southern District of Indiana and the Seventh Circuit generally, for proving ordinary course in regards to alleged preferences (2.3); legal research re Seventh Circuit treatment and expectations of a chapter 11 debtor's preference analysis when comparing the payment data prior to and during the preference period (2.6); work on preference complaints and demand letters (.6)
11/30/05	10304	M.A. Werling	2.50	240	600.00	8953960	Work on Kelly Scott Madison payment analysis; office conferences re same; participate in Company call re same
11/30/05	10862	J.H. Yeager Jr.	1.80	400	720.00	8954548	E-mails to and from debtor counsel regarding claims valuation status and claims valuation plan going forward (.6); prepare for and long conference call with O'Neil, Hall, Hurley regarding same (.8); conference with J. Weber regarding same (.4)
Total for B010				197.50			
B012 PLAN AND DISCLOSURE STATEMENT							
11/01/05	10771	J.M. Carr	.70	430	301.00	8884137	E-mails and revise timetable
11/01/05	10771	J.M. Carr	1.40	430	602.00	8884138	Conference call with MP representatives, ATA, Jefferies re timetable for DIP financing and reorganization
11/01/05	10771	J.M. Carr	1.90	430	817.00	8884141	Work on plan and disclosure statement
11/01/05	10773	S.A. Claffey	.70	410	287.00	8894915	Participate in group meeting to pin down timing, schedule for Plan of Reorganization finalization, Disclosure Statement finalization, Matlin Patterson transactions, Southwest transactions, City of Chicago transactions and identification of various steps and actions to be taken to bring all of these matters together at the appropriate time (.7)
11/01/05	10773	S.A. Claffey	.20	410	82.00	8894920	Conference with Sean Frick regarding re-write of Disclosure Statement

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11/01/05	10773	S.A. Claffey	.30	410	123.00	8894941	description of business plan (.2) Review Jefferies e-mails regarding timelines and regarding new motions to extend Disclosure Statement hearing (.3)
11/01/05	10563	T.E. Hall	1.30	205	266.50	8882290	Review new proposed changes to structure of companies for reorganized companies (1.3)
11/01/05	10563	T.E. Hall	.50	205	102.50	8882294	Review new proposed tax treatment language for Disclosure Statement (.5)
11/01/05	10563	T.E. Hall	.90	205	184.50	8882306	Draft motion to continue Disclosure Statement hearing (.9)
11/01/05	10563	T.E. Hall	.60	205	123.00	8882309	Begin revision to solicitation procedures motion (.6)
11/01/05	14863	J.C. Nelson	4.00	160	640.00	8882281	Review and incorporate comments to the Plan from the Committee, the ATSB and Wilmington Trust
11/01/05	10304	M.A. Werling	2.00	240	480.00	8901892	Continue work on mean/median enhancements to summary spreadsheet
11/02/05	10563	T.E. Hall	1.00	205	205.00	8890916	Review and revise solicitation procedures motion and circulate for comments and revise based on comments (1.0)
11/02/05	10563	T.E. Hall	.20	205	41.00	8890921	Attend to filing motion to continue Disclosure Statement hearing (.2)
11/02/05	10563	T.E. Hall	.30	205	61.50	8890923	Respond to Committee e-mails and voicemails regarding procedures and timing of Disclosure Statement and Plan (.3)
11/02/05	10563	T.E. Hall	2.10	205	430.50	8890927	Attend to issues related to post petition contracts and administrative expense claims for Plan and Disclosure Statement (2.1)
11/02/05	15473	N.L. McDonald	.20	155	31.00	8909672	Discuss Subscription Form and rights offering process with M. Barnes
11/02/05	14863	J.C. Nelson	1.50	160	240.00	8889453	Finalize incorporating ATSB comments into blackline draft of the Plan
11/03/05	10771	J.M. Carr	2.80	430	1,204.00	8891487	Review and revise chapter 11 plan
11/03/05	10771	J.M. Carr	1.90	430	817.00	8891491	Work on revised plan and structure for MP deal
11/03/05	10773	S.A. Claffey	.30	410	123.00	8895192	Review e-mails regarding antitrust immunity grant and Department of Transportation position on same and advise Bob Stanley of information provided by Washington counsel (.3)
11/03/05	10563	T.E. Hall	2.00	205	410.00	8894681	Attend to restructuring of Chapter 11 Plan to identify all changes required by new investment parameters and Southwest agreement (2.0)
11/03/05	10563	T.E. Hall	1.20	205	246.00	8894688	Review changes to investment offering

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11/03/05	10563	T.E. Hall	.80	205	164.00	8894691	and continue revisions to Disclosure Statement to reflect changes (1.2)
11/03/05	10563	T.E. Hall	2.00	205	410.00	8894701	Review objections filed to Disclosure Statement (.8)
11/03/05	14863	J.C. Nelson	1.60	160	256.00	8891833	Attend to revisions to claims analysis for convenience class designation (2.0)
11/03/05	15476	L.T. Perry	1.90	155	294.50	8890980	Drafting meeting regarding changes to Plan and assignments going forward
11/04/05	10771	J.M. Carr	2.30	430	989.00	8894206	Drafting Motion for Order Extending Liquidating Debtors' Exclusive Plan Filing Period
11/04/05	10771	J.M. Carr	.40	430	172.00	8894276	Review and revise chapter 11 plan Telephone call with L. Beckerman re status and issues re reorganization and capital raise
11/04/05	10773	S.A. Claffey	.30	410	123.00	8895272	Review 757-200 covenant issue relating to timing of confirmation of Reorganization Plan (.3)
11/04/05	10773	S.A. Claffey	.40	410	164.00	8895281	Work on and review and revise Amended and Restated Plan of Reorganization (.4)
11/04/05	10773	S.A. Claffey	.50	410	205.00	8895288	Begin work on revision of Amended and Restated Disclosure Statement (.5)
11/04/05	10563	T.E. Hall	1.20	205	246.00	8898993	Telephone call to V. Bakhshian regarding ballots and tabulating and analysis of claims, contracts, and other matters related to Plan and Disclosure Statement and outline actions for same (1.2)
11/04/05	10563	T.E. Hall	2.00	205	410.00	8899002	Review summary report of executory contracts from EMC regarding analysis for assumption and cure related to Plan (2.0)
11/04/05	10563	T.E. Hall	2.00	205	410.00	8899007	Review latest backline of Plan and continue revisions to conform to new agreements (2.0)
11/04/05	10414	S.B. Laughlin	.50	130	65.00	8893975	Work on inputting missing dates to Plan, including review of master status spreadsheet, motions and orders (.5)
11/04/05	14863	J.C. Nelson	1.70	160	272.00	8894513	Draft new section of the Plan to address Section 1125(e) and address committee concerns regarding indenture trustee fees
11/04/05	15476	L.T. Perry	.80	155	124.00	8893470	Drafting and revising liquidating debtors' motion to extend plan exclusivity period
11/05/05	10773	S.A. Claffey	2.50	410	1,025.00	8895323	Meeting with Sean Frick and begin revision of "Business Plan and Financial Projections" section of Disclosure Statement (2.5)

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11/05/05	10773	S.A. Claffey	3.20	410	1,312.00	8895325	Comprehensive re-write of business plan section of Disclosure Statement (3.2)
11/06/05	10563	T.E. Hall	10.00	205	2,050.00	8894679	Review and revise Amended Chapter 11 Plan and review new Term Sheet, commitment letter, Southwest Codeshare, and City of Chicago proposed Claims resolution and research tax implications and claims implications for implementing Amended Plan; telephone calls with J. Carr and S. Frick regarding same (10.0)
11/07/05	10563	T.E. Hall	.30	205	61.50	8898891	Attend to motion to extend exclusivity for Liquidating Debtors (.3)
11/07/05	10563	T.E. Hall	.40	205	82.00	8898897	Telephone call with D. Bennett regarding tax implications of Plan (.4)
11/07/05	10563	T.E. Hall	2.00	205	410.00	8898917	Continue revision of Disclosure Statement (2.0)
11/07/05	10563	T.E. Hall	.40	205	82.00	8898937	Review and revise motion to extend Liquidating Debtors' exclusivity for Plan (.4)
11/07/05	10563	T.E. Hall	.80	205	164.00	8898955	Continue analysis of convenience class designation (.8)
11/07/05	15476	L.T. Perry	1.60	155	248.00	8896043	Revising liquidating debtors' motion to extend exclusive period to file plan; filing same
11/07/05	15476	L.T. Perry	.10	155	15.50	8896068	Email to Noelle Ortega re: revised order for extension of Reorganizing Debtors' confirmation period
11/08/05	10563	T.E. Hall	2.00	205	410.00	8898968	Review and revise Amended Plan and prepare and review blacklines for circulation (2.0)
11/08/05	10563	T.E. Hall	2.70	205	553.50	8898970	Continue revisions to Disclosure Statement based on changes to investment agreement and other agreements negotiated with constituent parties (2.7)
11/08/05	10563	T.E. Hall	.70	205	143.50	8898972	Review and revise solicitation procedure motion to conform to Plan timeline and new agreements (.7)
11/08/05	10563	T.E. Hall	.70	205	143.50	8898977	Attend to questions from Company on executory contracts analysis and e-mails and telephone calls with G. Grunholm; J. Peko; and B. Hunt (.7)
11/09/05	10563	T.E. Hall	4.00	205	820.00	8905118	Meeting at Company regarding numerous matters related to Amended Plan and Disclosure Statement (4.0)
11/09/05	10563	T.E. Hall	1.20	205	246.00	8905125	Attend to Committee's concerns regarding solicitation procedures motion and new exhibits (1.2)