

EXHIBIT C



SO ORDERED: August 17, 2005.

Basil H. Lorch III
United States Bankruptcy Judge

**UNITED STATES BANKRUPTCY COURT FOR THE
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION**

IN RE:)	Chapter 11
)	
ATA Holdings Corp., et al ¹)	Case No. 04-19866-BHL-11
)	(Jointly Administered)
)	
Debtors.)	
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ORDER

This matter having come before the Court upon the First Quarterly Application of Greenebaum Doll & McDonald PLLC, ("GDM"), for Fees and Expenses under §331 (the

¹ The Debtors are the following entities: ATA Holdings Corp. (04-19866), ATA Airlines, Inc. (04-19868), Ambassador Travel Club, Inc. (04-19869), ATA Leisure Corp. (04-19870), Amber Travel, Inc. (04-19871), American Trans Air Execujet, Inc. (04-19872), ATA Cargo, Inc. (04-19873), and Chicago Express Airlines, Inc.

“Application”). At the hearing on the Application held on August 2, 2005, GDM and Nancy J. Gargula, United States Trustee by Joseph F. McGonigal, Trial Attorney (the “UST”), advised the Court of an amendment to the Application based upon an agreement between GDM and the UST (the “Holdback Agreement) described below.

IT IS HEREBY ORDERED that the Amended Application is granted in all respects and subject to the Holdback Agreement the Court approves and allows (i) interim compensation for attorneys’ fees for the period to GDM through March 31, 2005 in the amount of \$185,941.39, and (ii) reimbursement of out-of-pocket expenses incurred during the same period in the amount of \$9,539.54. All fees and expenses allowed by this Court are allowed as an administrative expense, given priority. All amounts of fees and expenses allowed by this order, that Debtors have not previously paid, shall be paid by Debtors to GDM immediately; and

IT IS HEREBY FURTHER ORDERED that pursuant to the Holdback Agreement, GDM agrees that it shall not at this time request immediate payment of ten percent (10%) of the fees initially requested in the Application, or \$20,660.15 (the “Holdback Amount”). GDM may seek payment of the Holdback Amount as part of its final fee application in this case. If one or more of the Debtors successfully raises or raise a substantial amount of new capital before the filing of such final fee application, the GDM may seek payment of the Holdback Amount on or after the receipt by one or more of the Debtors of such new capital.