

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

IN RE:	)	Chapter 11
	)	
ATA Holdings Corp., et al	)	Case No. 04-19866-BHL-11
	)	(Jointly Administered)
	)	
Debtors.	)	
<hr/>		

**FINAL APPLICATION, UNDER 11 U.S.C. § 330, OF GREENEBAUM DOLL &  
MCDONALD PLLC FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES  
AS CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS**

Comes the firm of Greenebaum Doll & McDonald PLLC (“Applicant”), co-counsel for the Official Committee of Unsecured Creditors of ATA Holdings Corp., et al (the “Committee”), and pursuant to Bankruptcy Code Sections 330(a) and 331, Bankruptcy Rule 2016 and this Court's Order Granting Motion (I) Approve Procedures for Billing By And Payments To Professionals Retained In This Case For Fees And Expenses Incurred And (II) Approve Procedures And Partial Deferral Of Draw Down Of Retainer Paid To Professionals Retained In This Case Until Requested By Debtors (the “Billing and Payment Order”) entered by the Court on December 10, 2004, respectfully applies to the Court for final allowance of its Final Application under 11 U.S.C. § 330 for Fees and Expenses incurred relating to C-8 Airlines, Inc. as Co-Counsel for the Official Committee of Unsecured Creditors (“Final Application”). In support thereof, Applicant respectfully provides:

**VENUE AND JURISDICTION**

This Court has jurisdiction over the Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). The statutory predicates for the relief sought

herein are 11 U.S.C. §§ 330 and 331 and Federal Rules of Bankruptcy Procedures 2002 (a) and 2016.

### **BACKGROUND**

On October 26, 2004 (the “Petition Date”), ATA Holdings Corp. and seven related entities (collectively, the “Debtors”) filed with this Court their voluntary petitions for relief under Chapter 11 of the Bankruptcy Code.

The Debtors continued in possession of their property and operated and managed their businesses as debtors-in-possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code prior to the confirmation of their Plan.

On November 1, 2004 (the “Committee Formation Date”), pursuant to Section 1102 of the Bankruptcy Code, the United States Trustee appointed the Committee. After the Committee Formation Date, the Committee selected Applicant to serve as co-counsel to the Committee pursuant to Section 1103(a) of the Bankruptcy Code.

On November 18, 2004, the Committee filed its “Application to Employ Greenebaum Doll & McDonald PLLC” (Doc. No. 424) with this Court. On December 10, 2004, the Final Order Authorizing the Employment of Greenebaum Doll & McDonald as Co-Counsel for the Official Committee of Unsecured Creditors (“Employment Order”) (Doc. No. 712) (See attached Exhibit A) was entered by the Court. The Employment Order authorized the employment of applicant nunc pro tunc to November 4, 2004. A copy of the Employment Order is attached hereto as Exhibit A.

The C8 Airlines, Inc. case culminated in the approval of a plan of liquidation (“Plan”) on June 12, 2006 (“Confirmation Order”).

## ELEMENTS OF FINAL APPLICATION

1. **TIME PERIOD COVERED.** The time period covered is from November 4, 2005 up to and including February 26, 2006. All fees requested for periods after February 28, 2006 the effective date of the Plan are related to the preparation of this Final Application. The compensation being requested in this Final Application is authorized by the Billing and Payment Order and 11 U.S.C. § 330.

2. **EMPLOYMENT OF FIRM.** Pursuant to the Employment Order, the Committee retained Applicant as Committee co-counsel to render necessary professional services in connection with the Debtors' Chapter 11 proceedings under the terms of the Employment Order. Applicant has worked in that capacity since November 4, 2004.

3. **SERVICES COVERED.** All services for which compensation is requested were performed pursuant to orders of this Court or in the course of the representation of the Committee.

4. **NO COMPENSATION SHARING.** No agreement or understanding has existed or does exist between petitioning law firm and any other person for the sharing of compensation received or to be received by it in connection with the services rendered in these cases. Applicant is Co-counsel for the Committee with Akin Gump Strauss Hauer & Feld LLP (“Akin Gump”) but both parties maintain separate time and expense records and file separate applications. Both Firms have worked diligently to ensure that there is no overlap in responsibilities and workload.

5. **FEE APPLICATIONS AND FEE STATEMENTS.** This fee application is the Applicant’s first and final application seeking approval, compensation and reimbursement of out-of-pocket expenses advanced by counsel for the Committee.

**6. AMOUNTS PAID TO APPLICANT BY DEBTORS**

Under the provisions of 11 U.S.C. § 331, the Billing and Payment Order and the Plan, the Debtors and/or C8 Airlines, Inc. Airlines have paid Applicant the sum of \$8,024.81. A Summary of the Debtors' Payments to Applicant is attached hereto as Exhibit B ("Interim Payments). These Interim Payments do not leave an unpaid balance due Applicant if its Final Application is approved in full.

**8. SUMMARY AND BACKGROUND OF WORK PERFORMED.**

a. Time and Labor Expended. As exhibits C to this Final Application, Applicant submits time sheets to this Court listing the hours spent representing the Committee and the dates upon which, and the professional by whom, the services were rendered (the "Invoices"). A summary of these Invoices is attached hereto as Exhibit B. The Invoices include descriptions of the services provided, including the subject matter of all conferences and telephone calls, the parties involved and the identity of all documents drafted, reviewed, filed or served, as well as the nature, purpose and necessity of all legal research. A schedule of the time costs by task/category number, a schedule of the reimbursable costs and a schedule of the total time expended by each professional in this case is set out at the end of each of the Monthly Invoices. Summaries of Applicant's fees by task code and by attorney are provided at Schedule 1 and Schedule 2 of this Final Application respectively.

b. Novelty and Difficulty of the Questions Involved. This Case involves the complex bankruptcy issues relating to airlines as well as matters involving significant bankruptcy litigation. The Committee and this Court have addressed difficult and complicated issues involving the Plan, ongoing operations, debtor financing, emergency motions for relief and lease and contract acceptances and rejection requests. Some of these matters have occurred at a rapid pace and the Applicant has responded to all time demands.

c. Administration of Cases. Applicant was co-counsel with Akin Gump Strauss Hauer & Feld LLP (“Akin Gump”). Applicant and Akin Gump have worked together to avoid unnecessary duplication of efforts and work was assigned between the firms based on individual and firm knowledge of issues and as instructed by the Committee. difficult, but ultimately successful, case.

d. Skill Requisite to Perform the Legal Services Properly. Applicant has attorneys who are knowledgeable in the areas of the law for the legal issues already described and many others facing this Committee. These skilled attorneys addressed the complex issues and coordinated the most efficient resolution for the Debtors' and Committee's specific circumstances.

e. Preclusion of Other Employment. Applicant's representation of the Committee precluded Applicant's representation of other clients who are creditors of the Debtors or otherwise involved in the case.

f. Customary Fee. The rates charged by Applicant as set forth in the Invoices represent Applicant's regular hourly rates in cases of this nature. The rates of attorneys and paralegals are shown on the Invoices setting forth the time costs per attorney attached hereto.

g. Fee Is Not Fixed or Contingent. The fee requested by Applicant herein is neither fixed nor contingent, but is based upon Applicant's regular hourly rates in cases of this nature.

h. Time Limitation Imposed. This case involved a number of deadlines and hearings, set on short notice. The Committee and its professionals, including Applicant, worked diligently to meet their deadlines.

i. Experience, Reputation and Ability of Applicant. Applicant is generally recognized as one of the major law firms in the region and has extensive experience representing Chapter 11 creditors committees and debtors.

j. Awards in Similar Cases. Applicant believes that the fees requested herein are commensurate with those charged by other law firms in this District for cases similar in size and nature.

9. **ITEMIZATION OF FEES.** The fees for professional services rendered in this matter from November 4, 2004 through February 28, 2006 are \$7,572.50. Applicant believes that all of its fees were reasonable and necessary. Applicant has previously been paid fees and expenses of \$8,024.81 with respect to Fee Statements previously submitted.

The Invoices show Applicant's attorneys and other professionals that have worked on this matter from November 4, 2004 through February 28, 2006 and the related charge by professional. The Invoices also disclose the standard rates per hour charged for each professional. Applicant believes the rates per hour are fair and reasonable. Pursuant to the terms of the Employment Order, Applicant retained the right to adjust professional rates, per Applicant's standard practice for revising its attorney rates. During the case, Applicant adjusted its rates effective March 15, 2005 for C.R. "Chip" Bowles, and July 1, 2005 for all professionals.

10. **PROJECTED CATEGORIES.** Pursuant to the fee application guidelines of Region 10 of the United States Trustee's office, the Applicant has divided the services it performs for the Committee into twenty-six (26) different project categories, below is a description of these categories.

<b><u>CODE</u></b>	<b><u>DESCRIPTION</u></b>
--------------------	---------------------------

B02	<u>CASE ADMINISTRATION:</u> Coordination and compliance activities, including preparation of filings with the United States Trustee's Office and meetings and court appearances in connection therewith as well as general (as contrasted to specific) creditors' inquiries.
-----	--

- B03 BUSINESS OPERATIONS: Issues related to debtors-in-possession operating in a Chapter 11 such as employee, vendor, tenant issues and similar problems.
- B04 FINANCING: Matters under §§ 361, 363 and 364, including cash collateral, secured claims and loan documentation.
- B05 MEETINGS OF CREDITORS/CREDITOR COMMITTEE ACTIVITIES : Preparation for and attendance at meetings of creditors and creditors committee meetings, including the § 341(a) meeting.
- B06 CLAIMS ADMINISTRATION AND OBJECTIONS: Specific claim inquiries; bar date motions; analyses, objections and allowances of claims.
- B07 RELIEF FROM STAY/ADEQUATE PROTECTION PROCEEDINGS: Matters relating to termination or continuation of automatic stay under § 362.
- B08 ASSET ANALYSIS AND RECOVERY: Identification and review of potential assets including causes of action and non-litigation recoveries.
- B09 ASSET DISPOSITION: Sales, leases, assumption/rejection of leases and contracts, abandonment and related transaction work.
- B10 VALUATION: Secure and/or review appraisals of assets.
- B11 BUSINESS ANALYSIS: Preparation and review of company business plan; development and review of strategies; preparation and review of cash flow forecasts and feasibility studies.
- B12 CORPORATE FINANCE: Review financial aspects of potential mergers, acquisitions and disposition of company or subsidiaries.
- B13 TAX ISSUES: Analysis of tax issues and preparation of state and federal tax returns.
- B14 EMPLOYEE BENEFITS/PENSIONS: Review issues such as severance, retention, 401K coverage and continuance of pension plan.
- B15 PLAN AND DISCLOSURE STATEMENT: Formulation, presentation and confirmation; compliance with the plan confirmation order; related orders and rules; disbursement and case closing activities, except those related to the allowance and objections to allowance of claims.
- B16 FEE/EMPLOYMENT APPLICATIONS: Preparation of employment and fee applications for self or others; motions to establish interim procedures.
- B17 FEE/EMPLOYMENT OBJECTIONS: Review of and objections to the employment and fee applications of others.

- B18 POST-CONFIRMATION ISSUES: Work on issues related to post-confirmation matters which may arise.
- B19 MEDIATION/ARBITRATION ISSUES: Preparation for, development of and/or participation in mediation, arbitration or other ADR procedures related to claims against the Debtors' estates.
- B20 PREFERENCE RECOVERY/AVOIDANCE ACTIONS: Identification, review, research and litigation of actions under 11 U.S.C. §544, 547 and 548 on behalf of the Debtors' estates.
- B21 REMOVAL/TRANSFER/REMAND ACTIONS: Matters related to transfer or removal of cases to Bankruptcy Court.
- B22 LITIGATION OTHER THAN ADVERSARY PROCEEDINGS: Preparation for and participation in litigation outside of the Bankruptcy Court.
- B23 ADVERSARY PROCEEDINGS: Preparation for and participation in litigation brought in adversary proceedings not covered by another specific category.
- B24 OTHER CONTESTED MATTERS: Preparation for and participation in litigation of contested matters not covered by another specific category.
- B25 OTHER: Legal services provided to the Committee which are not covered by another category.
- B26 TRAVEL: Travel to and/or from meetings or hearings.. Applicant will charge the estate one half (½) or fifty percent (50%) of their normal hourly rate for time spent in travel.
- B34 DISCOVERY: Preparation of discovery requests and response to third party discovery requests. Review of documents which are subject to discovery requests.

11. **ITEMIZATION OF COSTS**. In addition to the professional fees, Applicant has expended at least \$452.31 as reasonable and necessary out of pocket costs in this action, and reimbursement for such costs are hereby sought. Supporting documents relating to third party expense charges will be provided upon request. The expense charges include out of pocket amounts paid by the Applicant and a 4.0% administrative surcharge permitted by this Court to cover out-of-pocket expenses such as long distance telephone, in-house meals, in-house photocopying, postage, facsimile and in town shipping charges. By the terms of the Employment Order, this Court permitted the Debtor to charge 4.0% of its total professional fees



to cover these expenses because Applicant's normal billing system made it difficult to capture such costs.

**WHEREFORE**, Applicant prays that this court approve the requested interim fees and expenses for the period of November 4, 2004 through February 28, 2006 in the amount of \$8,024.81, representing total fees earned in the amount of \$7,572.50 and expenses incurred by Applicant in the amount of \$452.31 during that period (“Total Award”), and direct the Debtors to pay Applicant \$0.00 which represents the Total Award, less interim fees and expenses previously paid to Applicant in the amount of \$8,024.81 previously paid to the Applicant and for such additional and further relief is appropriate under the circumstances.

Respectfully submitted,

/s/ C.R. Bowles, Jr.

John W. Ames

C.R. Bowles, Jr.

GREENEBAUM DOLL & McDONALD PLLC

3500 National City Tower

Louisville, Kentucky 40202

Telephone: (502) 589-4200

Facsimile: (502) 587-3695

COUNSEL FOR THE OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a copy of the foregoing Application was served via electronic mail or U.S. Mail, postage prepaid on the \_\_ day of August 2006, upon the Core Group, 2002 List and Appearance List and upon

ATA Holdings Corp.  
7337 Washington Street  
Indianapolis, IN 46231  
Attention: General Counsel

AKIN GUMP STRAUSS HAUER &  
FELD, LLP  
590 Madison Avenue  
New York, NY 10022  
Attention: Lisa Beckerman, Esq.

BAKER & DANIELS LLP  
300 No. Meridian St., Suite 2700  
Indianapolis, IN 46204  
Attention: Terry E. Hall, Esq.

SIDLEY AUSTIN LLP  
787 7<sup>th</sup> Avenue  
New York, NY 10019  
Attention: Shalom L. Kohn

/s/ C.R. Bowles, Jr.  
COUNSEL FOR THE OFFICIAL COMMITTEE  
OF UNSECURED CREDITORS

## Schedule 1

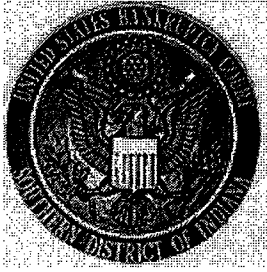
	March-06	August-05	September-05	October-05	November-05	Total
B02 Case Administration	533.00	0.00	210.00	84.00	0.00	827.00
B03 Business Operations	0.00	0.00	0.00	0.00	0.00	0.00
B04 Financing	0.00	0.00	0.00	0.00	0.00	0.00
B05 Creditors Committee Activities	1,073.00	0.00	0.00	0.00	0.00	1,073.00
B06 Claims Administration and Objections	0.00	0.00	56.00	56.00	0.00	112.00
B07 Relief From Stay/Adequate Protection	0.00	0.00	0.00	0.00	0.00	0.00
B08 Asset Analysis and Recovery	2,775.00	273.00	0.00	0.00	0.00	3,048.00
B09 Asset Disposition	0.00	0.00	0.00	70.00	28.00	98.00
B10 Valuation	0.00	0.00	0.00	0.00	0.00	0.00
B11 Business Analysis	0.00	0.00	0.00	0.00	0.00	0.00
B12 Corporate Finance	0.00	0.00	0.00	0.00	0.00	0.00
B13 Tax Issues	0.00	0.00	0.00	0.00	0.00	0.00
B14 Employee Benefit/Pensions	0.00	0.00	0.00	0.00	0.00	0.00
B15 Plan and Disclosure Statement	0.00	0.00	0.00	0.00	0.00	0.00
B16 Fee/Employment Applications	65.00	0.00	0.00	56.00	0.00	121.00
B17 Fee/Employment Objections	0.00	0.00	0.00	0.00	0.00	0.00
B18 Post Confirmation Issues	0.00	0.00	0.00	0.00	0.00	0.00
B19 Mediation/Arbitration Issues	0.00	0.00	0.00	0.00	0.00	0.00
B20 Preference/Recovery/Avoidance Actions	0.00	0.00	0.00	0.00	0.00	0.00
B21 Removal/Transfer/Remand Issues	0.00	0.00	0.00	0.00	0.00	0.00
B22 Litigation other than Adversary Proceedings	0.00	0.00	0.00	0.00	0.00	0.00
B23 Adversary Proceedings	74.00	1,350.50	869.00	0.00	0.00	2,293.50
B24 Other Contested Matters	0.00	0.00	0.00	0.00	0.00	0.00
B25 Other	0.00	0.00	0.00	0.00	0.00	0.00
B26 Travel	0.00	0.00	0.00	0.00	0.00	0.00
B34 Discovery	0.00	0.00	0.00	0.00	0.00	0.00
B35 Appeal	0.00	0.00	0.00	0.00	0.00	0.00
Total Fees	4,520.00	1,623.50	1,135.00	266.00	28.00	7,572.50
50% Discount for B26	0.00	0.00	0.00	0.00	0.00	0.00
Adjusted Fees	4,520.00	1,623.50	1,135.00	266.00	28.00	7,572.50

Schedule 2

Attorney/Paralegal	March 05	August 05	September 05	October 05	November	Total
J.W. Ames	3,922.00	1,224.50	869.00	0.00	0.00	6,015.50
A.D. Stosberg		273.00	0.00	0.00	0.00	273.00
S.H. Mays	598.00	126.00	266.00	266.00	28.00	1284.00
	4,520.00	1,623.50	1,135.00	266.00	28.00	7,572.50

1115929\_1

# **EXHIBIT A**



**SO ORDERED: December 10, 2004.**

**Basil H. Lorch III**  
**United States Bankruptcy Judge**

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

<b>IN RE:</b>	)	<b>Chapter 11</b>
	)	
<b>ATA Holdings Corp., et al.,</b>	)	<b>Case No. 04-19866</b>
	)	<b>(Jointly Administered)</b>
<b>Debtors.</b>	)	
<hr/>		

**FINAL ORDER AUTHORIZING THE EMPLOYMENT  
OF GREENEBAUM DOLL & MCDONALD PLLC AS CO-COUNSEL  
FOR OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Upon the application of The Official Committee of Unsecured Creditors of ATA Holdings Corp., et al (the "Committee"), for authority to retain the law firm of Greenebaum Doll & McDonald PLLC (hereinafter referred to as the "Firm") as counsel to represent it herein under the terms and conditions set forth in employment application filed by the Committee ("Employment Application"), and this Court finding the Firm has no material adverse interest

against the Committee, is disinterested, and it further appearing that the Firm has considerable experience in matters of this legal character, is considered experienced in bankruptcy law practice, that the terms of the Firm's proposed employment are reasonable, that its employment as counsel is necessary and would be in the best interest of the Committee, Debtors' estates, their creditors and all other parties in interest, the Court having held a hearing and being otherwise sufficiently advised,

IT IS HEREBY ORDERED AND ADJUDGED that the Employment Application be and hereby is Approved Nunc Pro Tunc to November 4, 2004, under the provisions of 11 U.S.C. §§ 328 and 1103 and the Committee be, and hereby is authorized to employ the Firm under the terms and conditions set forth in the Employment Application as counsel to represent the Committee in the matters set forth in the Employment Application filed in these cases,

IT IS FURTHERED ORDERED AND ADJUDGED that any legal fees and necessary expenses allowed by this Court to the Firm be and are costs of administration allowable under 11 U.S.C. § 503(b) and shall be given a priority of payment under 11 U.S.C. § 507(a)(1).

SIGNED this \_\_\_\_ day of \_\_\_\_\_, 2004.

# **EXHIBIT B**



Type	Invoice	Document	Credit Description	Credit Note	Date	Fees	Costs/Other	Unallo Credits	Total
BILL	4062099				07/06/2005	4,520.00	180.80	0.00	4,700.80
PAY	4062099	2024489	ATA Holdings		07/31/2005	-3,616.00	-180.80	0.00	-3,796.80
BILL	4067938				09/14/2005	0.00	0.00	0.00	0.00
BILL	4067949				09/14/2005	1,623.50	64.94	0.00	1,688.44
BILL	4070410				10/12/2005	1,135.00	45.40	0.00	1,180.40
BILL	4072539				11/03/2005	266.00	10.64	0.00	276.64
PAY	4067949	2033020	ATA Holdings		11/15/2005	-1,233.86	-64.94	0.00	-1,298.80
BILL	4075733				12/09/2005	28.00	150.53	0.00	178.53
PAY	4062099	2046448	ATA Airlines		06/26/2006	-904.00	0.00	0.00	-904.00
PAY	4067949	2046448	ATA Airlines		06/26/2006	-389.64	0.00	0.00	-389.64
PAY	4070410	2046448	ATA Airlines		06/26/2006	-1,135.00	-45.40	0.00	-1,180.40
PAY	4072539	2046448	ATA Airlines		06/26/2006	-266.00	-10.64	0.00	-276.64
PAY	4075733	2046448	ATA Airlines		06/26/2006	-28.00	-150.53	0.00	-178.53
GRAND TOT						0.00	0.00	0.00	0.00

# EXHIBIT C

**GREENEBAUM DOLL & McDONALD PLLC**

Section 469  
Louisville, Kentucky 40289  
I.D. #61-0468813

**COPY**

ATA Holdings Corp Unsecured Creditors Committee  
John Hancock Funds  
101 Huntington Ave.  
Boston, MA 02199-7603

Account No.: 109327.000002  
Invoice No.: 4062099  
Invoice Date: July 6, 2005

**CHICAGO EXPRESS AIRLINES**

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2005:

DATE	ATTORNEY/ PARALEGAL	HOURS	TASK CODE	DESCRIPTION	AMOUNT
03/15/05	SHM	0.60	B02	Notice of Hearing on Motion for Emergency Motion to Establish Sale Procedures and for Approval of Transaction(s) Concerning Chicago Express, Inc.; Objection to Emergency Motion to Establish Sale Procedures and For Approval of Transaction Concerning Chicago Express	78.00
03/17/05	SHM	0.20	B02	Amended Motion to Sell And Establish Sale Procedures And For Approval Of Transaction regarding Chicago Express	26.00
03/18/05	SHM	1.10	B02	Emergency Motion for Authority Authorizing Key Employee Retention Incentive Plan To Facilitate Sale And/Or Orderly Wind Down Of Chicago Express, Inc; Motion for Authority To Hold Under Seal Exhibit 1 To Debtors' Emergency Motion For Order Authorizing Key Employee Retention Incentive Plan To Facilitate Sale And/Or Orderly Wind Down Of Chicago Express, Inc.; Notice of Submission of Chicago Express Examiner's Report by Kenneth J. Malek, CPA, CIRA	143.00
03/21/05	SHM	0.50	B02	Receipt and review electronically filed pleadings including: Notice of Hearing on Emergency Motion for Authority Authorizing Key Employee Retention Incentive Plan To Facilitate Sale And/Or Orderly Wind Down Of Chicago Express, Inc	65.00

GREENEBAUM DOLL & McDONALD PLLC

ATA Holdings Corp Unsecured Creditors Committee  
109327.000002

Invoice No.: 4062099  
Invoice Date: July 6, 2005  
Page 2

DATE	ATTORNEY/ PARALEGAL	HOURS	TASK CODE	DESCRIPTION	AMOUNT
03/22/05	SHM	0.30	B02	Motion on Shortened Notice for Entry of an Order Authorizing Chicago Express Airlines, Inc. to Reject executory Contracts, Unexpired Personal Property Leases and Unexpired Nonresidential Real Property Leases Nunc Pro Tunc to the Effective Date	39.00
03/29/05	SHM	1.40	B02	Emergency Motion for Authority To Add Certain Agreements To Exhibit B To Motion On Shortened Notice For Entry Of An Order Authorizing Chicago Express Airlines, Inc. To Reject Executory Contracts, Unexpired Personal Property Leases And Unexpired Nonresidential Real Property Leases Nunc Pro Tunc To The Effective Date	182.00
03/24/05	JWA	2.90	B05	Prepare for and participation in creditor's committee status call regarding Chicago Express, other pending matters	1,073.00
03/17/05	JWA	1.10	B08	Received and reviewed debtor's objection to Equipment finance, etc., received and reviewed Nat Tel's objection to the Chicago Transaction Motion	407.00
03/21/05	JWA	1.10	B08	Received and reviewed additional exhibits to Examiner's report regarding Chicago Express	407.00
03/23/05	JWA	1.40	B08	Received and reviewed for our conference call information regarding Chicago Express	518.00
03/25/05	JWA	3.90	B08	Reviewed Chicago Express role information, prepare for conference call Monday	1,443.00
06/27/05	SHM	0.50	B16	Working with accounting regarding April Invoice	65.00
03/29/05	JWA	0.20	B23	Received and reviewed objection to Chicago Express sale	74.00

TASK SUMMARY

TASK	TASK DESCRIPTION	AMOUNT
B02	Case Administration	533.00

**GREENEBAUM DOLL & McDONALD PLLC**

ATA Holdings Corp Unsecured Creditors Committee  
109327.000002

Invoice No.: 4062099  
Invoice Date: July 6, 2005  
Page 3

TASK	TASK DESCRIPTION	AMOUNT
B05	Meetings of Creditors/Creditor Committee Activities	1,073.00
B08	Asset Analysis and Recovery	2,775.00
B16	Fee/Employment Applications	65.00
B23	Adversary Proceedings	74.00
		<u>4,520.00</u>

FEEES FOR PROFESSIONAL SERVICES RENDERED \$ 4,520.00

OUT-OF-POCKET EXPENSES

Administrative Expense (including telephone, photocopy, & postage)	180.80	
		<u>\$ 180.80</u>

INVOICE TOTAL \$ 4,700.80

SUMMARY OF PROFESSIONAL SERVICES

ATTORNEY/PARALEGAL	HOURS	RATE	AMOUNT
J. W. Ames	10.60	370.00	3,922.00
S. H. Mays	4.60	130.00	598.00
	<u>15.20</u>		<u>4,520.00</u>

**GREENEBAUM DOLL & McDONALD PLLC**

P.O. Box 73239  
Cleveland, OH 44193  
I.D. #61-0468813

ATA Holdings Corp Unsecured Creditors Committee  
John Hancock Funds  
101 Huntington Ave.  
Boston, MA 02199-7603

Account No.: 109327.000002  
Invoice No.: 4062099  
Invoice Date: July 6, 2005

---

**REMITTANCE PAGE**

INVOICE TOTAL

\$ 4,700.80

**PLEASE RETURN THIS COPY WITH YOUR PAYMENT**

GREENEBAUM DOLL & McDONALD PLLC

Section 469  
Louisville, Kentucky 40289  
I.D. #61-0468813

COPY

ATA Holdings Corp Unsecured Creditors Committee  
John Hancock Funds  
101 Huntington Ave.  
Boston, MA 02199-7603

Account No.: 109327.000002  
Invoice No.: 4067949  
Invoice Date: September 14, 2005

CHICAGO EXPRESS AIRLINES

FOR PROFESSIONAL SERVICES RENDERED THROUGH AUGUST 31, 2005:

DATE	ATTORNEY/ PARALEGAL	HOURS	TASK CODE	DESCRIPTION	AMOUNT
08/30/05	ADS	1.40	B08	Assist in finalizing and filing of ATA Objection to Motion of Ad Hoc Creditors Committee of Chicago Express to Appoint an Official Committee of Creditors	273.00
08/25/05	JWA	3.10	B23	Received and reviewed Motion to Appoint another official Creditor's Committee with Exhibits and proposed order impact on our committee and allegations	1,224.50
08/30/05	SHM	0.90	B23	Revise Objection to motion to appoint creditors committee for Chicago Express; prepare objection for electronic filing and for service to interested parties	126.00

TASK SUMMARY

TASK	TASK DESCRIPTION	AMOUNT
B08	Asset Analysis and Recovery	273.00
B23	Adversary Proceedings	1,350.50
		<u>1,623.50</u>

FEES FOR PROFESSIONAL SERVICES RENDERED \$ 1,623.50

OUT-OF-POCKET EXPENSES

Administrative Expense (including  
telephone, photocopy, & postage) 64.94

**GREENEBAUM DOLL & McDONALD PLLC**

ATA Holdings Corp Unsecured Creditors Committee  
109327.000002

Invoice No.: 4067949  
Invoice Date: September 14, 2005  
Page 2

---

\$ 64.94

INVOICE TOTAL

\$ 1,688.44

SUMMARY OF PROFESSIONAL SERVICES

<u>ATTORNEY/PARALEGAL</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
J. W. Ames	3.10	395.00	1,224.50
Andrew D Stosberg	1.40	195.00	273.00
S. H. Mays	0.90	140.00	126.00
	<u>5.40</u>		<u>1,623.50</u>



**GREENEBAUM DOLL & McDONALD PLLC**

P.O. Box 73239  
Cleveland, OH 44193  
I.D. #61-0468813

ATA Holdings Corp Unsecured Creditors Committee  
John Hancock Funds  
101 Huntington Ave.  
Boston, MA 02199-7603

Account No.: 109327.000002  
Invoice No.: 4067949  
Invoice Date: September 14, 2005

---

**REMITTANCE PAGE**

INVOICE TOTAL

\$ 1,688.44

**PLEASE RETURN THIS COPY WITH YOUR PAYMENT**

**GREENEBAUM DOLL & McDONALD PLLC**Section 469  
Louisville, Kentucky 40289  
I.D. #61-0468813**COPY**ATA Holdings Corp Unsecured Creditors Committee  
John Hancock Funds  
101 Huntington Ave.  
Boston, MA 02199-7603Account No.: 109327.000002  
Invoice No.: 4070410  
Invoice Date: October 12, 2005**CHICAGO EXPRESS AIRLINES**

FOR PROFESSIONAL SERVICES RENDERED THROUGH SEPTEMBER 30, 2005:

DATE	ATTORNEY/ PARALEGAL	HOURS	TASK CODE	DESCRIPTION	AMOUNT
09/06/05	SHM	0.40	B02	Prepare certificate of service for objection to motion of ad hoc Creditors Committee of Chicago Express Airlines, Inc. for an Order to Appoint an official committee of unsecured creditors of Chicago Express for electronic filing	56.00
09/12/05	SHM	0.50	B02	Review electronically filed pleadings including: Order Granting Emergency Motion for Authority Approve A) Procedures for Approval of Sale Concerning Ambassadair and Amber Travel, B) A Break-up Fee and Expense Reimbursement; Motion to Extend Exclusivity Period for Filing a Chapter 11 Plan and Disclosure Statement On Shortened Notice For Bridge And Final Orders Regarding Certain Debtors	70.00
09/19/05	SHM	0.30	B02	Review electronically filed pleadings including notice of filing Stipulation And Agreed Entry Allowing Administrative Expense Claim Of Signature Flight Support Corporation And Aircraft Service International, Inc.; Order Denying Motion to Appoint Creditors Committee of Chicago Express Airlines, Inc.	42.00
09/20/05	SHM	0.30	B02	Review electronically filed pleadings including: Amended Notice Resetting Hearing on Motion for Authority Motion for an Order Establishing a Bar Date for	42.00

**GREENEBAUM DOLL & McDONALD PLLC**

ATA Holdings Corp Unsecured Creditors Committee  
109327.000002

Invoice No.: 4070410  
Invoice Date: October 12, 2005  
Page 2

DATE	ATTORNEY/ PARALEGAL	HOURS	TASK CODE	DESCRIPTION	AMOUNT
				Administrative Expense Claims Against the Estate of C8 Airlines, Inc., f/k/a Chicago Express Airlines, Inc.	
09/15/05	SHM	0.40	B06	Review electronically filed pleadings including: Motion for an Order Establishing a Bar Date for Administrative Expense Claims Against the Estate of C8 Airlines, Inc., f/k/a Chicago Express Airlines, Inc.; Notice of hearing on Motion to Establish Administrative expense bar date;	56.00
09/06/05	JWA	2.20	B23	Reviewed Ad HOC Committee pleadings, various objections to becoming an official committee	869.00

TASK SUMMARY

TASK	TASK DESCRIPTION	AMOUNT
B02	Case Administration	210.00
B06	Claims Administration and Objections	56.00
B23	Adversary Proceedings	869.00
		<u>1,135.00</u>

FEES FOR PROFESSIONAL SERVICES RENDERED \$ 1,135.00

OUT-OF-POCKET EXPENSES

Administrative Expense (including telephone, photocopy, & postage)	45.40	
		<u>\$ 45.40</u>

INVOICE TOTAL \$ 1,180.40

**GREENEBAUM DOLL & McDONALD PLLC**

ATA Holdings Corp Unsecured Creditors Committee  
109327.000002

Invoice No.: 4070410  
Invoice Date: October 12, 2005  
Page 3

---

SUMMARY OF PROFESSIONAL SERVICES

<u>ATTORNEY/PARALEGAL</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
J. W. Ames	2.20	395.00	869.00
S. H. Mays	1.90	140.00	266.00
	<u>4.10</u>		<u>1,135.00</u>

**GREENEBAUM DOLL & McDONALD PLLC**

P.O. Box 73239  
Cleveland, OH 44193  
I.D. #61-0468813

ATA Holdings Corp Unsecured Creditors Committee  
John Hancock Funds  
101 Huntington Ave.  
Boston, MA 02199-7603

Account No.: 109327.000002  
Invoice No.: 4070410  
Invoice Date: October 12, 2005

---

**REMITTANCE PAGE**

INVOICE TOTAL

\$ 1,180.40

**PLEASE RETURN THIS COPY WITH YOUR PAYMENT**

GREENEBAUM DOLL & McDONALD PLLC

P.O. Box 73239  
Cleveland, OH 44193  
I.D. #61-0468813

**COPY**

ATA Holdings Corp Unsecured Creditors Committee  
John Hancock Funds  
101 Huntington Ave.  
Boston, MA 02199-7603

Account No.: 109327.000002  
Invoice No.: 4072539  
Invoice Date: November 3, 2005

**CHICAGO EXPRESS AIRLINES**

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2005:

DATE	ATTORNEY/ PARALEGAL	HOURS	TASK CODE	DESCRIPTION	AMOUNT
10/05/05	SHM	0.40	B02	Review electronically filed pleadings including; Order Granting Motion for Authority for an Order Establishing a Bar Date for Administrative Expense Claims Against the Estate of C8 Airlines, Inc., f/k/a Chicago Express Airlines, Inc	56.00
10/27/05	SHM	0.20	B02	Review electronically filed pleadings including: Motion for Authority To Amend The Order Approving Sale Procedures For Ambassadair And Amber Travel And Request For Hearing On October 31, 2005	28.00
10/25/05	SHM	0.40	B06	Review Stipulation to Extend Bar Date for GE Engine Services, and its Subsidiaries and Affiliates, to file Administrative Expense Claims Against C8 Airlines, Inc. f/k/a Chicago Express Airlines, Inc.	56.00
10/28/05	SHM	0.30	B09	Review Akin Gump Summary of Amended Ambassadair/Amber Sale Procedures Motion	42.00
10/28/05	SHM	0.20	B09	Review Akin Gump Summary of Amended Ambassadair/Amber Sale Procedures Motion; Notice of Hearing on Motion Amend The Order Approving Sale Procedures For Ambassadair And Amber Travel	28.00
10/25/05	SHM	0.40	B16	Prepare monthly fee notice for Chicago Express matter	56.00

ATA Holdings Corp Unsecured Creditors Committee  
109327.000002

Invoice No.: 4072539  
Invoice Date: November 3, 2005  
Page 2

TASK SUMMARY

TASK	TASK DESCRIPTION	AMOUNT
B02	Case Administration	84.00
B06	Claims Administration and Objections	56.00
B09	Asset Disposition	70.00
B16	Fee/Employment Applications	56.00
		<u>266.00</u>

FEEES FOR PROFESSIONAL SERVICES RENDERED \$ 266.00

OUT-OF-POCKET EXPENSES

Administrative Expense (including telephone, photocopy, & postage)	10.64	\$ 10.64
--	-------	----------

INVOICE TOTAL \$ 276.64

PRIOR UNPAID BALANCE \$ 3,772.84

BALANCE DUE \$ 4,049.48

SUMMARY OF PROFESSIONAL SERVICES

ATTORNEY/PARALEGAL	HOURS	RATE	AMOUNT
S. H. Mays	1.90	140.00	266.00
	<u>1.90</u>		<u>266.00</u>

**GREENEBAUM DOLL & McDONALD PLLC**

P.O. Box 73239  
Cleveland, OH 44193  
I.D. #61-0468813

ATA Holdings Corp Unsecured Creditors Committee  
John Hancock Funds  
101 Huntington Ave.  
Boston, MA 02199-7603

Account No. 109327.000002  
Invoice No. 4072539  
Invoice Date November 3, 2005

---

**REMITTANCE PAGE**

INVOICE TOTAL	\$ 276.64
PRIOR UNPAID BALANCE	\$ <u>3,772.84</u>
BALANCE DUE	\$ <u>4,049.48</u>

AGING OF OUTSTANDING INVOICES

<u>DATE</u>	<u>INVOICE</u>	<u>INVOICE AMOUNT</u>	<u>PAYMENT RECEIVED</u>	<u>BALANCE</u>
07/06/05	4062099	4,700.80	-3,796.80	904.00
09/14/05	4067949	1,688.44	0.00	1,688.44
10/12/05	4070410	1,180.40	0.00	1,180.40
Total				3,772.84

**PLEASE RETURN THIS COPY WITH YOUR PAYMENT**



GREENEBAUM DOLL & McDONALD PLLC

P.O. Box 73239  
Cleveland, OH 44193  
I.D. #61-0468813

**COPY**

ATA Holdings Corp Unsecured Creditors Committee  
John Hancock Funds  
101 Huntington Ave.  
Boston, MA 02199-7603

Account No.: 109327.000002  
Invoice No.: 4075733  
Invoice Date: December 9, 2005

**CHICAGO EXPRESS AIRLINES**

FOR PROFESSIONAL SERVICES RENDERED THROUGH NOVEMBER 30, 2005:

DATE	ATTORNEY/ PARALEGAL	HOURS	TASK CODE	DESCRIPTION	AMOUNT
11/04/05	SHM	0.20	B09	Review electronically filed pleadings including: Motion for Authority To Extend Dates For Bids And To Adjourn Ambassadair Sale Hearing To November 17, 2005	28.00

TASK SUMMARY

TASK	TASK DESCRIPTION	AMOUNT
B09	Asset Disposition	28.00
		<u>28.00</u>

FEES FOR PROFESSIONAL SERVICES RENDERED \$ 28.00

OUT-OF-POCKET EXPENSES

8/24/05	Telephone Charges - PAID TO: John Ames	73.23	
9/25/05	Telephone Charges - PAID TO: John Ames	76.18	
	Administrative Expense (including telephone, photocopy, & postage)	1.12	
			\$ <u>150.53</u>

INVOICE TOTAL \$ 178.53

PRIOR UNPAID BALANCE \$ 2,750.68

GREENEBAUM DOLL & McDONALD PLLC

ATA Holdings Corp Unsecured Creditors Committee  
109327.000002

Invoice No.: 4075733  
Invoice Date: December 9, 2005  
Page 2

---

BALANCE DUE \$ 2,929.21

SUMMARY OF PROFESSIONAL SERVICES

<u>ATTORNEY/PARALEGAL</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
S. H. Mays	<u>0.20</u>	<u>140.00</u>	<u>28.00</u>
	0.20		28.00