

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : **Chapter 11 Case No.**
:
DELTA AIR LINES, INC., et al., : **05-17923 (ASH)**
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Debtors. : **(Jointly Administered)**
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**FINAL ORDER PURSUANT TO 28 U.S.C. § 156(c)
AND LOCAL RULE 5075-1(a) AUTHORIZING THE RETENTION OF
BANKRUPTCY SERVICES LLC AS NOTICE AGENT
AND CLAIMS AGENT FOR THE DEBTORS**

Upon the application dated September 14, 2005 (the “**Application**”)¹ of Delta Air Lines, Inc. and those of its subsidiaries that are debtors and debtors in possession in these proceedings (collectively, the “**Debtors**”),² pursuant to 28 U.S.C. § 156(c) and Local Rule 5075-1(a) for an interim order (the “**Interim Order**”) authorizing the retention of Bankruptcy Services LLC (“**BSI**”) as notice agent and claims agent for the Debtors, pursuant to the terms of that certain engagement letter (the “**BSI Agreement**”), dated August 30, 2004, all as more fully set forth in the Application; and upon the Declaration of Ron Jacobs, President of BSI in support of the Application and annexed to the Application as Exhibit B (the “**Jacobs Declaration**”); and the Court being satisfied, based on the representations made in the Application and the Jacobs Declaration, that BSI is “disinterested” as such term is defined in section 101(14) of the

¹ Unless otherwise defined herein, each capitalized term shall have the same meaning ascribed to it in the Application.

² The Debtors are the following entities: ASA Holdings, Inc.; Comair Holdings, LLC; Comair, Inc.; Comair Services, Inc.; Crown Rooms, Inc.; DAL Aircraft Trading, Inc.; DAL Global Services, LLC; DAL Moscow, Inc.; Delta AirElite Business Jets, Inc.; Delta Air Lines, Inc.; Delta Benefits Management, Inc.; Delta Connection Academy, Inc.; Delta Corporate Identity, Inc.; Delta Loyalty Management Services, LLC; Delta Technology, LLC; Delta Ventures III, LLC; Epsilon Trading, LLC; Kappa Capital Management, Inc.; and Song, LLC.

Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and represents no interest adverse to the Debtors' estates with respect to the matters upon which it is to be engaged; and upon consideration of the Declaration of Edward H. Bastian Pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York (the "**Local Rules**") in Support of First-Day Motions and Applications, dated as of the Petition Date; and the Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. § 1334 and the Standing Order of Referral of Cases to Bankruptcy Court Judges of the District Court for the Southern District of New York, dated July 10, 1984 (Ward, Acting C.J.); and consideration of the Application and the requested relief being a core proceeding the Bankruptcy Court can determine pursuant to 28 U.S.C. § 157(b)(2); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application and Interim Order having been provided and it appearing that no other or further notice need be provided; and the relief requested in the Application being in the best interests of the Debtors and their estates and creditors; and the Court having reviewed the Application and having held an interim hearing with appearances of parties in interest noted in the transcript thereof to consider the interim relief requested in the Application (the "**Interim Hearing**"); and the Court having determined that the legal and factual bases set forth in the Application and at the Interim Hearing established just cause for the granting of the interim relief requested in the Application and having issued and entered the Interim Order on October 6, 2005; and no objections having been received by the Court; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Application is approved; and it is further

ORDERED that the Debtors are hereby authorized to retain BSI as their notice agent and claims agent in the Debtors' chapter 11 cases, as contemplated by the Application and on the terms provided in the BSI Agreement; and it is further

ORDERED that BSI shall be compensated for its services and reimbursed for any related expenses in accordance with BSI's normal hourly rates and disbursement policies as set forth in the Application, the Jacobs Declaration, the BSI Agreement, this Order and in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules and any other applicable orders of this Court; and it is further

ORDERED that to the extent that there may be any inconsistency between the terms of the Application, the BSI Agreement or this Order, the terms of this Order shall govern.

Dated: October 10, 2006
White Plains, New York

/s/ Adlai S. Hardin, Jr.

UNITED STATES BANKRUPTCY JUDGE