

Mark G. Ledwin (ML – 6873)
WILSON, ELSER, MOSKOWITZ,
EDELMAN & DICKER LLP
3 Gannett Drive
White Plains, NY 10604
Tel: (914) 323-7000

Hearing Date: August 20, 2007 at 2:30 p.m.
Objection Deadline: July 16, 2007 at 4:00 p.m.

Co-Counsel for the Official Section 1114 Committee of Retired Pilots

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

In Re:

DELTA AIR LINES, INC., et. al.,

Debtors.

Chapter 11

Case No. 05-17923 (ASH)

(Jointly Administered)

**FOURTH AND FINAL FEE APPLICATION COVER SHEET FOR WILSON, ELSER,
MOSKOWITZ, EDELMAN & DICKER LLP, LOCAL CO-COUNSEL FOR THE
OFFICIAL SECTION 1114 COMMITTEE OF RETIRED PILOTS**

Name of Applicant: Wilson, Elser, Moskowitz, Edelman & Dicker LLP

Date of Retention: Retention Order dated May 1, 2006

Period for which compensation
and reimbursement is sought: 2-1-07 through 3-31-07¹

Amount of compensation sought
as actual, reasonable, and necessary: \$14,012.50

Amount of expense reimbursement
sought as actual, reasonable, and
necessary: \$174.33

This is an: Interim X Final application

¹ Plus final approval of all fees and expenses previously approved and paid on an interim basis from March 30, 2006 through January 31, 2007.

SERVICES RENDERED BY WILSON, ELSER, MOSKOWITZ, EDELMAN & DICKER LLP
COMMENCING FEBRUARY 1, 2007 THROUGH MARCH 31, 2007

Name:	Year of Admission:	Rate:	Hours:	Amount:
Partners				
Mark G. Ledwin	1990	\$400.00	27.50	\$11,000.00
David L. Tillem	1980	\$425.00	6.70	\$2,847.50
Associates				
Greg A. Friedman	2003	\$275.00	.60	\$165.00
Blended Rate of Professionals		\$366.66		

Total Hours of Partners:	34.20	Amount:	\$13,847.50
Total Hours of Associates:	.60	Amount	\$165.00

Total Hours: 34.80 Total Amount: \$14,012.50

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

In Re:

DELTA AIR LINES, INC., et. al.,

Debtors.

Chapter 11

Case No. 05-17923 (ASH)

(Jointly Administered)

**FOURTH AND FINAL APPLICATION OF WILSON, ELSER,
MOSKOWITZ, EDELMAN & DICKER LLP FOR AWARD OF
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES INCURRED**

COMES NOW, Wilson, Elser, Moskowitz, Edelman & Dicker LLP (“Wilson Elser” or “Applicant”), Local Co-Counsel for the Official Section 1114 Committee of Retired Pilots (the “Retired Pilots Committee”), as and for its fourth and final application for allowance of compensation for professional services (the “Application”) performed by Wilson Elser for the period of February 1, 2007 through March 31, 2007 (the “Compensation Period”), plus final approval of all fees and expenses previously approved and paid from March 30, 2006 through January 31, 2007, in connection with the above captioned bankruptcy cases as follows: (i) interim and final approval and allowance of its actual and necessary fees incurred during the Compensation Period in the amount of \$14,012.50; (ii) interim and final approval and allowance of its actual and necessary expenses incurred during the Compensation Period in the amount of

\$174.33; (iii) authorization pay the 20% holdback of fees during the Compensation Period of \$2,802.50; and (iv) final approval of fees and expenses previously approved and paid on an interim basis from March 30, 2006 through January 31, 2007 in the amount of \$121,107.50 (fees) and \$7142,18 (expenses), respectively. Wilson Elser files this Application pursuant to Sections 330 and 331 of the Bankruptcy Code (the "Bankruptcy Code"), Rule 2016(a) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals, dated October 6, 2005 (the "Compensation and Reimbursement Order"). The amount sought for fees during the Compensation Period represents approximately 34.80 hours of professional services. In support of this Application, Wilson Elser shows the Court the following:

JURISDICTION

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue of this case is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409, respectively. This Application requests relief pursuant to Sections 330, 331, 1103 and 1114 of the Bankruptcy Code.

BACKGROUND

2. On September 14, 2005 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of Bankruptcy Code.

3. On October 6, 2005, this Court entered the Compensation and Reimbursement Order. The Compensation and Reimbursement Order authorized professionals paid from the Debtors' bankruptcy estates to serve monthly fee statements, by hand or overnight delivery,

seeking payment for services rendered and for out-of-pocket expenses or other charges incurred on or before the 20th day of each month following the month for which compensation is sought on (i) Delta Air Lines, Inc.; (ii) counsel for the Debtors, Davis Polk & Wardwell; (iii) counsel for the Official Committee of unsecured Creditors, Akin Gump Strauss Hauer & Feld LLP; (iv) counsel to the Official Section 1114 Committee, Foley & Lardner; (v) the Office of the United States Trustee for the Southern District of New York; (vi) counsel for the Official Section 1114 Committee of Retired Pilots, Stinson Morrison Hecker LLP (“SMH”); and (vii) counsel for any other official committee appointed by the Court. The Compensation and Reimbursement Order authorized the Debtors to pay Professionals 80% of fees requested and 100% of expenses identified in each Monthly Fee Statement.

4. On March 17, 2006, this Court entered an Order approving the report of the United States Trustee regarding the solicitation process for forming an official committee to represent the retired pilot employees of the Debtors, and their spouses and dependents (the “Retired Pilots”). The Retired Pilots Committee currently consists of nine members. The Retired Pilots Committee has selected the law firm SMH to serve as its lead counsel, and Wilson Elser to serve as local co-counsel to represent the interest of the Retired Pilots Committee and its constituent members pursuant to section 1114 of the Bankruptcy Code.

5. On May 1, 2006, this Court entered an Order Authorizing the Employment and Retention of SMH and Wilson Elser as Attorneys to the Retired Pilots Committee Pursuant to 11 U.S.C. § 1114.

OVERVIEW OF COMPENSATION SOUGHT

6. Wilson Elser served its Monthly Fee Statements in accordance with the Compensation and Reimbursement Order and no objections were filed. In accordance with the

Compensation and Reimbursement Order, Wilson Elser expects to receive, 80% of its incurred fees and 100% of its incurred expenses requested in its Monthly Fee Statements, representing \$14,012.50 (\$13,847.50 in fees and \$165.00 in expenses) as compensation and reimbursement of expenses for February 1, 2007 through March 31, 2007. Wilson Elser currently has an outstanding balance, as of the date of this Application of \$2,802.50 representing the 20% holdback of fees during the Compensation Period. Wilson Elser also seeks final approval of the fees and expenses previously approved and paid on an interim basis from March 30, 2006 through January 31, 2007 in the amount of \$121,107.50 (fees) and \$7142,18 (expenses), respectively.

WILSON ELSER'S APPLICATION

7. In accordance with Sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and the Compensation and Reimbursement Order, Wilson Elser seeks interim and final approval of the fees and expenses set forth above for the Compensation Period, and final approval for the previously approved interim fees and expenses.

8. Under Section 330 of the Bankruptcy Code, the Court may allow compensation and reimbursement of Wilson Elser's expenses only after notice and a hearing. Bankruptcy Rule 2002(a)(6) provides that hearings on applications for compensation and reimbursement of expenses totaling in excess of \$1,000 must be on 20-days notice to parties in interest. Section 331 of the Bankruptcy Code authorizes the filing of interim fee applications. This Application is the third such application made by Wilson Elser under Section 331 of the Bankruptcy Code.

9. This Application complies with the Amended Guidelines for Fees and Disbursements of Professionals in the Southern District of New York Bankruptcy Cases, adopted by the court on April 19, 1995 (the "Local Guidelines"), the United Trustee Guidelines for

Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330, adopted on January 30, 1996 (the “UST Guidelines”), and the Compensation Order. A certification of compliance with the Local and UST Guidelines and Compensation Order is attached as Exhibit “A.”

10. All legal services performed by Wilson Elser were performed for and solely on behalf of the Retired Pilots Committee, and not on behalf of any other committee, creditor, or other person or entity.

11. The following is a brief summary of the qualifications of each Wilson Elser professional representing the Debtors for which compensation is sought:

Attorneys:

Mark G. Ledwin: Mark Ledwin is a partner with the law firm of Wilson Elser, practicing since 1990, who has experience in bankruptcy matters.

David L. Tillem: David Tillem is a partner with the law firm of Wilson Elser, practicing since 1980, who has experience in bankruptcy matters.

Greg A. Friedman: Greg Friedman is an associate with the law firm of Wilson Elser, practicing since 2004, who has experience in bankruptcy matters.

SUMMARY OF SERVICES RENDERED

A. Case Administration

12. Included in this category is time devoted to various functions that Wilson Elser has performed in its capacity as local counsel to efficiently monitor this chapter 11 case, such as preparing for and attending hearings and committee meetings, reviewing various pleadings, motions and communications, and communicating the status of the case to the Retired Pilots Committee and its professionals.

B. Employment Applications

13. Included in this category is time devoted to preparing all applications for employment and retention on behalf of the Retired Pilots Committee and its professionals in this case and analyzing and responding to a variety of issues raised by parties related to the applications and formation of the Retired Pilots Committee generally and the retention of its professionals. Wilson Elser helped prepare and review the application for employment and retention of the financial advisers and actuaries for the Retired Pilots Committee. Also included in this category are meetings and various communications with lead counsel and other professionals.

C. Litigation, Settlement and Plan Negotiations

15. Included in this category is time devoted to handling various court filings and reviewing various procedural rules to ensure compliance. Also included in this category is significant time devoted to the analysis and negotiation of a successful resolution with the Debtors of certain Section 1114 issues for the Retired Pilots Committee which was ultimately incorporated into the Debtors' confirmed plan of reorganization.

STATUTORY BASIS FOR COMPENSATION

16. Sections 330 and 331 of the Bankruptcy Code form the statutory basis for compensation of professionals in bankruptcy cases. Section 330 provides that a court may award a professional employed under Section 327 of the Bankruptcy Code "reasonable compensation for actual, necessary services rendered ... and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement.

In determining the amount of reasonable compensation to be awarded, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance and nature of the problem, issue, or task addressed; and
- (E) whether the compensation is reasonable based on the customary compensations charged by comparatively skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3). Pursuant to Section 331 of the Bankruptcy Code, the Court may authorize interim compensation for professional services. 11 U.S.C. § 331.

17. The Bankruptcy Code provisions concerning the compensation of professionals are designed to ensure that qualified attorneys will be compensated for services rendered to the debtors at a market rate for comparable services rendered in non-bankruptcy cases. In re Ames Dep't Stores, Inc., 76 F.3d 66, 71 (2d Cir. 1996). The rationale behind this goal is to ensure that counsel will not be deterred from taking bankruptcy cases due to failure to pay adequate compensation.

18. Wilson Elser has rendered substantial and valuable services on behalf of the Retired Pilots Committee that have resulted in a significant benefit to the Debtors' estate, and its creditors, and which were beneficial to the administration of the chapter 11 case. Wilson Elser respectfully submits that its services were provided with the requisite level of skill and were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of problems, issues, and tasks addressed. Wilson Elser has charged its customary fees, which are reasonable based on the customary compensation charged by comparably skilled

practitioners in cases other than cases under this title. The amount sought in compensation is in line with awards in similar cases and is commensurate with the professional standing, ability and expertise of Wilson Elser and the professionals who have participated in this case. Accordingly, the compensation requested herein reflects the reasonable value of the services provided to the Retired Pilots Committee.

19. Attached hereto as Exhibit "B" are the Monthly Fee Statements detailing the fees that Wilson Elser actually charged during the Compensation Period, corresponding to the categories detailed above. In accordance with Bankruptcy Rule 2016(a), the itemized list identifies: (a) the specific tasks performed; (b) the attorney who performed them; (c) the time required to perform them; (d) the date on which the tasks were performed. To the extent possible, Wilson Elser has described each specific task and separately allocated the time attributable to that task. Where the nature of certain tasks and the circumstances surrounding their performance did not allow for individual time entries, aggregate time entries were used.

REIMBURSEMENT OF EXPENSES

20. Pursuant to § 330(a)(1)(B) of the Bankruptcy Code, the Court may award a professional "reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1)(B). Accordingly, Wilson Elser seeks reimbursement of the actual, necessary expenses that it incurred during the course of providing legal services to the Retired Pilots Committee. Wilson Elser typically charges its clients \$0.20 per page for copies. Charges for travel, overnight delivery, postage, long distance phone calls, and other out-of-pocket disbursements are based on actual amounts paid by Wilson Elser for those services. A detailed description of the actual and necessary expenses that Wilson Elser incurred during the Compensation Period is included on the Monthly Fee Statements attached hereto as Exhibit B.

MEMORANDUM OF LAW

21. Wilson Elser submits that it has complied with the requirement of Local Bankruptcy Rule 9013-1 to file a memorandum of law in support of this Application given that the relevant legal authorities are set forth herein.

CONCLUSION

22. As the foregoing Application and the attached Exhibits demonstrate, Wilson Elser is entitled to interim and final approval of compensation in the amount of \$135,120.00 for its professional services, and \$7,316.51 for actual and necessary expenses.

WHEREFORE, Wilson Elser respectfully requests that this Court enter an Order granting its Fourth and Final Fee Application.

Dated: White Plains, New York
June 25, 2007

Respectfully submitted,

WILSON, ELSER, MOSKOWITZ,
EDELMAN & DICKER LLP

By: /s/ Mark G. Ledwin
Mark G. Ledwin (ML – 6873)
3 Gannett Drive
White Plains, NY 10604
Tel: (914) 323-7000

Co-Counsel for the Official Section
1114 Committee of Retired Pilots

CERTIFICATE OF SERVICE

Mark G. Ledwin, an attorney duly admitted to practice before this Court, hereby certifies that on the 25th day of June, 2007, I caused true and correct copies of the foregoing Application to be served on all interested parties via the Court's ECF system and by Federal Express overnight delivery service upon each of the persons set forth below:

Hon. Adlai S. Hardin, Jr.
U.S. Bankruptcy Court
Southern District of New York
300 Quarropas Street, Room 530
White Plains, NY 10601-4140

Delta Air Lines, Inc.
Law Department (#981)
1030 Delta Boulevard
Atlanta, GA 30354
Attn: John J. Varley, Esq.

Marshall S. Huebner, Esq.
Davis Polk & Wardwell
450 Lexington Avenue
New York, NY 10017

Daniel H. Golden, Esq.
Akin Gump Strauss Hauer & Feld, LLP
590 Madison Avenue
New York, NY 10022

Greg M. Zipes, Esq.
Office of the U.S. Trustee
33 Whitehall Street, Suite 2100
New York, NY 10004

Dated: White Plains, New York
June 25, 2007

/s/ Mark G. Ledwin
Mark G. Ledwin (ML-6873)

EXHIBIT "A"

Mark G. Ledwin (ML – 6873)
WILSON, ELSER, MOSKOWITZ,
EDELMAN & DICKER LLP
3 Gannett Drive
White Plains, NY 10604
Tel: (914) 323-7000

Co-Counsel for the Official Section 1114 Committee of Retired Pilots

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

In Re:

DELTA AIR LINES, INC., *et. al.*,

Debtors.

Chapter 11

Case No. 05-17923 (ASH)

(Jointly Administered)

**CERTIFICATION OF MARK G. LEDWIN CONCERNING THE FOURTH
AND FINAL APPLICATION FOR INTERIM COMPENSATION AND
REIMBURSEMENT OF FEES AND EXPENSES OF WILSON, ELSER,
MOSKOWITZ, EDELMAN & DICKER LLP AS ATTORNEYS FOR THE
OFFICIAL SECTION 1114 COMMITTEE OF RETIRED PILOTS**

I, Mark G. Ledwin, hereby certify that:

1. I am a partner with Wilson, Elser, Moskowitz, Edelman & Dicker, LLP (“Wilson Elser”), which represents the Official Section 1114 Committee of Retired Pilots (the “Retired Pilots Committee”) in the Delta chapter 11 cases. In this representation, I am responsible for Wilson Elser’s compliance with the Amended Guidelines for Fees and Disbursements of Professionals in Southern District of New York Bankruptcy Cases, adopted by the court on April 19, 1995 (the “Amended Guidelines”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “UST Guidelines”), and the October 6, 2005 Order

Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (the "Order").

2. This certification relates to the Fourth and Final Application of Wilson Elser, as attorneys for the Retired Pilots Committee, for allowance of interim and final compensation for services rendered and for reimbursement of actual and necessary expenses incurred from February 1, 2007 through March 31, 2007, and for final approval of the interim fees and expenses paid during the period of March 30, 2006 through January 31, 2007 (the "Application").

3. I hereby certify that:

a. I have read the Application;

b. To the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Amended Guidelines and the UST Guidelines;

c. The fees and disbursements sought are billed at rates and in accordance with practices customarily employed by the applicant and generally accepted by the applicant's clients; and

d. In providing a reimbursable service, Wilson Elser does not make a profit on that services, whether the service is performed by Wilson Elser in-house or through a third party.

4. Wilson Elser has complied with the monthly statement procedures contained in the Order, including proper service of the monthly statements upon the Debtors, the U.S. Trustee for the Southern District of New York, counsel for the Debtors, and legal counsel for each official committee.

5. Simultaneous with the filing of this Application, copies of the Application will be provided to the U.S. Trustee for the Southern District of New York, counsel for the Debtors, and legal counsel for each official committee.

Dated: White Plains, New York
June 25, 2007

WILSON, ELSER, MOSKOWITZ,
EDELMAN & DICKER LLP

By: /s/ Mark G. Ledwin
Mark G. Ledwin (ML – 6873)

Co-Counsel for the Official Section 1114
Committee of Retired Pilots

EXHIBIT "B"

WILSON, ELSER, MOSKOWITZ, EDELMAN & DICKER LLP

3 Gannett Drive, White Plains, NY 10604 Tel: (914) 323-7000 Fax: (914) 323-7001

*New York • Los Angeles • San Francisco • Washington, DC • Newark • Philadelphia • Baltimore • Miami • Chicago • White Plains, NY
Dallas • Albany, NY • San Diego • Houston • Garden City, NY • Boston • McLean, VA • London
Affiliate Offices: Paris • Berlin • Cologne • Frankfurt • Munich*

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FEE STATEMENT

TO: Entities identified on attachment

FROM: 1114 Official Committee of Retired Delta Pilots

DATE: March 19, 2007

RE: Delta Airlines, Inc., Case No. 05-17923 (ASH)
Fee Statement for the Period of February 1, 2007, through February 28, 2007

Calculation of 20% Holdback

CUMULATIVE SUMMARY OF FEES AND COSTS AND HOLDBACK

Total Fees During Period	\$11,092.50	
Total Expenses During Period	\$104.60	
Total Fees And Costs During Period		\$11,197.10
20% Holdback Of Fees During Period	\$2,218.50	-\$2,218.50
Total Payment Requested Pursuant to October 6, 2005 Order		\$8,978.60

	Amount	Total Paid To Date	Outstanding
Total Cumulative Fees as of February 28, 2007	\$132,200.00	\$114,837.50	\$17,362.50
Total Cumulative Costs as of February 28, 2007	\$7,246.78	\$7,142.18	\$104.60
Total Cumulative Holdback as of February 28, 2007	\$8,488.50		

The Invoice for the period of February 1, 2007, through February 28, 2007, which reflects time entries by date, by professional and category and a detail list of expenses, is attached hereto.

LAW OFFICES
WILSON, ELSER, MOSKOWITZ, EDELMAN & DICKER LLP
150 EAST 42ND STREET
NEW YORK, N.Y. 10017-5639
(212) 490-3000

March 15, 2007
Invoice # 1268917
Page 1

OFFICIAL COMMITTEE OF RETIRED PILOTS

Matter : Delta Airlines, Inc.
Case Name : Re: Delta Airlines, Inc.
WEMED File Number : 09582.00001

FOR ALL PROFESSIONAL SERVICES RENDERED IRS # 13-2679447

For Professional Services Rendered Through February 23, 2007	11,092.50
For Disbursements Incurred	104.60

TOTAL	\$ 11,197.10

PLEASE INCLUDE OUR FILE NUMBER WITH YOUR REMITTANCE

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150 EAST 42ND STREET
NEW YORK, N.Y. 10017-5639
(212) 490-3000

OFFICIAL COMMITTEE OF RETIRED PILOTS
WEMED File # :09582.00001
Invoice No.1268917

March 15, 2007
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ITEMIZED SERVICES BILL

DATE	ATTY HOURS	AMOUNT	DESCRIPTION
2/01/07	MGL .80	320.00	Receipt and review of various correspondence re: medical claim issues.
2/01/07	MGL .70	280.00	Analysis of medical claim issues.
2/01/07	MGL .20	80.00	Telephone call with A. Lacey re: status of pending matters.
2/02/07	MGL .30	120.00	Receipt and review of various correspondence re: medical claim issues.
2/05/07	MGL 1.20	480.00	Receipt and review of various correspondence and memos re: claim issues, D&S trust issues and other matters.
2/05/07	MGL 1.50	600.00	Receipt and review of red-lined version of disclosures statement and plan; various correspondence re: same.
2/05/07	MGL 1.80	720.00	Conference telephone call with Committee and professionals re: claim and D&S trust matters.
2/05/07	MGL .80	320.00	Receipt and review of draft letter to Committee's constituency re: disclosure statement and plan.
2/05/07	MGL .30	120.00	Various correspondence with C. Graver re: committee issues.
2/06/07	MGL .20	80.00	Receipt and review of Delta's reply re: disclosure statement motion; correspondence with C. Graver re: same.
2/06/07	MGL 1.20	480.00	Receipt and review of various objections to

PLEASE INCLUDE OUR FILE NUMBER WITH YOUR REMITTANCE

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NEW YORK, N.Y. 10017-5639
(212) 490-3000

OFFICIAL COMMITTEE OF RETIRED PILOTS
WEMED File # :09582.00001
Invoice No.1268917

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ITEMIZED SERVICES BILL

DATE	ATTY HOURS	AMOUNT	DESCRIPTION
			proposed changes to retired pilots medical coverage and claims issues.
2/07/07	MGL .80	320.00	Receipt and review of additional various objections to medical benefits and claims issues.
2/07/07	MGL .50	200.00	Receipt and review of various Committee correspondence re: medical claim issues.
2/08/07	MGL 1.20	480.00	Receipt and review of various additional objections to claim objection motion re: medical claims.
2/08/07	MGL .50	200.00	Receipt and review of order approving disclosure statement.
2/08/07	GAF .60	165.00	Prepared and drafted fee statement for January 2007.
2/13/07	MGL .20	80.00	Receipt and review of omnibus claims objection motion.
2/14/07	MGL .50	200.00	Receipt and review of various correspondence re: medical claim issues and proposed resolution.
2/16/07	MGL 1.20	480.00	Receipt and review of various correspondence re: medical claim issues; reply to same.
2/16/07	MGL .40	160.00	Receipt and review of non-pilot committee's opposition papers.
2/16/07	MGL .20	80.00	Correspondence with R. Winters re: A&M final fee application issues.
2/16/07	MGL 1.50	600.00	Receipt and review of additional multiple

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OFFICIAL COMMITTEE OF RETIRED PILOTS
WEMED File # :09582.00001
Invoice No.1268917

March 15, 2007
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ITEMIZED SERVICES BILL

DATE	ATTY	HOURS	AMOUNT	DESCRIPTION
				objections to motion to approve supplemental term sheet.
2/20/07	MGL	.50	200.00	Various correspondence with A. Lacey and C. Graver re: hearing issues.
2/20/07	MGL	.50	200.00	Various correspondence with A. Lacey and C. Graver re: hearing issues.
2/20/07	MGL	1.50	600.00	Receipt and review of draft reply to various objections to supplemental term sheet; revise same.
2/20/07	MGL	.30	120.00	Correspondence with Court and parties re: filing and service of reply papers.
2/20/07	MGL	.50	200.00	Receipt and review of Debtors' reply re: supplemental term sheet.
2/20/07	MGL	.60	240.00	Preparation of pleadings for hearing; discuss same with D. Tillem.
2/21/07	DLT	1.10	467.50	Commence review of e-mails and motion/opp papers
2/22/07	DLT	.80	340.00	Cont'd review - fee application, Omnibus objection to certain claims and Committee's memo of law
2/22/07	DLT	4.80	2,040.00	Attendance at hearing in Bankruptcy Court, Bowling Green re: approval of settlement
2/23/07	MGL	.30	120.00	Various correspondence with C. Graver re: medical claim issues.

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(212) 490-3000

OFFICIAL COMMITTEE OF RETIRED PILOTS
WEMED File # :09582.00001
Invoice No.1268917

March 15, 2007
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ITEMIZED SERVICES BILL

TOTAL **11,092.50**

DISBURSEMENTS

1/19/07	Messenger Charges, FedEx: Inv.#865687420 790162420387 Deliver to: Greg M. Zipes, Esq.-Office of the US Trustee for S;33 Whitehall Street, Suite 210	8.26
1/19/07	Messenger Charges, FedEx: Inv.#865687420 790653920346 Deliver to: Marshall S. Huebner, Esq.-Davis Polk & Wardwell;450 Lexington Avenue NEW YORK CIT	8.26
1/19/07	Messenger Charges, FedEx: Inv.#865687420 790653952926 Deliver to: Daniel H. Golden, Esq.-Akin Gump Strauss Hauer & Feld;590 Madison Avenue,NEW YORK	8.26
1/19/07	Messenger Charges, FedEx: Inv.#865687420 791620055292 Deliver to: Nan Joesten-Farella, Braun & Martel, LLP;235 Montgomery Street,SAN FRANCISCO,CA,9	12.61
1/19/07	Messenger Charges, FedEx: Inv.#865687420 792918775449 Deliver to: Law Department (#981)-Delta Air Lines, Inc.;1030 Delta Boulevard ATLANTA,GA,30354	11.10
2/08/07	Photo Copying, 48 copies at \$0.20	9.60
2/08/07	Messenger Charges, FedEx: Inv.#869541632 790176809986 Deliver to: Greg M. Zipes, Esq.-Office of the US Trustee for S;33 Whitehall Street, Suite 210	7.02
2/08/07	Messenger Charges, FedEx: Inv.#869541632 792287395290 Deliver to: Law Department (#981)-Delta Air Lines, Inc.;1030 Delta Boulevard ATLANTA,GA,30354	9.92
2/08/07	Messenger Charges, FedEx: Inv.#869541632 792930467465 Deliver to: Marshall S. Huebner,	7.02

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LAW OFFICES
WILSON, ELSER, MOSKOWITZ, EDELMAN & DICKER LLP
150 EAST 42ND STREET
NEW YORK, N.Y. 10017-5639
(212) 490-3000

OFFICIAL COMMITTEE OF RETIRED PILOTS
WEMED File # :09582.00001
Invoice No.1268917

March 15, 2007
Page 6

ITEMIZED SERVICES BILL

DISBURSEMENTS

	Esq.-Davis Polk & Wardwell;450 Lexington Avenue NEW YORK CIT	
2/08/07	Messenger Charges, FedEx: Inv.#869541632 792930479951 Deliver to: Daniel H. Golden, Esq.-Akin Gump Strauss Hauer & Feld;590 Madison Avenue,NEW YORK	7.02
2/08/07	Messenger Charges, FedEx: Inv.#869541632 798603738257 Deliver to: Nan Joesten-Farella, Braun & Martel, LLP;235 Montgomery Street,SAN FRANCISCO,CA,9	10.96
2/20/07	Long distance telephone	.39
2/20/07	Long distance telephone	.78
2/20/07	Photo Copying, 17 copies at \$0.20	3.40
	TOTAL DISBURSEMENTS	104.60
	TOTAL INVOICE	11,197.10

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ITEMIZED SERVICES BILL

PREVIOUS STATEMENT OUTSTANDING

INVOICE NUMBER	DATE	INVOICE AMOUNT	PAYMENTS AGAINST INVOICE	INVOICE BALANCE
1199398	11/06/06	14,342.76	12,314.26	2,028.50
1215876	12/08/06	2,092.07	1,751.07	341.00
1230742	1/10/07	11,843.78	9,512.28	2,331.50
1250647	2/06/07	8,022.73	6,453.00	8,022.73
			6,453.73	1,569.00
	PRIOR BALANCE			12,723.73 6,270.00
	BALANCE DUE			23,920.83 17,467.10

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WILSON, ELSER, MOSKOWITZ, EDELMAN & DICKER LLP

3 Gannett Drive, White Plains, NY 10604 Tel: (914) 323-7000 Fax: (914) 323-7001

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FEE STATEMENT

TO: Entities identified on attachment

FROM: 1114 Official Committee of Retired Delta Pilots

DATE: April 20, 2007

RE: Delta Airlines, Inc., Case No. 05-17923 (ASH)
Fee Statement for the Period of March 1, 2007 through March 28, 2007

Calculation of 20% Holdback

CUMULATIVE SUMMARY OF FEES AND COSTS AND HOLDBACK

Total Fees During Period	\$2,920.00	
Total Expenses During Period	\$69.73	
Total Fees And Costs During Period		\$2,989.73
20% Holdback Of Fees During Period	\$584.00	-\$584.00
Total Payment Requested Pursuant to October 6, 2005 Order		\$2,405.73

	Amount	Total Paid To Date	Outstanding
Total Cumulative Fees as of March 28, 2007	\$135,120.00	\$123,711.50	\$11,408.50
Total Cumulative Costs as of March 28, 2007	\$7,316.51	\$7,142.18	\$174.33
Total Cumulative Holdback as of March 28, 2007	\$9,072.50		

The Invoice for the period of March 1, 2007, through March 28, 2007, which reflects time entries by date, by professional and category and a detail list of expenses, is attached hereto.

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April 18, 2007
Invoice # 1289225
Page 1

OFFICIAL COMMITTEE OF RETIRED PILOTS

Matter : Delta Airlines, Inc.
Case Name : Re: Delta Airlines, Inc.
WEMED File Number : 09582.00001

FOR ALL PROFESSIONAL SERVICES RENDERED IRS # 13-2679447

For Professional Services Rendered Through March 28, 2007	2,920.00
For Disbursements Incurred	69.73

TOTAL	\$ 2,989.73

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ITEMIZED SERVICES BILL

DATE	ATTY	HOURS	AMOUNT	DESCRIPTION
3/05/07	MGL	.40	160.00	Correspondence with C. Graver re: appeal issues.
3/09/07	MGL	.20	80.00	Receipt and review of notice of hearing and fee application procedures.
3/15/07	MGL	.20	80.00	Correspondence with C. Graver re: interim fee application issues.
3/15/07	MGL	2.20	880.00	Preparation of third interim fee application; review file documents.
3/15/07	MGL	.20	80.00	Correspondence with court and parties re: filing and service of third interim fee application.
3/16/07	MGL	2.50	1,000.00	Receipt and review of drafts of Stinson and Milliman interim fee applications; revise same.
3/16/07	MGL	.70	280.00	Various correspondence and telephone calls with C. Graver and R. McGee re: fee application issues.
3/16/07	MGL	.30	120.00	Correspondence with Court and Counsel re: filing of Stinson and Milliman fee applications.
3/19/07	MGL	.40	160.00	Preparation of monthly fee statement; correspondence re: same.
3/28/07	MGL	.20	80.00	Correspondence with C. Graver and M. Frank re: status of motion.

TOTAL

2,920.00

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ITEMIZED SERVICES BILL

DISBURSEMENTS

2/22/07	Parking Charges 12;EXP. REPORT D. TILLEM/ COURT APP	5.00
2/22/07	Transportation Costs 12;EXP. REPORT D. TILLEM/ COURT APP	18.75
3/15/07	Photo Copying, 38 copies at \$0.20	7.60
3/15/07	Photo Copying, 156 copies at \$0.20	31.20
3/16/07	Long distance telephone	.78
3/19/07	Photo Copying, 32 copies at \$0.20	6.40
	TOTAL DISBURSEMENTS	69.73

TOTAL INVOICE **2,989.73**

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PRIOR BALANCE				17,467.10
BALANCE DUE				20,456.83

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