

ORIGINAL

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	
)	
FLYi, Inc. <i>et al.</i> , ¹)	Chapter 11
)	Case Nos. 05- 20011 (MFW)
)	(Jointly Administered)
Debtors.)	
)	Ref. Docket No. 750

**ORDER APPROVING FINAL FEE APPLICATION OF MERCER
MANAGEMENT CONSULTING, INC. FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES AS EXECUTORY
CONTRACT CONSULTANT TO THE DEBTORS**

Upon consideration of the application (the "Application") of Mercer Management Consulting, Inc. ("Mercer") for an order approving final payment of fees and reimbursement of expenses related to services rendered and reimbursement of expenses incurred by Mercer as executory contract consultant to the Debtors for the period November 7, 2005 through December 31, 2005, inclusive (the "Requested Fees"); and due notice of the Application having been given as set forth in the Application; and it appearing that no other or further notice need be given; and the Court being satisfied that Requested Fees are reasonable and immediate payment of the unpaid portion of the Requested Fees is appropriate, and after due deliberation and sufficient cause appearing therefor; it is hereby:

¹ The Debtors are the following seven entities (the last four digits of their respective taxpayer identification numbers, if any, follow in parentheses): FLYi, Inc. (1051); Independence Air, Inc. (1749); Atlantic Coast Jet, LLC (1492); Atlantic Coast Academy, Inc. (9852); IA Sub, Inc. (none); WaKeeney, Inc. (none); and Atlantic Coast Airlines, Inc. (none). The address of each of the Debtors is 45200 Business Court, Dulles, VA 20166.

ORDERED, that the Application is granted and Mercer is allowed, on a final basis, compensation of its fees and reimbursement of its expenses as set forth in the Application; and it is further

ORDERED, that terms not defined herein shall have the meanings ascribed to them in the Application; and it is further

ORDERED, that the Debtors are authorized and directed to pay Mercer the Requested Fees, less any and all amounts previously paid on account of such fees and expenses, within five days of the entry of this Order; and it is further

ORDERED, that this Order shall be effective and enforceable immediately upon entry; and it is further

ORDERED, that this Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this order.

Dated: Wilmington, Delaware
April 17, 2006



MARY F. WALRATH
CHIEF UNITED STATES BANKRUPTCY JUDGE