

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re :
 : Chapter 11
 :
FLYi, Inc., *et al.*,¹ : Case No. 05-20011 (MFW)
 :
Debtors. : (Jointly Administered)
 :
 : **Ref. Nos. 2164, 2199, 2212, 2220,**
-----X **2221, 2222, 2223, 2228, 2236, 2238,**
2239, 2240, 2242

OMNIBUS ORDER APPROVING FINAL FEE REQUESTS

Upon consideration of the final fee requests, including each of the underlying applications for compensation and reimbursement of expenses (collectively, the "Final Fee Requests"), of the professionals in the above-captioned chapter 11 cases (collectively, the "Professionals"), a list of which is attached hereto as Exhibit A, for allowance of compensation and reimbursement of expenses on a final basis; and the Court finding that (i) all of the requirements of sections 327, 328, 330, 331 and 503(b), as applicable, of title 11 of the United States Code, as well as Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, have been satisfied; (ii) the expenses incurred were reasonable and necessary; and (iii) notice of the Final Fee Requests was appropriate and sufficient under the circumstances; and after due deliberation and good and sufficient cause appearing therefor; it is hereby

ORDERED, that the Final Fee Requests are hereby APPROVED on a final basis in the amounts set forth in Exhibit A; and it is further

¹ The Debtors were 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); WaKceney, Inc. (none); and Atlantic Coast Airlines, Inc. (none). The address of each of the Debtors was 45200 Business Court, Dulles, VA 20166.

ORDERED, that the Professionals are granted final allowance of compensation and reimbursement of expenses in the amounts set forth on Exhibit A; and it is further

ORDERED, that FLYi and Independence Air Distribution Trust is authorized and directed to remit payment to the Professionals in the amounts set forth on Exhibit A, less all amounts previously paid on account of such fees and expenses; and it is further

ORDERED, that this order shall be deemed a separate order for each Professional and the appeal of any order with respect to any Professional shall have no effect on the authorized fees and expenses of the other Professionals.

Dated: July 13, 2007
Wilmington, Delaware


MARY F. WALRATH
CHIEF UNITED STATES BANKRUPTCY JUDGE