

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Chapter 11
)	
UAL CORPORATION, et al.,)	Case No. 02-B-48191
)	(Jointly Administered)
Debtors.)	
)	Honorable Eugene R. Wedoff

**ORDER GRANTING ELEVENTH VERIFIED QUARTERLY APPLICATION OF
DELOITTE & TOUCHE, LLP FOR ALLOWANCE OF ADMINISTRATIVE
CLAIM FOR COMPENSATION FOR THE INTERIM PERIOD
JULY 1, 2005 THROUGH SEPTEMBER 30, 2005**

Deloitte & Touche LLP ("D&T") as Independent Auditors, Accountants, and Tax Service Providers to the above-captioned debtors and debtors in possession (collectively, the "Debtors"), having filed a Verified Quarterly Application for Allowance of Compensation for July 1, 2005 through September 30, 2005 (the "Quarterly Application"); the Court having reviewed the Quarterly Application and the Report of the Fee Review Committee; it appearing that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that this proceeding is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); it appearing that venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; the Court having reviewed the Quarterly Application and the Report(s) prepared by the Fee Review Committee in these Chapter 11 cases; such Report(s) having been filed and served; adequate notice having been given; it appearing no other notice need be given; all persons with standing having been afforded the opportunity to be heard on the Quarterly Application; and after due

deliberation and sufficient cause appearing therefore, IT IS HEREBY ORDERED THAT:

1. The Quarterly Application is granted on an interim basis.
2. For the period of July 1, 2005 through September 30, 2005, an administrative allowance shall be made to D&T in the sum of \$920,485.00 for necessary professional services rendered, representing the amount requested in the application less any voluntary reduction in response to the Fee Review Committee's review of the application.
3. The Debtors are hereby authorized and directed to pay the outstanding amount of the sums described in paragraph 2 hereof in the amount of \$920,485.00.
4. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.
5. D&T hereby reserves the right to request that the Court and Fee Review Committee reconsider the amount and propriety of the voluntary reduction.
6. Notwithstanding the possible applicability of Bankruptcy Rules 6006(d), 7062, 9014, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
7. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

Dated: Chicago, Illinois

MAY 19 2006, 2005
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United States Bankruptcy Judge