

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

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

**ORDER GRANTING VERIFIED EIGHTH QUARTERLY JOINT FEE  
APPLICATION OF MECKLER BULGER & TILSON LLP AND LEBOEUF, LAMB,  
GREENE AND MACRAE, L.L.P. FOR ALLOWANCE OF ADMINISTRATIVE  
CLAIMS FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES  
FOR THE QUARTERLY PERIOD OCTOBER 1, 2005 THROUGH  
DECEMBER 31, 2005 [Docket Document No. 15349]**

Meckler Bulger & Tilson LLP ("MBT") and LeBoeuf, Lamb, Greene & MacRae, L.L.P. ("LeBocuf"), counsel for the Section 1114(c) Retired Pilots' Committee ("Retired Pilots Committee" or "Committee"), having filed a Verified Eighth Quarterly Joint Fee Application for Allowance of Administrative Claims for Compensation and Reimbursement of Expenses for the Quarterly Period October 1, 2005 through December 31, 2005 [Docket Document No. 15349] (the "Eighth Quarterly Application"); the Court having reviewed the Eighth Quarterly Application; the Court having 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; 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 Eighth Quarterly Application; and after due deliberation and sufficient cause appearing therefore, it is hereby ORDERED that:

1. The Eighth Quarterly Application of MBT and LeBoeuf is GRANTED, on a quarterly basis.

2. For the period of October 1, 2005 through December 31, 2005, an administrative allowance be made to MBT in the sum of \$74,301.50 for necessary professional services rendered and \$7,230.27 for expenses incurred for the Eighth Quarterly Application period of October 1, 2005 through December 31, 2005.

3. The Debtors are hereby authorized and directed to pay the outstanding amount of unpaid fees and expenses as described in paragraph 2 above for the Eighth Quarterly Application period of October 1, 2005 through December 31, 2005.

4. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

5. 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.

6. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

Dated: Chicago, Illinois

~~March 28, 2006~~

**MAY 19 2006**

  
United States Bankruptcy Judge