

SO ORDERED: April 05, 2006.



*Basil H. Lorch III*

**Basil H. Lorch III  
United States Bankruptcy Judge**

IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF INDIANA  
INDIANAPOLIS DIVISION

In re: ) Chapter 11  
)  
ATA Holdings Corp., et al.,<sup>1</sup> ) Case No. 04-19866-BHL-11  
) (Jointly Administered)  
Debtors. )

**ORDER GRANTING JOINT APPLICATION OF  
THE DEBTORS, JEFFERIES & COMPANY, INC., SKYWORKS CAPITAL, LLC  
AND SKYWORKS SECURITIES, LLC FOR APPROVAL AND ALLOWANCE OF  
COMPENSATION OF A TRANSACTION FEE AND REIMBURSEMENT OF  
RELATED EXPENSES**

This matter came before the Court on the Joint Application Of The Debtors,  
Jefferies & Company, Inc., SkyWorks Capital, LLC And SkyWorks Securities, LLC For  
Approval And Allowance Of Compensation Of A Transaction Fee And Reimbursement Of

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<sup>1</sup> The Debtors are the following entities: ATA Holdings Corp. (04-19866), ATA Airlines, Inc. (04-19868), Ambassador Travel Club, Inc. (04-19869), ATA Leisure Corp. (04-19870), Amber Travel, Inc. (04-19871), American Trans Air Execujet, Inc. (04-19872), ATA Cargo, Inc. (04-19873), and C8 Airlines, Inc. f/k/a Chicago Express Airlines, Inc. (04-19874).

Related Expenses (the "Application") (docket #3497) filed by Debtors, Jefferies & Company, Inc., SkyWorks Capital, LLC And SkyWorks Securities, LLC. A hearing on the Application was held on February 9, 2006 after due and sufficient notice. The Court, having reviewed the Application, and being otherwise sufficiently advised, now GRANTS the Application.

Accordingly,

IT IS HEREBY ORDERED that the Application is granted in all respects and the Court hereby (i) approves the DIP Transaction Fee<sup>2</sup> in the amount of \$1,200,000.00, (ii) approves the reimbursement of the Expenses in the amount of \$90,908.87, (iii) directs the Debtors to pay same, and (iv) grants such other and further relief as the Court may deem proper.

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Requested by:

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Distribution:

Core Group  
2002 List  
Appearance List

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<sup>2</sup> All capitalized terms not defined herein shall have the meaning ascribed to such terms in the Application.