SO ORDERED: October 27, 2004.

Basil H. Lorch III
United States Bankruptcy Judge

THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

In re: ATA Holdings Corp., Debtor.	)	Chapter 11 Case No. 04-19866
In re: ATA Airlines, Inc., Debtor.	)	Chapter 11 Case No. 04-19868
In re: Ambassadair Travel Club, Inc., Debtor.	)	Chapter 11 Case No. 04-19869
In re: ATA Leisure Corp., Debtor.	)	Chapter 11 Case No. 04-19870
In re: Amber Travel, Inc., Debtor.	)	Chapter 11 Case No. 04-19871
In re: American Trans Air Execujet, Inc., Debtor.	)	Chapter 11 Case No. 04-19872
In re: ATA Cargo, Inc., Debtor.	)	Chapter 11 Case No. 04-19873
In re: Chicago Express Airlines, Inc., Debtor.	)	Chapter 11 Case No. 04-19874

BRIDGE ORDER AUTHORIZING THE PAYMENT OF SECURED DOMESTIC AIRPORT LANDING FEES AND OTHER SIMILAR BONDED OR SECURED OBLIGATIONS

Upon the motion (the “Airport Fees Motion”) of the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), seeking entry of an immediate order without notice pursuant to Sections 105(a), 363(b), 1107(a) and 1108, authorizing, but not directing, the Debtors to pay secured domestic airport landing fees and other similar bonded or secured obligations, as determined by the Debtors in their discretion, all as more fully set forth in the Motion and the Emergency Motion For Entry Of Bridge Orders Granting Certain Interim Relief Pending Final Hearing (the "Bridge Order Motion"); and it being found that the relief requested is in the best interests of the Debtors, their estates, creditors and other parties in interest, and after due deliberation and sufficient cause appearing, the Court FINDS that the facts set forth in the Motion support the relief requested, and therefor;

IT IS HEREBY ORDERED ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED.

2. The Debtors are authorized, but not directed, to pay secured domestic airport landing fees and other similar bonded or secured obligations, including those owed to U.S. Customs authorities (the "Airport Fees"), as determined by the Debtors in their discretion.

3. All banks used by Debtors are hereby authorized to (a) honor any checks drawn against their accounts and payable to any party owed Airport Fees (the "Airport Authorities"), but not cleared prior to the Petition Date (as defined in the Motion), and (b) complete any fund transfer requests made to Airport Authorities but not completed prior to the Petition Date.

4. The Debtors are hereby authorized, but not directed, to issue postpetition checks and to make postpetition fund transfer requests to replace any prepetition checks and prepetition transfers to Airport Authorities that may be dishonored by the banks.

5. In addition, the Debtors expressly reserve their rights to enforce the automatic stay provisions of 11 U.S.C. § 362(a)(6) with respect to any creditor who demands payment of their prepetition debts as a condition to doing business with the Debtors postpetition.

6. Notwithstanding the relief granted herein and any actions taken hereunder, nothing contained herein shall constitute, nor is it intended to constitute, the assumption of any contract or agreement under 11 U.S.C. § 365.

7. Notwithstanding the relief granted herein and any actions taken hereunder, nothing contained herein shall create, nor is it intended to create, any rights in favor of, or enhance the status of any claims held by, any person.

8. This Airport Fees Motion shall be heard at the First Day Hearing set in these Chapter 11 Cases, at which time the Court will consider continuation of this Bridge Order and entry of a final order on this Airport Fees Motion.

9. The Debtors shall cause a copy of this Bridge Order to be served on the United States Trustee, the Debtors' secured creditors, the Debtors' 30 largest unsecured creditors; and all of the banks at which any Bank Account is maintained within 48 hours of the date hereof.

###

Requested by:

James M. Carr (#3128-49)
Terry E. Hall (#22041-49)
Stephen A. Claffey (#3233-98)
Melissa M. Hinds (#24230-49)
300 North Meridian Street, Suite 2700
Indianapolis, Indiana 46204
Telephone: (317) 237-0300
Facsimile: (317) 237-1000
jim.carr@bakerd.com
terry.hall@bakerd.com
steve.claffey@bakerd.com
melissa.hinds@bakerd.com

Wendy W. Ponader (#14633-49)
Ponader & Associates, LLP
5241 North Meridian Street
Indianapolis, Indiana 46208
Telephone: (317) 496-3072
Facsimile: (317) 257-5776
wponader@ponaderlaw.com

Distribution:

Debtors' Counsel
United States Trustee
Secured Lenders
Thirty Largest Unsecured Creditors

BAE SYSTEMS
Enterprise Systems Incorporated
11487 Sunset Hills Road
Reston, Virginia 20190-5234

CERTIFICATE OF SERVICE

District/off: 0756-1 User: cathy Page 1 of 1 Date Rcvd: Oct 27, 2004
Case: 04-19866 Form ID: pdfOrder Total Served: 8

The following entities were served by first class mail on Oct 29, 2004.
db ATA Airlines, Inc., 7337 W Washington St, Indianapolis, IN 46231-1328
db ATA Holdings Corp., 7337 W Washington St, Indianapolis, IN 46231-1328
aty +Ben T. Caughey, Ice Miller, One American Square, Box 82001, Indianapolis, IN 46282-0200
aty Elliott D. Levin, Rubin & Levin, 342 Massachusetts Ave Suite 500, Indianapolis, IN 46204-2161
aty +Jeannette Eisan Hinshaw, Bose, McKinney & Evans LLP, 135 N. Pennsylvaia, Suite 2700, Indianapolis, IN 46204-4407
aty +Randy C Eyster, Feiwell & Hannoy, P.C., 251 North Illinois Street, Suite 1700, Indianapolis, IN 46204-1944
aty Randy C. Eyster, Feiwell & Hannoy, PO Box 44141, 251 N Illinois #1700, Indianapolis, IN 46244-0141
aty +Terry E Hall, Baker & Daniels, 300 N Meridian St Ste 2700, Indianapolis, IN 46204-1782

The following entities were served by electronic transmission.
NONE. TOTAL: 0

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****
aty Randy C. Eyster2
aty Terry E Hall1
aty Terry E Hall3
cr City of Chicago
cr Greater Orlando Aviation Authority
cr Indianapolis Airport Authority
cr Rolls-Royce North America, Inc.
cr The Boeing Company, Boeing Capital Corporation, BC
TOTALS: 8, * 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Service and that it is true and correct to the best of my information and belief.

First Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Oct 29, 2004 **Signature:** Joseph Speetjens