

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

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

MOTION FOR AUTHORITY TO HOLD LETTER AGREEMENT UNDER SEAL

The debtors and debtors in possession (collectively, the “Debtors”) in the above captioned Chapter 11 cases (the “Chapter 11 Cases”) file this motion (the “Exhibit Motion”) for entry of an order permitting the Debtors, pursuant to 11 U.S.C. § 107(b)(1) and Rule 9018 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) to file a certain letter agreement between debtors, Chicago Express Airlines, Inc. (“CEA”) and ATA Airlines, Inc. (“ATA” with ATA and CEA referred to collectively as “Sellers”) as sellers and assignors and Okun Enterprises, Inc. (“Okun”) as buyer and assignee under seal. The proposed form of order (the “Order”) is attached hereto as Exhibit A. In support of this Exhibit Motion, the Debtors respectfully state the following:

1. On October 26, 2004 (the “Petition Date”), each of the Debtors filed with the United States Bankruptcy Court for the Southern District of Indiana, Indianapolis Division (the “Bankruptcy Court”), its respective voluntary petition for relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (as amended, the “Bankruptcy Code”) commencing the above-captioned Chapter 11 cases (the “Bankruptcy Cases”). The Debtors

¹ The Debtors are the following entities: ATA Holdings Corp. (04-19866), ATA Airlines, Inc. (04-19868), Ambassadors 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 Chicago Express Airlines, Inc. (04-19874).

continue to operate their businesses and manage their properties as debtors-in-possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code.

2. On November 1, 2004, the United States Trustee appointed an official committee of unsecured creditors (the “Committee”) pursuant to § 1102(a)(1) of the Bankruptcy Code.

3. The Debtors filed a certain motion as amended (docket nos. 1718 and 1736) asking the Court to approve certain sale procedures and a transaction with the party presenting the highest and best bid for certain assets of CEA and ATA (the “Transaction Motion”). Pursuant to the Court’s order (docket no. 1775) approving certain sale procedures regarding the Transaction Motion, CEA and ATA have determined that the highest bid is represented by a certain letter agreement dated April 4, 2005 between Sellers and Okun (the “Letter Agreement”). A redacted version of the Letter Agreement will be attached to the proposed order tendered by Debtors to the Court on the Transaction Motion. This information redacted from the Letter Agreement attached to the proposed order (the “Redacted Information”) is highly confidential and proprietary.

4. The Redacted Information is not presently in the public domain. Debtors submit that Redacted Information contains sensitive, non-public details of Debtors’ agreement with Okun Enterprises, Inc. Further, Debtors are not aware of any compelling reason for the Redacted Information to be made a matter of public record at this time.

5. Debtors have provided (or will provide) Redacted Information on a confidential basis to the United States Trustee, counsels for the DIP lender, the Committee and the ATSB Lender Parties. Debtors are further willing to provide the Letter Agreement to any party who, upon motion and after notice and hearing, (a) demonstrates “cause” in its need to

obtain such information, and (b) agrees to keep such information confidential unless otherwise ordered by the Court. Debtors further request that if this Exhibit Motion is granted, the Court direct any recipient of Redacted Information to hold same as confidential information.

6. Section 107(b)(1) of the Bankruptcy Code provides bankruptcy courts with the power to issue orders that will protect entities from potential harm that may result from the disclosure of certain confidential information. This section provides, in relevant part, that on request of a party in interest, the bankruptcy court shall protect an entity with respect to a trade secret or confidential research, development, or commercial information.

7. Bankruptcy Rule 9018 defines the procedures by which a party may move for relief under Section 107(b) of the Bankruptcy Code, and provides that “[o]n motion, or on its own initiative, with or without notice, the court may make any order which justice requires (1) to protect the estate or any entity in respect of a trade secret or other confidential research, development, or commercial information. . . .” Fed. R. Bankr. P. 9018.

8. The Debtors submit that good cause exists for the Court to grant the relief requested in this Exhibit Motion. The Redacted information contains highly sensitive information which the Debtors deem proprietary and confidential.

WHEREFORE, the Debtors respectfully request that the Court (i) accept Letter Agreement offered by Debtors on a confidential, non-public basis into the record of these cases, (ii) hold the Redacted Information under seal in the Court’s file until further Order of the Court, (iii) direct any party who obtains a copy of the Letter Agreement (with the Redacted Information) to hold it as confidential information, and (iv) grant all other just and proper relief.

Respectfully Submitted,

BAKER & DANIELS

By: /s/ Terry E. Hall
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CERTIFICATE OF SERVICE

The undersigned hereby certifies that the foregoing was served this 4th day of
April, 2005, by electronic mail on the Core Group, 2002 List and Appearance List.

/s/ Terry E. Hall