



SO ORDERED: October 29, 2004.

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

**ORDER (A) DEEMING UTILITIES ADEQUATELY ASSURED
OF FUTURE PERFORMANCE AND (B) ESTABLISHING
PROCEDURE FOR DETERMINING ADEQUATE ASSURANCES
PURSUANT TO SECTION 366 OF THE BANKRUPTCY CODE**

Upon the motion (the “Utilities Motion”) of the debtors and debtors in possession in the above-captioned Chapter 11 cases (collectively, the “Debtors”) seeking entry of an Order pursuant to Section 366 of the Bankruptcy Code, (A) deeming utilities adequately assured of future performance, and (B) establishing procedure for determining adequate assurances; and it appearing that the relief requested is in the best interests of the Debtors’ estates, the creditors and other parties in interest; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. §157(b)(2)(A) and (O); and after due deliberation and cause appearing therefor;

IT IS HEREBY ORDERED that:

1. The Utilities Motion is granted;
2. The Debtors shall pay on a timely basis, in accordance with prepetition practices, all undisputed invoices with respect to postpetition utility services rendered by the Utility Companies;
3. Absent any further order of this Court, each of the Utility Companies is forbidden to discontinue, alter or refuse service on account of unpaid charges or to discriminate against the Debtors, or to require payment of a deposit or receipt of other security in connection with any unpaid charges for utility services furnished to the Debtors;
4. Under Section 503(b)(1)(A) of the Bankruptcy Code, any unpaid utility charges that accrue postpetition constitute actual and necessary expenses of preserving the Debtors’ estates, entitling the Utility Companies to an administrative expense priority under Section 507(a)(1) of the Bankruptcy Code;
5. Within three business days from the date hereof, the Debtors shall provide notice and a copy of the signed Order to the Utility Companies. For any Utility Company that may have inadvertently been omitted from Exhibit B attached to the Utilities Motion, the Debtors shall

promptly provide notice of this Order to such omitted Utility Company upon learning of such Utility Company;

6. This Order is without prejudice to the rights of any of the Utility Companies to request within twenty days of the date hereof additional assurances of payment in the form of deposits or other security (the “Additional Assurances Request”);

7. If a Utility Company makes a timely Additional Assurances Request that the Debtors believe is reasonable, the Debtors shall be entitled to comply with such Additional Assurances Request without further order of the Court;

8. If a Utility Company makes a timely Additional Assurances Request to which the Debtors do not consent, such Utility Company shall be entitled to file a motion for determination of adequate assurance with respect to such an Additional Assurances Request and set such motion for hearing before this Court (the “Determination Hearing”);

9. Each Utility Company for which a Determination Hearing is scheduled, as described in the immediately preceding paragraph, shall be deemed to have adequate assurance of payment until a further order of this Court is entered in connection with such Determination Hearing, or otherwise, with respect to the Additional Assurances Request made by a Utility Company; and

10. The Court retains jurisdiction to construe and enforce this Order.

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Requested by:

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Distribution:

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Secured Lenders
Thirty Largest Unsecured Creditors

CERTIFICATE OF SERVICE

District/off: 0756-1
Case: 04-19866User: cathy
Form ID: pdfOrderPage 1 of 2
Total Served: 48

Date Rcvd: Oct 29, 2004

The following entities were served by first class mail on Oct 31, 2004.

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The following entities were served by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

aty Randy C. Eyster2
 cr Air Line Pilots Association, International
 cr America West Holdings Corporation
 cr Association of Flight Attendants
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 cr City and County of San Francisco
 cr City of Chicago
 cr Dallas/Fort Worth International Airport Board

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Case: 04-19866

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Page 2 of 2
Total Served: 48

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cr Greater Orlando Aviation Authority
cr Indianapolis Airport Authority
cr International Air Transport Association
cr International Lease Finance Corporation
cr KeyCorp Leasing, a/k/a Key Equipment Finance, a di
cr National City Bank of Indiana
cr Pacers Basketball Corporation
cr Rolls-Royce North America, Inc.
cr The Boeing Company, Boeing Capital Corporation, BC
cr Union Planters Bank
cr United States of America
cr Wachovia Bank, N.A.

TOTALS: 27, * 0

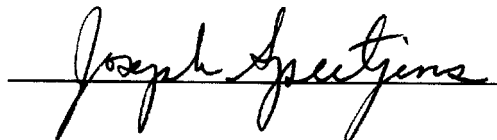
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

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 31, 2004

Signature:

A handwritten signature in black ink, reading "Joseph Speetjens", written over a horizontal line.