

BAKER & DANIELS
300 NORTH MERIDIAN STREET, SUITE 2700
INDIANAPOLIS, INDIANA 46204-1782
(317) 237-0300

December 22, 2004
Invoice Number 1207190

0002184 ATA Airlines, Inc.

ATA Airlines, Inc.
c/o Brian Hunt
P.O.Box 51609
Indianapolis, IN 46231

Mail Remittance To:
Baker & Daniels
P.O. Box 664091
Indianapolis, Indiana 46266

FED. I.D. #35-0837902

For all professional services rendered and disbursements incurred on your behalf through
November 30, 2004 and not reflected on a prior bill:

0005146 Restructuring

Total Services.....	\$	482,112.00
Total Disbursements.....	\$	16,450.59
Total This Matter.....	\$	498,562.59
Total This Invoice.....	\$	498,562.59

A late fee of 1% per month will be charged on amounts not paid within 30 days from the first day of the month following the date of the invoice.

BAKER & DANIELS
300 NORTH MERIDIAN STREET, SUITE 2700
INDIANAPOLIS, INDIANA 46204-1782
(317) 237-0300

As Of November 30, 2004
Invoice Number 1207190

0002184 ATA Airlines, Inc.
0005146 Restructuring

ATA Airlines, Inc.
c/o Brian Hunt
P.O.Box 51609
Indianapolis, IN 46231

Mail Remittance To:
Baker & Daniels
P.O. Box 664091
Indianapolis, Indiana 46266

FED. I.D. #35-0837902

Date	Services	Atty	Code	Hours	Value
Task	ASSET ANALYSIS AND RECOVERY				
10/26/04	Assist with bankruptcy filing	AKC	B001	0.50	65.00
10/27/04	Review General Electric lease issue raised by Charles Cleaver (.1)	SAC	B001	0.10	39.00
10/28/04	Compare references in asset acquisition agreement to schedule numbers on page B-1 (1.0); Prepare Form of Schedules for ATA to complete and provide to AirTran Airways, Inc. (1.3)	MJB	B001	2.30	379.50
11/03/04	Database review and mapping; review documents for 4(c) content and revise index; confer with R. Stanley re: B&D documents; draft memo re: HSR 4(c) document collection and review	KLO	B001	6.60	1,287.00
11/04/04	E-mails to S. Claffey and D. Worrell re: documents; e-mail to B&D subgroup re: 4(c) documents and privilege; identify documents for production and consolidation; review documents and categorize; attend to document relevancy	KLO	B001	8.20	1,599.00
11/12/04	Review ATA file documents and e-mail for 4(c) content for HSR filing on AirTran agreement	KLO	B001	8.70	1,696.50
11/16/04	Attend to Chicago Midway issues regarding assumption of contracts with D. Aschenbach (.3)	TEH	B001	0.30	55.50
11/18/04	Conference call regarding training for HSR filing document production project (.7); review of ATA memorandum in anticipation of conference call (.3)	JLL	B001	1.00	140.00
11/18/04	Participate in conference concerning anticipated	CAG	B001	0.70	168.00

BAKER & DANIELS

Task ASSET ANALYSIS AND RECOVERY					
HSR 4(c) document review					
11/30/04	Attend to HSR document review	DML	B001	0.10	18.50
Total For ASSET ANALYSIS AND RECOVERY			B001	28.50	5,448.00
Task ASSET DISPOSITION					
10/26/04	Review/evaluate AirTran signed commitment letter and related term sheet materials regarding purchase of Midway assets for [REDACTED] [REDACTED] DIP Facility and corresponding attention to initial DIP motion of 10/12 (1.6)	DRH	B002	1.60	496.00
10/27/04	E-mails from and to Howard Turner, counsel for AirTran respecting status of AirTran's preparation of acquisition documents (.1); attention to preparation of schedules for proposed AirTran acquisition agreement (.1); conference with David Wing, CFO of ATA, regarding specifics of AirTran agreement and implications to ATA (.3)	SAC	B002	0.50	195.00
10/27/04	Attend to HSR filing (.4); research AirTran market issues (2.0); attend to FTC position on HSR issues (.4)	JRJ	B002	2.80	994.00
10/27/04	Review AirTran commitment letter and draft/revise motion to establish sale procedures for Midway Assets (2.5); draft motion to approve sale of Midway assets (2.5)	JCN	B002	5.00	625.00
10/28/04	Attend to issues regarding sale motion (.2)	TEH	B002	0.20	37.00
10/28/04	Continue working on HSR Notice	ITA	B002	0.50	140.00
10/28/04	Conference with AirTran counsel - HSR; and attend to HSR data	JRJ	B002	1.50	532.50
10/28/04	Evaluate Sandy Sennick's new report on classification of ATA's air slots at LaGuardia and Reagan National [REDACTED] [REDACTED] (.2); telephone call to Brian Hunt regarding Sennick report [REDACTED] conclusions, [REDACTED] prior report [REDACTED] transaction (.2); attend to further issues regarding Sennick report [REDACTED] [REDACTED] transferable (.1); [REDACTED] review of draft	SAC	B002	2.10	819.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	AirTran Acquisition Agreement and preparation of required schedules (.7); conference with Gil Viets regarding slot issue regarding permanent vs. exemption slots (.1); review 1998 LaGuardia slot order issued by FAA (.3); telephone call from Nick Ivezha, Smith Gambrell attorney, respecting completion of due diligence on behalf of AirTran (.3); conference with Brian Hunt regarding his hosting of Mr. Ivezha and information needed by him (.2)				
10/29/04	Attend to lease issues and 1110 stipulations (.2); telephone conference with C. Cleaver re renegotiating lease terms under different restructuring scenarios (.4)	DAF	B002	0.60	171.00
10/29/04	Attend to HSR filing for AirTran (.7); conference with AirTran HSR counsel (.4)	JRJ	B002	1.10	390.50
10/29/04	Conference with Gil Viets regarding slot problem (.3); prepare e-mail to Howard Turner regarding new information obtained respecting slots (.1); participate in meeting with City of Chicago attorneys (.6); telephone call to Howard Turner respecting status of AirTran's documentation (.1); meeting with Gil Viets regarding City of Chicago demands and issues (.4); negotiations with AirTran (.3); further discussions with City of Chicago attorneys respecting City of Chicago requirements for sale of Midway lease and City of Chicago concerns respecting this transaction (.6); confer with Gil Viets regarding City of Chicago lease transfer issues and miscellaneous other issues being raised by various parties respecting the AirTran transaction (.4); participate in meeting with Huron principals [REDACTED] on pending matters, including preparation of schedules for AirTran agreement (.3); conference and meeting with Gil Viets and Huron respecting strategies to be followed and implemented now respecting DIP financing and respecting City of Chicago requirements (.4); confer with Howard Turner and Dick DeGuarno regarding [REDACTED] slots, City of Chicago requirements, City of	SAC	B002	6.40	2,496.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
<p>Chicago request for meeting in Chicago on Sunday, FAA issues respecting utilization of slots, and general discussion of adjustments to be made in proposed acquisition arrangement (.6); work on AirTran's Acquisition Agreement (.3); confer with Howard Turner respecting AirTran questions (.1); conference with David Aschenbach regarding meeting with City of Chicago on Sunday (.1); study the first draft of Acquisition Agreement from AirTran (.4); telephone calls to Brian Hunt regarding slot issues [REDACTED] and confer with Stan Hula and Brian Hunt regarding slot utilization issues (.4); confer with Charles Cleaver and Richard Blankenship of National City Bank regarding \$6,000,000 letter of credit securing City of Chicago loan and bond issue [REDACTED] (.3); conference with Gil Viets and Sean Frick regarding City of Chicago "agenda items" and regarding meeting with State of Indiana economic officials for interim emergency financing (.4); attend to WARN Act issues to be examined in connection with proposed Midway sale (.3)</p>					
10/30/04	Review AirTran Agreement in preparation for assembly of solutions exhibits and preparation of closing documents and agreements (2.1)	LS	B002	2.10	546.00
10/30/04	<p>Study and markup AirTran Asset Acquisition Agreement (3.6); conference with Howard Turner and two other attorneys for AirTran regarding revisions needed to proposed Acquisition Agreement and regarding open issues related to acquisition terms (1.6); confer with Gil Viets regarding open issues with AirTran (.3); review City of Chicago Jet Bridge Extension Construction Loan documents [REDACTED] (.2); prepare for Chicago meeting by reviewing City of Chicago Lease and related documents (.6); lengthy telephone conference with Sandy Sinnick, ATA's FAA attorney, respecting FAA slot controls for</p>	SAC	B002	6.80	2,652.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	LaGuardia and Washington National and solutions acceptable to FAA and AirTran for proposed AirTran transaction (.5)				
10/31/04	Review City of Chicago Lease, Development Agreement and Ground Lease for 72nd Street property (regarding cross-defaults and existing defaults), Construction Loan Agreement and South Ramp Use Agreement, all in preparation for meeting and negotiations with City of Chicago and to evaluate ATA's options and most acceptable responses to obtain approval of proposed Use and Facilities Lease Assignment and to identify points to review with City of Chicago attorneys (1.6); meeting with Dave Aschenbach and Gil Viets to prepare for City of Chicago negotiations/discussions and to go over AirTran issues (.5); travel to Chicago and participate in meeting with Commissioner Roberson and his staff and attorneys and with AirTran representatives, post meeting conferences with AWA and ATA officers and travel home (4.7); conference with Commissioner Roberson and his counsel [REDACTED] [REDACTED] (.4); confer with D. Aschenbach regarding information and documents needed to prepare letter to Commissioner Roberson [REDACTED] (.2)	SAC	B002	7.40	2,886.00
11/01/04	Conference call with AirTran (.9)	TEH	B002	0.90	166.50
11/01/04	Conference with George Mikelsons regarding union issues [REDACTED] [REDACTED] (.4)	SAC	B002	0.40	156.00
11/01/04	Report AirTran's [REDACTED] and ATSB concerns and approaches to Gil Viets and Jim Wobachek and discuss [REDACTED] 1110 assets and development of new plan [REDACTED] for lessors, etc. and presentation of new business plan to lessors and regarding DIP financing strategies	SAC	B002	0.80	312.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	with State and City of Indianapolis (.8)				
11/01/04	Conference with ATSB lender group and counsel for ATSB regarding status of negotiations with AirTran, status of negotiations with DIP Lenders and various loose ends in AirTran deal (.5)	SAC	B002	0.50	195.00
11/01/04	Call from Sandy Sinick regarding AirTran [REDACTED] (.3)	SAC	B002	0.30	117.00
11/01/04	Call to Brian Hunt regarding preparation schedules for asset acquisition agreement (.2)	SAC	B002	0.20	78.00
11/01/04	Attend to [REDACTED] negotiations on sale procedures order (.2)	SAC	B002	0.20	78.00
11/01/04	Summarize Chicago negotiations respecting assignment of lease and regarding AirTran's objections to sale procedures order (.3)	SAC	B002	0.30	117.00
11/01/04	Conference with John Saunders, AirTran attorney, regarding sale agreement terms and turning new draft of agreement (.3)	SAC	B002	0.30	117.00
11/01/04	Call from Dan Lenahan and Steve Reisman of ATSB regarding City of Chicago and AirTran issues and respecting delay in filing of sale motion and regarding [REDACTED] alternatives and shortcomings related thereto (.6)	SAC	B002	0.60	234.00
11/01/04	Review ATSB attorney's e-mails regarding sale procedures order and implications to City of Chicago consent (.2)	SAC	B002	0.20	78.00
11/01/04	Prepare schedules for AirTran Agreement and begin work on assembly of contracts for AirTran review	LS	B002	7.20	1,872.00
11/01/04	E-mail to Dan Lenahan, Ed Alloes, and ATSB regarding current version of asset acquisition agreement and concepts related to slots and compliance with FAA requirements (.4)	SAC	B002	0.40	156.00
11/01/04	Review comments on Transaction Motion and new drafts submitted by AirTran and ATSB (.8); conference call with ATSB and AirTran regarding bid procedures and transaction motion (1.4); draft order on transaction motion (1.8); revise bid procedures motion to incorporate comments (1.5); revise transaction motion (2.5)	JCN	B002	8.00	1,000.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/01/04	Telephone call with James Whitley regarding HSR	ITA	B002	0.20	56.00
11/01/04	Attend to SLOT rulings of DOT/FAA and call Howard Turner regarding same (.3)	SAC	B002	0.30	117.00
11/01/04	Conference with J. Meyer and R. Stanley (1.2); review market data (.6); conference with I. Adamczyk regarding HSR filing (.8)	JRJ	B002	2.40	852.00
11/01/04	Review proposed bid procedure and sale motion from ATSB (.8)	TEH	B002	0.80	148.00
11/02/04	Call from Dave Aschenbach regarding City of Chicago lease and overpayment issues (.2)	SAC	B002	0.20	78.00
11/02/04	Review Amex credit card agreement proposal (.4)	TEH	B002	0.40	74.00
11/02/04	Comprehensive review of new AirTran agreement and prepare extensive mark up of deficiencies and open points, and forward new AirTran draft agreement to ATSB representatives and counsel with comments and provide detailed outline of problems and deficiencies in the new AirTran draft asset acquisition agreement to ATA officers and to Huron Consulting (4.2)	SAC	B002	4.20	1,638.00
11/02/04	Study new AirTran draft of asset acquisition agreement; initial quick review (.4)	SAC	B002	0.40	156.00
11/02/04	E-mails with City of Chicago attorneys and forwarding the same to ATA officers for evaluation (.1)	SAC	B002	0.10	39.00
11/02/04	Review Charles Cleaver e-mails related to Key Bank draw and related to actions being taken to obtain release of excess funds by National City (.2)	SAC	B002	0.20	78.00
11/02/04	Telephone conference with Charles Cleaver regarding his concerns related to Key Bank letter of credit drafting on its equivalent lease and related to obtaining a release of Key Bank's letter of credit after draft satisfied, so as to achieve a refund of excess collateral related to that letter of credit (.4)	SAC	B002	0.40	156.00
11/02/04	Attend to issues regarding Key Bank lease issues related to AirTran transaction and with respect to Key Bank's drafting on its lease letter of credit (.3)	SAC	B002	0.30	117.00
11/02/04	Prepare resolution letter to be submitted to City of	SAC	B002	1.50	585.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	Chicago for resolution of Traveler's bond termination question, and respecting application of outstanding credit balance on 2003 rent and other charge over-payments, net of amounts calculated for 2000-2004 owing with respect to international gate (addressing holdback and future set off) (1.5)				
11/02/04	Review documents provided by Charles Cleaver related to Traveler's bond posted for City of Chicago and prior communications with City of Chicago seeking its release (.3)	SAC	B002	0.30	117.00
11/02/04	Telephone conference with Sandy Sinick respecting slot utilization issues (.2)	SAC	B002	0.20	78.00
11/02/04	Conference call regarding Transaction Motion (1.); telephone call with E. Tryben regarding same (.1); revise Transaction Motion (2.5); revise Transaction Procedures Motion, Order, Bidding procedures and Notice (2.5)	JCN	B002	6.10	762.50
11/02/04	Conference with Gil Viets regarding numerous reorganization and restructuring issues, including current status negotiations with AirTran (.3)	SAC	B002	0.30	117.00
11/02/04	Participate in large conference involving counsel for numerous parties respecting terms of sales procedures motion (.3)	SAC	B002	0.30	117.00
11/02/04	Attend to numerous issues related to AirTran transaction, City of Chicago consent and related City of Chicago lease issues (.3)	SAC	B002	0.30	117.00
11/02/04	Prepare letter to City of Chicago respecting resolution of open accounts credit balance with City of Chicago [REDACTED]; assemble information for preparation of letter (.3)	SAC	B002	0.30	117.00
11/02/04	Review draft APA from AirTran (.9)	TEH	B002	0.90	166.50
11/03/04	Conference with Gil Viets regarding AirTran agreement deficiencies and deal structure deficiencies (.4)	SAC	B002	0.40	156.00
11/03/04	Calls to Howard Turner respecting setting up negotiations with AirTran on new draft of agreement (.3)	SAC	B002	0.30	117.00
11/03/04	Negotiation with AirTran attorneys regarding deficiencies and open issues in asset acquisitions agreement (2.5)	SAC	B002	2.50	975.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/03/04	Follow up respecting City of Chicago concerns and proposals provided by SAC to City of Chicago to overcome those concerns (.3)	SAC	B002	0.30	117.00
11/03/04	Lengthy e-mail to Gil Viets, Jim Levachek, and Jim Carr respecting City of Chicago demands and concerns and specific approach suggested [REDACTED] [REDACTED] [REDACTED] (.6)	SAC	B002	0.60	234.00
11/03/04	Phone conference with Scott Everett regarding transaction procedures motion and American Air leases	MMH	B002	0.20	28.00
11/03/04	Telephone call with Goodrich counsel [REDACTED] [REDACTED] (.6)	TEH	B002	0.60	111.00
11/03/04	Telephone calls with W. Malone regarding Goodrich issues (.3)	TEH	B002	0.30	55.50
11/03/04	Telephone call with J. Ritter regarding Discovercard (.4)	TEH	B002	0.40	74.00
11/03/04	Telephone calls with counsel for Discovercard regarding contract (.5)	TEH	B002	0.50	92.50
11/03/04	Telephone call with W. Malone regarding credit card issues (.2)	TEH	B002	0.20	37.00
11/03/04	Call from Esther Tryban and Richard Lauter regarding Chicago requirements for AirTran transaction and their concerns respecting the open bid procedures and the potential of unacceptable carriers becoming successful bidders (.7)	SAC	B002	0.70	273.00
11/04/04	E-mail to Howard Turner and Richard Maguarno regarding City of Chicago issues, and in particular gate utilization covenants (.4)	SAC	B002	0.40	156.00
11/04/04	Respond to e-mail correspondence regarding Clearinghouse motion, order and amended exhibit (.7)	TEH	B002	0.70	129.50
11/04/04	Telephone calls and e-mail correspondence with Carrnen Shulman regarding Goodrich claim (.9)	TEH	B002	0.90	166.50
11/04/04	Return telephone call to T. Graham regarding filing notice of bankruptcy in open litigation matters (.5)	TEH	B002	0.50	92.50

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/04/04	Telephone conference with C. Cleaver re lease planning issues and consultant proposals	DAF	B002	0.40	114.00
11/04/04	Attend to HSR matters	RKS	B002	0.20	78.00
11/04/04	Attend to City of Chicago issues and potential strategies for resolution (.2)	SAC	B002	0.20	78.00
11/04/04	Attention to creditor calls; preparation for hearing; respond to questions regarding hearing, bid procedures, etc.; draft confidentiality agreement	MMH	B002	3.40	476.00
11/04/04	Attend to issues regarding schedules for AirTran asset acquisition agreement (.1)	SAC	B002	0.10	39.00
11/04/04	Lengthy negotiations with Smith Gambrel attorneys respecting AirTran asset acquisition agreement (3.0)	SAC	B002	3.00	1,170.00
11/04/04	Call Howard Turner and John Saunders of Smith Gambrel regarding City of Chicago issues (.1)	SAC	B002	0.10	39.00
11/04/04	Attend to issues regarding HSR status	JRJ	B002	0.40	142.00
11/04/04	Telephone call with M. Kennelly regarding Confidentiality Agreement for potential bidder (.3)	TEH	B002	0.30	55.50
11/05/04	Telephone call with P. Villars regarding reclamation question (.2); attend to raised issues regarding reclamation questions (.2); e-mail correspondence with Huron regarding reclamation (.1)	TEH	B002	0.50	92.50
11/05/04	Attend to issues of ATSB expectations, information requirements and requests and issues related to extension of ATSB cash collateral use in order to coordinate with current time lines for finalizing AirTran transaction (.3)	SAC	B002	0.30	117.00
11/05/04	Attention to confidentiality agreement	MMH	B002	0.30	42.00
11/05/04	Phone conference with Noelle Ortega regarding Bid Procedures	MMH	B002	0.20	28.00
11/05/04	Attend to AirTran negotiations (.3); review new AirTran draft of asset acquisition agreement, this being a first time general review (.7); review and respond to Sandy Sinick's e-mails [REDACTED] (3)	SAC	B002	1.30	507.00
11/05/04	Telephone call to Wilmington Trust and lawyers re EETC leases	JMC	B002	0.20	82.00
11/05/04	Review APA with AirTran	JMC	B002	0.70	287.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/05/04	Telephone call to M. Haber and AirTran, re APA, sale procedures and various issues	JMC	B002	0.70	287.00
11/05/04	Further work on AirTran disclosure schedules	LS	B002	2.20	572.00
11/05/04	Conference with Gil Viets and Jim Hlavacek regarding Southwest Airlines inquiry and respecting obligation of debtor to be available for discussions with all qualified bidders, also regarding terms of arrangements to be made with ■ on retention of aircraft and section 1110 negotiations to be pursued by ATA with other lessors, and respecting retention of lease renegotiation advisors and respecting executive personnel issues and questions (1.0); attend to AirTran asset acquisition agreement deficiencies (.3)	SAC	B002	1.30	507.00
11/05/04	Attend to issues regarding call from Richard Lauter with respect to City of Chicago concerns (.2); conference with ATSB group (lenders and counsel) respecting numerous issues and current status of affairs (1.0)	SAC	B002	1.20	468.00
11/05/04	Attend to issues regarding HSR status	JRJ	B002	0.10	35.50
11/06/04	Comprehensively review and revise asset acquisition agreement draft received from AirTran and confer with John Saunders of Smith Gambrell respecting status of revisions being made by ATA	SAC	B002	9.50	3,705.00
11/07/04	Revise bid procedures	JMC	B002	0.70	287.00
11/07/04	Continue comprehensive review and revision of AirTran draft of asset acquisition agreement and finalize revisions to same, and forward redrafted asset acquisition agreement to AirTran, ATSB representatives and counsel and ATA officers with separate e-mails and explanations (3.5); review committee e-mails respecting meeting (.1); prepare e-mail to committee representatives with redraft of asset acquisition agreement (.3); prepare e-mail to Sandy Sinick with redraft of asset acquisition agreement and presenting to him questions relating to provisions in AAA on slots (.3); prepare checklist of to-dos for AirTran transaction (.4); assign several of the "to do's" to Leah Schlesinger (.3)	SAC	B002	4.90	1,911.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/08/04	E-mail to Dan Ogren regarding Indiana Sales Tax issue on DIP financing (.4); e-mail to Dan Ogren regarding Illinois Sales Tax evaluation on AirTran Asset Acquisition Agreement (.3)	SAC	B002	0.70	273.00
11/08/04	E-mail to Leah Schlesinger regarding issues to be addressed by research by her and e-mail to Dave Aschenbach regarding Chicago Lease Assignment issues (.3)	SAC	B002	0.30	117.00
11/08/04	E-mail to Howard Turner of Smith Gambrell regarding Midway Lease Assignment terms and with respect to adjustments to be made to provisions of the Midway Lease Assignment form, and additional information to be obtained and to be addressed in the Lease Assignment (.4)	SAC	B002	0.40	156.00
11/08/04	Telephone conference with C. Cleaver [REDACTED] (.3); telephone conference with S. Rafferty re notice/negotiating issues under EETC leases (.3)	DAF	B002	0.60	171.00
11/08/04	Revise sale procedures	JMC	B002	0.80	328.00
11/08/04	Review and revise confidentiality agreement for Southwest	JMC	B002	0.30	123.00
11/08/04	Attention to HSR 4(c) issues regarding potential sale of assets	RKS	B002	0.30	117.00
11/08/04	Work on confidentiality agreement for Southwest; work on confidentiality agreement for bidder; attention to various creditor inquiries; work on DIP order	MMH	B002	7.10	994.00
11/08/04	Return call to Matt Hechler - Wexford Capital regarding bidding procedures (.3); review changes to APA and term sheet for DIP loan (1.2)	TEH	B002	1.50	277.50
11/08/04	Check Right of Entry Agreement with City of Chicago and e-mail Dave Aschenbach [REDACTED] [REDACTED] (.4)	SAC	B002	0.40	156.00
11/08/04	Review Midway Lease Assignment and Amendment form prepared by Smith, Gambrell (.8)	SAC	B002	0.80	312.00
11/08/04	Meeting with Brian Hunt regarding schedules to Asset Acquisition Agreement (.3)	SAC	B002	0.30	117.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/08/04	Lengthy meeting with Gil Viets, Jim Hlavacek, Sean Frick and George Mikelsons to review in detail all of the provisions of the proposed AirTran Asset Aquisition Agreement and the numerous open issues and matters thereunder (3.8)	SAC	B002	3.80	1,482.00
11/09/04	Attend to issues regarding securities disclosures with respect to AirTran transaction and respecting schedule preparation issues for AirTran transaction (.3)	SAC	B002	0.30	117.00
11/09/04	Review Howard Turner e-mail respecting AirTran issues (.2)	SAC	B002	0.20	78.00
11/09/04	Prepare and circulate reply to Howard Turner questions (.2)	SAC	B002	0.20	78.00
11/09/04	Review and revise confidentiality agreement and e-mails to M. Kennelly and others re confidentiality agreements	JMC	B002	0.80	328.00
11/09/04	Attend to current status of AirTran Asset Purchase Agreement	JMC	B002	0.40	164.00
11/09/04	Prepare e-mail to ATSB contact group respecting status of AirTran transaction (.2)	SAC	B002	0.20	78.00
11/09/04	Telephone call from Patty Villars of ATA regarding disclosure to AirTran of confidential information (.1)	SAC	B002	0.10	39.00
11/09/04	Attend to numerous open issues related to AirTran transaction and Committee inquiries (.2)	SAC	B002	0.20	78.00
11/09/04	Review and respond to several e-mails from ATA officers, ATSB attorneys and Creditors Committee attorneys (.2)	SAC	B002	0.20	78.00
11/09/04	Attend to new issues related to auction and bid procedures (.3)	SAC	B002	0.30	117.00
11/09/04	Review Midway Lease Assignment Agreement; Asset Purchase Agreement	LS	B002	6.50	1,690.00
11/09/04	Telephone conference with C. Cleaver [REDACTED] (4); telephone conference with George Leing [REDACTED] (3); prepare affidavits for engagement of [REDACTED] and [REDACTED] (4); attend to issues re 1110 stipulations (.2); research issues re 1110 stipulations and analysis of necessary motions and orders to accomplish lease	DAF	B002	5.00	1,425.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	assumption/rejection objectives (2.2); review aircraft lease and participation agreements re confidentiality provisions and consider mechanism to file certain documents and stipulations under seal				
11/09/04	Telephone call from Howard Turner respecting AirTran transaction (.2)	SAC	B002	0.20	78.00
11/09/04	Attend to issues regarding guidelines for identification of potential HSR 4(c) documents	RKS	B002	0.30	117.00
11/09/04	Review lists of potential 4(c) documents	RKS	B002	0.50	195.00
11/09/04	Attend to HSR issues	JRJ	B002	0.10	35.50
11/09/04	Attention to confidentiality agreements for bidders; phone calls with potential bidders; draft agreements	MMH	B002	2.60	364.00
11/09/04	Attend to issues regarding executory contract issues and analysis (.2); begin assessment of pertinent documents from BMC files (.5); telephone conference with computer software lessor regarding contract status (.2)	MAW	B002	0.90	198.00
11/09/04	Telephone call from Lisa Beckerman of Akin Gump regarding lease confidentiality provisions (.2); coordinate HSR activities for AirTran transaction (.2); prepare Confidentiality Agreement for Akin Gump (.5); confer with David Aschenbach regarding right of entry contract issues (.2)	SAC	B002	1.10	429.00
11/10/04	E-mails with Dan Lenihan, ATSB attorney (.1)	SAC	B002	0.10	39.00
11/10/04	Confer at length with Gil Viets regarding Committee positions and ATA responses to those positions (.8)	SAC	B002	0.80	312.00
11/10/04	E-mail parties in interest re bid procedures and conference call	JMC	B002	0.40	164.00
11/10/04	Attend to issues regarding Committee positions and problems presented by those positions (.3)	SAC	B002	0.30	117.00
11/10/04	Follow up e-mails to Howard Turner with additional terms to be included in Asset Acquisition Agreement (.4)	SAC	B002	0.40	156.00
11/10/04	E-mails to ATA officers regarding needed information for Asset Purchase Agreement (.2)	SAC	B002	0.20	78.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/10/04	Conference with Gil Viets regarding AirTran communications of its positions and possible responses by ATA (.2)	SAC	B002	0.20	78.00
11/10/04	E-mails to Howard Turner respecting numerous points (.2)	SAC	B002	0.20	78.00
11/10/04	Attend to HSR4(c) document issues	RKS	B002	0.20	78.00
11/10/04	Review e-mail regarding potential HSR4(c) document	RKS	B002	0.10	39.00
11/10/04	Revise bid procedures in response to comments of various parties	JMC	B002	2.60	1,066.00
11/10/04	Work on confidentiality agreement for Southwest and other qualified bidders	MMH	B002	1.90	266.00
11/10/04	Review and revise confidentiality agreement re Southwest and for bid procedures	JMC	B002	1.10	451.00
11/10/04	E-mails with Dan Lenihan and Lisa Beckerman (.2)	SAC	B002	0.20	78.00
11/10/04	Further e-mail to Howard Turner respecting definitions to be inserted in Asset Acquisition Agreement (.3)	SAC	B002	0.30	117.00
11/10/04	Telephone call from Gil Viets regarding Official Committee's demands for delay of hearings and for ATA to reconsider its decision to sell Midway assets (.3)	SAC	B002	0.30	117.00
11/10/04	Conference with Gil Viets regarding new negotiations with AirTran (.2)	SAC	B002	0.20	78.00
11/10/04	Prepare e-mails to ATSB counsel and e-mails to Andrea Handel and Sandy Sinick regarding slot language (.3)	SAC	B002	0.30	117.00
11/10/04	Review new Asset Acquisition Agreement from AirTran and then engage in lengthy negotiations with Howard Turner and John Sanders, attorneys for AirTran (2.7)	SAC	B002	2.70	1,053.00
11/10/04	Telephone call with E. Feggan regarding Metropolitan Airport Authority and sale of slots/gates (.5)	TEH	B002	0.50	92.50
11/10/04	Meeting with J. Ritter regarding Discover Card issues (.4)	TEH	B002	0.40	74.00
11/10/04	Telephone call from Brian Hunt regarding Asset Acquisition Agreement schedules (.1)	SAC	B002	0.10	39.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/10/04	Conference with Gil Viets regarding personnel matters and problems, regarding Stan Gadek calls on AirTran issues and positions, regarding Chicago communications and difficulties and regarding continued open issues with AirTran on acquisition, and respecting State DIP loan termination fee (.4)	SAC	B002	0.40	156.00
11/10/04	Conference with David Aschenbach respecting City of Chicago's [REDACTED] [REDACTED] (.3)	SAC	B002	0.30	117.00
11/10/04	Attend to issues regarding preparation of special motion respecting confidentiality of aircraft leases (.3)	SAC	B002	0.30	117.00
11/10/04	Listen to and evaluate Esther Tryban, City of Chicago attorney, message regarding Chicago's objections [REDACTED] and prepare e-mail to ATA to assure that ATA officers are immediately addressing Chicago's assertions (.4)	SAC	B002	0.40	156.00
11/10/04	Review and mark up draft sales tax ruling (.4)	SAC	B002	0.40	156.00
11/11/04	Telephone conference with Howard Turner, AirTran attorney, regarding Chicago security deposit demands and ATA's position with respect to security deposits under Midway and other airport leases (.4)	SAC	B002	0.40	156.00
11/11/04	Meeting with Gil Viets, Jim Hlavacek, Sean Frick and Huron Consulting principals regarding numerous open issues under AirTran Asset Acquisition Agreement and ATA's positions with respect to each of these issues (2.4)	SAC	B002	2.40	936.00
11/11/04	Work on confidentiality agreement for potential bidders	MMH	B002	1.20	168.00
11/11/04	Conference call with Chicago attorneys, ATSB, creditors' committee, AirTran, and machinists re bid procedures	JMC	B002	2.10	861.00
11/11/04	Locate station contracts	LS	B002	0.60	156.00
11/11/04	Telephone calls with John Carr regarding bid procedures (.3)	TEH	B002	0.30	55.50
11/11/04	E-mail correspondence with client regarding	TEH	B002	0.80	148.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	contracts, leases, and contract rejection and assumption procedures (.8)				
11/11/04	Conference call with ATSB, Chicago, AirTran, Committee, Union, and Debtors on bid procedures (1.9)	TEH	B002	1.90	351.50
11/11/04	Telephone conferences with John Strickland, of Akin Gump, regarding AirTran Agreement and issues (.3)	SAC	B002	0.30	117.00
11/11/04	Review HSR issues	JRJ	B002	0.10	35.50
11/11/04	Participate in telephone conference with counsel for Official Committee and with counsel for ATSB respecting numerous issues (.6)	SAC	B002	0.60	234.00
11/11/04	Telephone conference with Dave Aschenbach regarding City of Chicago issues [REDACTED] [REDACTED] [REDACTED] [REDACTED] (.4)	SAC	B002	0.40	156.00
11/11/04	Conference with Creditor re bid procedures [REDACTED] (.8)	MMH	B002	0.80	112.00
11/11/04	Review new draft of AirTran Asset Acquisition Agreement (1.5)	SAC	B002	1.50	585.00
11/11/04	Conference with Brian Hunt and group of ATA managers regarding importance of identification of assets to be excluded from AirTran transaction and preparation of schedules to be submitted to AirTran yet today or tomorrow at the latest (.4)	SAC	B002	0.40	156.00
11/11/04	Telephone calls with D. Golden, D. Lenihan, M. Haber re bid procedures	JMC	B002	1.80	738.00
11/11/04	Revise Bid Procedures Notice	JCN	B002	0.20	25.00
11/11/04	Revise draft proposed sale and bid procedures	JMC	B002	3.10	1,271.00
11/11/04	Further evaluation of sales tax issues related to Indiana financing transaction and Illinois asset disposition (.3)	SAC	B002	0.30	117.00
11/12/04	Telephone call with D. Wing regarding lease negotiations with aircraft lessors Troutman/Sanders/Beau Strauss (.2)	TEH	B002	0.20	37.00
11/12/04	Research Section 1110 stipulation issues for filing (.9)	TEH	B002	0.90	166.50

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/12/04	Lengthy conference with Howard Turner, John Sanders and Mike Haber of Smith Gambrell respecting requested revisions to Asset Acquisition Agreement and additional revisions proposed by AirTran to same (1.5)	SAC	B002	1.50	585.00
11/12/04	Review proposed Exhibit C for Asset Acquisition Agreement (respecting City of Chicago's terms of consent and lease amendment) and review City's response to Turner's draft of Exhibit C (.3)	SAC	B002	0.30	117.00
11/12/04	Conference with Howard Turner regarding several open issues under AirTran transaction (.2)	SAC	B002	0.20	78.00
11/12/04	Conference with Gil Viets and Tom Allison, of Huron Group, respecting City of Chicago demands and negotiation [REDACTED] (.2)	SAC	B002	0.20	78.00
11/12/04	Telephone call to Dave Aschenbach regarding new Chicago demands for rent payments and other related matters (.2)	SAC	B002	0.20	78.00
11/12/04	Telephone call from Don Workman, attorney for DCA Airport Authority (.3)	SAC	B002	0.30	117.00
11/12/04	Review agreed order on Flying Food Group and e-mail reminder to Company (.4)	TEH	B002	0.40	74.00
11/12/04	Revise bid procedures	JMC	B002	1.10	451.00
11/12/04	Telephone calls to D. Golden, R. Lauter, E. Telser, M. Haber, J. Abels, and T. Eckerle re bid procedures	JMC	B002	2.40	984.00
11/12/04	Telephone conferences with Troutman Sanders re engagement (.3); telephone conference with C. Cleaver re same (.2); review correspondence from W. Ponader re same (.2); Attend to structuring team for lease negotiations (.6); telephone conference with D. Wing re same (.4); review e-mail re aircraft lease negotiations (.2); Attend to 1110 issues and coordinating conflicts (.3); review and analysis of Wilmington Trust objections and reply to bid procedures (.8); review and analysis of Objection by Wilmington to DIP loan (1.0)	DAF	B002	4.00	1,140.00
11/12/04	Mark up of Asset Acquisition Agreement for resubmission to AirTran and forward marked up	SAC	B002	3.20	1,248.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	Asset Acquisition Agreement to Howard Turner with request for revisions (3.2)				
11/12/04	Coordinate work assignments with respect to lease renegotiations and Section 1110 stipulations (.4)	SAC	B002	0.40	156.00
11/12/04	Work on debtor in possession loan (sale/lease back)	J J	B002	0.30	105.00
11/12/04	Attend to HSR document issues	RKS	B002	1.00	390.00
11/12/04	Review Wilmington Trust's objection to bid procedures	MMH	B002	0.60	84.00
11/12/04	Preparation of documents for production	MLK	B002	2.20	275.00
11/12/04	Telephone call with D. Wing regarding N520AT negotiations (.4)	TEH	B002	0.40	74.00
11/12/04	Telephone call with U.S. Trustee regarding potential buyer and pass on to Huron (.1)	TEH	B002	0.10	18.50
11/12/04	Telephone call with B. Siwower regarding Discover assumption motion and new proposal (.2)	TEH	B002	0.20	37.00
11/12/04	Coordinate with BMC regarding notification (.2)	TEH	B002	0.20	37.00
11/12/04	Prepare e-mail to Howard Turner respecting ATA's position [REDACTED] (.2)	SAC	B002	0.20	78.00
11/13/04	Revise order re bidding procedures and break-up fee	JMC	B002	0.70	287.00
11/13/04	Telephone conference with Howard Turner and John Sanders respecting AirTran's [REDACTED] positions on numerous points (.8)	SAC	B002	0.80	312.00
11/13/04	Prepare e-mail to ATA Officer Group regarding open issues with AirTran, including [REDACTED] new issue with [REDACTED] on post Section 1110 rent claims related to wet leasing (.5)	SAC	B002	0.50	195.00
11/13/04	Evaluate and consider [REDACTED] response to Chicago positions related to AirTran becoming an assignee of Chicago Midway leases (.3)	SAC	B002	0.30	117.00
11/13/04	Prepare e-mail to Howard Turner with excluded assets list and asserting ATA's position respecting same (.3)	SAC	B002	0.30	117.00
11/13/04	Telephone conference and e-mails with Gil Viets regarding GE administrative expense claim	SAC	B002	0.30	117.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	problem and with respect to other AirTran transaction issues (.3)				
11/13/04	Conference with Gil Viets and Sean Frick regarding AirTran negotiations, including open points and major sticking points to a closing, and respecting [REDACTED] need for ATA to complete schedules (.4)	SAC	B002	0.40	156.00
11/13/04	Prepare e-mails to Official Committee and prepare special PDF copy of Asset Acquisition Agreement mark up for Akin Gump delivery (.4)	SAC	B002	0.40	156.00
11/13/04	Prepare e-mails respecting schedules and review schedules e-mailed to me, including initial excluded assets schedules (.5)	SAC	B002	0.50	195.00
11/13/04	Review and respond to numerous e-mails from ATSB, Committee Counsel, and other interested parties respecting DIP financing, scheduling of hearings, information requested by third parties and Committee, coordination of positions for presentation to Court, and general concerns of other parties (.3)	SAC	B002	0.30	117.00
11/13/04	Review revised Exhibit C for Asset Acquisition Agreement and e-mail further requested revisions to Howard Turner (.4)	SAC	B002	0.40	156.00
11/14/04	Prepare for hearing on bid procedures (1.8); review Asset Acquisition Agreement (.8)	MMH	B002	2.60	364.00
11/14/04	Attend to work yet to be done on schedules for AirTran Agreement (.2)	SAC	B002	0.20	78.00
11/14/04	Work with Sean Frick on cleanup and correction of proposed schedules for AirTran Agreement (.3)	SAC	B002	0.30	117.00
11/14/04	Participate in numerous conferences, meetings, negotiations and skull sessions with Gil Viets and Howard Turner respecting resolution of issues in Asset Acquisition Agreement and prepare language revisions for Asset Acquisition Agreement, and negotiate at length with Howard Turner and John Saunders respecting same (7.0)	SAC	B002	7.00	2,730.00
11/14/04	Review and respond to e-mails respecting schedules for AirTran agreement (.4)	SAC	B002	0.40	156.00
11/14/04	Confer with Gil Viets regarding schedules for AirTran Asset Acquisition Agreement, fuel	SAC	B002	0.30	117.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	ownership issue related to DIP financing, existence of insurance on fuel and AirTran Asset Acquisition Agreement issues and concerns (.3)				
11/14/04	Review revised Asset Acquisition Agreement for AirTran received from Howard Turner (1.5)	SAC	B002	1.50	585.00
11/14/04	Revise proposed press release respecting AirTran transaction and definitive agreement (.4)	SAC	B002	0.40	156.00
11/14/04	Conference and negotiations with Howard Turner, AirTran's counsel (.1)	SAC	B002	0.10	39.00
11/15/04	Further conferences with Gil Viets respecting final open issues, particularly relating to calculation of wet leasing compensation, co-sharing for slot utilization and compensation for pre-sold tickets (.3)	SAC	B002	0.30	117.00
11/15/04	Conference with Gil Viets regarding final outcome of AirTran negotiations on Sunday evening and regarding new report of [REDACTED] (.3)	SAC	B002	0.30	117.00
11/15/04	Review and respond to e-mails from Howard Turner (.3)	SAC	B002	0.30	117.00
11/15/04	Review documents for Hart-Scott-Rodino filing (8.8)	DML	B002	8.80	1,628.00
11/15/04	Assign revisions of schedules to Asset Acquisition Agreement and work with Sean Frick on those revisions (.3)	SAC	B002	0.30	117.00
11/15/04	Conference with Mike Haber, AirTran counsel, respecting issues related to sale procedures and required Exhibits D and E to Asset Acquisition Agreement (.2)	SAC	B002	0.20	78.00
11/15/04	Attention to various HSR issues	RKS	B002	1.00	390.00
11/15/04	Meeting at ATA with representatives of [REDACTED]	RKS	B002	7.00	2,730.00
11/15/04	Review [REDACTED] situation for possible antitrust implications	RKS	B002	0.30	117.00
11/15/04	[REDACTED] voice mail for J. Jenkins regarding antitrust issues concerning possible [REDACTED] offer	RKS	B002	0.10	39.00
11/15/04	Conference with S. Claffey regarding antitrust aspects of possible [REDACTED] offer	RKS	B002	0.10	39.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/15/04	Review market data; attention to HSR issues	JRJ	B002	1.50	532.50
11/15/04	Further conferences with Gil Viets and George Mikelsons regarding lease restructuring issues, especially as they relate to AirTran requirements (.3)	SAC	B002	0.30	117.00
11/15/04	Assemble final Agreement and schedules for circulation at Court hearing (.4)	SAC	B002	0.40	156.00
11/15/04	Post-hearing conferences with counsel for Committee and ATSB to provide them with updated copies of final Agreement and to determine what issues remain to be resolved in order to finalize sales procedures and Sale Procedures Order (.7)	SAC	B002	0.70	273.00
11/15/04	Preparation of documents for production	MLK	B002	0.60	75.00
11/15/04	Telephone negotiations with Howard Turner and Mike Haber (Haber being present here in Indianapolis) respecting settlement and compromise of different positions on Sales Procedure Motion and termination fee and with respect to proof of reimbursable expenses (1.0)	SAC	B002	1.00	390.00
11/15/04	Participate in negotiations and discussions with David Botter, Committee Counsel, and Mike Haber, AirTran counsel, seeking to find common ground for resolution of Sales Procedure Motion and Order (.8)	SAC	B002	0.80	312.00
11/15/04	Participate in meeting with Mike Haber, AirTran counsel, to determine his position with regard to Sales Procedure Order (.5)	SAC	B002	0.50	195.00
11/15/04	Review new draft of "final" Agreement received from Howard Turner (.7)	SAC	B002	0.70	273.00
11/15/04	Send final Sales Procedure Order to Don Workman of DCA Airport Authority (.2)	SAC	B002	0.20	78.00
11/15/04	Circulate draft final Agreement and blackline of draft final Agreement to ATSB and Committee counsel (.2)	SAC	B002	0.20	78.00
11/15/04	Preparation for and meeting with S.A. Claffey, G. Mikelsons and G. Viets re AirTran transaction and 1110 lease negotiations (3.3); lunch meeting with G. Mikelsons re same (1.5); telephone conference with C. Cleaver re [REDACTED] position (.3); prepare	DAF	B002	7.20	2,052.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	for 11/16 meeting at ATA concerning 1110 issues and fleet planning (2.1)				
11/15/04	Conferences with Dave Aschenbach regarding potential gate loss through AirTran selection of station leases and calculation of potential cost to be incurred to obtain new gates (.4)	SAC	B002	0.40	156.00
11/15/04	Meetings with Gil Viets, George Mikelsons, David Foster, Jim Hlavacek to go over each of the negotiated point outcomes in the AirTran Agreement and to resolve continuing concerns respecting AirTran selection of airport leases [REDACTED] (2.5)	SAC	B002	2.50	975.00
11/15/04	Telephone call from Howard Turner with further negotiations and discussions regarding Agreement (.3)	SAC	B002	0.30	117.00
11/15/04	Coordinate scheduling of meeting with George Mikelsons, Gil Viets and Jim Hlavacek to assure that all three of them have a common understanding and full knowledge of final negotiation outcome with AirTran (.2)	SAC	B002	0.20	78.00
11/16/04	Conference with M. Barnes regarding EETC lease issues and beneficial holders (.5)	TEH	B002	0.50	92.50
11/16/04	Conference with Susan Hurst; review request; contact CT Corporation to order certificates regarding companies located in Georgia and California; discuss problem with CT Corporation regarding California certificate; forward Georgia certificate to Mary Lisher	NJH	B002	0.80	116.00
11/16/04	Assemble documents for AirTran (.2)	SAC	B002	0.20	78.00
11/16/04	Review and reply to creditor committee e-mails related to AirTran transaction (.2)	SAC	B002	0.20	78.00
11/16/04	Review objections to bid procedures; telephone conference with committee to discuss bid and break-up fee; begin drafting memorandum on break-up fees; research regarding auctions in 7th Circuit	MMH	B002	3.50	490.00
11/16/04	Meeting with Gil Viets regarding numerous issues related to creditors committee, ATSB, and potential contacts and proposals from another air	SAC	B002	0.50	195.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	carrier (.5)				
11/16/04	Review and revise sublease and send e-mail to ITFA and IAA (.5)	JMC	B002	0.50	205.00
11/16/04	Telephone conference with Sandy Sinick regarding AirTran ruling request submitted to DOT (.2)	SAC	B002	0.20	78.00
11/16/04	E-mail to Sandy Sinick and ATA Group respecting the DOT ruling request filed by AirTran, with questions related thereto (.2)	SAC	B002	0.20	78.00
11/16/04	Attend to issues regarding 8K filings to be made with respect to Asset Acquisition Agreement (.2)	SAC	B002	0.20	78.00
11/16/04	Review AirTran submission to Department of Transportation on slots (.3)	SAC	B002	0.30	117.00
11/16/04	Review HSR issues related to potential Qualified Bidder offers, [REDACTED] (4)	SAC	B002	0.40	156.00
11/16/04	Preparation of documents for production	MLK	B002	0.70	87.50
11/16/04	Assemble final executed Asset Acquisition Agreement and send to ATA and AirTran, e-mail instructions regarding preparation of new Schedule 2.3 by ATA officers and delivery of copies of Assumed Contracts to AirTran (.4)	SAC	B002	0.40	156.00
11/16/04	Research Section 1110 regarding meaning of "first placed into service"	JFWF	B002	1.20	168.00
11/16/04	Attend to issues regarding antitrust issues with possible [REDACTED] bid	RKS	B002	0.30	117.00
11/16/04	Prepare side letter addressing lack of Sales Procedures Order acceptable to AirTran and to address consequences if order entered by the Court is not acceptable (.8)	SAC	B002	0.80	312.00
11/16/04	Conference with John Saunders, counsel for AirTran, regarding execution details and respecting terms of side letter to address lack of agreement on Sales Procedures Order (.3)	SAC	B002	0.30	117.00
11/16/04	Attend to issues regarding AirTran demand for signing of Asset Acquisition Agreement prior to court hearing (.2)	SAC	B002	0.20	78.00
11/16/04	Research Section 365 regarding limitations on	JFWF	B002	1.50	210.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	damages due to rejection				
11/16/04	Attend to issues re signing AirTran Asset Acquisition Agreement, review side letter and telephone call to M. Haber	JMC	B002	0.90	369.00
11/16/04	Review documents for Hart-Scott-Rodino filing and attend to issues regarding same	DML	B002	5.10	943.50
11/16/04	Preparation for and meetings at ATA with G. Mikelsons, S. Frick, C. Cleaver, Terry Kerber, Bill Beals re fleet planning and aircraft lease issues	DAF	B002	6.50	1,852.50
11/16/04	Telephone call with B. Hunt regarding ██████████ ██████████ release on lawsuit for non-compete (.2)	TEH	B002	0.20	37.00
11/16/04	Attend to anti-trust issues	JMC	B002	0.40	164.00
11/16/04	Attention to side/addendum letter to Asset Acquisition Agreement and telephone conference with J. George Mikelsons regarding this side letter and regarding status of various bankruptcy matters (.3)	SAC	B002	0.30	117.00
11/16/04	Conference with Mike Haber and John Saunders, counsel for AirTran, and check revisions to proposed Exhibit D (.3)	SAC	B002	0.30	117.00
11/16/04	E-mail to ATSB and creditors committee regarding signing of Asset Acquisition Agreement and side letter (.3)	SAC	B002	0.30	117.00
11/16/04	Telephone conference with John Strickland and David Botter regarding signing of Asset Acquisition Agreement and addendum letter and respecting open issues on bid procedures (.2)	SAC	B002	0.20	78.00
11/16/04	Read and reply to e-mail inquiries from HSR document reviewers	RKS	B002	0.40	156.00
11/16/04	Review HSR issues	JRJ	B002	0.20	71.00
11/16/04	Review documents and continue preparation of HSR filing; telephone calls to client and purchaser's attorney regarding same	ITA	B002	3.50	980.00
11/16/04	E-mails with Sandy Sinick respecting slot issues (.2)	SAC	B002	0.20	78.00
11/16/04	Telephone calls from John Saunders, counsel for AirTran (.3)	SAC	B002	0.30	117.00
11/17/04	Telephone calls to D. Botter and M. Haber re break-up fee	JMC	B002	0.70	287.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/17/04	Preparation of documents for production	MLK	B002	0.90	112.50
11/17/04	Review and comment on 10-Q Filing	MNB	B002	3.10	697.50
11/17/04	Revise bid procedures	JMC	B002	1.30	533.00
11/17/04	Hart-Scott-Rodino compliance	RKS	B002	1.50	585.00
11/17/04	Meeting with Gil Viets, Jim Hlavacek and Tom Allison to prepare for hearing on Motion for Sales Procedures Order (1.4)	SAC	B002	1.40	546.00
11/17/04	Preparation for Thursday hearing; telephone conference with Committee regarding same	MMH	B002	5.30	742.00
11/17/04	Confer with Jim Hlavacek regarding a third party air carrier contact with ATA and then confer with Stan Hula and John Happ regarding ATA options in responding to this contact (.3)	SAC	B002	0.30	117.00
11/17/04	Review objections; draft memorandum in support of bid procedures	MMH	B002	2.80	392.00
11/17/04	Conference with CT Corporation; forward explanation concerning problem with California Certificate	NJH	B002	0.20	29.00
11/17/04	Prepare for hearing on Sales Procedures Motion, including preparation of Summary of Asset Acquisition Agreement for presentation to the Court and for hand out to participants and observers of the hearing (2.5)	SAC	B002	2.50	975.00
11/17/04	Traveled to Indianapolis for document review	CRB	B002	3.00	375.00
11/17/04	Attend to Jet Blue announcement respecting interest in ATA (.2)	SAC	B002	0.20	78.00
11/17/04	Meeting with Gil Viets, Jim Hlavacek and Tom Allison regarding personnel issues and challenges, including management orientation, and regarding strategies with respect to potential new Qualified Bidder (.4)	SAC	B002	0.40	156.00
11/17/04	Attend to ██████ leasing issues; consider meeting in Connecticut to negotiate 1110 stipulation (1.5); research issues concerning certain non-1110 aircraft (1.2); attend to confidentiality issues relating to aircraft leases (.3); review AirTran agreement and consider impact on lease negotiations (1.6)	DAF	B002	4.60	1,311.00
11/17/04	Review HSR documents	DML	B002	3.50	647.50

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/17/04	Telephone conference with counsel for creditors committee, counsel for ATSB and counsel for City of Chicago to resolve Bid Procedures and objections to the Asset Acquisition Agreement (1.0)	SAC	B002	1.00	390.00
11/17/04	Telephone call from George Mikelsons regarding new options available to ATA from a third carrier (.3)	SAC	B002	0.30	117.00
11/17/04	E-mails re bid procedures and 11/19 hearing	JMC	B002	0.60	246.00
11/17/04	Review e-mails and documents for 4(c) content and index documents (5.6); draft memo to document reviewers and prepare for reviewer training (2.4); respond to questions on documents (.5) e-mails and phone conferences on document review (.5); update index for identification of people named in or as preparers of documents (.8)	KLO	B002	9.80	1,911.00
11/17/04	Conference with client regarding preparation for hearing (1.9)	TEH	B002	1.90	351.50
11/17/04	Conference call with Committee and Chicago (1.0)	TEH	B002	1.00	185.00
11/17/04	Telephone calls with Greg Mascetti regarding potential interest in certain assets (.4)	TEH	B002	0.40	74.00
11/17/04	Telephone calls with BMC regarding data room due diligence access and review access listings (.7)	TEH	B002	0.70	129.50
11/17/04	Review AirTran agreement (1.2); attend to HSR filing (.5)	JRJ	B002	1.70	603.50
11/18/04	Further negotiations and discussions with Mike Haber of AirTran (.2)	SAC	B002	0.20	78.00
11/18/04	HRS document review meeting	AFB	B002	0.70	126.00
11/18/04	Review and revise transaction procedures order, notice and bid procedures (1.9)	TEH	B002	1.90	351.50
11/18/04	HSR document review meeting	JAD	B002	0.70	98.00
11/18/04	Telephone call with C. Dickerson regarding hearing and 1110 stipulation (.4)	TEH	B002	0.40	74.00
11/18/04	Attend telephone conference regarding HSR document review	DRP	B002	0.60	117.00
11/18/04	Review HSR documents	DML	B002	6.50	1,202.50

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/18/04	HSR document review organizational meeting	JKH	B002	0.70	126.00
11/18/04	Meeting with Gil Viets and Jim Hlavacek regarding numerous issues related to AirTran and other Qualified Bidder proposals (.5)	SAC	B002	0.50	195.00
11/18/04	Organization for review and indexing of documents for HSR filing	JDP	B002	0.70	98.00
11/18/04	Participate in Court hearing on Sales Procedures Motion and miscellaneous other matters, including participation in out-of-court negotiations during recess (3.0)	SAC	B002	3.00	1,170.00
11/18/04	Participate in negotiations with AirTran counsel and Mike Haber respecting Bid Procedures and breakup fee (.4)	SAC	B002	0.40	156.00
11/18/04	Meeting with AirTrans counsel regarding bid order; respond to inquiry from Southwest on AAA and related documents	MMH	B002	0.90	126.00
11/18/04	Work on revised bid procedures; post-hearing conference; respond to inquiries from creditors regarding outcome of bid hearing	MMH	B002	1.60	224.00
11/18/04	Prepare for bid procedures hearing; attend hearing; negotiations regarding break-up fee	MMH	B002	6.80	952.00
11/18/04	Prepare draft First Amendment to Asset Acquisition Agreement (.8)	SAC	B002	0.80	312.00
11/18/04	Meeting with Mike Haber and participate in negotiations with Haber and committee counsel regarding breakup fee and Bid Procedures (.5)	SAC	B002	0.50	195.00
11/18/04	Assemble documents and materials for hearing on Sales Procedures Motion (.3)	SAC	B002	0.30	117.00
11/18/04	Telephone call from Jim Hlavacek, Brian Hunt and Sean Frick regarding information request being received by new Qualified Bidders [REDACTED] [REDACTED] [REDACTED] [REDACTED] (.2)	SAC	B002	0.20	78.00
11/18/04	Telephone call from J. Steinberg, attorney for Des Moines Airport, regarding ATA's intentions with respect to its Des Moines lease (.3)	SAC	B002	0.30	117.00
11/18/04	Attend to contacts from Akin Gump and	RKS	B002	0.10	39.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	Southwest				
11/18/04	Telephone call from C. Iggio (Akin Gump) regarding anti-trust analysis	RKS	B002	0.10	39.00
11/18/04	Voice mail from D. Ackerman (Southwest), return call and leave voice mail message	RKS	B002	0.10	39.00
11/18/04	Review Goodrich issues with ATA and Rick Barnett at ATA (1.0)	SAC	B002	1.00	390.00
11/18/04	Discussions with Dennis O'Dea, counsel for Goodrich (.2)	SAC	B002	0.20	78.00
11/18/04	Attend organizational meeting regarding HSR document review; review materials concerning HSR filings; review and index documents for HSR Filing; correspondence with and telephone conversation regarding the same	JMH	B002	7.80	1,521.00
11/18/04	Prepare for and participate in ATA Hart-Rodino document review training session	JWC	B002	1.40	420.00
11/18/04	HSR document review	JVG	B002	2.50	575.00
11/18/04	Attend HSR document review meeting	JVG	B002	0.70	161.00
11/18/04	Travel from Fort Wayne to Indianapolis for meeting and HSR document review	JVG	B002	2.00	460.00
11/18/04	Attend to HSR issues	JRJ	B002	0.40	142.00
11/18/04	Attend to issue on document review	JVG	B002	0.30	69.00
11/18/04	Meeting with G. Viets, S. Claffey, J. Hlavacek, T. Allison et al. regarding Goodrich and other issues	JMC	B002	1.30	533.00
11/18/04	Preparation of documents for HSR filing	MLK	B002	1.50	187.50
11/18/04	Prepare documents for HSR reviewers' training (1.4); conduct training on HSR document review and indexing (.7); phone conference with J. Whitley re pending document issues (.2); review and index HSR documents (6.9)	KLO	B002	9.20	1,794.00
11/18/04	Attend meeting regarding Hart Scott Rodino document review	MAG	B002	0.70	136.50
11/18/04	Attend HSR document review training meeting	KMT	B002	0.70	199.50
11/18/04	Attend meeting regarding ATA document review	KMG	B002	0.70	98.00
11/18/04	Confer re HSR document review	TCK	B002	0.70	164.50
11/18/04	Meeting with Committee and AirTran regarding break-up fee	JMC	B002	2.20	902.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/18/04	Telephone conferences with G. Viets re meeting with [REDACTED] (.8); telephone conference with M. O'Neil re same (.3); telephone conference with C. Cleaver re same (.7); telephone conference with D. Wing re same (.7); review [REDACTED] leases and related documents and prepare for meeting (5.5)	DAF	B002	8.00	2,280.00
11/18/04	Analyze memos (.6) and attend meeting re HSR document review (.7)	DDP	B002	1.30	351.00
11/18/04	Meeting to discuss HSR document review	DKH	B002	0.70	283.50
11/18/04	Review and Index Documents for HSR Filing	CRB	B002	6.20	775.00
11/18/04	Orientation for document review led by K. Osborn	CRB	B002	0.70	87.50
11/18/04	Document review for HSR production meeting	BSJ	B002	0.70	98.00
11/18/04	HRS document review	AMR	B002	0.70	164.50
11/18/04	Revise and circulate order on bid procedures per court approved modifications (.9)	TEH	B002	0.90	166.50
11/18/04	Attend and participate in hearing and participate in negotiations of language (5.2)	TEH	B002	5.20	962.00
11/18/04	Prepare for hearing and coordinate all documents and negotiated changes (2.2)	TEH	B002	2.20	407.00
11/19/04	Conference with J.R. Jenkins regarding HSR filing; telephone call to Mike Verne at FTC regarding expiration period	ITA	B002	1.00	280.00
11/19/04	Review entered bid procedures order and send to multiple parties; respond to inquiries on bid procedures; attention to qualified bidder determinations; status conference regarding bid procedures; review auction cases and send same to ATSB attorneys	MMH	B002	5.30	742.00
11/19/04	HSR document review	JVG	B002	3.20	736.00
11/19/04	Research regarding HSR waiting period	RKS	B002	0.20	78.00
11/19/04	Telephone call with C. Biggi regarding HSR and antitrust issues	RKS	B002	0.50	195.00
11/19/04	Preparation for and meetings with ATA and [REDACTED] re leases and use of aircraft; negotiation concerning [REDACTED] and AirTran wet-leases; discuss structure for global 1110 stipulation (13.5-one block of time)	DAF	B002	13.50	3,847.50
11/19/04	Telephone call from D. Ackerman (Southwest)	RKS	B002	0.20	78.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	regarding HSR issues				
11/19/04	Review and index HSR documents for production (7.9); manage document review assignments for D. Lenahan, C. Brook, J. Gery, and J. Hill (.9); phone conferences with J. Whitley (.3); e-mail J. Whitley regarding document issues (.2)	KLO	B002	9.30	1,813.50
11/19/04	Review market data; conference with creditors' counsel - HSR	JRJ	B002	2.80	994.00
11/19/04	Review and Index Documents for HSR Filing	CRB	B002	8.30	1,037.50
11/19/04	Assemble PDF version of Asset Acquisition Agreement and schedules for transmittal to ATSB and committee counsel (.1)	SAC	B002	0.10	39.00
11/19/04	Telephone calls and e-mails with counsel for the Committee, ATSB, aircraft lessors and others re bid procedures, cash use, confidentiality motion and other issues	JMC	B002	2.20	902.00
11/19/04	Attend to issues re status and strategy re bid procedures, cash use, motion re disclosure of leases and other agreements with confidentiality provisions	JMC	B002	1.40	574.00
11/19/04	E-mail to ATA regarding EDS form requested by Chicago (.1)	SAC	B002	0.10	39.00
11/19/04	Telephone call with Southwest attorney regarding questions on potential bid (.4)	TEH	B002	0.40	74.00
11/19/04	Telephone call with T. Allison regarding Committee's concerns with business model (.3)	TEH	B002	0.30	55.50
11/19/04	Review Sandy Sinick e-mails regarding FAA approval issues and AirTran letters to DOT (.2)	SAC	B002	0.20	78.00
11/19/04	E-mail to Howard Turner regarding Chicago EDS form (.1)	SAC	B002	0.10	39.00
11/19/04	HSR document review	JMH	B002	4.30	838.50
11/19/04	Telephone call from Sandy Sinick regarding DOT input on AirTran ruling request and respecting code share issues to be addressed with AirTran (.4)	SAC	B002	0.40	156.00
11/20/04	E-mails with Dan Lenihan, ATSB counsel, regarding reservation of rights by ATA on "Qualified Bidder" determination respecting [REDACTED] (.4)	SAC	B002	0.40	156.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/20/04	HSR document review	JVG	B002	4.50	1,035.00
11/20/04	Review and Index Documents for HSR Filing	CRB	B002	3.60	450.00
11/20/04	Conference with Gil Viets regarding proceeding with [REDACTED] due diligence and qualification of [REDACTED] as Qualified Bidder and potential proposals to be forthcoming from [REDACTED] and options available to ATA in responding thereto (.4)	SAC	B002	0.40	156.00
11/20/04	Review Confidentiality Agreement submitted by [REDACTED] and prepare e-mail to [REDACTED] regarding changes needed in governing law for Confidentiality Agreement to be acceptable (.7)	SAC	B002	0.70	273.00
11/20/04	Prepare and respond to e-mails regarding America West Confidentiality Agreement and changes made by America West counsel to required Confidentiality Agreement and address qualification of America West as "Qualified Bidder" (.7)	SAC	B002	0.70	273.00
11/21/04	Review and revise indexes for HSR 4(c) documents (2.7); review documents for HSR filing (6.2)	KLO	B002	8.90	1,735.50
11/21/04	Attention to bid procedures, inquiry from potential bidders, and qualified bidder analysis	MMH	B002	1.10	154.00
11/22/04	Conference with Gil Viets regarding third party carrier proposal outline, without economics being identified (.3)	SAC	B002	0.30	117.00
11/22/04	Prepare letter to AirTran regarding contacts by Southwest and America West (.3)	SAC	B002	0.30	117.00
11/22/04	Telephone call to George Mikelsons regarding restructuring options available to ATA and implications of new proposals from third party carriers (.8)	SAC	B002	0.80	312.00
11/22/04	Work with Huron to provide information; attention to qualified bidder inquiries; review confidentiality agreement	MMH	B002	2.10	294.00
11/22/04	Report developments and issues to Gil Viets, including a report respecting City of Chicago's telephone conference with me on new proposals (.3)	SAC	B002	0.30	117.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/22/04	Review and index documents for HSR 4(c) filing (6.4); phone conference with R. Adamczyk regarding timeline (.2); conference with J. Gery and C. Brook regarding review plan (.3); phone conference with J. Whitley regarding document collection (.2); e-mail R. Stanley and S. Claffey regarding update (.1); confer with document review team regarding status (.2)	KLO	B002	7.40	1,443.00
11/22/04	Telephone call from Esther Tryban, attorney for City of Chicago, regarding Southwest being qualified as a "Qualified Bidder" and respecting restructuring options available to ATA (.4)	SAC	B002	0.40	156.00
11/22/04	Prepare e-mail regarding signed Confidentiality Agreement to Skadden Arps respecting America West Confidentiality Agreement (.1)	SAC	B002	0.10	39.00
11/22/04	Review notes re same and consider ATA position/response (1.6); telephone conference with C. Cleaver re ████████ negotiations (.4); preparation of motion to reject ████████ (.7); telephone conference with M. O'Neil re 1110 stipulations and meeting with ATA to structure game-plan (.3); telephone conferences with G. Mikelsons re Southwest proposal and 1110 issues (1.5; 1110 issues (.2)	DAF	B002	4.70	1,339.50
11/22/04	HSR document review	JVG	B002	5.00	1,150.00
11/22/04	Attend to contract cure notice regarding sale hearing (.6)	TEH	B002	0.60	111.00
11/22/04	Review HSR issues	JRJ	B002	0.90	319.50
11/22/04	Conference with Gil Viets regarding City of Chicago positions, as explained by Esther Tryban (.2)	SAC	B002	0.20	78.00
11/22/04	Continue working on ATA HSR notice	ITA	B002	0.80	224.00
11/23/04	Telephone call with B. Hunt regarding collection of 4(c) documents	RKS	B002	0.10	39.00
11/23/04	Telephone call with attorney for Des Moines regarding questions on AirTran transaction (.3)	TEH	B002	0.30	55.50
11/23/04	Attention to qualified bidder determination	MMH	B002	0.40	56.00
11/23/04	Review ATA Form 8-Ks for HSR filing.	JDK	B002	0.50	110.00
11/23/04	Attend to document and index organization issues	KLO	B002	5.60	1,092.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	(3.1); e-mails to R. Stanley and S. Claffey re document collection issues (.3); e-mails to J. Whitley re same (.2); confer with document review team members re document review issues and availability (.8); review indexes for accuracy/revisions (1.2)				
11/23/04	Respond to request for information regarding asset sale	MMH	B002	0.40	56.00
11/23/04	Conference with D. Golden, counsel for Committee, regarding Committee concerns and with D. Golden and H. Tepner regarding coordination of lease restructuring/assumption/rejection matters (.5)	SAC	B002	0.50	195.00
11/23/04	Meeting at ATA with Gil Viets, T. Allison and CFO of Southwest Airlines regarding issues and approaches related to its potential bid, with D. Ackerman, General Counsel of Southwest participating (2.2)	SAC	B002	2.20	858.00
11/23/04	Conference with D. Foster regarding terms in draft Section 1110 stipulation tendered by GE (.2)	SAC	B002	0.20	78.00
11/23/04	Attention to WARN Act issues and strategies [REDACTED] [REDACTED] (.3)	SAC	B002	0.30	117.00
11/23/04	Telephone conference with Michael O'Neil and Chris Giamo re Wilmington leases (.2); attention to correspondence from Akin Gump re due diligence (.8); telephone conference with M. O'Neil re same (.2); review proposed [REDACTED] Stipulation and correspondence from S. Claffey re same (1.3); attend to Goodrich claims and mechanic liens (.3)	DAF	B002	2.80	798.00
11/23/04	Telephone conference with C. Cleaver re 1996-1997 757's (.5); preparation for and telephone conference with C. Cleaver and Elliott Gerwitz counsel for 96-97 noteholders re 1110 stipulations and aircraft issues (1.0); preparation for and telephone conference with C. Cleaver, G. Viets, G. Mikelsons and Michael O'Neil re 1110 negotiations (.8); review and revising motion re rejection of [REDACTED] (1.0); telephone conference with C. Cleaver re same (.2)	DAF	B002	3.50	997.50

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/23/04	Attend to issues regarding HSR issues associated with Southwest proposal	RKS	B002	0.80	312.00
11/23/04	Phone conference with Scott Everett of US Air regarding lease confidentiality motion	MMH	B002	0.50	70.00
11/23/04	Attention to research and analysis of Illinois tax law on sale of Midway assets and intangibles (.3)	SAC	B002	0.30	117.00
11/23/04	Telephone call to Lisa Beckerman of Akin Gump regarding possible new offer and regarding her "issues" (.3)	SAC	B002	0.30	117.00
11/23/04	Attention to HSR compliance issues	RKS	B002	0.10	39.00
11/23/04	Telephone call to Gil Viets to obtain authority to update Committee regarding potential new offer (.1)	SAC	B002	0.10	39.00
11/23/04	Prepare e-mails to J.G. Mikelsons and G. Viets regarding numerous challenges, including need to expedite Section 1110(b) stipulations [REDACTED], and regarding problems with potential [REDACTED] proposal and regarding problems with post-[REDACTED] deal plan developed by ATA (.8)	SAC	B002	0.80	312.00
11/23/04	Prepare e-mails to Gil Viets regarding problems and issues presented by [REDACTED] under Section 1110 and its negative impact to AirTran transaction (.4)	SAC	B002	0.40	156.00
11/23/04	Review [REDACTED] e-mails regarding proposed stipulation, and initial, quick review of draft stipulation (.5)	SAC	B002	0.50	195.00
11/23/04	HSR document review	JVG	B002	2.00	460.00
11/23/04	Attend to issues related to [REDACTED] evolution of HSR filing requirements and need to independently review and determine filing requirements for a [REDACTED] deal (.3)	SAC	B002	0.30	117.00
11/23/04	Telephone call with Chicago Express regarding status of engine repair (.4)	TEH	B002	0.40	74.00
11/23/04	Telephone call with Brian regarding contract assumption for financial software (.2)	TEH	B002	0.20	37.00
11/23/04	Attend to issues regarding rejection of aircraft lease motion (.4)	TEH	B002	0.40	74.00
11/23/04	Conference with T. Allison regarding contracts	TEH	B002	0.40	74.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	cure; Respond to Committee requests and AWA requests (.4)				
11/23/04	Meeting with Gil Viets, T. Allison, S. Frick and J. Hlavacek regarding new ATA plan [REDACTED] and regarding other reorganization matters, including DIP financing needs for this plan, cash use issues related to this plan and other transitional issues (2.2)	SAC	B002	2.20	858.00
11/24/04	Identification of "material" Assumed Contracts for purposes of "cure notice" to be given (.3)	SAC	B002	0.30	117.00
11/24/04	Continue work on HSR Form; telephone call to FTC regarding Item 7; telephone calls to/from James Whitley regarding HSR filing	ITA	B002	0.90	252.00
11/24/04	Conference with G. Viets regarding [REDACTED] HSR issues and potential problems with interpretations of filing thresholds by [REDACTED], and regarding J.G. Mikelsons position on deferring lease - Section 1110 negotiations, and regarding problems of [REDACTED] and [REDACTED] (.3)	SAC	B002	0.30	117.00
11/24/04	HSR document review	JVG	B002	0.50	115.00
11/24/04	Review Wilmington Trust motions regarding adequate protection (.3)	SAC	B002	0.30	117.00
11/24/04	Attention to resolving final confidentiality motion objections and language issues (.2)	SAC	B002	0.30	117.00
11/24/04	Telephone call with J. Nelson and Huron regarding cure amounts	MMH	B002	1.20	168.00
11/24/04	Conference with Gil Viets regarding ATA's consent to Baker & Daniels providing redacted statements to Committee, plans regarding HSR issues related to HSR proposal and regarding disclosure [REDACTED] purchase price (.3)	SAC	B002	0.30	117.00
11/24/04	Study HSR commentary on [REDACTED] proposal	RKS	B002	0.50	195.00
11/24/04	Attention to input received from [REDACTED] outside counsel, [REDACTED], regarding HSR filing requirements and regarding possible misunderstandings of HSR rules by [REDACTED] (.3)	SAC	B002	0.30	117.00
11/24/04	Conference call with J. Jenkins and A. VanFleet	RKS	B002	0.30	117.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	(UTF) regarding Southwest HSR issues				
11/24/04	Review and index documents for HSR 4(c) filing (7.1); e-mails and phone conferences with J. Whitley re document issues (.3); attend to staffing and document management issues (.9)	KLO	B002	8.30	1,618.50
11/24/04	Leave voice mail for N. Imus (Vincent and Elleins)	RKS	B002	0.10	39.00
11/24/04	E-mail to B. Hunt regarding [REDACTED] discussions	RKS	B002	0.10	39.00
11/24/04	Leave voice mail for B. Hunt regarding [REDACTED] discussions	RKS	B002	0.10	39.00
11/24/04	Review [REDACTED] list of do's and don'ts for [REDACTED] discussions and revise to apply to ATA	RKS	B002	0.40	156.00
11/24/04	Conference with J. Jenkins regarding [REDACTED] HSR issues	RKS	B002	1.20	468.00
11/24/04	Attend to research on HSR issues; [REDACTED]	JRJ	B002	1.60	568.00
11/24/04	Telephone calls from Sandy Sinick regarding meeting to be held with Department of Transportation and review of S. Sinick e-mails regarding issues to be addressed in meeting with Department of Transportation (.2)	SAC	B002	0.20	78.00
11/24/04	Preparation of documents for production	MLK	B002	1.30	162.50
11/24/04	Attend to issues regarding [REDACTED] HSR filing threshold evaluation issues and need to confer with [REDACTED] outside HSR counsel (.2)	SAC	B002	0.20	78.00
11/24/04	Review and analysis of proposed [REDACTED] 1110 Stipulation (1.3); preparation for and meeting with Sommer & Barnard and ATA re fleet planning and 1110 issues (4.1); telephone conference with J. Ancel re 1110 rejection damage issues (.2); legal research re same (.8); review and analysis of Wilmington Trust adequate protection motions (1.4)	DAF	B002	7.80	2,223.00
11/24/04	Prepare letter to L. Beckerman regarding Baker & Daniels' billing statements for September and October (.2)	SAC	B002	0.20	78.00
11/25/04	Forward lease restructuring e-mails to D. Foster and M. O'Neill (.2)	SAC	B002	0.20	78.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/25/04	E-mails from and to Sean Frick regarding new Midway plan (based on ██████████ proposal - as it is assumed it will be presented) (.2)	SAC	B002	0.20	78.00
11/26/04	Voice mails to and from J. Jenkins and S. Claffey regarding ██████████ voice mail on HSR compliance	RKS	B002	0.20	78.00
11/26/04	Review files, documents and logs for HSR organizational issues (.6)	KLO	B002	0.60	117.00
11/26/04	Attend to ██████████ and AirTran HSR issues	RKS	B002	0.50	195.00
11/26/04	Voice mail from ██████████ regarding ██████████ position on HSR compliance	RKS	B002	0.10	39.00
11/26/04	Attend to HSR issues re new potential bidder	JRJ	B002	0.60	213.00
11/28/04	Review e-mails to West Jet (.1)	SAC	B002	0.10	39.00
11/28/04	Research re 1110 damage issue	DAF	B002	3.50	997.50
11/28/04	Review and index documents for production (5.6); e-mail J. Whitley re attachment omissions (.2)	KLO	B002	5.80	1,131.00
11/28/04	Review e-mail from Jack E. Robinson regarding interest in acquiring stock of CEA, review ATA e-mails regarding this inquiry, and prepare response to Mr. Robinson (.6)	SAC	B002	0.60	234.00
11/28/04	Review and respond to e-mail from Chris Dickerson, AWA counsel, ██████████ ██████████ ██████████ ██████████ (.4)	SAC	B002	0.40	156.00
11/28/04	Confer with G. Viets regarding new plan for ██████████ ██████████ and regarding new meeting with ██████████ officers (.2)	SAC	B002	0.20	78.00
11/29/04	Review e-mail correspondence regarding contract assumption for ██████████ and begin draft of motion for same (1.3)	TEH	B002	1.30	240.50
11/29/04	Antitrust analysis of potential ██████████ deal	RKS	B002	1.20	468.00
11/29/04	Review lease confidentiality order in response in inquiry by Wilmington Trust and creditors' committee; e-mail confidentiality agreement to same	MMH	B002	0.80	112.00
11/29/04	Telephone calls to S. Frick and refine analysis	RKS	B002	0.70	273.00
11/29/04	Review ATA's revised business plan	RKS	B002	0.20	78.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/29/04	Attend to cure notice and Boeing issues re confidentiality	JMC	B002	0.60	246.00
11/29/04	Attend to cash collateral issues, sale issues, and November 30 hearing; notes on same	MMH	B002	1.10	154.00
11/29/04	Attention to Wilmington Trust adequate protection; e-mail to C. Davidson on same	MMH	B002	0.30	42.00
11/29/04	Conference with K. Osborn regarding HSR document review	DML	B002	0.10	18.50
11/29/04	Continue work on HSR Form	ITA	B002	0.30	84.00
11/29/04	Telephone conference with J. Ancel and M. Reich re 1110 issues and outline plan for 1110(b) stipulations (1.4); review and revise memo re same (.7); telephone conference with G. Viets re same (.2); analyze potential cure payments owing under leases under 1110(a) scenario (1.3); telephone conference with C. Cleaver re same (.3); review Wilmington adequate protection motions (1.1); review and mark comments on [REDACTED] 1110 proposal (1.0); telephone conference with J. Ancel and M. Reich re same (.2); review correspondence from ILFC re market lease rates on certain aircraft (.2); [REDACTED] [REDACTED] [REDACTED] (.2)	DAF	B002	6.80	1,938.00
11/29/04	Research - HSR issues	JRJ	B002	0.50	177.50
11/29/04	Attention to HSR compliance issues	RKS	B002	0.20	78.00
11/29/04	Review and index documents for HSR filing (6.9); e-mails and phone conferences with J. Whitley re document issues (.4); strategize re HSR issues (.3)	KLO	B002	7.60	1,482.00
11/29/04	Telephone call with US Bank attorney regarding contract assumption (.4)	TEH	B002	0.40	74.00
11/29/04	Attend to concerns regarding cure notice and service and coordinate same (2.1)	TEH	B002	2.10	388.50
11/29/04	Travel to ATA offices and participate in afternoon long meetings with [REDACTED] and ATA officers (3.7)	SAC	B002	3.70	1,443.00
11/29/04	Prepare for meeting with [REDACTED] (.3)	SAC	B002	0.30	117.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
11/29/04	Attention to delivery to ██████████ of Special Supplemental Confidentiality Agreement to permit its access to lease information (.3)	SAC	B002	0.30	117.00
11/29/04	Post-meeting conferences with ATA officers, including Gil Viets, George Mikelsons and Jim Hlavacek, regarding issues related to potential ██████████ proposal and respecting coordination of efforts by ATA that related to compliance with existing Asset Acquisition Agreement with AirTran, and also addressing questions related to ATA's effort to obtain Section 1110(b) stipulations from aircraft equipment lessors (1.2)	SAC	B002	1.20	468.00
11/29/04	Attention to Jack E. Robinson e-mails requesting to be qualified as a "Qualified Bidder" and regarding his inability to provide audited financial statements or other financial statements in support of this request (.3)	SAC	B002	0.30	117.00
11/29/04	Attention to coordinating all activities and assignments and to coordinate and update all members of the team, allocate new work assignments and confirm that existing work assignments are being completed timely, and to provide updated information regarding developments, strategies and positions being taken by various creditors and the Committee in the case (1.2)	SAC	B002	1.20	468.00
11/30/04	E-mail to S. Claffey regarding HSR issues	RKS	B002	0.10	39.00
11/30/04	Telephone call to S. Reisman re pre-auction meeting	JMC	B002	0.30	123.00
11/30/04	Attend to Boeing confidentiality issues and cure notice	JMC	B002	0.80	328.00
11/30/04	Telephone call with R. Wetzels regarding access to due diligence site and e-mails notifying parties (.4)	TEH	B002	0.40	74.00
11/30/04	Telephone calls with attorney for Boeing and attend to matters related to cure notice (1.9)	TEH	B002	1.90	351.50
11/30/04	Telephone call with R. Rosenberg regarding Goodrich lien and complaint on Wilmington Trust plane (.5)	TEH	B002	0.50	92.50
11/30/04	Attend to issues related to cure notices and due	TEH	B002	0.80	148.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	diligence site access for Qualified Bidders (.8)				
11/30/04	Telephone call with US Bank attorney regarding assumption motion and confidentiality agreement (.3)	TEH	B002	0.30	55.50
11/30/04	Telephone calls with BMC regarding access to virtual data room regarding Qualified Bidders (1.2)	TEH	B002	1.20	222.00
11/30/04	Phone call to A. Ferrante regarding Wilmington Trust	MMH	B002	0.10	14.00
11/30/04	Provide directions to M. Krugler re document review and identification of missing attachments (.2); review and index documents and files for HSR filing (5.5); phone conferences with J. Whitley re pending document issues (.3); strategize with R. Stanley re ATA and Airtran HSR filings (.3); correspondence with review team re schedules and HSR filing tasks (.3)	KLO	B002	6.60	1,287.00
11/30/04	Review bid procedures for HSR purposes	RKS	B002	0.50	195.00
11/30/04	Prepare letter to AirTran regarding new bidders [REDACTED] (.3)	SAC	B002	0.30	117.00
11/30/04	Review e-mails regarding Wexford Capital request to qualify as a Qualified Bidder and review Westfield Capital submission in connection therewith (.3)	SAC	B002	0.30	117.00
11/30/04	Review further e-mails from Sandy Sinick regarding AirTran negotiations with DOT and AirTran requiring DOT approval as a condition to closing of its transaction with ATA (.2)	SAC	B002	0.20	78.00
11/30/04	E-mail to Howard Turner regarding [REDACTED] lease retention issues [REDACTED] (.3)	SAC	B002	0.30	117.00
11/30/04	Review draft Wet Lease provided by AirTran (.4)	SAC	B002	0.40	156.00
11/30/04	E-mail from Sandy Sinick regarding AirTran communications with DOT and FAA and respond to Mr. Sinick's request for directions with respect to impending meeting with DOT (.4)	SAC	B002	0.40	156.00
11/30/04	Review and respond to general e-mails from ATSB counsel, Creditors' Committee counsel,	SAC	B002	0.30	117.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	Baker & Daniels attorneys and third parties (.3)				
11/30/04	Review HSR filing draft and provide comments to Bob Stanley regarding further revisions required to same (.3)	SAC	B002	0.30	117.00
11/30/04	Preparation of documents for production; review e-mail documents re missing attachments; index e-mail documents re missing attachments documents	MLK	B002	1.90	237.50
11/30/04	Attend to issues regarding Wexford Capital request to qualify as a Qualified Bidder (.3)	SAC	B002	0.30	117.00
11/30/04	Reply to NatTel, LLC regarding its need to submit financial information demonstrating its financial capability to close a transaction (.2)	SAC	B002	0.20	78.00
11/30/04	Review Wexford Capital response and direct action to be taken with respect to Wexford's request, and check Wexford Capital's web sites (.3)	SAC	B002	0.30	117.00
11/30/04	E-mail to Brian Hunt regarding Wet Lease review (.3)	SAC	B002	0.30	117.00
11/30/04	Conference with Brian Hunt regarding potential need to amend ATA privacy policies to deal with transfer of ticketing information to purchaser and prepare e-mail to ATA Officer Group regarding ticket fly-off issues related to a potential ██████████ proposal (.4)	SAC	B002	0.40	156.00
11/30/04	Attention to further communications from AirTran counsel (.1)	SAC	B002	0.10	39.00
11/30/04	Attend to HSR issues (.6)	JRJ	B002	0.60	213.00
11/30/04	Voice mails to J. Jenkins regarding HSR issues	RKS	B002	0.30	117.00
11/30/04	Attention regarding HSR issues	RKS	B002	0.20	78.00
11/30/04	Leave voice mail for ██████████ (attorney for ██████████) regarding HSR issues	RKS	B002	0.10	39.00
11/30/04	Continue work on HSR Form	ITA	B002	1.50	420.00
11/30/04	Preparation for and working group teleconference with J. Ancel, M. Reich, G. Viets and G. Mikelsons re action plan for 1110 stipulations (1.8); conference with J. Carr re cash use order, review order and draft language to address 1110 adequate protection (1.0); telephone conference with M. Reich re form 1110(b) stipulation (.2);	DAF	B002	7.40	2,109.00

BAKER & DANIELS

Task	ASSET DISPOSITION				
	review and revising same (.4); telephone conference with David Thompson of GATX re use of 514 AT (.3); correspondence with C. Giamio re Wilmington conference call (.3); drafting template for aircraft lease issues and teleconference with J. Ancel and Marlene Reich re same (1.0); review revisions to motion to reject N775 (.4); telephone conference with C. Cleaver re same (.2); review return letter to John Hancock re N775 (.2); attention to issues relating to L1011 financings with Summit Bank/Bank of America (1.10); telephone conference with Regina Sherrow re lease review (.3)				
11/30/04	Attention to Qualified Bidder determination regarding Wexford Capital	MMH	B002	0.40	56.00
11/30/04	Review e-mail from John Saunders regarding First Amendment and regarding December 1 delivery of revised Ground Equipment Schedule and check with ATA regarding status of revised schedule preparation (.3)	SAC	B002	0.30	117.00
11/30/04	Attend to issues regarding HSR issues on ██████████ proposal as such proposal was presently anticipated to be framed (.3)	SAC	B002	0.30	117.00
11/30/04	Conference with J. George Mikelsons and Herb Kelleher regarding ██████████ proposal points (.3)	SAC	B002	0.30	117.00
	Total For ASSET DISPOSITION		B002	662.00	180,018.50
Task	BUSINESS OPERATIONS				
10/26/04	Attend to matters regarding 8-K.	DCW	B003	0.50	207.50
10/26/04	Review and revise cash use order and conference with ATSB (2.2); review redraft of DIP Lending commitment (.9); meeting with ATSB representatives (1.7); telephone call with representatives of ██████████ re possible DIP financing (.9); review and revise first day motions and arrange for chapter 11 filing (.7); review and revise Lazard engagement letter and discussion with ATSB, Lazard and G. Viets re revisions (.8); participate in Board update (1.1); telephone calls with C. Wharton, J. Sprayregen re creditors'	JMC	B003	11.70	4,797.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
	committee and other issues (1.3); hearing re Bridge Relief (1.2); telephone call with S. Sinick and [REDACTED] attorneys re transferability of "permanent" slots (.9)				
10/26/04	Board minutes; review Airtran LOI	LS	B003	3.10	806.00
10/26/04	Coordinate filing and participate in first day hearings (B004) (4.9)	TEH	B003	4.90	906.50
10/26/04	Day long meetings, negotiations, drafting, telephone conferences and e-mails with ATSB, [REDACTED], AirTran, all regarding filing matters and DIP financing, and resolving demands of numerous creditors and lessors regarding first day motions and accommodations; conference with [REDACTED] regarding lease termination (.3); conference regarding public statements of [REDACTED] counsel [REDACTED] (.3); conference with several attorneys for bondholders, lessors (American Airlines) (.4); preparing documents for Board and participate in Board Meeting (1.2); meetings with J.G. Mikelsons, Gil Viets, Jim Hlavacek regarding numerous strategic issues and options available to ATA (1.1); answer questions of associate attorneys regarding matters to be addressed in first day motions (1.0); conference with [REDACTED] regarding DIP loan and check collateral issues raised by [REDACTED] [REDACTED] (.8); review and correct press release and letters to vendors and customers (.7); telephone conferences with [REDACTED] regarding our mark up of [REDACTED] commitment letter (.4); assign preparation of DIP borrowing budget for [REDACTED] commitment and review same when prepared to confirm it reflects deal expected by [REDACTED] (.7); conference with Brian Hunt regarding documentation of [REDACTED] (.3); conference with J.G. Mikelsons' attorney, Harvey Berenson, [REDACTED] [REDACTED] (.4); revise letter agreement to reflect non-waiver and ability of Court to rescind (.3); work with ATA team to get first day filings made (.4); conference with J.G. Mikelsons to prepare him for meeting	SAC	B003	11.00	4,290.00

BAKER & DANIELS

Task BUSINESS OPERATIONS

with media and press (.3); conference with Esther Tryban Telser, City of Chicago Attorney (.3); attention to adding counsel for American, City of Chicago and other creditors to notice lists (.2); e-mail to [REDACTED] regarding decision to file without a DIP loan (.2); e-mail to Steve Reisman regarding BATA Leasing [REDACTED] (.3); e-mails with [REDACTED] and [REDACTED] regarding DIP loan by [REDACTED] (.4); assemble information for 8(k) (.3); e-mail to H. Turner regarding preparation of Asset Acquisition Agreement (.2); conference with T. Klopfer regarding heading up preparation of AirTran Acquisition Agreement (.2); conference with C. Cleaver regarding [REDACTED] lease termination notice and negotiations to reinstate (.3); telephone call from C. Cleaver regarding [REDACTED] [REDACTED] (.2)

10/27/04	Telephone calls with C. Ulmer of ACH, revise bridge order re ACH; telephone calls with Court and e-mails to parties in interest re revision to bridge order (1.1); Attend to issues regarding fuel vendors refusing to honor pre-payment for fuel (.9); telephone call with ATA representatives re fuel vendors and other issues (.7); telephone conference with counsel for Flying Foods and issues re continuing service (.7); telephone call with B. Hunt re Cargo brokers (.5); telephone call with J. Sprayregen re status and communication with representatives (.4) telephone call with C. Wharton re U.S. Trustee possible conflict issues and compensation of committee (.3); telephone call with National City, W. Malone et al. re procedure for honoring pre-petition checks (.6); telephone call June Retter and R. Ogle re ARC; review ARC contract; telephone call to ARC's representatives; review proposed supplement and telephone calls to D. Lenihan and S. Reisman re status (.7); attend to issues re [REDACTED] [REDACTED] as possible DIP Lenders and other issues (1.8); telephone call with R. Wing, G. Viets et al	JMC	B003	11.30	4,633.00
----------	--	-----	------	-------	----------

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
	re ACH (.6); review and revise asset transaction and asset transaction procedures pleadings (.7); e-mail to and from C. Cleaver re Chicago draw on LC re bond default and telephone call to C. Cleaver (.5)				
10/27/04	Conference with Brian Hunt. Review and revise 8-K. Attend to description of KERP.	DCW	B003	0.10	41.50
10/27/04	Review AirTran commitment letter and begin work on Hart-Scott-Rodino	RKS	B003	2.90	1,131.00
10/27/04	E-mails re: AirTran deal and renewal of HSR document collection and review; phone conference with J. Whitley re: same; attend to strategy issues; phone conference with J. Whitley re: documents; retrieve and review prior HSR files/documents	KLO	B003	2.10	409.50
10/27/04	Telephone call to FTC regarding HSR filing issues	ITA	B003	0.50	140.00
10/27/04	Conference with Tom Berkopes of ATA regarding fuel nondelivery problem (.1); conference with Tom Berkopes of ATA regarding fuel nondelivery problem (.1); telephone call to Sunoco attorney, Walt Schanbacher, respecting Sunoco's problems and reluctance to deliver fuel for which payment previously was received and e-mail first day cash collateral bridge order to Mr. Schanbacher (.4); conference with Tom Berkopes regarding what to say to other fuel vendors respecting ATA's right to pull fuel purchased prepetition (.2); receive communications respecting failure of fuel vendors to deliver fuel to ATA, even though ATA prepurchased fuel prior to filing its petition (.1); conference with Chevron attorneys and officers respecting its nondelivery of fuel (.2); attention to Sunoco and Tesoro refusals to deliver fuel, including e-mailing cash collateral bridge order and motion to various fuel vendor attorneys (.2); telephone call from Sunoco attorney with his approval for opening up fuel deliveries (.1); telephone call to Tom Berkopes to advise him that Sunoco delivery refusal has been lifted (.1); telephone conference with Dan Farley, Exxon attorney, respecting information required by	SAC	B003	6.30	2,457.00

BAKER & DANIELS

Task BUSINESS OPERATIONS

Exxon to begin delivery of fuel (.3); assemble first day motions and orders and forward same to Mr. Farley with explanations in order to obtain fuel deliveries from Exxon (.2); telephone conference with Stephen Lebowitz, attorney for Air BP, respecting its refusal to honor prepurchases of fuel and what is needed to resolve (.2); telephone call to Tom Berkopes regarding Conoco Oil failure to deliver fuel (.2); telephone call to Scott Mammerall and Jerry Haecker of Tesoro Petroleum respecting its need for information before delivering fuel (.2); conference with Doug Melin, attorney for Marathon Oil, and e-mail to Doug Melin respecting entitlement of ATA to receive prepurchased fuel (.3); telephone call from D. Melin respecting calculation of credit balance on Marathon's books and advise Tom Berkopes respecting Marathon's inability to determine the exact credit balance for several days (.3); telephone calls and e-mails from Don Farley of Exxon respecting his sign off on fuel deliveries by Exxon and his request for copies of future cash collateral use orders (.2); telephone call from Baran Dowling, attorney for Tesoro Petroleum, and e-mail information and explanation respecting first day orders to him, in order to obtain delivery of prepurchased fuel (.3); review motion filed by Greater Orlando Aviation Authority with respect to segregation of passenger facility charges, review memorandum of law filed by Greater Orlando (.4); conference with Charles Cleaver respecting actions previously taken by ATA to comply with federal requirements of segregated PFC deposits (.2); e-mail to Charles Cleaver to obtain detailed statement of facts in support of ATA's response to Orlando motion on PFC's (.2); attention to ATA officer misunderstandings regarding what they can and cannot do with vendors (.2); conferences with Gil Viets regarding officer misunderstandings and importance of communicating clear direction [REDACTED] (.1); conference with Brian Hunt, General Counsel for

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
	<p>ATA, regarding SEC 8(k) form and issues being raised by Airport Authorities with respect to segregation of PFC's (.3); evaluate Sandy Sinnick concerns regarding slot sales with Department of Transportation - regarding misstatements in the public respecting ATA's objectives and need to avoid misunderstandings with Department of Transportation (.2); telephone call from Diane Malfeld, attorney for U.S. Bank, regarding numerous matters, including Credit Card Processing Agreement, U.S. Bank Equipment Leases and U.S. Bank Co-Branded Credit Card Agreement, and U.S. Bank participation in National City Bank Letter of Credit Facility, and respecting U.S. Bank needs and expectations (.4); conference with Gil Viets regarding [REDACTED] response on DIP financing [REDACTED] and regarding ARC agreement, holdback rights and regarding other problems arising on first day post filing and regarding [REDACTED] interest in DIP financing (.6)</p>				
10/27/04	Review Chicago Express vendor letter and revise same	JRB	B003	0.70	248.50
10/27/04	(Postpetition) Telephone call with client regarding prepaid fuel (.3); telephone call with Wisty Malone regarding banking check clearing (.3); telephone call with D. Aschenbach regarding fuel concerns (.2); telephone call with Company regarding vendor requests and payments (1.6); attend to issues regarding ACH, ARC, Discover and other first day issues (2.3); review objections filings (.9); telephone calls with interested parties regarding petition matters (.7);	TEH	B003	6.30	1,165.50
10/28/04	Telephone call with B.Hunt regarding WARN issues	EEH	B003	0.80	184.00
10/28/04	Attend to restructuring issues; confer with Mayor's staff regarding same; telephone Senator Bayh's office regarding same; confer with G. Viets regarding same; telephone M. Kennedy, Mayor's office regarding same	GFG	B003	4.80	1,944.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
10/28/04	Telephone call with USDOJ regarding bar date (.2); second telephone call with J. Rigger regarding clearinghouse exhibit (.2); conference with S. Frick regarding cash flows (.5); telephone call with K. Gerber regarding IATA issues (.4); third telephone call to J. Ritter regarding IATA (.2); review listings regarding clearinghouse motion (.9); review final orders (.6); telephone call with M. Kleiman regarding committee representation (.6); telephone calls with U.S. Trustee's office regarding 30 largest creditor listings (.4)	TEH	B003	3.40	629.00
10/28/04	Telephone call from Shell Oil attorney, Sharon Bear Soleil-Mayer (.2); advise Tom Berkopes regarding action to be taken with respect to Shell Oil (.1); revise draft Minutes of Board of Directors for October 16, 2004 meeting (.4); telephone call from Stephen Lebowitz of BP Oil respecting delivery of prepurchased fuel and his need for a written authorization to transfer open account credit (.1); telephone conference with S. Lebowitz respecting letters to be sent by ATA (.2); further telephone call from S. Lebowitz respecting need for letter and respecting advice of Kelley Drye law firm (.2); prepare special ATA letter for ATA to send to Air BP and confer with Tom Berkopes regarding what to do with this letter once it is received electronically from me (.3); conference with Gil Viets regarding █████ public relations in Chicago, with drop in bookings, and action plan to overcome first day passenger jitters (.1); conference with Brian Hunt regarding Flying Foods account balance dispute and dispute respecting delivery of postpetition supplies (.1); telephone call to attorney for Discover Credit Card (.1); attend to implication of WARN Act and Illinois WARN Act to Midway transaction and to other potential sale and/or restructuring scenarios (.3)	SAC	B003	2.10	819.00
10/28/04	Conference with Brian Hunt regarding changes to 8-K and need to file additional 8-K of Nasdaq delisting notification.	DCW	B003	0.40	166.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
10/29/04	Attend to WARN issues (.2); Illinois WARN issues (.5)	GND	B003	0.80	244.00
10/29/04	Telephone B. Clifford, IBB, regarding potential assistance	GFG	B003	0.40	162.00
10/29/04	WARN meeting with client and begin work on notices	EEH	B003	6.30	1,449.00
10/29/04	Telephone calls to Brian Hunt regarding military [REDACTED] payments and check with Tom Allison regarding what he knows on this (.3); e-mails with Stephen Lebowitz and Ed Leen at Air BP respecting ATA's letter to Air BP authorizing a transfer of prepetition credit balance and check with Tom Berkopes to make sure this letter was sent yesterday (.3); conference with Gil Viets and Jim Hlavacek regarding military [REDACTED] payments and its explanation that it terminated payment of amounts owed prepetition by reason of instructions from the Department of Justice - Andrea Handel (.3); attention to questions being raised by Company as to its entitlement to pay health insurance [REDACTED] premiums [REDACTED] [REDACTED] (.2); telephone call from Charles Cleaver regarding [REDACTED] negotiations, City of Chicago letters of credit - [REDACTED] - and respecting National City Bank questions on impending draws (.7); telephone call to Wendy Ponader to assign to her handling of the National City Bank/LaSalle as Trustee, letter of credit draft matter (.1)	SAC	B003	1.90	741.00
10/29/04	Continue draft of HSR Notice	ITA	B003	1.90	532.00
10/30/04	Review e-mail from Charles Clearver regarding duplicate letter of credit security for City of Chicago and need to obtain release of Traveler's Bond (.2); e-mail [REDACTED] regarding U.S. Bank expectations on order to assume credit card processing agreement (.2)	SAC	B003	0.40	156.00
10/31/04	Work on WARN notice issues	EEH	B003	0.90	207.00
11/01/04	Review e-mail from Tom Berkopes of ATA regarding Marathon refusal to reconcile pre-	SAC	B003	0.20	78.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
	petition balances so as to free up credit balances for use post-petition and call to Doug Melin, Marathon attorney, to resolve this matter; and e-mail to Tom Berkopes regarding outcome of conference with Mr. Melin (.2)				
11/01/04	Call from Michelle Haney of ATA regarding issues and business considerations [REDACTED] of U.S. Bank cobranded credit card agreement [REDACTED] (.4)	SAC	B003	0.40	156.00
11/01/04	Review 8-K regarding delisting notice; conference with Brian Hunt	DCW	B003	0.40	166.00
11/01/04	Conference with Dave Aschenbach regarding foreign vendor problems -- military charter pre-petition agent in Europe with no known replacement (.2)	SAC	B003	0.20	78.00
11/01/04	Call from Doug Melin of Marathon confirming that Marathon credit problem is fixed (.1)	SAC	B003	0.10	39.00
11/01/04	Review United States Bank proposed order for assumption of credit card processing agreement and draft explanation and details respecting U.S. Bank relationship (.3)	SAC	B003	0.30	117.00
11/01/04	Phone conference with B. Bosack regarding service	MMH	B003	0.10	14.00
11/01/04	Call from attorney for Chevron/Texaco relating to interim cash use order and confirm clearance by counsel for Chevron/Texaco for his client to supply ATA further fuel and advise Tom Berkopes of same (.2)	SAC	B003	0.20	78.00
11/01/04	E-mails and calls from Tom Berkopes respecting problems in obtaining fuel from Chevron, Texaco (.3)	SAC	B003	0.30	117.00
11/01/04	Work on WARN notice issues	EEH	B003	6.50	1,495.00
11/01/04	Telephone call with T. Graham regarding AIG insurance coverage and pending litigation (.5)	TEH	B003	0.50	92.50
11/01/04	Call from David Aschenbach regarding City of Chicago refund obligations related to over payment by ATA of rent and related charges and regarding engagement by ATA of [REDACTED]	SAC	B003	0.30	117.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
	(.3)				
11/01/04	Review and revise first day orders (.6)	TEH	B003	0.60	111.00
11/01/04	Telephone call to W. Malone regarding payroll processing issues and ADP (.4)	TEH	B003	0.40	74.00
11/01/04	Telephone call to ADP regarding payroll processing issues (.5)	TEH	B003	0.50	92.50
11/01/04	E-mail to Howard Turner and Richard McGuarno regarding slot conference with DOT (.2)	SAC	B003	0.20	78.00
11/02/04	Meet with company personnel regarding first day orders and vendor issues (4.0)	TEH	B003	4.00	740.00
11/02/04	Call from KPMG Messerow respecting representation of ATA (.2)	SAC	B003	0.20	78.00
11/02/04	Review e-mails and respond to e-mails and voice mails from several creditors of ATA (.3)	SAC	B003	0.30	117.00
11/02/04	Conference with David Aschenbach regarding actions he should take with respect to ██████████ ██████████ engagement (.2)	SAC	B003	0.20	78.00
11/03/04	Meeting with Brian Hunt regarding schedule preparation and WARN Act compliance issues and other personnel matters (.3)	SAC	B003	0.30	117.00
11/03/04	Telephone call with ATSB regarding bar date motion (.2)	TEH	B003	0.20	37.00
11/03/04	Prepare for November 4, 2004 hearing (.8)	TEH	B003	0.80	148.00
11/03/04	Conference call with Company regarding first day hearing issues (1.3)	TEH	B003	1.30	240.50
11/03/04	Meeting with George Mikelsons and David Worrell regarding personnel matters (.6)	SAC	B003	0.60	234.00
11/04/04	Attend to issues regarding ATA personnel (.2)	SAC	B003	0.20	78.00
11/04/04	Participate in ATA board meeting (1.2)	SAC	B003	1.20	468.00
11/04/04	Return telephone call to J. Zimmerman regarding Tier B Bank Group (.4)	TEH	B003	0.40	74.00
11/04/04	Return telephone call to A. Rowein regarding conference call with claims administrators (.2)	TEH	B003	0.20	37.00
11/04/04	Return telephone call to A. Ferrante with Committee to review hearing dates and current motions (.4)	TEH	B003	0.40	74.00
11/04/04	Attend to issues regarding potential officer changes and preparing a press release, etc. in	SAC	B003	0.10	39.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
	advance of officer changes (.1)				
11/05/04	Review and revise confidentiality agreement re Compass Advisers	JMC	B003	0.90	369.00
11/05/04	Attend to Air Tran transaction issues	J J	B003	0.30	105.00
11/05/04	Conference call with insurance carriers regarding operation of insurance and claims management while in bankruptcy (.7)	TEH	B003	0.70	129.50
11/05/04	Correspondence with client regarding Illinois Liquor License (.2); telephone call to Illinois Liquor Licensing Board (.1); review liquor license information (.4)	TEH	B003	0.70	129.50
11/05/04	Conference with Gil Viets and George Mikelsons in advance of board meeting, both to prepare them for board meeting and to review issues to be addressed at board meeting (.7); participate in board of directors meeting, [REDACTED] (1.3)	SAC	B003	2.00	780.00
11/08/04	Attend to insurance issues and claims (.4); return call to A. Fuller (Office Max) regarding post-petition credit (.1); meeting with BMC regarding noticing issues and scheduling (.3); call to Illinois liquor license (Bill O'Donahue) regarding delinquency listing (.3); call to Illinois Liquor Board regarding Illinois liquor delinquency list (.1); meeting with Creditors' Committee at Company (3.0); call with U.S. Trustee regarding first meeting with Debtor (.1)	TEH	B003	4.30	795.50
11/08/04	Review draft 10-Q description of proposed AirTran transaction and advise changes to be considered (.3)	SAC	B003	0.30	117.00
11/08/04	[REDACTED]	PEB	B003	0.10	42.50
11/08/04	Conference with Gil Viets	SAC	B003	0.10	39.00
11/08/04	Verified information with [REDACTED] for D. Gogol and P. Bainbridge	LMB	B003	1.10	467.50
11/08/04	Conference with L. Borst; email D. Gogol	PEB	B003	0.10	42.50
11/09/04	Telephone calls to G. Viets re status and strategy	JMC	B003	0.50	205.00
11/09/04	Telephone calls to Mike O'Neil at Sommer &	SAC	B003	0.20	78.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
	Barnard and Lisa Beckerman regarding overcoming confidentiality provisions in aircraft leases (.2)				
11/09/04	Assign lease confidentiality issue to David Foster (.2)	SAC	B003	0.20	78.00
11/09/04	Conference with Gil Viets	SAC	B003	0.10	39.00
11/09/04	E-mail to W. Malone and J. Butler regarding IHTA BSP reserve (.1)	TEH	B003	0.10	18.50
11/09/04	Attend to coordination of activities and review current status and current responsibilities (.5)	SAC	B003	0.50	195.00
11/09/04	Conference with ATA Maintenance Vice President regarding Goodrich problem on N520 (.4)	SAC	B003	0.40	156.00
11/10/04	Check with Dick Meyer and Jim Hlavacek regarding Union responses (.2)	SAC	B003	0.20	78.00
11/10/04	E-mails with Brian Hunt regarding additional Board of Director Minutes to be prepared (.1)	SAC	B003	0.10	39.00
11/10/04	Conference with Dick Meyer and Jim Hlavacek regarding report [REDACTED] for ATA and advise Dick Meyer and Jim Hlavacek respecting actions to be taken to determine if this report is correct and to advise [REDACTED] of these claims (.3)	SAC	B003	0.30	117.00
11/10/04	Telephone conference with C. Cleaver re lease negotiations (.3); review and analyze leases and related agreements re confidentiality provisions and outlining motion to address procedures relating to same (3.5); telephone conference with Andrew Silfin, counsel for Wilmington Trust, re bid procedure issues (.2); telephone conference with Michael O'Neill re addressing confidentiality concerns (.2); telephone conference with S.A. Claffey re same (.2)	DAF	B003	4.40	1,254.00
11/10/04	Meeting with W. Malone and Huron regarding vendor issues (.7)	TEH	B003	0.70	129.50

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
11/10/04	Telephone call with BMC regarding notice issues for emergency hearings (.3)	TEH	B003	0.30	55.50
11/10/04	Meeting with United States Trustee at Debtors' offices and travel to and from Debtors' offices (3.0)	TEH	B003	3.00	555.00
11/10/04	Telephone call to M. Haber (AirTran) re status and plans for moving forward	JMC	B003	0.50	205.00
11/10/04	Conference with Gil Viets	SAC	B003	0.10	39.00
11/10/04	Telephone calls to Huron re various matters	JMC	B003	0.70	287.00
11/10/04	Review Akin Gump response respecting Confidentiality Agreement (.2)	SAC	B003	0.20	78.00
11/10/04	Review report e-mailed from Dick Meyer regarding [REDACTED] (1)	SAC	B003	0.10	39.00
11/10/04	Telephone call to George Mikelsons regarding rights to obtain information of financial consultants of Creditors Committee and to advise ATA of the extent to which these consultants are entitled to interrupt normal business operations (.2)	SAC	B003	0.20	78.00
11/10/04	Conference with D. Ogren regarding transfer taxes and sale; research same (.8)	TEH	B003	0.80	148.00
11/11/04	Research precedent 12b-25; prepare 12b-25	MNB	B003	1.50	337.50
11/11/04	Meetings with G. Viets, J. Hlavacek, T. Allison, S. Claffey et al. re AirTran agreement and other strategic issues	JMC	B003	1.90	779.00
11/11/04	Conference with Gil Viets and Jim Hlavacek regarding ATA personnel issues related to restructuring and related to AirTran sale (.3)	SAC	B003	0.30	117.00
11/11/04	Conference with Gil Viets	SAC	B003	0.10	39.00
11/11/04	Evaluate and address Compass/M. Conway interruption issues [REDACTED], as requested, and prepare directions for ATA to provide to Compass and Huron to assure that information is gathered and coordinated and reasonably controlled so as to avoid interference with normal operations and so as to permit all	SAC	B003	0.60	234.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
	information provided to Conway and Compass to be identified (.6)				
11/11/04	Telephone conference with C. Cleaver re ■ negotiations (.5); meeting with C. Cleaver and telephone conference with B. Strauss and S. Rafferty re ■ proposal and approval mechanics (2.0); telephone conference with B. Strauss re identifying noteholders (.2); review affidavits for CapStar and Troutman Sanders (.4); research and drafting motion to address confidentiality provisions (1.4)	DAF	B003	4.50	1,282.50
11/12/04	Telephone call with Company regarding vendor issues and other matters (.7)	TEH	B003	0.70	129.50
11/12/04	Review initial due diligence request from Official Committee (.3)	SAC	B003	0.30	117.00
11/12/04	Follow up with Brian Hunt with respect to Akin Gump Confidentiality Agreement to obtain signing by ATA (.2)	SAC	B003	0.20	78.00
11/12/04	Check changes in final Confidentiality Agreement received from Akin Gump (.1)	SAC	B003	0.10	39.00
11/12/04	E-mails to John Strickland with revised Confidentiality Agreement for Akin Gump (.2)	SAC	B003	0.20	78.00
11/12/04	Conference with Gil Viets and Dave Worrell regarding seeking an extension on ATA's 10-Q (.3)	SAC	B003	0.30	117.00
11/12/04	Telephone call to EETC counsel regarding hearing continuation (.2)	TEH	B003	0.20	37.00
11/12/04	Telephone call with Court Clerk regarding 341 notice and Chapter 11 general procedures order questions (.3)	TEH	B003	0.30	55.50
11/12/04	Telephone call from Huron regarding requests from Committee (.3)	TEH	B003	0.30	55.50
11/12/04	Review and comment on ATA Form 8-K and press release	MNB	B003	0.30	67.50
11/13/04	Attention to Official Committee's due diligence information request, including checking with Huron to confirm that Huron is providing requested information, and e-mail confirmation to John Strickland that Huron is handling (.3)	SAC	B003	0.30	117.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
11/13/04	Coordinate work by Hart-Scott-Rodino attorneys (.2)	SAC	B003	0.20	78.00
11/15/04	Return telephone call to U.S. Trustee regarding hearing (.1)	TEH	B003	0.10	18.50
11/15/04	Coordinate emergency issue on vendors (.4)	TEH	B003	0.40	74.00
11/15/04	Meeting with G. Viets and J. Hlavcek regarding status and strategy	JMC	B003	0.60	246.00
11/15/04	Telephone call with Illinois Liquor Control Commission regarding emergency motion and hearing (0.4)	TEH	B003	0.40	74.00
11/16/04	Attend Board of Directors' meeting to approve ITFA transaction and to update Board	JMC	B003	0.90	369.00
11/16/04	Telephone call to senior officers of ATA regarding ██████████ ██████████ (2)	SAC	B003	0.20	78.00
11/16/04	Conference with Gil Viets regarding management issues and ██████████ engagement (.2)	SAC	B003	0.20	78.00
11/16/04	Conference with Gil Viets regarding personnel issues, Qualified Bidder issues and potential approaches to be used by Qualified Bidders and value to ATA with respect to each, leased restructuring issues and finalization of ATA's post-AirTran plan (.7)	SAC	B003	0.70	273.00
11/16/04	Telephone call with W. Malone regarding vendor issues (.7)	TEH	B003	0.70	129.50
11/16/04	Follow-up on email regarding holders of EETC notes and DTC	MNB	B003	0.80	180.00
11/16/04	Telephone call with Illinois Liquor Control Commission regarding results of hearing and Court Order (.4)	TEH	B003	0.40	74.00
11/16/04	Advise Lisa Beckerman regarding ██████████ ██████████ and ATA's relationship ██████████ ██████████ (.1)	SAC	B003	0.10	39.00
11/16/04	Telephone call to C. Clever and attend to issues re jet engines	JMC	B003	0.70	287.00
11/17/04	Second conference call with J. Carr, G. Viets, J. Hlavacek regarding hearing preparation (1.0)	TEH	B003	1.00	185.00
11/17/04	Contact Terry Kerber (ATA) regarding planes placed in service prior to 1994	JFWF	B003	0.20	28.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
11/17/04	Telephone call to Wisty Malone regarding issues (.9)	TEH	B003	0.90	166.50
11/17/04	Review and synthesize information on planes used prior to 1994	JFWF	B003	0.30	42.00
11/17/04	Attend to actions to be taken to comply with WARN Act for preparation of template notices (.2)	SAC	B003	0.20	78.00
11/17/04	E-mails to and from ATSB counsel and creditors committee counsel (.3)	SAC	B003	0.30	117.00
11/17/04	Contact Ken Scarince to discuss when planes first placed into service	JFWF	B003	0.40	56.00
11/17/04	Meeting with Gil Viets and Jim Hlavacek regarding "project turn around" consultant inquiry and participate in telephone call from ██████████ and conference with Gil Viets and Jim Hlavacek regarding human resources issues and issues to be addressed in meeting with ██████ (.6)	SAC	B003	0.60	234.00
11/17/04	Coordinate with C. Cleaver regarding planes used prior to 1994	JFWF	B003	0.20	28.00
11/17/04	Confer with Gil Viets regarding several general restructuring issues (.2)	SAC	B003	0.20	78.00
11/17/04	Attend to issues regarding 10Q disclosures on liquidity and assist in drafting language with respect to liquidity (.4)	SAC	B003	0.40	156.00
11/17/04	Phone call with D. Foster regarding planes placed in service prior to 1994	JFWF	B003	0.20	28.00
11/17/04	Telephone call to ADP regarding payroll processing (.2)	TEH	B003	0.20	37.00
11/18/04	Review memorandum in support of break-up fee (.5); attend hearing on bid procedures (3.5)	JCN	B003	4.00	500.00
11/18/04	Research regarding website disclosure in 10-K; research regarding holders of record for purposes of delisting; research regarding Section 15(d) reporting obligations; review 10-Q; phone call with SEC; revise memo	MNB	B003	4.40	990.00
11/18/04	Review positions and language of draft 10Q regarding Chapter 11 matters (.7)	SAC	B003	0.70	273.00
11/18/04	Attend to WARN issues and follow-up e-mail to B.Hunt	EEH	B003	0.30	69.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
11/18/04	Telephone call with D. Heroy, attorney for Southwest, regarding status and moving forward	JMC	B003	0.40	164.00
11/18/04	Meeting with O'Dea regarding Goodrich	JMC	B003	0.40	164.00
11/19/04	Review draft WARN notices	EEH	B003	0.30	69.00
11/19/04	Coordinate regarding next seven days action plan for ATA Team and respecting emergency motion on confidentiality provisions in leases (.3)	SAC	B003	0.30	117.00
11/19/04	Attend to further WARN Act alternatives and notice timing (.3)	SAC	B003	0.30	117.00
11/19/04	Numerous calls from David Powland of KPMG respecting KPMG's discussions with management of ATA (.8)	SAC	B003	0.80	312.00
11/19/04	Meet with Company and BMC and Huron regarding various issues arising on case including vendors, noticing, contract rejection and assumption (5.5)	TEH	B003	5.50	1,017.50
11/19/04	Research regarding WARN notice requirements for states with ATA facilities scheduled for workforce reduction	AAP	B003	1.90	275.50
11/19/04	Attend to regarding planning for next omnibus hearing (.9)	TEH	B003	0.90	166.50
11/19/04	Coordinate allocation of work and assignments for the next seven days (.9)	SAC	B003	0.90	351.00
11/19/04	Assemble billing and payment information for creditors committee and forward same to Lisa Beckerman (.6)	SAC	B003	0.60	234.00
11/19/04	Prepare November 5 Board of Directors Minutes (.4)	SAC	B003	0.40	156.00
11/19/04	Attend to determination of status and strategy re various issues	JMC	B003	1.20	492.00
11/19/04	Review e-mails ██████████ ██████████ regarding possible modified reporting to SEC and ability of ATA to qualify for modified reporting (.3)	SAC	B003	0.30	117.00
11/19/04	E-mails with Wendy Ponader regarding information being sought by committee respecting professional billings and request preparation of information for committee (.3)	SAC	B003	0.30	117.00
11/19/04	Review and revise WARN Act notice templates	SAC	B003	1.20	468.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
	[REDACTED] (1.2)				
11/21/04	Review all new filings, respond to over 100 e-mails from client and other parties in interest regarding various issues of operating in Chapter 11; review credit and contracts and proposed changes (3.9)	TEH	B003	3.90	721.50
11/22/04	Attend to issues regarding employee compensation plans for incentive to remain and concerns of other bidders regarding flight schedules (.4)	TEH	B003	0.40	74.00
11/22/04	Client meeting regarding layoffs and follow up regarding WARN issues	EEH	B003	4.50	1,035.00
11/22/04	Work on second, third stipulation for cash collateral	MMH	B003	1.10	154.00
11/22/04	Supervise organization and restructuring of data room (.3)	SAC	B003	0.30	117.00
11/22/04	Revise Board minutes	MMH	B003	0.30	42.00
11/22/04	Telephone call from Brian Hunt regarding emergency motion for retention bonuses for Midway employees (.2)	SAC	B003	0.20	78.00
11/22/04	Telephone call from Brian Hunt regarding Board Minutes (.1)	SAC	B003	0.10	39.00
11/22/04	Review numerous e-mails from creditors committee and review new lien claims by Goodrich (.2)	SAC	B003	0.20	78.00
11/22/04	Telephone call to Brian Hunt respecting Midway Employee Retention Plan (.3)	SAC	B003	0.30	117.00
11/22/04	Conference with Greg Dale regarding WARN notice plan (.2)	SAC	B003	0.20	78.00
11/22/04	Telephone call to Sean Frick regarding WARN Act implementation [REDACTED] [REDACTED] [REDACTED] (.2)	SAC	B003	0.20	78.00
11/22/04	Attention to Press Release regarding Chicago furlows (.1)	SAC	B003	0.10	39.00
11/22/04	Letter to John Strickland at Akin Gump with original signed Confidentiality Agreement with Akin Gump (.1)	SAC	B003	0.10	39.00

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
11/22/04	Review and revise Board Minutes for October 22 Joint Meeting of Board of Directors (.3)	SAC	B003	0.30	117.00
11/22/04	Telephone call to Huron Consulting regarding Lazard lease information request and reply to Bob Ogle e-mail regarding same (.3)	SAC	B003	0.30	117.00
11/22/04	Conference with David Powlan and Jim Atkinson of KPMG (.4)	SAC	B003	0.40	156.00
11/22/04	Confirm all professional fee data has been provided to committee, per its request (.1)	SAC	B003	0.10	39.00
11/22/04	Conference with David Worrell regarding Section 8K filings (.1)	SAC	B003	0.10	39.00
11/23/04	Return telephone call to C. Bowels regarding case management order modification request (.2)	TEH	B003	0.20	37.00
11/23/04	Telephone call with Brian Hunt, General Counsel for ATA, regarding Ernst & Young information inquiry (.1)	SAC	B003	0.10	39.00
11/23/04	Phone call with James Whitley at ATA regarding Citigroup request for DTC positions	MNB	B003	0.20	45.00
11/23/04	Telephone call with Todd Barrett of Ernst & Young regarding October 1, 2004 Board meeting (.1)	SAC	B003	0.10	39.00
11/23/04	Attend to WARN notice issues	EEH	B003	0.10	23.00
11/24/04	Follow up regarding WARN notice changes	EEH	B003	0.30	69.00
11/28/04	Attend to e-mail correspondence with client, Committee, ATSB on case issues (2.3)	TEH	B003	2.30	425.50
11/28/04	Prepare "to do" list for coming week (.3)	SAC	B003	0.30	117.00
11/29/04	Conference with J. Carr regarding current status of EETC stipulations process and other case issues (1.7)	TEH	B003	1.70	314.50
11/29/04	Review e-mail/attachments regarding WARN notice [REDACTED]; e-mails to B. Hunt regarding same; research California contact information; New York information regarding same; telephone calls with R. Hunt regarding same	GND	B003	1.80	549.00
11/29/04	Telephone calls with W. Malone regarding claim issues on engine repair, credit cards, contract assumptions (1.3)	TEH	B003	1.30	240.50

BAKER & DANIELS

Task	BUSINESS OPERATIONS				
11/29/04	Meeting with representatives of Southwest Airlines	JMC	B003	2.00	820.00
11/29/04	Meeting with G. Viets and T. Allison re various issues, status and strategy	JMC	B003	0.90	369.00
11/29/04	Develop strategy on various issues, including bid procedures, cash use, November 30 hearing re professional retentions and other issues, Section 1110 stipulations	JMC	B003	2.10	861.00
11/30/04	Telephone calls with L. Beckerman regarding credit contract and confidentiality issues (.4)	TEH	B003	0.40	74.00
11/30/04	Attend hearing on fee applications and other motions and confer with counsel after hearing (1.7)	TEH	B003	1.70	314.50
11/30/04	Telephone call with Committee regarding confidentiality issues (.3)	TEH	B003	0.30	55.50
11/30/04	Check pending motions respecting approval of National City letter of credit facility as postpetition facility and advise ATA new letter of credit are not available before December 16 hearing date, except upon emergency approval (.4)	SAC	B003	0.40	156.00
11/30/04	Review draft WARN notice; telephone call Nevada and Florida lex mundi firms to verify absence of state laws regarding layoff notice	EEH	B003	0.80	184.00
11/30/04	E-mail to Gil Viets and Sean Frick regarding workers compensation insurer security demand and regarding importance of obtaining information with respect to letter of credit requirements soon, as obtaining letter of credit from National City prior to December 16 will require emergency approval (.4)	SAC	B003	0.40	156.00
11/30/04	Revise order on confidentiality and e-mail new version (.5)	TEH	B003	0.50	92.50
11/30/04	Conference with Sean Frick regarding workers compensation insurance renewal requirements and need to further investigate and re-evaluate AIG requirements for additional letter of credit security (.3)	SAC	B003	0.30	117.00
Total For BUSINESS OPERATIONS			B003	211.30	62,153.50

BAKER & DANIELS

Task	CASE ADMINISTRATION				
10/26/04	Review extensive e-mail from Huron, BMC re exhibits, first day motion detail, assess need for follow up in advance of filing, first day proceedings filings (.6); review and assess docket re petition, first day filings (.2)	MAW	B004	0.80	176.00
10/26/04	Exchange correspondence with D. Cleary of McDermott, Will & Emery, regarding filing (.2)	JRB	B004	0.20	71.00
10/26/04	File first day motions and applications (4.0); draft and research sale procedures motion (2.5); revise Bridge Order Motion (1.0); revise SOFA motion (.3); standardize Bridge Orders (2.0); conference with ██████████ re Bridge Orders (1.0)	JCN	B004	10.80	1,350.00
10/26/04	Filing first day motions, orders, and affidavits (3.8); preparations for chapter 11 filing (2.8); conference with PR team (1.2); review and revise pleadings (3.9); prepare for and participate in first day hearing (1.1)	MMH	B004	12.80	1,792.00
10/26/04	Assist S. Laughlin finalizing and filing papers at U.S. Bankruptcy Court	BMK	B004	2.60	299.00
10/26/04	Coordinate final preparation for filing petition and motions (7.5)	TEH	B004	7.50	1,387.50
10/26/04	Attention to various filing preparation activities, including: import new petitions; consultations with W. Ponader, T. Hall, V. Bakhshian regarding various issues; scan exhibit documents; revise retention applications regarding company history; create filing checklist; consultation with Court staff (3.8); consultation with V. Bakhshian regarding creditor matrix (.2); attention to Paul Hastings' retention documents (1.0); scan signed verification pages (.4); assist with revising/finalizing numerous documents (6.3); electronically file eight debtor cases (4.0).	SBL	B004	15.70	1,884.00
10/27/04	Review first day filings; identify account segregation motions pursuant to K. Glazner's research (.2); office conference with K. Glazner re same; office conference with M. Hinds re first day filing status (.2); review and comment on Chicago vendor letter (.4)	MAW	B004	0.80	176.00
10/27/04	Search for bridge orders following voice mail	SBL	B004	3.30	396.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	message from W. Ponader (.2); update task list (.2); telephone call from R. Andis regarding status (.3); upload orders (.5); forward Court filings receipts to P. Smith to print for pleading index (.4); obtain copy of Greater Orlando Aviation's responses (.2); telephone calls with R. Andis and C. Davidson regarding orders, and teleconference with M. Hinds and K. Mruk of Bank One regarding cash management order (.6); fax same to K. Mruk (.1); voice mail messages with Ezra Bialik regarding case information (.1); create pleading index (.3); e-mail messages with C. Davidson regarding docket attorney listing (.1); begin drafting agenda (.3).				
10/27/04	Review e-mail traffic and letter of intent	TDK	B004	0.50	212.50
10/27/04	Attend to issues regarding Sale Motion and use of letter of intent to bridge to a purchase agreement	J J	B004	0.30	105.00
10/27/04	Call with T. Klopfer; review e-mails	LS	B004	0.30	78.00
10/27/04	Attention to vendor calls, communications with client regarding same (.8); review letter of commitment and APA; work on draft motions regarding same (2.6); review objections; phone conference with company regarding same; various responses to creditor inquiries; phone conference with ATSB (3.4)	MMH	B004	6.80	952.00
10/27/04	Provide reply to Tom Berkopes regarding his questions on entitlement to pay foreign vendors and advise him of limitations expressed by Judge Lorch respecting a high level crisis necessary to justify payments (.2); attend to issues handled during the day and outcome of same, including expectation that some airports will appear at first day hearing and demand attention, notwithstanding ATA's pre-existing compliance with PFC legal requirements (.3)	SAC	B004	0.50	195.00
10/28/04	Meeting with G. Viets re financial advisor	JMC	B004	1.10	451.00
10/28/04	Revise supplement agreement re ARC and e-mails to C. Ulmer, T. Allision	JMC	B004	0.90	369.00
10/28/04	Review and revise transaction procedures, transaction motion	JMC	B004	3.40	1,394.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
10/28/04	Meeting with T. Allision and B. Ogle re status and strategy	JMC	B004	1.10	451.00
10/28/04	File appearances for J. Carr, M. Hinds	MMH	B004	0.30	42.00
10/28/04	Phone conference with M. O'Neil regarding review of objections regarding segregation of PFCS and review of pleadings	MMH	B004	0.90	126.00
10/28/04	Work on revised cash management order, phone call with W. Brewer regarding same; additional revisions to exhibit	MMH	B004	1.80	252.00
10/28/04	Prepare for October 29 hearing, and attend to issues of cash forecasts	MMH	B004	1.30	182.00
10/28/04	Work on transaction motion	MMH	B004	0.80	112.00
10/28/04	Additional preparation for first day hearing	MMH	B004	3.90	546.00
10/28/04	Meeting with G. Viets and various persons re DIP financing	JMC	B004	3.10	1,271.00
10/28/04	Attend to coordination of activities and work assignments to reduce duplications (.4)	SAC	B004	0.40	156.00
10/28/04	Review objections regarding segregation of PFCS	MMH	B004	1.10	154.00
10/28/04	Telephone to calls D. Lenihan re cash use motion	JMC	B004	0.50	205.00
10/28/04	Telephone call with U.S. Trustees regarding Hlavacek affidavit (.3); telephone call to J. Ritter regarding clearinghouse assumption motion and exhibit (.2); telephone call with D. Aschenbach regarding testimony (.1)	TEH	B004	0.60	111.00
10/28/04	Review revised cash use motion, telephone call to S. Frick re cash projections and attend to issues re LGA slots	JMC	B004	1.30	533.00
10/28/04	Review document chart for pending issues; confer with R. Stranley via voice mail on next steps; voice mail J. Whitley re: next steps	KLO	B004	1.90	370.50
10/28/04	Telephone call to C. Wharton re various issues re appointment of committee	JMC	B004	0.30	123.00
10/28/04	Draft motion to hear KERP motion on an expedited basis and correspondence order and notice (1.0); draft transaction procedures motion (1.0); draft transaction motion (4.5); draft transaction procedures order (1.5)	JCN	B004	8.00	1,000.00
10/28/04	Review docket and draft agenda (1.8);	SBL	B004	7.30	876.00

BAKER & DANIELS

Task CASE ADMINISTRATION

consultation with T. Hall regarding same (.2); consultation with B. Kunes regarding printing of Court filing receipts and pleadings (.2); set up distribution list for agenda (.2); begin obtaining copies of pleadings for hearing (.6); voice mail message to R. Andis regarding order on expedited hearing motion (.1); e-mail messages with C. Davidson and T. O'Donnell regarding lead case debtor name and attorney names (.2); determine orders to be uploaded (.2); update agenda regarding objections and prepare hearing subfiles (.8); upload order on expedited hearing motion and e-mail R. Andis regarding same (.2); messages with L. Faust and M. Grimmatt regarding creditor matrix issues (.2); revise/finalize agenda (.4); attention to hearing file sets for B. Hunt, J. Carr, S. Claffey and T. Hall (1.3); consultation with V. Bakshian regarding service of agenda (.1); telephone call from B. Hunt (.1); voice mail message from R. Andis (.1); revise agenda following receipt of additional objections and forward same to B. Hunt (.3); revise task code memorandums (.1); voice mail message to A. Blane-Vaughn regarding same (.1); voice mail messages with R. Swanson regarding paychecks (.1).

10/28/04	Revise order re transaction procedures	JMC	B004	0.70	287.00
10/29/04	Office conferences re first day filing issues	MAW	B004	0.30	66.00
10/29/04	Print additional responses/objections, revise agenda and forward same to R. Andis (.3); prepare subfiles for orders (.2); prepare additional set of hearing files (.3); attention to revising/finalizing orders (2.5); convert orders to PDF (.7); attention to problems with CM/ECF account (.3); update task code memorandums (.2); revise/finalize cash collateral order (.8); telephone calls to L. Smith regarding CM/ECF account (.3); telephone call to R. Andis regarding orders (.3); consultation with M. Grimmatt regarding creditor matrix (.2); upload numerous orders to Court website and telephone calls with R. Andis regarding same (1.9); telephone calls to Farley of Exxon regarding	SBL	B004	8.50	1,020.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	cash collateral order (.2); prepare joint caption template and new order template (.3).				
10/29/04	Attendance at first day motion hearing	JMC	B004	2.30	943.00
10/29/04	Telephone call with J. McHugh of ARC and conference with G. Viets re execution ARC Supplement	JMC	B004	0.80	328.00
10/29/04	Telephone call with B. Hunt and attend to issues re payment "insurance premiums" and SEC fees	JMC	B004	0.80	328.00
10/29/04	Telephone calls with N. Gargula re information provided re largest creditors and committee	JMC	B004	0.40	164.00
10/29/04	Revise order re transaction procedures	JMC	B004	0.70	287.00
10/29/04	Revise Bar Date Orders to reflect change to government Bar Date (.4); draft Exhibit 1 to Clearinghouse Motion (.4); attend hearing on First Day Motions (1.0); e-mails to various parties regarding comments to Transaction and Transaction Procedures Motion (.3)	JCN	B004	2.10	262.50
10/29/04	Preparations for and attend hearing on first day motions; conference regarding same and drafting of orders	MMH	B004	8.30	1,162.00
10/29/04	Work on order setting procedures for critical vendor notification	MMH	B004	1.70	238.00
10/29/04	Telephone call [REDACTED] re DIP and [REDACTED] firm	JMC	B004	0.50	205.00
10/29/04	Provide information to Jeff Nelson regarding prior sale efforts through Seabury Group by ATA (.3)	SAC	B004	0.30	117.00
10/29/04	Prepare for hearing on first day motions (1.0); attend first day hearings (1.5); e-mail correspondence with clearinghouse and interline participants regarding order and exhibit (.9); e-mail correspondence and draft order on bank motions (.7); prepare witnesses for testimony at hearing (.8); review and revise final orders following hearing (1.5); telephone conference with W. Malone regarding vendor payments and first day orders (1.0); telephone call with W. Malone regarding payroll processor issues (.4); telephone calls with U.S. Trustee regarding hearing issues and categories of liabilities and thirty largest creditors (.9); conference with D. D. Kleiman	TEH	B004	10.80	1,998.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	regarding potential creditors' committee issues (.8); telephone calls with J. Ritter regarding clearinghouse and interline motion and order (.4); telephone call with Flying Foods attorney regarding objection and resolution; telephone calls with Court regarding emergency vendor procedures and future hearings (.5)				
10/29/04	Preparation for first day hearing	JMC	B004	1.30	533.00
10/29/04	Review file for document needs and strategy for J. Whitley; voice mails J. Whitley; e-mails J. Whitley	KLO	B004	3.20	624.00
10/29/04	Meeting with E. Telser and R. Lauter representing City of Chicago's position re cash use and transaction	JMC	B004	0.70	287.00
10/29/04	Meeting with D. Lenihan re cash use motion	JMC	B004	0.60	246.00
10/30/04	Review docket and update master status spreadsheet (1.2); draft 11/4 agenda (.2).	SBL	B004	1.40	168.00
10/30/04	Review orders entered; review transactions sales procedures	MMH	B004	0.80	112.00
10/31/04	Draft sections on debt structure and marketing efforts for transaction motion (1.8); begin drafting order on transaction motion (.3); review comments and revisions submitted on transaction motion and transaction procedures motions (.6)	JCN	B004	2.70	337.50
10/31/04	Attend to issues regarding transaction procedures motion and transaction motion	MMH	B004	0.30	42.00
11/01/04	Telephone calls with A. Kramer, attorney for Wells Fargo, re DIP financing	JMC	B004	0.60	246.00
11/01/04	Review and revise transaction procedures, order, notice; review comments from AirTran	JMC	B004	3.30	1,353.00
11/01/04	Phone call from creditor regarding status of claim	MMH	B004	0.20	28.00
11/01/04	Attention to ATSB requests and work on transaction procedures	MMH	B004	1.10	154.00
11/01/04	Telephone calls with ATSB counsel re status and strategy re transaction procedures and AirTran	JMC	B004	0.90	369.00
11/01/04	Telephone call to AirTran counsel re sale procedures and other issues	JMC	B004	0.60	246.00
11/01/04	Attend to issues re meeting with Chicago, status and strategy	JMC	B004	1.10	451.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
11/01/04	Telephone call to T. Allison re ARC and other issues	JMC	B004	0.50	205.00
11/01/04	Conference telephone call with ATSB and AirTran representatives re transaction procedures, etc.	JMC	B004	1.30	533.00
11/01/04	Phone conference with J. Whitley; review and begin index of new documents; e-mails re: access to web site with documents	KLO	B004	4.60	897.00
11/01/04	Telephone call with J. McGonigal re creditors' committee, meeting with U.S. Trustee re operations	JMC	B004	0.50	205.00
11/01/04	Telephone call with R. Lauter, attorney for Chicago, re AirTran APA and other issues	JMC	B004	0.50	205.00
11/01/04	Telephone call with ATSB attorneys re DIP financing and other issues	JMC	B004	0.50	205.00
11/01/04	Review assumption order from U.S. Bank	MMH	B004	0.40	56.00
11/01/04	Review docket and update master status spreadsheet (.7); e-mail to R. Andis regarding agenda additions (.1); prepare filed under seal cover pages and finalize sealed exhibits for submission to Court (.4); voice mail message from and telephone call to L. Dubranski (.2).	SBL	B004	1.40	168.00
11/02/04	Telephone call with M. Haber, attorney for AirTran, re transaction procedures and motions	JMC	B004	0.60	246.00
11/02/04	Conference telephone call with ATSB, Chicago, AirTran, U.S. Trustee, creditors' committee re bid procedures, transaction motion and procedures motion	JMC	B004	1.00	410.00
11/02/04	Telephone call with E. Shaffer, attorney for Wells Fargo, as indenture trustee re creditors' committee	JMC	B004	0.60	246.00
11/02/04	Further revision to bid procedures and motions	JMC	B004	1.40	574.00
11/02/04	Review changes to transaction procedures	MMH	B004	0.50	70.00
11/02/04	Telephone call with J. McGonigal re form of committee and various issues including deadline for filing and schedules	JMC	B004	0.40	164.00
11/02/04	Telephone call to M. Haber re issues under bid procedures and other issues	JMC	B004	0.40	164.00
11/02/04	Review and revise transaction procedures and motions; transmit to ATSB, creditors' committee,	JMC	B004	2.20	902.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	Chicago, UST, and AirTran				
11/02/04	Work on finalizing and filing OCP motions	MMH	B004	1.80	252.00
11/02/04	E-mails B. Bosack re: web site access; review documents on web site for HSR 4(C) content	KLO	B004	3.90	760.50
11/02/04	Attention to DIP financing and AirTran transaction	JMC	B004	0.70	287.00
11/02/04	Review documents for Midway docket	MMH	B004	0.30	42.00
11/02/04	Phone conference with Bob Adelman regarding utilities motion (.3); draft amended exhibit (.5)	MMH	B004	0.80	112.00
11/02/04	Calls from creditors seeking information in respect to organization of committee (.3)	SAC	B004	0.30	117.00
11/02/04	Organize files (.3); review e-mail messages from W. Ponader (.1); prepare Notice of Hearing (.3); telephone calls with R. Andis and P. Trimble (.3); assist J. Carr and J. Nelson with finalizing two motions and electronically file same (.7); create 11/9 agenda (.2); draft Amended Exhibit notice regarding Utility Motion following consultation with M. Hinds (.5); e-mail messages with R. Andis regarding proofs of service (.1).	SBL	B004	2.50	300.00
11/02/04	Phone conference with American Air counsel (.4); phone conference regarding same (.2)	MMH	B004	0.60	84.00
11/02/04	Telephone call with D. Lenihan re process for approval of bid procedures	JMC	B004	0.40	164.00
11/03/04	Draft notice re extension cash use and telephone calls to S. Frick et al. re creation of new exhibit E re minimum cash	JMC	B004	1.10	451.00
11/03/04	Telephone calls with S. Reismen et al. re status and ATSB extension of cash collateral use	JMC	B004	0.80	328.00
11/03/04	Conference with John Carr regarding notice; docket text; follow up with C. Davidson	MMH	B004	0.40	56.00
11/03/04	Review transaction procedures motion and transaction motion, e-mail to Scott Everett regarding same	MMH	B004	0.80	112.00
11/03/04	Preparation for 11/4 hearing	MMH	B004	0.20	28.00
11/03/04	Work on notice for interim cash collateral motion	MMH	B004	1.20	168.00
11/03/04	Phone conference with counsel for Citibank and ATSB	MMH	B004	0.30	42.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
11/03/04	Conference with Bob Adelman regarding Bell Industries	MMH	B004	0.30	42.00
11/03/04	Print notices of electronic filing/pleadings (1.3); consultation regarding omnibus hearing dates (.1); create chart outlining hearing dates and dial-in information (.2); draft agendas and update hearing sheets (.6); review docket and update status spreadsheet (1.2); revise/finalize Submission of Amended Exhibit B to Utility Motion and electronically file (.6); obtain copy of interim cash collateral order for J. Carr (.1); review case management motion (.2); voice mail message from and telephone call to W. Ponader regarding OCP exhibit (.2); revise 11/4 agenda (.6); voice mail message to and telephone call from C. Davidson (.2); voice mail message from and telephone call to Peg Brickley of Dow Jones (.1); consultation regarding agenda (.1); revise/finalize/electronically file same (.2); prepare hearing files (.5); e-mail message to W. Ponader regarding OCP exhibit (.1); draft Submission regarding same, electronically file and forward to BMC for service (.4).	SBL	B004	6.70	804.00
11/03/04	Telephone calls to Akin Gump re representation of creditors' committee and status	JMC	B004	0.70	287.00
11/03/04	Draft term sheet and telephone call with A. Mills re possible Department of Transportation DIP financing	JMC	B004	1.30	533.00
11/03/04	Meeting with ATA, Mayor and bankers re possible DIP financing	JMC	B004	2.60	1,066.00
11/03/04	Telephone call with ADP regarding payroll (.3)	TEH	B004	0.30	55.50
11/03/04	Telephone call with W. Malone regarding AAD issues, letter of credit issues, and credit cards (.4)	TEH	B004	0.40	74.00
11/03/04	Meeting with G. Viets, et al. re strategy	JMC	B004	0.70	287.00
11/03/04	Meeting with G. Mikelsons, G. Viets, et al. re status and strategy	JMC	B004	3.80	1,558.00
11/04/04	E-mails re DIP financing and other issues	JMC	B004	0.80	328.00
11/04/04	Telephone calls with T. Allison and M. Kennelly re meeting with creditors' committee and other issues	JMC	B004	0.50	205.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
11/04/04	Telephone call with Skadden Arps re AWA position	JMC	B004	0.40	164.00
11/04/04	Telephone call to M. Moore re possible DIP financing from State of Indiana and telephone call with G. Viets et al.	JMC	B004	0.80	328.00
11/04/04	Telephone calls to S. Frick re minimum cash requirements cash use	JMC	B004	0.60	246.00
11/04/04	Preparation for and attendance at hearing re extension cash collateral and other issues	JMC	B004	1.60	656.00
11/04/04	Attention to status and strategy	JMC	B004	0.90	369.00
11/04/04	Update ATA contact list (.2)	SAC	B004	0.20	78.00
11/04/04	Print notices of electronic filing received from Court (.1); revise amended Clearinghouse Order (.2); finalize hearing files (.4); telephone call from T. Black of Feiwell Hannoy regarding hearing (.2); telephone call from C. Canny of Dann Pecar regarding hearing (.2); upload orders (.2); draft notice of omnibus hearings and forward to R. Andis (.3); revise Exhibit A to OCP Motion and draft/finalize Submission of Amended Exhibit (.5); telephone call from N. Hill (.1); telephone call to C. Davidson regarding status (.2).	SBL	B004	2.40	288.00
11/04/04	Telephone calls with L. Beckerman re status and strategy and meeting on November 8	JMC	B004	1.10	451.00
11/04/04	Telephone call to attorney for EETC bond holders and e-mails	JMC	B004	0.50	205.00
11/05/04	E-mails and telephone calls to L. Beckerman re November 8 meeting and various issues	JMC	B004	0.70	287.00
11/05/04	E-mails to S. Reisman et al. re November 8 meeting with creditors' committee and various issues	JMC	B004	0.80	328.00
11/05/04	Research confidentiality provisions for Committee and financial advisors (.4)	TEH	B004	0.40	74.00
11/05/04	Telephone call with Trustee regarding Monday meeting with Debtor and reporting requirements (.9)	TEH	B004	0.90	166.50
11/05/04	Telephone calls with W. Malone regarding operations of Debtor-in-Possession and trustee reporting requirements and telephone call with	TEH	B004	1.30	240.50

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	BMC regarding coordination of trustee meeting (1.3)				
11/05/04	Review documents on BMC site and print/file for production to Department of Justice; e-mail B. Bosack re: site management and alerts for changes	KLO	B004	8.50	1,657.50
11/05/04	Conference telephone call with ATSB re update	JMC	B004	1.10	451.00
11/05/04	Print notices of electronic filing and sort/organize pleadings (.7); messages with L. Faust and M. Grimmatt regarding creditor matrix (.1); review case management motion and order regarding service provisions (.3); e-mail message to P. Trimble regarding call-ins needed (.1); finalize amended OCP exhibit and electronically file same (.3); telephone call to Ignatio Costa of Court Call (.1); attention to e-mail messages (.1); review case management motion and order to determine filing and objection deadlines (.8).	SBL	B004	2.50	300.00
11/05/04	Attention to creditor inquiries; notes on same	MMH	B004	0.50	70.00
11/05/04	E-mails with creditors' committee members and others re November 8 meeting	JMC	B004	0.70	287.00
11/06/04	Assemble pleading binders, including preparation of cover pages (.7); import/revise chart outlining hearing dates and deadlines (.2); attention to mail and e-mail (.3); create chart outlining dial-in numbers and passcodes and distribute (.3).	SBL	B004	1.50	180.00
11/07/04	Draft motion for approval of DIP Financing Transaction by ITFA	JMC	B004	1.90	779.00
11/07/04	Review documents for HSR content/filing	KLO	B004	3.10	604.50
11/07/04	Review presentation to creditors' committee	JMC	B004	0.40	164.00
11/08/04	Meeting with creditors' committee	JMC	B004	3.30	1,353.00
11/08/04	Prepare notice of continued hearing on bid procedure motion (.3); revise 11/9 and 11/12 agendas (.1); update hearing sheets (.2); review docket, noting hearing dates, and update status spreadsheet (.9); e-mail messages with R. Andis (.1); forward notice to BMC and C. Davidson (.1); revise/finalize/electronically file proofs of service (1.1); download/forward KERP documents to W. Ponader following telephone call (.3); download order on Chapter 11 for M. Hinds (.1);	SBL	B004	4.70	564.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	revise/finalize/electronically file agenda and forward to BMC (.3); telephone call from P. Alerding and e-mail message to T. Cutter regarding trust account (.2); draft notice of hearing regarding retention applications (.3); consultation regarding agenda (.2); prepare hearing files for 11/12 (.3); update 11/30 agenda (.2).				
11/08/04	Meeting with ATA management re status and strategy	JMC	B004	0.80	328.00
11/08/04	Telephone call with D. Lenihan, S. Reisman re bid procedures, ITFA financing, ITFA financing and other issues	JMC	B004	0.70	287.00
11/08/04	Preparation for meeting with creditors' committee and review and revise presentation	JMC	B004	0.80	328.00
11/08/04	Review BMC site documents for HSR content; begin review of S. Claffey documents for HSR content	KLO	B004	9.40	1,833.00
11/08/04	Telephone call with L. Beckerman re status	JMC	B004	0.50	205.00
11/09/04	Telephone call to T. Pohl and P. Krupp (attorneys AWA) re status	JMC	B004	0.50	205.00
11/09/04	Return telephone call to Claudia Paratari - Creditor questions on pleadings (.2)	TEH	B004	0.20	37.00
11/09/04	Telephone call to L. Beckerman re status and strategy	JMC	B004	0.60	246.00
11/09/04	Telephonic hearing with Court re scheduling	JMC	B004	0.70	287.00
11/09/04	Research stipulations to extend Section 1110 period (1.8); draft affidavits and orders to allow debtors to make certain payments to foreign vendors (Chase Freeborn, Mexico Telephone, Aero Mexico) (1.6); draft letter to Progress Energy regarding their request for a deposit	JCN	B004	3.90	487.50
11/09/04	Review documents for HSR filing and 4(c) relevance; strategize re: same; attention to document review; phone conference with J. Whitley re: document and web access issues; confer with B. Spellman re: e-mail review; prepare chart and e-mail to send to J. Whitley for document review and attachment identification	KLO	B004	9.60	1,872.00
11/09/04	Search UAL Corporation filings for motions to	JFWF	B004	0.80	112.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	file 1110 Stipulations under seal				
11/09/04	Revise motion to approve DIP financing	JMC	B004	1.60	656.00
11/09/04	Print notices of electronic filing and pleadings and update binders (.9); draft Notice of Bankruptcy Filing and forward to B. Hunt (.2); download/forward petitions to B. Hunt (.1); finalize and electronically file Notice of Omnibus Hearing Dates and forward to BMC for service (.2); obtain copy of cash collateral order for J. Carr (.1); draft/finalize letter to R. Andis requesting expedited transcript (.2); prepare fax cover letter (.1); revise/finalize notice of hearing following consultation with W. Ponader regarding emergency DIP motion (.3); telephone calls from T. Eckerle regarding service list (.1); forward DIP documents to W. Ponader (.1); electronically file emergency DIP motion and exhibits, revise/finalize notice of hearing, forward all to BMC for service and forward notice to C. Davidson (.6); e-mail messages with BMC regarding service issues (.1).	SBL	B004	3.00	360.00
11/09/04	Attention to Hart-Scott-Rodino document review	DML	B004	0.40	74.00
11/09/04	Finalize DIP financing motion and related papers	JMC	B004	1.10	451.00
11/09/04	Draft interim order re DIP financing and conference with W. Ponader	JMC	B004	0.80	328.00
11/09/04	Draft stipulation re extend cash use	JMC	B004	0.30	123.00
11/10/04	Revise stipulation re cash use	JMC	B004	0.80	328.00
11/10/04	Review background material on Hart-Scott-Rodino filings	DML	B004	0.40	74.00
11/10/04	Telephone call with D. Golden et al. re results of committee meeting and send new AirTran APA	JMC	B004	0.70	287.00
11/10/04	Telephone calls to G. Viets re concerns of creditors' committee, status and strategy	JMC	B004	0.70	287.00
11/10/04	Attention to various matters including U.S. Trustee concerns re bid procedures	JMC	B004	0.40	164.00
11/10/04	Create Exhibit listing trustees to Motion to Disclose Beneficial Holders and revise motion to disclose (.8); revise Bid Procedures Notice (.7)	JCN	B004	1.50	187.50
11/10/04	Revise notice re sale procedures	JMC	B004	0.40	164.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
11/10/04	Review BMC web site documents for production (7.0); e-mails J. Whitley re: document issues (.4); attention to classification of certain documents (1.2)	KLO	B004	8.60	1,677.00
11/10/04	Telephone call to D. Golden, L. Beckerman et al. (attorney committee) re committee positions on various issues	JMC	B004	0.80	328.00
11/10/04	Print notices of electronic filing/pleadings (.4); work on 11/12 and 11/15 agendas and hearing files (.7); finalize Proofs of Service and electronically file same (.4); review docket and update status spreadsheet (.3); revise Notice of Hearing regarding retention applications and professional motions and forward to C. Davidson and R. Andis (.1); e-mail messages with R. Andis (.1); telephone calls and e-mail messages with J. Myers and T. Eckerle regarding fax numbers (.1); telephone call from D. Baker at Dann Pecar regarding service list (.1); messages with V. Bakshian regarding Court contact information (.1).	SBL	B004	2.30	276.00
11/10/04	Review and revise interim order re ITFA financing	JMC	B004	0.80	328.00
11/11/04	Meeting with L. Beckerman, S. Reisman, B. Collins, A. Handel et al. re use cash collateral, bid procedures and DIP financing	JMC	B004	2.30	943.00
11/11/04	Review Chapter 11 plan and disclosure statement	JMM	B004	3.00	840.00
11/11/04	Review materials in preparation for Hart-Scott-Rodino review	DML	B004	0.50	92.50
11/11/04	Print notices of electronic filing and pleadings (.1); review clearinghouse orders for signed copy of ARC (.3); telephone call from T. Eckerle (.2); revise/finalize/electronically file agenda and forward to BMC for service (.3); amend/finalize/electronically file agenda and forward to BMC for service (.3).	SBL	B004	1.20	144.00
11/11/04	Attention to Hart-Scott-Rodino review	DML	B004	0.20	37.00
11/11/04	Review documents for production; phone conferences with B. Brown and B. Bosack re: BMC site access and document organization; e-mails to J. Whitley re: documents issues; confer	KLO	B004	11.50	2,242.50

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	with D. Lenahan re: document review strategy				
11/11/04	Review and assess e-mail re executory contract issues	MAW	B004	0.30	66.00
11/11/04	Draft motion to disclose beneficial holders (.3); draft motion to enter into 1110 Stipulations (.6)	JCN	B004	0.90	112.50
11/11/04	Review and revise stipulation re ext use cash collateral; conference with T. Allison and telephone calls M. Kennelly re minimum cash numbers	JMC	B004	1.10	451.00
11/11/04	Revise order re DIP financing motion	JMC	B004	1.60	656.00
11/12/04	Arrange filing stipulation re extension of use of cash collateral	JMC	B004	0.60	246.00
11/12/04	Telephone call to G. Viets and T. Allison re status, AirTran agreement and November 15 hearing	JMC	B004	0.80	328.00
11/12/04	Print notices of electronic filing and pleadings (.3); update agenda regarding objections to bid procedures motion (.2); telephone call to A. Lutchka regarding check request (.1); finalize/electronically file cash collateral stipulation (.3); telephone call to R. Meyer regarding same (.1); draft/finalize/upload order approving stipulation (.3); attention to transcript request (.2); review docket and update agenda (.6); telephone call to S. Mayes regarding service list (.1); draft order regarding emergency hearing on liquor control motion (.3); electronically file motion (.2); finalize/electronically file/distribute agenda (.8).	SBL	B004	3.50	420.00
11/12/04	Revise order re DIP financing	JMC	B004	0.90	369.00
11/12/04	Review documents for Hart-Scott-Rodino filing	DML	B004	5.40	999.00
11/12/04	Draft motion to reject N775AT (.5); research on fees in DIP financing (2.7)	JCN	B004	3.20	400.00
11/12/04	Revise order re bid procedures motion	JMC	B004	0.90	369.00
11/12/04	Review and respond to e-mails from Huron Consulting and Brian Hunt, respecting updated reports to ATSB and the Official Committee and respecting preparation of schedules for AirTran transaction (.3)	SAC	B004	0.30	117.00
11/12/04	Participate in telephonic hearing re scheduling and	JMC	B004	0.90	369.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	other matters				
11/12/04	Review objections and preparation for November 15 hearing	JMC	B004	0.80	328.00
11/13/04	Update hearing files (.4); print notices of electronic filing and pleadings (.4); and organize files (.2).	SBL	B004	1.00	120.00
11/13/04	Review documents and e-mail for 4(c) content; respond to questions re: same	KLO	B004	11.40	2,223.00
11/14/04	Meeting with G. Viets, A. Singh, T. Allison, J. Hlavacek re AirTran, break-up fees and other issues	JMC	B004	1.30	533.00
11/14/04	Review objections to bid procedures motion and review revised bid procedures to determine if objections had been resolved (5.0); draft motion for 1110 Stipulations (.5); draft motion to reject N775AT (.5)	JCN	B004	6.00	750.00
11/14/04	Review documents and e-mail for 4(c) content; respond to questions re: same; dictate index to documents	KLO	B004	13.60	2,652.00
11/14/04	Preparation for November 15 hearing including e-mails to and from various parties	JMC	B004	1.40	574.00
11/14/04	Review documents for Hart-Scott-Rodino filing	DML	B004	7.80	1,443.00
11/14/04	Review comments from Beckerman, Feldbaum et al. and revise documents	JMC	B004	2.10	861.00
11/15/04	Training for document review and indexing	SME	B004	0.80	140.00
11/15/04	Review and index documents and e-mails for HSR filing and 4(c) content; respond to questions; training for document review and indexing; e-mails J. Whitley re: documents	KLO	B004	12.70	2,476.50
11/15/04	Obtain e-mail addresses for parties objecting to bid procedures motion (.8); assist with preparing copies of draft documents for hearing (.8); trips to and from Bankruptcy Court to deliver copies of asset purchase agreement (1.4); prepare additional copies (.6); voice mail message from and telephone call to Adriana of Arthur Vega's office and fax blank claim form (.4); review KERP related messages (.1); upload orders (.4); draft notice of continued hearing (.1).	SBL	B004	4.60	552.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
11/15/04	Telephone conference with and e-mails to various parties regarding November 15 hearing	JMC	B004	0.80	328.00
11/15/04	Meeting with counsel for AirTran, Committee, ATSB Chicago and others regarding DIP loan, bid procedures and cash use and revise documents	JMC	B004	1.40	574.00
11/15/04	Revise Interim Order	JMC	B004	0.70	287.00
11/15/04	Review and revise ITFA DIP loan documents	JMC	B004	1.20	492.00
11/15/04	Review objections to bid procedures motion and legal research regarding same (3.0); e-mail updated drafts of bid procedures and DIP order to various parties (.5); hearing on DIP financing and bid procedures (3.4); revise motion to reject N775AT (.5)	JCN	B004	7.40	925.00
11/15/04	Attend November 15 hearing	JMC	B004	3.70	1,517.00
11/15/04	Preparation for November 15 hearing regarding DIP loan and sale procedures	JMC	B004	2.00	820.00
11/16/04	Bates label documents	AKC	B004	2.20	286.00
11/16/04	Review documents and e-mails for 4(c) content; dictate index to same; respond to questions; attention to document training; meet with R. Stanley re: HSR timeline	KLO	B004	8.90	1,735.50
11/16/04	File organization (.3); work on notice of hearing regarding professional retention applications, including review of compensation disclosures (.4); draft amended disclosure (.2); revise/finalize notice of continued hearing regarding bid procedures motion and forward to C. Davidson and BMC (.2); attention to corporate documentation (.1); arrange for copies (.1); finalize and electronically file proofs of service (.6).	SBL	B004	1.90	228.00
11/16/04	Draft motion to reject N775AT and exhibit to same (.3); research effective date of lease rejections (.3); draft order on N775AT rejection motion (.3); review Goodrich's objection to bid procedures (.3); draft motion to make 1110(a) elections and enter into 1110(b) stipulations (.9); draft order on same (1.0); draft form of 1110(a) election (1.0); draft form of 1110(b) stipulation (1.0); telephone call with M. McCrory regarding	JCN	B004	5.70	712.50

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	ATA's various insurance policies to gather information for Claims program (.1); revisions to insurance materials sent by M. McCrory (.5)				
11/16/04	Telephone call to S. Reisman re 11/17 hearing	JMC	B004	0.30	123.00
11/16/04	Review and revise extension of cash use stipulation, e-mail Huron, et al. re new exhibit E	JMC	B004	0.80	328.00
11/16/04	Review documents for 4(c) content and index same	SME	B004	2.40	420.00
11/16/04	Telephone call with T. Allison and B. Buebel re various issues including ITFA closing, Southwest, and due diligence requirements	JMC	B004	0.70	287.00
11/17/04	Attention to management and staffing of HSR document review	CGS	B004	4.50	1,822.50
11/17/04	Review and index documents from S. Claffey's files	SME	B004	3.50	612.50
11/17/04	Conference telephone call with representatives of the Committee, ATSB, Chicago and ATA re bid procedures and AirTran APA	JMC	B004	1.00	410.00
11/17/04	Print notices of electronic filing and pleadings (.5); draft/finalize letter to R. Andis regarding expedited transcript and prepare fax cover letter (.2); attention to KERP (.2); voice mail message to A. Hirsch and e-mail message to BMC regarding removal from service list (.2); finalize/electronically file proof of service (.3); e-mail messages with C. Davidson regarding professional applications notice (.1); attention to service of order (.1); e-mail M. O'Neil and J. Graham regarding order (.1); telephone call from V. Bakshian and B. Bosack regarding service issue (.1).	SBL	B004	1.80	216.00
11/17/04	Review and revise memorandum re bid procedures re November 19 hearing	JMC	B004	0.90	369.00
11/18/04	Meeting with counsel for AirTran, Committee, Chicago and ATSB regarding bid procedures and order	JMC	B004	1.10	451.00
11/18/04	Gather lease information for organization of files	LJH	B004	0.20	23.00
11/18/04	Review e-mail and discuss lease documents with D. Foster	LJH	B004	0.20	23.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
11/18/04	Preparation for hearing regarding bid procedures	JMC	B004	1.10	451.00
11/18/04	Print notices of electronic filing and pleadings (.2); update 11/18 agenda and hearing files (.5); telephone calls with R. Andis regarding computer use in Court (.1); organize pleadings (.2); assist with hearing preparation (.3); update binders (.2); review docket and update status spreadsheet (.8); e-mail S. Reid regarding copies needed and telephone call to A. Blane-Vaughn regarding billing rates following consultation with W. Ponader regarding professional motions (.3); prepare amended notice of hearing regarding same (.2); e-mail message to J. Myers following voice mail message from A. Hirsch (.1); import transcript (.2).	SBL	B004	3.10	372.00
11/18/04	Review and index documents from S. Claffey's files; further work on index	SME	B004	2.30	402.50
11/18/04	Attended document review meeting and read materials regarding project	MCM	B004	0.70	98.00
11/18/04	Attend hearing regarding bid procedures	JMC	B004	2.60	1,066.00
11/18/04	Review and revise bid procedures and order and e-mails	JMC	B004	1.90	779.00
11/19/04	Meeting on status of case and assigning work (1.2); review bid procedures (1.0); e-mails to notice parties regarding status of Southwest as qualified bidder (1.0); review cash collateral order for information disclosure requirements (1.0); e-mail to Skadden Arps regarding America West as qualified bidder (.5)	JCN	B004	3.70	462.50
11/19/04	Print notices of electronic filing and pleadings (.3); update pleading binders (.3); attention to e-mail request (.1); draft/finalize letter to R. Andis regarding transcript request and e-mail G. LaRocco (.3); voice mail message from and telephone call to J. Bartlett regarding service party (.1); telephone call from L. Trepes regarding transcript procedures (.2); attention to service of bid procedures order (.3); revise/finalize emergency lease motion following telephone call to R. Andis (.5); draft notice of hearing (.2); attend team status meeting (1.0); voice mail message	SBL	B004	3.50	420.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	from and telephone call to W. Ponader regarding billing issues (.2).				
11/20/04	E-mails to notice parties regarding America West as a qualified bidder (.5); telephone call with T. Allison regarding same (.5)	JCN	B004	1.00	125.00
11/22/04	Telephone call from Diane Malfeld, US Bank attorney, regarding emergency motion for confidentiality and US Bank's needs in relation to same (.2)	SAC	B004	0.20	78.00
11/22/04	Review BMC Corp. user guide and print document index	LJH	B004	0.50	57.50
11/22/04	Attention to Lease Agreements	LJH	B004	0.70	80.50
11/22/04	Telephone call with Huron regarding cure notices (.4); research cure requirements (3.0); e-mail to W. Brewer regarding bid procedures (.1)	JCN	B004	3.50	437.50
11/22/04	Prepare labels for Lease Agreement files	LJH	B004	1.50	172.50
11/22/04	Print notices of electronic filing (.1); draft transcript request letters to Laura Trepes and Marcella Lockert, draft/finalize Request for Transcript and electronically file same, e-mail message to G. LaRocco, voice mail message to M. Nuss and prepare fax cover letter (.8); attention to cash collateral stipulation (.3); review e-mail messages regarding billing inquiries from W. Ponader and telephone calls with A. Blane-Vaughn (.4); forward interim DIP order to S. Silverstone (.1); telephone call from E. Levin regarding forwarding of notices and set up distribution list and forward notices (.3); review notices to verify service following telephone call from C. Davidson (.2).	SBL	B004	2.20	264.00
11/22/04	Coordination of issues and review of ATA airplane leases	JFWF	B004	0.90	126.00
11/22/04	Review and organize Lease Agreements, set up files	LJH	B004	2.00	230.00
11/23/04	Coordinate issues regarding airplane leases	JFWF	B004	0.50	70.00
11/23/04	Telephone call with GE (Weil Gotschal) regarding confidentiality concerns (.4)	TEH	B004	0.40	74.00
11/23/04	Meeting with Huron regarding cure notices (1.5); review listing of material contracts and cure	JCN	B004	7.80	975.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	amounts (2.0); draft motion to reject N775AT, order and exhibit (1.0); research effective date of rejection and retroactive court approval of rejection (2.5); telephone calls to C. Cleaver regarding rejection of N775AT (.3); draft and send notice of qualified bidder determination to AWA and Southwest (.5)				
11/23/04	Revise confidentiality order per information from interested parties (1.3)	TEH	B004	1.30	240.50
11/23/04	Review master document on agreements and search BMC	LJH	B004	2.00	230.00
11/23/04	Print notices of electronic filing (.2); revise/finalize/electronically file proof of service (.3); voice mail message to M. Dowden following review of bid procedures notice and order (.3); telephone calls to L. Smith and M. Nuss regarding ECF notices (.1); forward requested documents to C. Dickerson (.4); forward copy of auction procedures to M. Dowden (.1).	SBL	B004	1.40	168.00
11/23/04	Set up files for lease agreements	LJH	B004	2.50	287.50
11/23/04	Attention to aircraft rejection issues	J J	B004	0.50	175.00
11/23/04	Review labels for files	LJH	B004	0.50	57.50
11/24/04	Attention to order on lease provisions, upload same	MMH	B004	0.90	126.00
11/24/04	Attention to various demands being made by lessors regarding terms of order on Confidentiality Motion (.3)	SAC	B004	0.30	117.00
11/24/04	Hearing on confidentiality order (.7)	TEH	B004	0.70	129.50
11/24/04	Review and revise order pursuant to Court's order (.9)	TEH	B004	0.90	166.50
11/24/04	Telephone call with J. Steinberg regarding ground leases (.2)	TEH	B004	0.20	37.00
11/24/04	Research Wilmington Trust Adequate Protection Motion (2.0); review list of C-4 documents generated by Huron in connection with Cure Notices (2.0); conference with B. Bosak regarding same (.5); telephone call with B. Bosack regarding same (.5)	JCN	B004	5.00	625.00
11/24/04	Second telephone call with W. Malone regarding	TEH	B004	0.70	129.50

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	new issues and concerns (.7)				
11/24/04	Telephone call with W. Malone regarding issues and concerns status (.5)	TEH	B004	0.50	92.50
11/24/04	Coordinate numerous e-mails, telephone calls, telephone conferences and discussion regarding confidentiality order negotiations (5.1)	TEH	B004	5.10	943.50
11/24/04	Prepare to print Lease Agreements; train on BMC site; coordinate printer options with IT Staff	LJH	B004	2.00	230.00
11/24/04	Print lease agreements and search database for said agreements	LJH	B004	2.50	287.50
11/24/04	Participate in conference with counsel for ATSB, Committee, Boeing, GE and Goodrich regarding confidential information order, and edit and revise draft letter confidentiality agreement (0.8)	SAC	B004	0.80	312.00
11/26/04	Telephone calls with Huron and BMC regarding the Cure Notice (1.0); review draft cure list provided by BMC (.5)	JCN	B004	1.50	187.50
11/29/04	Attention to cure notice; review and revise notice	JMC	B004	0.80	328.00
11/29/04	E-mail correspondence with U.S. Trustee regarding schedule issues (.1)	TEH	B004	0.10	18.50
11/29/04	Conference call with BMC and Huron regarding Cure Notices (1.0); e-mail to M. Robinson regarding bid procedures (.1); e-mail to Wexford Capital and Notice Parties regarding Wexford's Qualified Bidder Submission (.3); file Cure Notice (.5); telephone call regarding Boeing's objection to cure notice (.2); review and revise BMC's Cure Exhibit (3.0); revise Cure Notice (1.0)	JCN	B004	6.10	762.50
11/29/04	Finalize/electronically file Certificates of Mailing (.3); team status meeting (1.5); review docket, prepare hearing files and revise/finalize/electronically file agenda (1.8); e-mail C. Davidson regarding omitted exhibit (.1); forward objections to W. Ponader (.2); attention to service of numerous orders (.3).	SBL	B004	4.20	504.00
11/29/04	Review e-mail and attachment of lease agreements and print	LJH	B004	0.50	57.50
11/29/04	Attention to lease agreements	LJH	B004	0.50	57.50
11/29/04	Pull and print lease agreements; review for	LJH	B004	5.50	632.50

BAKER & DANIELS

Task	CASE ADMINISTRATION				
	amendments and closing agreements				
11/29/04	Attention to Boeing concerns regarding cure notices	MMH	B004	0.30	42.00
11/29/04	Review objections to retention of Baker & Daniels and Huron filed by the Creditors' Committee and objections to fee arrangements proposed by professionals and various pleadings with respect to Debtors' Motion for treatment of confidential information under leases, etc. (.3)	SAC	B004	0.30	117.00
11/29/04	Attention to Committee request for ATSB loan opinions, including review of existing opinions to determine if they are subject to confidentiality declarations - they are (.2)	SAC	B004	0.20	78.00
11/30/04	Participate in hearing	JMC	B004	1.20	492.00
11/30/04	Miscellaneous matters regarding leases	JFWF	B004	0.50	70.00
11/30/04	Participate in conference call	LJH	B004	0.50	57.50
11/30/04	Update hearing files (.1); forward OCP exhibit to W. Ponader (.1); revise lease order to include attachment and upload (.3); electronically file proof of service (.2); attention to orders (.6); electronically file fourth cash stipulation (.3); voice mail messages with R. Fosnot (.1); voice mail message from and telephone call to Mark of Prime Hotel regarding cure notice (.1); attention to auction issues (.3); create checklist following meeting with M. Dowden regarding auction facility set-up (1.3); forward orders to BMC for service (.3); telephone call from A. Hirsch (.1); telephone call to Connor & Associates (.1); forward checklist to M. Dowden, S. Stephenson and P. Trimble (.1).	SBL	B004	4.00	480.00
11/30/04	Review leases	JFWF	B004	0.80	112.00
11/30/04	Review Boeing motion regarding notice of cure amounts and attention to resolving objection (.3)	SAC	B004	0.30	117.00
11/30/04	Review lease agreements for appropriate schedules	LJH	B004	5.70	655.50
11/30/04	Assemble Seabury "Nimitz Book" and Confidentiality Agreement to be provided to Creditors Committee counsel per counsel's request (.4)	SAC	B004	0.40	156.00

BAKER & DANIELS

Task	CASE ADMINISTRATION				
11/30/04	Telephone call to J. Ancel et al. re Section 1110 issues	JMC	B004	0.40	164.00
11/30/04	Compile needed agreements; call to BMC	LJH	B004	0.20	23.00
11/30/04	Two telephone calls from BMC regarding needed materials	LJH	B004	0.60	69.00
11/30/04	Conference call with co-counsel regarding leases and other issues	JFWF	B004	0.50	70.00
11/30/04	E-mails to Notice Parties regarding Wexford Capital (.5); E-mails and telephone calls with M. Heckler at Wexford regarding Qualified Bidder Determination (.5); e-mails to Rolls Royce and GE regarding 24 notice access to contracts (.3); attention to cure notices; revisions to lease Rejection Motion (2.0); letter to J. Hancock regarding Lease Rejection (1.1); telephone calls and e-mails to C. Cleaver regarding same (.4); telephone call with Prime Hotel regarding Cure notice (.3); telephone call with B. Smith regarding Prine Hotel's Cure Notice (.3); telephone call from Reuters regarding hearing passcode (.1)	JCN	B004	5.50	687.50
Total	For CASE ADMINISTRATION		B004	569.20	118,682.50
Task	CLAIMS ADMINISTRATION AND OBJECTIONS				
10/28/04	Initial attention to reclamation matters; receive/review claim from M. Lewis Co.; telephone call with B. Hunt regarding reclamation issues	DRH	B005	1.50	465.00
10/28/04	Telephone call with B. Hunt regarding Flying Food and reclamation issues (.3); telephone call with J. Ritter regarding ARC settlement and IATA adequate assumption request (.4)	TEH	B005	0.70	129.50
10/29/04	Work on various pending reclamation matters, including drafting/preparation of acknowledgment prototype; memorandum to B. Hunt and telephone call with B. Hunt; initial review of M. Lewis Co. (original and supplemental) and Parker Hannafin reclamation claims	DRH	B005	1.20	372.00
11/01/04	Meet at company with persons handling vendor	TEH	B005	2.30	425.50

BAKER & DANIELS

Task	CLAIMS ADMINISTRATION AND OBJECTIONS				
	claims and other issues (2.3)				
11/01/04	Telephone call with W. Malone regarding employee uniform payments (.1)	TEH	B005	0.10	18.50
11/01/04	Work on various reclamation issues and review additional claims (.6); telephone call with B. Hunt (.2); drafting/preparation of response letters on M. Lewis Co., Parker Hannifin and Dressen aircraft (.6); preliminary work on reclamation motion (.5)	DRH	B005	1.90	589.00
11/01/04	Telephone call with claims buyer regarding case (.2)	TEH	B005	0.20	37.00
11/01/04	Telephone call with D. Aschenbach regarding vendor issues (.6)	TEH	B005	0.60	111.00
11/02/04	Finalize/publish 3 response letters (.2); work on reclamation issues and proposed Motion	DRH	B005	0.90	279.00
11/02/04	Attend to e-mail correspondence regarding Goodrich claims (.9)	TEH	B005	0.90	166.50
11/02/04	Respond to e-mail request regarding payment of passenger pass through taxes, fees, and Canadian airport fees (.5)	TEH	B005	0.50	92.50
11/03/04	Revise Clearinghouse Order and other first day orders and coordinate filing same (.9)	TEH	B005	0.90	166.50
11/03/04	Telephone call with Court regarding foreign vendor issues (.1)	TEH	B005	0.10	18.50
11/04/04	Participate in hearing (1.0)	TEH	B005	1.00	185.00
11/04/04	Telephone call with R. Abston regarding claim in the case (.3)	TEH	B005	0.30	55.50
11/04/04	Telephone call with W. Malone and R. Barnett regarding Goodrich claim and possessory lien (.6)	TEH	B005	0.60	111.00
11/04/04	Research issues on establishing claims resolution procedures	JCN	B005	2.00	250.00
11/04/04	Telephone call with W. Malone regarding Mexico fuel supplier (.3)	TEH	B005	0.30	55.50
11/04/04	Telephone call to Court regarding permission to pay foreign vendor (.3)	TEH	B005	0.30	55.50
11/04/04	Attention to Goodrich mechanic's lien claim	JMC	B005	0.40	164.00
11/05/04	Telephone call with Caven Shulman regarding Goodrich possessory lien (.4)	TEH	B005	0.40	74.00

BAKER & DANIELS

Task	CLAIMS ADMINISTRATION AND OBJECTIONS				
11/05/04	Telephone call with B. Hunt regarding Goodrich (.2)	TEH	B005	0.20	37.00
11/05/04	E-mail correspondence and telephone call with Tom Berkopes regarding contract termination problems (.4)	TEH	B005	0.40	74.00
11/05/04	Telephone call with R. Barnett regarding Goodrich claim and CFM claim (.3)	TEH	B005	0.30	55.50
11/08/04	Draft notice of transaction hearing to be submitted as Exhibit 1 to Bidding Procedures (1.7); attention to claims program issues (.2); research regarding setting up a claims program (.3); research EETC lease stipulations to provide prolonged 60-day period provided by Section 1110 (1.3)	JCN	B005	3.50	437.50
11/08/04	Meeting with W. Malone regarding Goodrich and other issues (.3)	TEH	B005	0.30	55.50
11/08/04	Receive/review/evaluate reclamation claims from Boeing, Marathon, STG Aerospace and Honeywell and drafting/preparation of receipt acknowledgment letters to each	DRH	B005	2.00	620.00
11/09/04	Continuing work on reclamation claims	DRH	B005	1.20	372.00
11/09/04	Respond to creditor inquiries	MMH	B005	0.70	98.00
11/09/04	Telephone call to Carren Shellman regarding Goodrich claim (.6); review Goodrich claim on N520AT (.3); telephone call with B. Hunt. R. Bartlett, T. Berber regarding Goodrich claim (.5); begin draft letter for adequate assurance - Goodrich and e-mail to Goodrich and client regarding requests (.8); telephone call with W. Malone regarding Polish Airport Authority and letter regarding prepetition claim payment and telephone call to Judge regarding permission to pay Polish Airport Authority landing fees (.5);	TEH	B005	2.70	499.50
11/10/04	Attention to inquiries from lenders, potential bidders	MMH	B005	1.20	168.00
11/10/04	Review of/response to 2 more reclamation claims	DRH	B005	0.90	279.00
11/10/04	Telephone call with Court regarding payment of foreign vendors (.3)	TEH	B005	0.30	55.50
11/10/04	Telephone call from Indiana Department of	TEH	B005	0.20	37.00

BAKER & DANIELS

Task	CLAIMS ADMINISTRATION AND OBJECTIONS				
	Revenue regarding claim filed in case (.2)				
11/11/04	Receive/review 3 additional reclamation claims (Avid, Visiontron and Worrell) and related response letters regarding same (1.5); evaluate Health Techna circumstances and telephone call with P. Villars regarding same (.3); general work on reclamation log and related recordkeeping (.4)	DRH	B005	2.20	682.00
11/11/04	Attention to Illinois liquor law issue; research regarding same	MMH	B005	0.60	84.00
11/12/04	Participate in telephonic hearing (.5)	TEH	B005	0.50	92.50
11/12/04	Coordinate emergency problem regarding food vendor (.4)	TEH	B005	0.40	74.00
11/12/04	Review objections; research in anticipation of Monday's hearing	MMH	B005	2.30	322.00
11/15/04	Work on pending reclamation issues and various claims made (.6); extended telephone call with P. Villars regarding all pending reclamation issues, including Health Techna circumstances (.7)	DRH	B005	1.30	403.00
11/15/04	Attention to document to Judge Lorch (.1); deliver document to Judge Lorch's chambers (.3)	EAW	B005	0.40	48.00
11/16/04	Correspondence with Court regarding payment of foreign vendors in Mexico (.4)	TEH	B005	0.40	74.00
11/17/04	Return telephone call to Waste Management regarding creditor account (.1)	TEH	B005	0.10	18.50
11/19/04	Work on reclamation matters	DRH	B005	0.50	155.00
11/19/04	Review La Gen file, exhibits	MMH	B005	0.70	98.00
11/22/04	Receive/review materials from P. Villars regarding HealthTechna claim issues; memorandum to P. Villars regarding Marathon and Worrell claims and work on claim log/summary	DRH	B005	1.10	341.00
11/22/04	Telephone conference with B. Hunt regarding employee incentive programs; e-mail to W. Ponader regarding same	MMH	B005	0.10	14.00
11/22/04	Telephone call with W. Malone regarding engine release (.2)	TEH	B005	0.20	37.00
11/23/04	Receive/review correspondence and materials from P. Villars and response memorandum to	DRH	B005	0.40	124.00

BAKER & DANIELS

Task	CLAIMS ADMINISTRATION AND OBJECTIONS				
	same				
11/24/04	Telephone call with W. Brewer regarding GE engine lease (.2)	TEH	B005	0.20	37.00
11/24/04	Attention to motion filed by Wilmington Trust and review of same; phone call to Rhonda Andis regarding notice procedures (.9); phone call with C. Davidson regarding same and review of docket for scheduling hearing on the motion (.6)	MMH	B005	1.40	196.00
11/24/04	Attention to pending reclamation matters regarding Worrell claim, review of related analysis and memorandum to P. Villars	DRH	B005	0.40	124.00
11/28/04	Outline process for handling claims and begin draft of claims process (1.1)	TEH	B005	1.10	203.50
11/29/04	Telephone call with Enterprise Funding Group regarding secured claim for lease financing at Chicago Express, e-mail to BMC with information (.3)	TEH	B005	0.30	55.50
11/29/04	Telephone call with B. Hunt regarding claim and schedule issues (.6)	TEH	B005	0.60	111.00
Total	For CLAIMS ADMINISTRATION AND OBJECTIONS		B005	46.20	9,903.50
Task	EMPLOYEE BENEFIT/PENSIONS				
10/27/04	Conference with Wendy Ponader regarding KERP issues and questions to be addressed (.3); confirm that Bob Stanley and Jerry Jenkins are proceeding to develop plan for compliance by ATA with Hart Scott Rodino with respect to the AirTran acquisition (.2)	SAC	B006	0.50	195.00
10/28/04	Attention to Chicago WARN issues; e-mail to B. Hunt regarding same; voicemail from/telephone call with B. Hunt regarding additional reductions	GND	B006	1.00	305.00
11/01/04	Meeting at client offices regarding WARN issues; conference with B. Hunt regarding same; review/revise WARN notices; conference call with B. Hunt regarding delay in WARN notices	GND	B006	4.30	1,311.50
11/04/04	Confer with George Mikelsons and Gil Viets regarding personnel matters and regarding major substantive issues with AirTran and respecting	SAC	B006	0.60	234.00

BAKER & DANIELS

Task	EMPLOYEE BENEFIT/PENSIONS					
	KERP with focus on [REDACTED] decision not to participate in KERP (.6)					
11/04/04	Review [REDACTED] e-mail to flight attendants' union [REDACTED] [REDACTED] (.2)	SAC	B006	0.20	78.00	
11/05/04	Telephone call with W. Ponader regarding KERP issues (.2)	TEH	B006	0.20	37.00	
11/15/04	E-mail regarding WARN status; telephone call to B. Hunt regarding same	GND	B006	0.20	61.00	
11/17/04	Attention to WARN preparations (.2); e-mail to B. Hunt regarding same (.2); telephone call with B. Hunt regarding WARN meeting (.2); review single site issue	GND	B006	0.60	183.00	
11/18/04	Prepare for/attend meeting with the client at client offices regarding WARN issues/notice obligations; research outside U.S. WARN coverage and state law issues; voicemail from P. Villers; e-mails to B. Hunt regarding same	GND	B006	4.60	1,403.00	
11/19/04	Telephone call from B. Hunt regarding WARN Act notices; revise same; research state law issues; attention to state WARN law research; multiple revisions to template union notices; telephone calls with B. Hunt regarding same; review/revise press release regarding same	GND	B006	3.90	1,189.50	
11/22/04	Prepare for/attend WARN meeting at client offices; attention to Illinois WARN issues; e-mail to B. Hunt regarding same; research WARN notice to previously laid off employees; review employee census information; review California WARN situation; review Illinois WARN issues/statute; voicemail to Rusty regarding stations matter	GND	B006	5.60	1,708.00	
11/23/04	Telephone call from B. Hunt regarding notice revisions and issuance plan; research California WARN contact info; voicemail to B. Hunt regarding 90-day aggregation rule; prepare California WARN contact info; e-mail same to client; e-mails from/to B. Hunt regarding same	GND	B006	2.50	762.50	
11/30/04	Telephone call from B. Hunt regarding [REDACTED]	GND	B006	0.90	274.50	

BAKER & DANIELS

Task	EMPLOYEE BENEFIT/PENSIONS				
	██████████ and notice obligations; discussed base closure notice requirements (including notice that entire facility will be closed); attention to union notice issues; e-mails from/to client regarding New York, Nevada, and Florida WARN information; research same				
Total	For EMPLOYEE BENEFIT/PENSIONS		B006	25.10	7,742.00
Task	FEE/EMPLOYMENT APPLICATIONS				
10/28/04	Return telephone call to Paul Hastings firm regarding retention (.2)	TEH	B007	0.20	37.00
11/09/04	Work on applications for employment	MMH	B007	0.80	112.00
11/11/04	Review Troutman Sanders affidavit	MMH	B007	0.80	112.00
11/23/04	Attention to OCP order and committee's comments on same	MMH	B007	0.50	70.00
11/29/04	Attention to committee objection to retainer, research on same	MMH	B007	0.30	42.00
11/29/04	Conference call regarding interim DIP order; review of changes to same	MMH	B007	1.20	168.00
Total	For FEE/EMPLOYMENT APPLICATIONS		B007	3.80	541.00
Task	FEE/EMPLOYMENT OBJECTIONS				
11/16/04	Review S. Reisman e-mail regarding ATSB demands on professional compensation for counsel for debtors and committee (.2)	SAC	B008	390.00	78.00
11/16/04	Review and reply to Wendy Ponader e-mail respecting ATSB comments and demands respecting Fee Procedures Motion (.2)	SAC	B008	390.00	78.00
11/22/04	E-mails from and to Lisa Beckerman regarding fee information (.1)	SAC	B008	390.00	39.00
11/22/04	Meeting with Jerald Ancel and Michael O'Neil of Sommer Barnard respecting current status of negotiations, new Qualified Bidders and alternative business plans driven by each of the Qualified Bidders, each impacting lease restructuring negotiations to be handled in part by Michael O'Neil (2.0)	SAC	B008	0.20	780.00
11/22/04	E-mails with Lisa Beckerman regarding fee payment review (.3)	SAC	B008	0.20	117.00

BAKER & DANIELS

Task	FEE/EMPLOYMENT OBJECTIONS				
11/23/04	Telephone call with Trustee regarding professional fee retention applications (.2)	TEH	B008	0.10	37.00
Total	For FEE/EMPLOYMENT OBJECTIONS		B008	2.00	1,129.00
Task	FINANCING				
10/27/04	Conference with ██████ regarding ██████ interest in providing DIP financing (.1); meeting with ██████ and ██████ regarding debtor-in-possession financing from Wells Fargo (1.4); conference with Sean Frick regarding new cash flows for ██████ and for a cash collateral use orders (.2)	SAC	B009	1.70	663.00
10/28/04	Conference with G. Viets on possible loan facility; telephone call with M. Moore (State of Indiana)	DLJ	B009	2.20	935.00
10/28/04	Review e-mails from Dan Lenihan, ATSB attorney, regarding sale motion and sale order and regarding changes to proposed cash collateral use order (.3); telephone call from Dan Lenihan respecting our comments to newest draft of cash collateral use order (.1); attention to preparation of appropriate responses to various airport authority objections related to segregation of passenger facility charges (.1); gather information from Charles Cleaver to provide to Michael O'Neil for preparation of memorandum in response (.2); conference with Gil Viets respecting ██████ loan term sheet, with particular focus on ██████ with Gil Viets regarding new cash flows prepared by ATA reflecting ARC holdback and reflecting other cash generation or cash disintegration events (.4); meeting with Michael O'Neil, Co-counsel, respecting PFC objections by airport authorities and respecting investigation of slot characteristics (.2); conference with Brian Hunt and Michael O'Neil respecting PFC response and affidavit to be prepared (.2); conference with ██████ officers and counsel with Gil Viets regarding DIP term sheet and timing of DIP financing (.5); meeting to seek emergency assistance from governmental sources and obtaining special assistance in obtaining DIP	SAC	B009	4.70	1,833.00

BAKER & DANIELS

Task	FINANCING				
	financing (.4); meeting with Gil Viets [REDACTED] [REDACTED] [REDACTED] (.3); telephone call regarding potential emergency [REDACTED] (.1); subsequent meeting with Gil Viets respecting emergency [REDACTED] ATA (.4); telephone call from [REDACTED] regarding [REDACTED] questions respecting DIP loan (.3); telephone call from [REDACTED] office for background respecting financing needed by ATA and respecting "how it got there" information (.6); review Dan Lenihan revisions to Interim Cash Collateral Use Order (.4); conference with Gil Viets regarding final cash collateral use issues (.2)				
10/29/04	Review numerous e-mails from ATSB counsel respecting interim cash collateral use order amendments and changes and related matters (.3); conference with Gil Viets regarding emergency financial assistance (.1); telephone call from [REDACTED] regarding [REDACTED] decision to withdraw from pursuit of DIP financing and e-mail a report of this development to ATA and ATA Team (.2); review message regarding Department of Commerce and City of Indianapolis action plan (.1)	SAC	B009	0.30	117.00
10/30/04	Telephone call to [REDACTED], attorney for Boeing, regarding DIP loan consideration and regarding [REDACTED] questions related to exemption slots (.2); advise Gil Viets of [REDACTED] (.2); review and revise [REDACTED] DIP term loan term sheet and forward same to [REDACTED] attorneys with blacklines (1.0)	SAC	B009	1.40	546.00
11/01/04	Prepare e-mail to Shawn Frick regarding cash flows needed for Wells Fargo (.1)	SAC	B009	0.10	39.00
11/01/04	Conference with Gil Viets regarding [REDACTED] financing offer and [REDACTED] lease negotiations (.5)	SAC	B009	0.50	195.00

BAKER & DANIELS

Task	FINANCING				
11/01/04	Evaluate VISA refund claim (.2)	SAC	B009	0.20	78.00
11/01/04	Call from ██████████ and ██████████ and Heather LaFuniere of Wells Fargo Bank regarding debt financing for ATA (.8)	SAC	B009	0.80	312.00
11/01/04	Attention to obtaining financing from State of Indiana and possible ██████████ DIP (.2)	SAC	B009	0.20	78.00
11/01/04	Advise ATA officers (Gil Viets, Jim Wobachek, et. al.) of ██████████ communications of sincere interest in providing DIP financing and request preparation of cash flows for submission to ██████████ (.2)	SAC	B009	0.20	78.00
11/01/04	Prepare e-mail to ██████████ respecting ATA interest in financing proposal (.1)	SAC	B009	0.10	39.00
11/01/04	Prepare collateral summary for ██████████ (.8)	SAC	B009	0.80	312.00
11/01/04	Telephone call with M. Kennedy on State-City financing assistance package	DLJ	B009	0.80	340.00
11/01/04	Follow-up on internal financing matters	GFG	B009	0.90	364.50
11/01/04	Prepare e-mail to Ron Krasnow, GE attorney, regarding debtor in possession financing progress (.4)	SAC	B009	0.40	156.00
11/01/04	Call from ██████████, ██████████ (.1), and call Gil Viets regarding ██████████ interest in providing DIP financing (.1)	SAC	B009	0.20	78.00
11/02/04	Confer with Tom Allison of Huron Group respecting new cash flows for DIP lenders and corrections made and further corrections to be made to those cash flows (.3)	SAC	B009	0.30	117.00
11/02/04	Review second round of questions from ██████████ and respond to same (.3)	SAC	B009	0.30	117.00
11/02/04	Review e-mails from Heather and respond to Heather's e-mails, all asking questions regarding DIP financing terms and collateral (.3)	SAC	B009	0.30	117.00
11/02/04	Conference with Heather at ██████████ regarding her numerous questions related to DIP financing (.5)	SAC	B009	0.50	195.00
11/02/04	Confer regarding interim financing issues; confer with M. Moore regarding same; confer with M. Kennedy regarding same	GFG	B009	1.30	526.50
11/02/04	Conference with Tom Allison and his assistant	SAC	B009	0.30	117.00

BAKER & DANIELS

Task	FINANCING				
	regarding fixing the cash flows prepared by Huron for Wells Fargo (.3)				
11/02/04	Meeting on City/State financing possibilities; telephone call to G. Viets on same; confirm status with City	DLJ	B009	1.00	425.00
11/02/04	Conference with Gil Viets and Tom Allison of Huron Consulting regarding [REDACTED] and [REDACTED] proposals for DIP financing and regarding [REDACTED] (.4)	SAC	B009	0.40	156.00
11/03/04	Call from Mike Kennelly of Huron regarding case budgets and corrections being made to same (.3)	SAC	B009	0.30	117.00
11/03/04	Meeting with Indianapolis banker group and Mayor of Indianapolis at the Mayor's office regarding assembly of a consortium of local lenders to provide a DIP financing to ATA (2.0)	SAC	B009	2.00	780.00
11/03/04	Call from Charles Cleaver regarding Key Bank letter of credit draw (.1)	SAC	B009	0.10	39.00
11/03/04	Meeting with George Mikelsons, Gil Viets, Tom Allison, Anu Singh and others regarding DIP financing strategies and options, State of Indiana assistance plan, [REDACTED], [REDACTED], Key Bank lease issues, City of Chicago, Traveler's Bond and National City hold back issues, and miscellaneous other issues related to AirTran transaction (2.8)	SAC	B009	2.80	1,092.00
11/03/04	Review [REDACTED] proposal (.3)	SAC	B009	0.30	117.00
11/04/04	Call from [REDACTED], attorney for [REDACTED], regarding [REDACTED] DIP financing structure and questions of [REDACTED], primarily related to the relationship between the DIP liens and cash collateral replacement liens (.5)	SAC	B009	0.50	195.00
11/04/04	Assemble and forward documents to [REDACTED] for [REDACTED] DIP financing consideration (.3)	SAC	B009	0.30	117.00
11/04/04	Conference with David Gogol regarding his assisting ATA to make appropriate contacts respecting state financial assistance (.2)	SAC	B009	0.20	78.00

BAKER & DANIELS

Task	FINANCING				
11/04/04	Confer with Wendy Ponader regarding National City letter of credit wind off and actions needed to get cash pledged on letter of credit facility released (.3)	SAC	B009	0.30	117.00
11/04/04	Call from Wendy Ponader regarding National City negotiations on release of excess cash collateral and provide Wendy direction on terms to present to National City to resolve differences (.2)	SAC	B009	0.20	78.00
11/04/04	Evaluate America West "coming with DIP financing" report and request by creditors' committee for delays and in particular evaluate implication of delays to AirTran asset acquisition transaction (.3)	SAC	B009	0.30	117.00
11/05/04	Draft term sheet for IFA DIP financing and telephone calls to A. Mills and revisions	JMC	B009	2.50	1,025.00
11/05/04	Telephone call to G. Viets re State DIP financing and other issues	JMC	B009	0.40	164.00
11/05/04	Review term sheet for DIP financing (sale lease back) from Indiana Transportation Finance Authority (.2)	SAC	B009	0.20	78.00
11/06/04	Telephone call with A. Mills re State DIP financing term sheet	JMC	B009	0.40	164.00
11/07/04	Revise ITFA term sheet	JMC	B009	0.70	287.00
11/07/04	Telephone calls to A. Mills re term sheet	JMC	B009	0.80	328.00
11/07/04	Telephone calls to L. Beckerman re IFFA DIP term sheet, November 8 meeting and other issues	JMC	B009	0.80	328.00
11/08/04	Further revise ITFA term sheet	JMC	B009	1.30	533.00
11/08/04	Research potential sales/use tax exemption loss on sale of assets to ITFA and advise Jim Carr of issues related thereto (.4)	SAC	B009	0.40	156.00
11/08/04	Conferences with B. Skillman's staff regarding possible public loan package	HJO	B009	0.40	114.00
11/08/04	Telephone calls to City and State on financing package	DLJ	B009	0.50	212.50
11/08/04	Meeting with Gil Viets, George Mikelsons, Jim Hlavacek and Sean Frick regarding Indiana Transportation Finance Authority and Indianapolis Airport Authority Debtor-in-Possession sale-leaseback transaction (1.0)	SAC	B009	1.00	390.00

BAKER & DANIELS

Task	FINANCING				
11/08/04	Telephone calls with A. Mills and H. Efrogmson re ITFA financing	JMC	B009	0.70	287.00
11/08/04	Attendance at meeting of ITFA board to approve financing	JMC	B009	1.10	451.00
11/08/04	Meeting with M. Moore and counsel for ITFA, G. Viets and D. Aschenbach	JMC	B009	0.90	369.00
11/08/04	Revise term sheet for ITFA financing	JMC	B009	0.90	369.00
11/09/04	Review term sheet for DIP financing	JMC	B009	1.30	533.00
11/09/04	Telephone report from G. Viets; confer with M. Kennedy and otherwise follow-up on restructuring issues	GFG	B009	0.80	324.00
11/09/04	Close out discussions with [REDACTED], with call to [REDACTED] (.2)	SAC	B009	0.20	78.00
11/09/04	Analyze sales tax issues related to DIP financing (.2)	SAC	B009	0.20	78.00
11/09/04	E-mails to ATSB and Chicago re letters requested by ITFA	JMC	B009	0.70	287.00
11/09/04	Input re press release re DIP financing	JMC	B009	0.60	246.00
11/09/04	Participate in telephonic hearing (.5)	TEH	B009	0.50	92.50
11/09/04	Work on DIP order and review of DIP motion	MMH	B009	0.90	126.00
11/09/04	Telephone calls to M. Moore, M. Mills and H. Efrogmson re DIP financing	JMC	B009	1.10	451.00
11/10/04	Reply to Evan Borenstein, ATSB attorney, regarding collateral to be provided to ITFA and respecting his questions pertaining to that collateral, especially with respect to inventory qualifying as equipment and with respect to J9 engines being confused with Rolls Royce engines, including check of ATSB lien documents (.4)	SAC	B009	0.40	156.00
11/10/04	Telephone call to L. Beckerman re proposed DIP financing, bid procedures and other issues	JMC	B009	0.60	246.00
11/10/04	Conference with Daniel Lenihan, ATSB attorney, regarding status of negotiations with State and with AirTran and respecting fuel lien carve out question (.2)	SAC	B009	0.20	78.00
11/10/04	Analyze sales tax ruling request and issues related to filing of same (.3)	SAC	B009	0.30	117.00
11/10/04	Review of draft tax ruling request on State	SAC	B009	0.20	78.00

BAKER & DANIELS

Task	FINANCING				
	financing transaction (.2)				
11/10/04	Report regarding testimony available to support ATA position at hearing on Motion for Sales Procedures and for DIP financing (.1)	SAC	B009	0.10	39.00
11/10/04	Prepare e-mail to Brian Hunt regarding disclosure of ATSB Loan Agreement provisions and check language of confidentiality provisions in ATSB Loan Agreement (.3)	SAC	B009	0.30	117.00
11/10/04	Conference with Sean Frick regarding collateral issue with ATSB respecting collateral to be provided to ITFA on its DIP financing (.3)	SAC	B009	0.30	117.00
11/11/04	Lengthy telephone conference with Gil Viets respecting numerous open issues related to DIP financing, AirTran Acquisition Agreement, Bid Procedures, ██████████ ██████████ (5)	SAC	B009	0.50	195.00
11/11/04	Telephone call with D. Wing and conference with S. Claffey regarding collateral regarding ATSB and DIP (.5)	TEH	B009	0.50	92.50
11/12/04	Telephone call with J. Knauer regarding consent to continue interim cash order (.2)	TEH	B009	0.20	37.00
11/12/04	Attention to acquisition agreement, lease and sublease re DIP financing	JMC	B009	0.90	369.00
11/12/04	Prepare e-mail to George Mikelsons and Gil Viets regarding sales tax ruling ██████████ ██████████ (.3)	SAC	B009	0.30	117.00
11/12/04	Conference with Francina Dlouhy regarding sales tax ruling determination (.1)	SAC	B009	0.10	39.00
11/12/04	Conference with Gil Viets and Tom Allison of Huron Consulting to coordinate for Monday hearing (.5)	SAC	B009	0.50	195.00
11/12/04	Review and revise proposed Asset Purchase Agreement, Lease and Sublease	RAR	B009	4.50	1,440.00
11/12/04	Telephone calls to M. Moore and Melina Kennedy re special covenants re DIP financing	JMC	B009	0.90	369.00
11/12/04	Telephone call to P. Genetos re documents	JMC	B009	0.20	82.00
11/13/04	Review and revise acquisition agreement re ITFA DIP financing transaction	JMC	B009	0.80	328.00

BAKER & DANIELS

Task	FINANCING				
11/14/04	Conference call with Beckerman and Feldbaum re DIP financing	JMC	B009	0.80	328.00
11/14/04	Telephone calls to Mills re DIP documents	JMC	B009	0.60	246.00
11/14/04	Revise acquisition agreement, lease, sublease, guaranty, bill of sale re ITFA DIP financing transaction	JMC	B009	3.10	1,271.00
11/14/04	Review objection by creditors' committee to DID financing and notes on same (2.1); preparation for hearing and meeting with creditors' committee regarding same (3.1)	MMH	B009	5.20	728.00
11/15/04	Attend Court hearing on DIP financing and on Motion for Approval of Sales Procedures to provide testimony with respect to the detailed terms of the AirTran proposal (1.0)	SAC	B009	1.00	390.00
11/15/04	Participate in DIP hearing and Illinois Liquor Control hearing (3.2)	TEH	B009	3.20	592.00
11/15/04	Preparations for hearing on DIP financing; review of lease agreements and review of proposed order (4.1); multiple meetings with members of creditor's committee, company principals, and DIP lenders' counsel on same (2.5); revisions to DIP order (.4); participate in DIP hearing; multiple meetings with company; creditors committee regarding same; attend hearing on DIP procedure; revisions to DIP order	MMH	B009	10.30	1,442.00
11/15/04	Telephone calls with various parties regarding hearing on DIP financing and bid procedures (.9)	TEH	B009	0.90	166.50
11/15/04	Revise DIP interim order regarding Judge's direction and e-mail same (.6)	TEH	B009	0.60	111.00
11/15/04	Prepare all documents for hearing at 1:30 for final changes of parties in interest (1.7)	TEH	B009	1.70	314.50
11/15/04	Telephone call to J. Knauer regarding stipulation for Citibank and cash collateral (.2)	TEH	B009	0.20	37.00
11/15/04	Meeting with M. Moore, et. al. regarding ITFA loan documents and Interim Order	JMC	B009	1.40	574.00
11/15/04	Meeting with counsel for AirTran, Committee, and ATSB to attempt to resolve issues regarding DIP loan documents, bid procedures, APA and break-up fee and cash use	JMC	B009	1.10	451.00

BAKER & DANIELS

Task	FINANCING				
11/15/04	Attention to closing DIP financing	MKL	B009	0.30	102.00
11/15/04	Attend 10:30 hearing and conference with parties in interest regarding DIP and bid procedures (1.2)	TEH	B009	1.20	222.00
11/16/04	Attention to ATA Holdings not being in good standing in the State of Indiana (.1)	SAC	B009	0.10	39.00
11/16/04	Review certificates and draft opinion for ITFA transaction and analyze issues and legal matters to be addressed in a draft opinion (.4)	SAC	B009	0.40	156.00
11/16/04	Work with Tom Allison of Huron Consulting to assemble information to be presented by ATA at ITFC closing and resolve vehicle identification questions (.4)	SAC	B009	0.40	156.00
11/16/04	Attention to entry of ATA DIP order; respond to creditor inquiries regarding same	MMH	B009	0.80	112.00
11/16/04	Review revised documents for ITFA closing	JMC	B009	0.70	287.00
11/16/04	Attention to proposed opinion letter for DIP financing transaction	JMC	B009	0.50	205.00
11/16/04	Revise sources and uses schedule for ITFA Sale Lease Back Agreement (.2)	SAC	B009	0.20	78.00
11/16/04	Conference call with M. Moore, et. al. re closing ITFA loan	JMC	B009	0.80	328.00
11/16/04	Assist in preparation of ITFA opinion letter (.4)	SAC	B009	0.40	156.00
11/16/04	Formulate game plan for lease restructuring and Section 1110 issues, including strategies and options now being considered by ATA (.5)	SAC	B009	0.50	195.00
11/16/04	Meeting with G. Viets and telephone call with B. Hunt re closing of ITFA loan	JMC	B009	0.50	205.00
11/16/04	Review interim order and transaction documents (1.8); participate in conference call (.3); telephone call to B. Hunt regarding closing (.3); order certificates of existence (.2); draft and revise joint board of directors resolution (1.1); draft secretary's certificate (.2); locate articles and bylaws of ATA Airlines (.3); draft and revise legal opinion (2.0); discuss legal opinion issues (1.0); revise certificate prepared by Ice Miller (1.3); numerous telephone calls and e-mails regarding insurance, motor vehicle lists and airplane engines; telephone call regarding lack of good standing of ATA Holdings	MKL	B009	11.00	3,740.00

BAKER & DANIELS

Task	FINANCING				
	(2.3); request copies of articles and bylaws of all guarantors (.2)				
11/16/04	Conference call regarding City DIP hearing (.5)	TEH	B009	0.50	92.50
11/16/04	Participate in Board of Directors meeting for approval of DIP financing and provide Board with an update on all the various matters underway in reorganization case, and e-mail proposed Resolutions to the Board (1.1)	SAC	B009	1.10	429.00
11/16/04	Respond to e-mail correspondence regarding DIP financing order (.6)	TEH	B009	0.60	111.00
11/16/04	Conference with Gil Viets regarding terms of Press Release addressing DIP financing (.2)	SAC	B009	0.20	78.00
11/16/04	Conference with Gil Viets regarding steps to be taken to satisfy State of Indiana DIP closing requirements (.3)	SAC	B009	0.30	117.00
11/17/04	Meeting regarding lease restructuring and human resources issues (.3)	SAC	B009	0.30	117.00
11/17/04	Prepare for closing (1.2); revise opinion and ATA certificate (.6); organize exhibits to ATA certificate (articles and by-laws of all debtors) (.3); telephone call to B. Hunt regarding ATA Cargo [REDACTED] (.3); attend closing (3.6)	MKL	B009	6.00	2,040.00
11/17/04	Meeting with Gil Viets respecting lease restructuring objectives and strategies and issues (.7)	SAC	B009	0.70	273.00
11/17/04	Telephone call to G. Viets and D. Ashenbach re ITFA DIP loan closing	JMC	B009	0.30	123.00
11/17/04	Telephone call to Barnes & Thornburg re opinion letter re Interim Order and DIP financing	JMC	B009	0.30	123.00
11/17/04	Telephone call L. Beckerman re cash use	JMC	B009	0.30	123.00
11/17/04	Review and revise press release re ITFA DIP financing and conference with D. Worrell	JMC	B009	0.70	287.00
11/17/04	Review documents re ITFA closing	JMC	B009	0.80	328.00
11/18/04	Confer with Gil Viets regarding preparation of positions for meeting with General Electric (.3)	SAC	B009	0.30	117.00
11/18/04	Discussions with counsel for Wilmington Trust regarding EETC leases and negotiations with loan trustee (.3)	SAC	B009	0.30	117.00

BAKER & DANIELS

Task	FINANCING				
11/18/04	Telephone call from/to B. Hunt regarding A. Feldbaum (.1); telephone call regarding car titles (.1); telephone call to A. Feldbaum (.1); telephone call from/to C. Cleaver regarding status of airport engine information (.1)	MKL	B009	0.40	136.00
11/18/04	Review memoranda and participate in conference call regarding HSR document review	HJO	B009	0.90	256.50
11/19/04	Telephone call with B. Hunt regarding motor vehicle titles (.1); fax to B. Hunt (.1); e-mail messages(.1)	MKL	B009	0.30	102.00
11/19/04	Return telephone call to Stanley Silverstone regarding hearing question (.4)	TEH	B009	0.40	74.00
11/19/04	Telephone calls to L. Beckerman and W. Ponader re cash use	JMC	B009	0.80	328.00
11/20/04	Organize closing binders (.3); organize file (.3); attention to post-closing matters (dictate letter to fuel suppliers and letter regarding assignment of motor vehicle titles) (.4)	MKL	B009	1.00	340.00
11/20/04	Conference with Gil Viets regarding GE negotiations and demands with regard to lease restructuring (.5)	SAC	B009	0.50	195.00
11/22/04	Revise letter to fuel suppliers and letter regarding assignment of motor vehicles (1.6); telephone call to A. Feldbaum regarding the same (.3); e-mail documents to B. Hunt (.3)	MKL	B009	2.20	748.00
11/22/04	Conference with Wendy Ponader regarding Cash Use Order issues related to conversion of Interim Order to Final Order and prepare blackline of new proposed Final Order presented by ATSB against existing Interim Order and send same to Wendy Ponader (.3)	SAC	B009	0.30	117.00
11/22/04	Review e-mail from Andrew Thau regarding cash collateral use stipulation (.1)	SAC	B009	0.10	39.00
11/22/04	Review draft Final Cash Collateral Use Order and e-mail Wendy Ponader regarding problems with this draft Order (.4)	SAC	B009	0.40	156.00
11/23/04	Telephone call to/from B. Hunt regarding jet engines (.2); e-mail from C. Cleaver (.2); forward information to A. Feldbaum (.1); e-mail from A. Feldbaum with various follow-up information (.4)	MKL	B009	0.90	306.00

BAKER & DANIELS

Task	FINANCING				
11/23/04	Further telephone call from Gil Viets regarding cash collateral use issues [REDACTED] (.1)	SAC	B009	0.10	39.00
11/23/04	Conference with T. Allison and W. Ponader regarding negotiations with ATSB and Committee positions and data to be assembled by Huron to assist in resolution, [REDACTED] (.3)	SAC	B009	0.30	117.00
11/23/04	Telephone conference with Gil Viets regarding ATSB approach to Final Cash Collateral Use Order, possible need to seek approval via contested hearing, and regarding new possible proposal [REDACTED] (.3)	SAC	B009	0.30	117.00
11/23/04	Further review of ATSB redraft of Second Interim and Final Cash Collateral Use Order and identify numerous problems and deficiencies therein which require further revision/negotiation (2.1)	SAC	B009	2.10	819.00
11/23/04	Review, prepare for filing, and file third stipulation to extend interim cash collateral order; phone conference with Wendy Ponader regarding same	MMH	B009	1.20	168.00
11/24/04	Confirm order on third stipulation; e-mail to ATSB attorneys regarding same; review final cash collateral order	MMH	B009	1.10	154.00
11/24/04	Review e-mails from ATSB regarding redrafted cash collateral use order (.2)	SAC	B009	0.20	78.00
11/24/04	Telephone call from B. Hunt regarding letters regarding fuel and assignment of motor vehicles (.3); e-mail documents to A. Feldbaum (.3); e-mail revised motor vehicle list to A. Feldbaum (.2)	MKL	B009	0.80	272.00
11/25/04	E-mail to S. Frick regarding JPMorgan Chase request for certain information (.1)	SAC	B009	0.10	39.00
11/28/04	Review new cash collateral drafts (.9)	TEH	B009	0.90	166.50
11/28/04	Confer with G. Viets regarding lease restructuring [REDACTED] and J.G. Mikelsons issues regarding same (.2)	SAC	B009	0.20	78.00
11/28/04	Review interim order	MMH	B009	0.50	70.00
11/29/04	Conference telephone call with L. Beckerman, S. Reisman et al. re cash use stipulation	JMC	B009	1.30	533.00

BAKER & DANIELS

Task	FINANCING				
11/29/04	Consultation with Gil Viets and Tom Allison regarding potential testimony if cash collateral use must be resolved by contested hearing (.3)	SAC	B009	0.30	117.00
11/29/04	Review and revise draft cash use stipulation and extension stipulation	JMC	B009	1.70	697.00
11/29/04	Prepare e-mail to Tom Allison of Huron Group regarding potential contested hearing on cash collateral use and to arrange for his availability as a witness (.2)	SAC	B009	0.20	78.00
11/29/04	Telephone call regarding cash collateral issues and new draft documents (1.2)	TEH	B009	1.20	222.00
11/29/04	Attention to cash collateral use final order issue disputes and prepare for contested hearing on cash collateral use and coordinate preparation for hearing and final negotiations to resolve open issues with Wendy Ponader (1.6)	SAC	B009	1.60	624.00
11/30/04	Review and revise stipulation re cash collateral	JMC	B009	1.30	533.00
11/30/04	Conference telephone call with S. Reisman, L. Beckerman et al. re cash use	JMC	B009	0.40	164.00
11/30/04	Revise stipulation re cash collateral	JMC	B009	0.70	287.00
11/30/04	Review new draft of final cash collateral use stipulation and provide comments to Jim Carr (.4)	SAC	B009	0.40	156.00
11/30/04	Prepare e-mail to Charles Cleaver regarding Section 1110 issues (.2)	SAC	B009	0.20	78.00
11/30/04	Prepare e-mail to J. George Mikelsons regarding ILFC 1110(b) stipulation [REDACTED] (.2)	SAC	B009	0.20	78.00
11/30/04	Review Charles Cleaver reply regarding [REDACTED] mortgaged aircraft and attention to [REDACTED] of [REDACTED] L1011 as a Section 1011 asset and forward e-mails to Marlene Reich regarding error of classification [REDACTED] (.3)	SAC	B009	0.30	117.00
Total	For FINANCING		B009	144.70	48,170.00
Task	LITIGATION				
10/26/04	Telephone conversations with D. Bennett regarding meaning of 49 USC 40117(m); research regarding possible penalties [REDACTED]	MKG	B010	2.20	352.00

BAKER & DANIELS

Task	LITIGATION				
10/28/04	Locate numerous bankruptcy cases for T. Hall	HET	B010	0.50	50.00
11/09/04	Bates number documents for K. Osborn	MLK	B010	0.20	25.00
11/10/04	Preparation of documents from website for possible production for K. Osborn	MLK	B010	1.60	200.00
11/17/04	Meeting with G. Viets, J. Hlavacek, and T. Allison re 11/19 hearing status and strategy	JMC	B010	2.30	943.00
11/18/04	Draft motion regarding disclosure of leases and other material contracts with confidentiality provisions	JMC	B010	0.80	328.00
Total	For LITIGATION		B010	7.60	1,898.00
Task	MEETING OF CREDITORS				
11/05/04	Coordinate meeting with creditors' committee on Monday and review and clear e-mails from numerous sources related to ATA bankruptcy (.3)	SAC	B011	0.30	117.00
11/05/04	Review creditor committee e-mails and begin planning for meeting with creditors' committee (.3)	SAC	B011	0.30	117.00
11/08/04	Lengthy meeting with ATA officers and Official Committee and its counsel and financial advisors (2.5)	SAC	B011	2.50	975.00
11/08/04	Meeting with Gil Viets, Jim Hlavacek and George Mikelsons in preparation for meeting with Official Creditors Committee (.5)	SAC	B011	0.50	195.00
Total	For MEETING OF CREDITORS		B011	3.60	1,404.00
Task	PLAN AND DISCLOSURE STATEMENT				
11/03/04	Confer with Gil Viets and Tom Allison regarding new action plan and timing for new action plan and assembly of plan of reorganization business plan for ATA (.6)	SAC	B012	0.60	234.00
11/04/04	Telephone call regarding disclosure statement drafting (.3)	TEH	B012	0.30	55.50
11/04/04	Attention to Section 1110 action plan and his assembling ATA officers to begin implementation of plan (.3)	SAC	B012	0.30	117.00
Total	For PLAN AND DISCLOSURE STATEMENT		B012	1.20	406.50

BAKER & DANIELS

Task	RELIEF FROM STAY PROCEEDINGS				
11/08/04	Call to A. Ferrante (Committee) regarding National City's motion to lift the stay (.2); call to M. O'Neil regarding National City motion to lift stay(.1); call to T. Scherer regarding same (.1)	TEH	B013	0.40	74.00
11/11/04	Attention to National City relief from stay motion; call to J. Graham regarding same	MMH	B013	0.30	42.00
11/12/04	Telephone call to Illinois Liquor Board regarding possible stipulation on agreement on stay of enforcement (.1)	TEH	B013	0.10	18.50
11/12/04	Research Illinois liquor issues and review USAir pleadings for possible resolution (1.0)	TEH	B013	1.00	185.00
11/12/04	Draft motion to stay enforcement of Illinois Liquor Control Act	JCN	B013	1.10	137.50
11/12/04	Review and revise motion to stay enforcement of Illinois liquor statute and call to Company regarding effect of statute (.6)	TEH	B013	0.60	111.00
11/12/04	Draft emergency motion and proposed order for Illinois Liquor Board stay and review and revise same and file (1.2)	TEH	B013	1.20	222.00
11/16/04	E-mail correspondence regarding foreign vendors and other vendor issues (.6)	TEH	B013	0.60	111.00
11/23/04	Telephone call with C. Howard (AIG) regarding Chicago Express Engine (.5)	TEH	B013	0.50	92.50
11/23/04	Telephone call with W. Malone regarding foreign vendors and GE engine (.7)	TEH	B013	0.70	129.50
11/23/04	Telephone calls with GE attorneys regarding release of engine for Chicago Express (.8)	TEH	B013	0.80	148.00
Total	For RELIEF FROM STAY PROCEEDINGS		B013	7.30	1,271.00
Task	BUSINESS ANALYSIS				
10/28/04	Conference with Sean Frick regarding new cash flow projections for 2004 and ██████████ ██████████ business plan (.4); analyze options available to ATA with respect to its business plan, ██████████ ██████████ (.3); meeting with Gil Viets regarding financial situation and liquidity ██████████, including review of new projections from Sean Frick and adjustments to business plan	SAC	B015	1.40	546.00

BAKER & DANIELS

Task	BUSINESS ANALYSIS				
	and review of [REDACTED] debtor-in-possession financing terms (.4); evaluate options available to ATA in the event DIP financing cannot be obtained and ATSB succeeds in precluding use of cash collateral (.3)				
11/04/04	Conference with Gil Viets respecting America West report that it is obtaining a commitment from a third party lender (which was identified but which I will not identify in this time report) to support merger plan (.2)	SAC	B015	0.20	78.00
11/09/04	Lengthy conference with George Mikelsons regarding numerous issues related to Chapter 11 and current business plan of ATA (1.3)	SAC	B015	1.30	507.00
11/12/04	Review Asset Purchase Agreement revisions	MAC	B015	0.90	261.00
11/30/04	Attention to workers compensation and cash projections	JMC	B015	0.60	246.00
Total	For BUSINESS ANALYSIS		B015	4.40	1,638.00
Task	CORPORATE FINANCE				
10/27/04	Review and revise Form 8-K filing	MNB	B016	0.80	180.00
10/27/04	Review Asset Purchase Agreement.	DCW	B016	1.30	539.50
10/28/04	Assist with disclosure schedules.	CGL	B016	0.30	72.00
10/28/04	Meeting with Mesirow officers and principals respecting its potential contribution of consulting services to ATA (.3)	SAC	B016	0.30	117.00
10/28/04	Attention to developments and proposed transfer to AirTran.	DCW	B016	0.40	166.00
10/28/04	Review and revise draft Asset Purchase Agreement with AirTran.	DCW	B016	2.00	830.00
10/29/04	Review and revise Asset Acquisition Agreement with AirTran. Conference with Brian Hunt regarding preparation of schedules.	DCW	B016	3.20	1,328.00
10/30/04	Participate in negotiation session regarding AirTran agreement.	DCW	B016	5.50	2,282.50
10/31/04	Travel to Chicago for meeting with Commissioner of Insurance and AirTran. Participate in meeting. Return to Indianapolis.	DCW	B016	8.50	3,527.50
11/02/04	Review and revise changes to Asset Acquisition	DCW	B016	4.70	1,950.50

BAKER & DANIELS

Task	CORPORATE FINANCE				
	Agreement. Review draft of disclosure schedules.				
11/03/04	Attend meeting at Company with officers. Review schedules. Conference with Brian Hunt. Participate in conference call with AirTran attorneys regarding changes to Asset Acquisition Agreement.	DCW	B016	7.40	3,071.00
11/04/04	Preparation for and participate in conference call regarding changes to AirTran Asset Acquisition Agreement. Participate in Board meeting regarding same.	DCW	B016	4.40	1,826.00
11/05/04	Review and revise draft of Asset Acquisition Agreement. Prepare checklist for actions relating to possible changes in management positions.	DCW	B016	3.70	1,535.50
11/06/04	Conference with lawyers from AirTran regarding disclosure schedules.	DCW	B016	1.40	581.00
11/08/04	Review revised draft of Asset Acquisition Agreement. Exchange e-mails regarding same. Conference with Brian Hunt regarding changes to disclosure schedules.	DCW	B016	4.90	2,033.50
11/09/04	Review revised disclosure schedules. Conference with Brian Hunt.	DCW	B016	1.00	415.00
11/10/04	Review and revise description of AirTran agreement for 10-Q. Review revised draft of AirTran agreement. Participate in conference call regarding changes. Send out marked copy to working group.	DCW	B016	4.40	1,826.00
11/11/04	Review and revise 10-Q. Revise 12b-25. Conference with Dave Wing. Review revisions to Asset Acquisition Agreement.	DCW	B016	4.20	1,743.00
11/12/04	Conference with Gil Viets regarding 10-Q extension issues and respecting lease renegotiations and staffing of same (.4)	SAC	B016	0.40	156.00
11/12/04	Review revised draft of Asset Acquisition Agreement. Revise press release. Revise 12b-25 notice of late filing. Conference with Gil Viets. Conference with Wisty Malone. Review and revise 10-Q. Draft press release regarding AirTran and DIP financing.	DCW	B016	4.20	1,743.00
11/13/04	Prepare "to do" list for case and prepare e-mail regarding lease negotiations (.4)	SAC	B016	0.40	156.00

BAKER & DANIELS

Task	CORPORATE FINANCE				
11/14/04	Review revised draft of Asset Acquisition Agreement. Review revisions to schedules. Send mark-up of schedules to Company..	DCW	B016	4.70	1,950.50
11/15/04	Review and revise changes to AirTran agreement. Draft description for press release. Conference with Brian Hunt. Conferences with Roxanne Butler and others regarding changes to press release.	DCW	B016	4.20	1,743.00
11/16/04	Review revisions to AirTran Agreement. Review and revise 12b-25. Conference regarding DTC listing. Review and revise press release regarding AirTran agreement. Conference with Brian Hunt.	DCW	B016	3.20	1,328.00
11/17/04	Draft press release on DIP financing closing. Review and revise 10-Q. Send comments to Stewart Bell and others.	DCW	B016	2.90	1,203.50
11/18/04	Review and revise 10-Q; draft 8-K; conference with B. Hunt; draft press release; conference with R. Butler	DCW	B016	1.40	581.00
11/19/04	Review and revise 10-Q and 8-K; send documents to client	DCW	B016	1.50	622.50
11/20/04	Review revised draft of 10-Q	DCW	B016	0.80	332.00
Total	For CORPORATE FINANCE		B016	82.10	33,839.50
Task	LITIGATION CONSULTING				
11/02/04	Call Amy Rowena regarding September 11 litigation in New York and notice to be given to litigants in that case respecting stay order (.2)	SAC	B018	0.20	78.00
11/02/04	Call from Amy Rowena regarding September 11 litigation and her action plan for advising litigants of stay order (.2)	SAC	B018	0.20	78.00
11/03/04	E-mails from Amy Rowena regarding 9/11 litigation (.1)	SAC	B018	0.10	39.00
Total	For LITIGATION CONSULTING		B018	0.50	195.00
Task	TAX ISSUES				
11/04/04	Telephone call with L. Bailey and J. Kiel regarding inquiry regarding possible language prepared by Ernst & Young to accompany tax returns (0.3)	JDO	B020	0.30	75.00

BAKER & DANIELS

Task	TAX ISSUES				
11/05/04	Attention to Illinois sales and use tax issues raised by asset acquisition agreement (.2)	SAC	B020	0.20	78.00
11/05/04	Attention to e-mail from L. Bailey and T. Hall (0.5)	JDO	B020	0.50	125.00
11/05/04	Attention to Illinois tax issues	FAD	B020	0.30	127.50
11/05/04	Investigate sales tax issues with respect to sale of intangibles located in Illinois and respecting potential sales taxes on sale leaseback on state financing transaction (.3)	SAC	B020	0.30	117.00
11/06/04	Consider and respond to question regarding sales tax issue	FAD	B020	0.30	127.50
11/07/04	Inquiry regarding Indiana sales tax (0.3)	JDO	B020	0.30	75.00
11/08/04	Attention to sales tax issue regarding state financing	FAD	B020	0.30	127.50
11/09/04	Read assignment; discuss issues; read draft ruling request and suggest edits to same	FAD	B020	1.80	765.00
11/09/04	Attention to e-mails (0.5); attention to review of materials and commence drafting ruling request (4.8); commence review of materials regarding Illinois transaction (1.5)	JDO	B020	6.80	1,700.00
11/10/04	Work on ruling requests	FAD	B020	0.90	382.50
11/10/04	Continue attention to ruling request (2.4); confer with F. Dlouhy regarding same (0.6); attention to Illinois sales tax matter (0.6)	JDO	B020	3.60	900.00
11/10/04	Review and revise letter re tax ruling re State DIP financing	JMC	B020	0.70	287.00
11/11/04	Attention to state matter (1.5); conference regarding same (0.5); attention to Illinois tax research (1.5)	JDO	B020	3.50	875.00
11/11/04	Attention to issues regarding rulings; confer regarding status	FAD	B020	0.60	255.00
11/12/04	Review e-mail; attention to ruling	FAD	B020	0.30	127.50
11/12/04	Attention to e-mails and voicemail message regarding State of Indiana ruling request (0.5)	JDO	B020	0.50	125.00
11/13/04	Review status of and attention to Indiana tax matter (0.8)	JDO	B020	0.80	200.00
11/17/04	Attention to Illinois sales and use tax research (1.5)	JDO	B020	1.50	375.00

BAKER & DANIELS

Task	TAX ISSUES				
11/22/04	Attention to Illinois tax issue	FAD	B020	0.30	127.50
11/23/04	Continue attention to Illinois sales and use tax issues (2.2); report findings (0.6)	JDO	B020	2.80	700.00
Total For TAX ISSUES			B020	26.60	7,672.00
Total Services.....				Hours	1,827.10 482,112.00
Date	Disbursements				Total
11/16/04	Copying Charge - - Vendor: Ikon Office Solutions				131.44
	Total For Copying Charge				131.44
11/22/04	Filing, Recording Fee - - Vendor: CT Corporation System Certificates of Existence				58.00
	Total For Filing, Recording Fee				58.00
11/03/04	Transcript Charge - - Vendor: GCI Transcription Service				350.00
11/19/04	Transcript Charge - - Vendor: GCI Transcription Service Expedited Transcript				810.00
11/22/04	Transcript Charge				(53.60)
11/22/04	Transcript Charge - - Vendor: GCI Transcription Service				555.00
	Total For Transcript Charge				1,661.40
10/31/04	Travel/Lodging - - Vendor: Stephen A. Claffey Parking				20.00
10/31/04	Travel/Lodging - - Vendor: David C. Worrell Travel expenses in Chicago, IL				140.00
11/29/04	Travel/Lodging - Mileage to Indianapolis office, parking and dinner re HSR document review- Vendor: Jeffrey V. Gery				105.02
	Total For Travel/Lodging				265.02
11/14/04	Meals/Entertainment - - Vendor: Melissa Hinds Working Group Dinner				50.00
11/15/04	Meals/Entertainment - - Vendor: Coolbaker's International, LLC Lunch				159.33
11/18/04	Meals/Entertainment - - Vendor: James M. Carr Lunch				88.46
11/22/04	Meals/Entertainment - - Vendor: Coolbaker's International, LLC Lunch				28.03
	Total For Meals/Entertainment				325.82
11/17/04	Mileage - - Vendor: Cara R. Brook to/from Indianapolis, IN				103.50
	Total For Mileage				103.50
10/29/04	Computerized Research Westlaw				495.58

BAKER & DANIELS

10/29/04	Computerized Research	Westlaw	39.19
10/29/04	Computerized Research	Westlaw	25.26
10/29/04	Computerized Research	Westlaw	0.09
11/17/04	Computerized Research	Westlaw	12.89
11/17/04	Computerized Research	Westlaw	95.01
11/17/04	Computerized Research	Westlaw	52.72
	Total For	Computerized Research	<u>720.74</u>
10/29/04	Computerized Research	accessIndiana/CivicNet	45.00
10/29/04	Computerized Research	Global Securities Info., Inc.	50.00
	Total For	Computerized Research - Other	<u>95.00</u>
10/29/04	Local Cab Runs	CD&L Delivery	25.22
10/29/04	Local Cab Runs	10/07/04	16.00
	Total For	Local Cab Runs	<u>41.22</u>
10/26/04	Caller: N/A	: 917 741-1013	0.45
10/26/04	Caller: N/A	: 917 741-1013	0.50
10/26/04	Caller: N/A	: 917 952-3529	0.40
10/26/04	Caller: N/A	: 203 357-3654	1.16
10/26/04	Caller: N/A	: 202 366-2001	1.41
10/26/04	Caller: N/A	: 212 696-6086	0.43
10/26/04	Caller: N/A	: 425 965-4100	3.91
10/26/04	Caller: N/A	: 212 310-8000	0.71
10/26/04	Caller: N/A	: 202 366-2001	0.60
10/26/04	Caller: N/A	: 212 696-6086	0.43
10/26/04	Caller: N/A	: 312 407-6615	0.55
10/26/04	Caller: N/A	: 312 407-0889	1.18
10/26/04	Caller: N/A	: 212 696-6989	0.38
10/26/04	Caller: N/A	: 917 952-3529	0.40
10/26/04	Caller: N/A	: 773 315-9065	0.23
10/26/04	Caller: N/A	: 312 543-0412	0.38
10/26/04	Caller: N/A	: 704 331-1058	0.55
10/26/04	Caller: N/A	: 202 366-2001	0.48
10/26/04	Caller: N/A	: 203 618-2695	0.35

BAKER & DANIELS

10/26/04	Caller: N/A : 201 652-1484	0.38
10/26/04	Caller: N/A : 312 407-0889	0.45
10/26/04	Caller: N/A : 425 965-4100	0.28
10/26/04	Caller: N/A : 212 497-1324	0.48
10/26/04	Caller: N/A : 212 756-2207	0.28
10/26/04	Caller: N/A : 202 626-6651	1.13
10/27/04	Caller: N/A : 202 637-5669	0.53
10/27/04	Caller: N/A : 312 972-0542	0.66
10/27/04	Caller: N/A : 703 816-8150	0.76
10/27/04	Caller: N/A : 703 816-8067	2.44
10/27/04	Caller: N/A : 212 696-6949	1.08
10/27/04	Caller: N/A : 312 543-4499	0.63
10/27/04	Caller: N/A : 215 977-6960	0.23
10/27/04	Caller: N/A : 312 516-4442	0.71
10/27/04	Caller: N/A : 703 846-3109	0.40
10/27/04	Caller: N/A : 419 421-3265	0.50
10/27/04	Caller: N/A : 925 790-3582	0.33
10/27/04	Caller: N/A : 210 283-2415	0.60
10/27/04	Caller: N/A : 402 341-3070	0.40
10/28/04	Caller: N/A : 312 835-1245	1.36
10/28/04	Caller: N/A : 214 855-7171	0.91
10/28/04	Caller: N/A : 425 471-3333	0.63
10/28/04	Caller: N/A : 312 543-4499	0.33
10/28/04	Caller: N/A : 212 696-6949	0.50
10/29/04	Caller: N/A : 703 816-8067	0.20
10/29/04	Caller: N/A : 404 815-3594	0.35
10/29/04	Caller: N/A : 404 815-3723	0.35
10/29/04	Caller: N/A : 312 407-6610	2.67
10/29/04	Caller: N/A : 312 907-4765	0.58
10/29/04	Caller: N/A : 212 696-8898	0.86
10/29/04	Caller: N/A : 404 815-3594	0.58
10/29/04	Caller: N/A : 773 686-8060	0.40
10/29/04	Caller: N/A : 312 744-0461	0.20
10/29/04	Caller: N/A : 212 696-8898	0.33
10/29/04	Caller: N/A : 312 744-6737	1.08

BAKER & DANIELS

10/29/04	Caller: N/A : 516 398-4001	1.03
10/29/04	Caller: N/A : 212 696-6199	0.73
10/29/04	Caller: N/A : 212 696-8898	0.30
10/29/04	Caller: N/A : 516 398-4001	0.30
10/29/04	Caller: N/A : 202 366-2001	0.30
10/30/04	Caller: N/A : 404 815-3594	8.79
10/30/04	Caller: N/A : 206 617-8900	0.73
10/30/04	Caller: N/A : 301 325-7839	2.34
11/01/04	Caller: N/A : 207 791-2852	0.53
11/01/04	Caller: N/A : 404 815-3594	0.30
11/01/04	Caller: N/A : 419 421-3265	0.28
11/01/04	Caller: N/A : 216 643-5075	1.64
11/01/04	Caller: N/A : 201 968-0001	0.33
11/01/04	Caller: N/A : 217 558-2427	0.28
11/03/04	Caller: N/A : 216 643-5075	0.68
11/03/04	Caller: N/A : 602 229-5416	1.34
11/03/04	Caller: N/A : 404 815-3682	0.43
11/04/04	Caller: N/A : 914 552-2930	2.44
11/04/04	Caller: N/A : 212 847-8794	1.29
11/05/04	Caller: N/A : 212 847-8793	0.68
11/05/04	Caller: N/A : 212 468-4800	0.66
11/05/04	Caller: N/A : 312 499-6700	0.48
11/08/04	Caller: N/A : 312 814-1804	0.66
11/08/04	Caller: N/A : 203 862-7021	0.55
11/09/04	Caller: N/A : 212 847-8793	3.23
11/09/04	Caller: N/A : 212 339-4239	0.53
11/09/04	Caller: N/A : 404 885-3600	2.70
11/09/04	Caller: N/A : 404 885-3600	2.04
11/10/04	Caller: N/A : 212 735-2040	0.86
11/10/04	Caller: N/A : 212 735-7888	0.25
11/10/04	Caller: N/A : 212 735-2677	1.34
11/11/04	Caller: N/A : 212 872-8010	2.04
11/11/04	Caller: N/A : 212 696-6949	3.25
11/11/04	Caller: N/A : 404 815-3594	1.06
11/11/04	Caller: N/A : 212 696-6949	1.26

BAKER & DANIELS

11/11/04	Caller: N/A : 202 626-6651	2.90
11/11/04	Caller: N/A : 202 366-9154	0.30
11/11/04	Caller: N/A : 917 566-1006	0.66
11/11/04	Caller: N/A : 917 566-1006	0.50
11/11/04	Caller: N/A : 212 632-2601	0.40
11/11/04	Caller: N/A : 212 702-8511	1.39
11/11/04	Caller: N/A : 212 557-7200	0.98
11/11/04	Caller: N/A : 212 702-8503	0.60
11/11/04	Caller: N/A : 917 612-3805	0.25
11/11/04	Caller: N/A : 816 914-0919	1.49
11/11/04	Caller: N/A : 404 885-3600	5.57
11/11/04	Caller: N/A : 404 885-3600	0.68
11/11/04	Caller: N/A : 404 885-3250	3.83
11/11/04	Caller: N/A : 310 568-0767	1.64
11/11/04	Caller: N/A : 312 606-3242	0.66
11/12/04	Caller: N/A : 404 815-3594	0.38
11/12/04	Caller: N/A : 202 312-7402	0.96
11/12/04	Caller: N/A : 202 945-6138	1.59
11/12/04	Caller: N/A : 404 815-3594	0.53
11/12/04	Caller: N/A : 404 815-3594	8.01
11/17/04	Caller: N/A : 216 643-5175	0.25
11/18/04	Caller: N/A : 727 821-9800	12.30
11/18/04	Caller: N/A : 404 815-3594	1.23
11/18/04	Caller: N/A : 212 872-1000	0.88
11/18/04	Caller: N/A : 212 872-8010	0.71
11/18/04	Caller: N/A : 212 398-4898	0.28
11/18/04	Caller: N/A : 404 815-3594	0.60
11/18/04	Caller: N/A : 212 872-1000	0.86
11/18/04	Caller: N/A : 212 872-1000	0.33
11/18/04	Caller: N/A : 404 815-3534	1.11
11/18/04	Caller: N/A : 212 808-7915	0.28
11/18/04	Caller: N/A : 212 702-8644	0.20
11/18/04	Caller: N/A : 612 466-5890	0.98
11/18/04	Caller: N/A : 212 521-6962	0.53
11/18/04	Caller: N/A : 404 735-5130	0.63

BAKER & DANIELS

11/18/04	Caller: N/A : 404 815-3632	0.73
11/18/04	Caller: N/A : 514 282-1837	1.86
11/19/04	Caller: N/A : 212 489-8230	0.30
11/19/04	Caller: N/A : 212 210-9400	0.40
11/19/04	Caller: N/A : 973 966-6300	0.20
11/19/04	Caller: N/A : 602 382-6000	0.28
11/19/04	Caller: N/A : 206 622-3150	0.23
11/19/04	Caller: N/A : 305 577-7000	0.23
11/19/04	Caller: N/A : 617 832-1000	0.71
11/19/04	Caller: N/A : 305 577-7069	0.30
11/19/04	Caller: N/A : 206 622-3150	0.78
11/19/04	Caller: N/A : 212 872-7474	0.63
11/19/04	Caller: N/A : 914 997-1346	0.71
11/19/04	Caller: N/A : 312 543-4499	0.71
11/23/04	Caller: N/A : 217 524-0092	0.53
11/23/04	Caller: N/A : 773 948-8013	1.64
11/23/04	Caller: N/A : 773 304-6307	0.35
11/23/04	Caller: N/A : 773 383-1268	0.83
11/23/04	Caller: N/A : 916 654-8008	0.35
11/23/04	Caller: N/A : 213 485-8332	0.23
11/23/04	Caller: N/A : 213 485-5019	0.48
11/23/04	Caller: N/A : 213 485-8332	0.28
11/23/04	Caller: N/A : 217 782-7054	1.71
11/23/04	Caller: N/A : 312 814-5232	0.66
11/23/04	Caller: N/A : 212 530-5474	5.64
11/24/04	Caller: N/A : 816 560-5331	4.59
11/24/04	Caller: N/A : 713 758-2222	1.03
11/24/04	Caller: N/A : 202 775-5774	2.29
11/29/04	Caller: N/A : 011 4420744	0.43
Total For Long Distance Telephone		167.35
10/29/04	Other Copying Expenses Misc Copies	43.50
10/29/04	Other Copying Expenses Misc Copies	104.00
10/29/04	Other Copying Expenses Misc Copies	6,105.06
10/29/04	Other Copying Expenses Misc Copies	80.00

BAKER & DANIELS

10/29/04	Other Copying Expenses	Misc Copies	763.00
11/05/04	Other Copying Expenses	Misc Copies	1.25
11/05/04	Other Copying Expenses	Misc Copies	2.00
11/05/04	Other Copying Expenses	Misc Copies	14.00
11/12/04	Other Copying Expenses	Misc Copies	4.00
11/12/04	Other Copying Expenses	Misc Copies	80.00
11/19/04	Other Copying Expenses	Misc Copies	24.00
11/19/04	Other Copying Expenses	Misc Copies	12.00
11/19/04	Other Copying Expenses	Misc Copies	40.00
11/19/04	Other Copying Expenses	Misc Copies	30.00
11/30/04	Other Copying Expenses	Misc Copies	9.75
11/30/04	Other Copying Expenses	Misc Copies	4.02
11/30/04	Other Copying Expenses	Misc Copies	4.00
11/30/04	Other Copying Expenses	Misc Copies	8.00
11/30/04	Other Copying Expenses	Misc Copies	6.00
11/30/04	Other Copying Expenses	Misc Copies	8.00
11/30/04	Other Copying Expenses	Misc Copies	90.00
11/30/04	Other Copying Expenses	Misc Copies	151.20
	Total For	Other Copying Expenses	<u>7,583.78</u>
11/11/04	Postage/Air/Express Delivery	Fed Ex	54.37
	Total For	Postage/Air/Express Delivery	<u>54.37</u>
10/29/04	Telecopy		127.30
11/01/04	Telecopy		72.20
11/02/04	Telecopy		4.75
11/02/04	Telecopy		6.65
11/09/04	Telecopy		1.90
11/11/04	Telecopy		3.80
11/16/04	Telecopy		5.70
11/17/04	Telecopy		1.90
11/18/04	Telecopy Fax to: 7133699		3.80
11/19/04	Telecopy		3.80
11/22/04	Telecopy		3.80
11/24/04	Telecopy		99.75

BAKER & DANIELS

11/29/04	Telecopy		2.85
11/30/04	Telecopy		2.85
	Total For	Telecopy	<u>341.05</u>
11/15/04	Telecopy-Desktop		3.80
	Total For	Telecopy-Desktop	<u>3.80</u>
11/08/04	Tabs		9.00
	Total For	Tabs	<u>9.00</u>
	Copying Costs		4.05
	Copying Costs	3	4,885.05
	Total Disbursements.....	\$	<u>16,450.59</u>
	Total Services And Disbursements.....	\$	<u><u>498,562.59</u></u>

	Task Description	Hours	Value
B001	ASSET ANALYSIS AND RECOVERY	28.50	5,448.00
B002	ASSET DISPOSITION	662.00	180,018.50
B003	BUSINESS OPERATIONS	211.30	62,153.50
B004	CASE ADMINISTRATION	569.20	118,682.50
B005	CLAIMS ADMINISTRATION AND OBJECTIONS	46.20	9,903.50
B006	EMPLOYEE BENEFIT/PENSIONS	25.10	7,742.00
B007	FEE/EMPLOYMENT APPLICATIONS	3.80	541.00
B008	FEE/EMPLOYMENT OBJECTIONS	3.00	1,129.00
B009	FINANCING	144.70	48,170.00
B010	LITIGATION	7.60	1,898.00
B011	MEETING OF CREDITORS	3.60	1,404.00
B012	PLAN AND DISCLOSURE STATEMENT	1.20	406.50
B013	RELIEF FROM STAY PROCEEDINGS	7.30	1,271.00
B015	BUSINESS ANALYSIS	4.40	1,638.00
B016	CORPORATE FINANCE	82.10	33,839.50
B018	LITIGATION CONSULTING	0.50	195.00

BAKER & DANIELS

B020 TAX ISSUES

26.60	<u>7,672.00</u>
1,827.10	482,112.00