SO ORDERED: May 10, 2005.

Basil H. Lorch III
United States Bankruptcy Judge

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

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

ORDER GRANTING MOTION FOR AUTHORITY TO HOLD UNDER SEAL EXHIBIT A TO MOTION ON SHORTENED NOTICE FOR ENTRY OF AN ORDER PURSUANT TO §363(b)(1) AUTHORIZING ATA AIRLINES, INC. TO ENTER INTO AIRCRAFT LEASE WITH AAR-GS CLASSICS LEASING LLC

This matter having come before the Court upon the Motion For Authority To Hold Under Seal Exhibit A To Motion On Shortened Notice For Entry Of An Order Pursuant to §363(b)(1) Authorizing ATA Airlines, Inc. To Enter Into Aircraft Lease With AAR-GS Classics Leasing LLC (the "Exhibit Motion") filed by the above captioned debtors and debtors in possession (collectively, the "Debtors") in the above-captioned Chapter 11 cases seeking

[1] The Debtors are the following entities: ATA Holdings Corp. (04-19866), ATA Airlines, Inc. (04-19868), Ambassadair Travel Club, Inc. (04-19869), ATA Leisure Corp. (04-19870), Amber Travel, Inc. (04-19871), American Trans Air Execujet, Inc. (04-19872), ATA Cargo, Inc. (04-19873), and Chicago Express Airlines, Inc. (04-19874).

entry of an order pursuant to Section 107(b)(1) of Title 11 of the United States Code (the "Bankruptcy Code") authorizing the Debtors to file Exhibit A to the Motion[2] under seal, and the Court, having reviewed the Exhibit Motion, now GRANTS the Exhibit Motion, it appearing to the Court that it has been made for good cause.

Accordingly,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

A. The Exhibit Motion is GRANTED.

B. Pursuant to Section 107(b)(1) of the Bankruptcy Code and Rule 9018 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the Debtors are hereby authorized to file Exhibit A under seal.

C. Exhibit A shall remain under seal and confidential, and no such document shall be made available to anyone other than as set forth in this Order.

D. The following persons may access Exhibit A under the following conditions: (a) the Court; (b) the United States Trustee; (c) professionals retained by an official committee in the instant case (but not individual committee members or professionals employed or retained by an individual member), (d) counsel for the DIP lender, provided that Exhibit A is (i) reviewed at, and not removed from, the offices of Baker & Daniels, 300 North Meridian Street, Suite 2700, Indianapolis, Indiana 46204, (317) 237-0300 and (ii) not duplicated; (e) the ATSB; and (f) those persons (i) who, upon motion and after notice and hearing, (1) demonstrates "cause" in its need to obtain such information, and (2) agrees to keep such information confidential unless otherwise ordered by the Court.

[2] Capitalized terms used herein and not defined shall have the meaning given to them in the Exhibit Motion.

E. Access to Exhibit A, subject to the conditions set forth above, shall be for the sole purpose of assessing the relief requested in the Motion. Any parties permitted access to Exhibit A shall not share any information contained with such documents with any third party. Any party found to have violated the conditions in this paragraph shall be subject to sanctions for violation of this Order.

F. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

###

Requested by:

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

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

Distribution:

Core Group
2002 List
Appearance List
AAR

BAE SYSTEMS

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

CERTIFICATE OF SERVICE

District/off: 0756-1 User: cathy Page 1 of 1 Date Rcvd: May 11, 2005
Case: 04-19866 Form ID: pdfOrder Total Served: 1

The following entities were served by first class mail on May 13, 2005.
aty +Jeffrey C Nelson, Baker & Daniels, 300 N. Meridian Street, Suite 2700, Indianapolis, IN 46204-1782

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

***** BYPASSED RECIPIENTS *****
NONE. TOTAL: 0

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

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

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

Date: May 13, 2005 **Signature:** Joseph Speetjens