UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF INDIANA - INDIANAPOLIS

IN THE MATTER OF:	.	Case 04-19866
ATA HOLDINGS CORP, et al	.	Indianapolis, Indiana
CHICAGO EXPRESS AIRLINES, INC.	.	**August 2, 2005**
Debtors	.	10:40:30 a.m.

TRANSCRIPT OF HEARING ON:
(1) - [#1837, 2135] MOTION TO REJECT CONTRACT WITH SABRE, INC.;
(2) - [#2013, 2068] MOTION TO COMPEL INDIANAPOLIS AIRPORT AUTHORITY TO COMPEL ASSUMPTION OR REJECTION OF UNEXPIRED LEASE;
(3) - [#2504, 2583, 2588, 2604] MOTION FOR APPROVAL OF ASSUMPTION FOR MAINTENANCE FACILITY LEASE WITH INDIANAPOLIS AIRPORT AUTHORITY
(4) - [#2634, 2643] JOINT MOTION TO AUTHORIZE COMPROMISE AND SETTLEMENT BETWEEN DEBTORS, IAA,, AND REGENTS BANK;
(5) - [#2081] FIRST APPLICATION OF CO-COUNSEL SOMMER & BARNARD FOR DEBTORS FOR INTERIM ALLOWANCES AND REIMBURSEMENT OF EXPENSES;
(6) - [#2130] FIRST QUARTERLY FEE APPLICATION, BAKER & DANIELS;
(7) - [#2259] FIRST QUARTERLY FEE APP., GREENEBAUM, DOLL & McDONALD;
(8) - [2360] FEE APPLICATION, AKIN GUMP LAW FIRM, 11-3-04 TO 2-28-05;
(9) - [#2493, #2627] MOTION OF AEROREPAIR CORP. FOR ALLOWANCE AND PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM;
(10) - [#2552] SECOND QUARTER FEE APPLICATION OF KPMG;
BEFORE THE HONORABLE BASIL H. LORCH, III, J.U.S.B.C.

APPEARANCES (See Next Page)

Electronic Sound Recording Operator: Nikko Ratliff

Proceedings Recorded by Electronic Sound Recording
Transcript Produced by Certified Transcription Service

GCI TRANSCRIPTION SERVICES
210 Bayberry Avenue
Egg Harbor Township, NJ 08234-5901
1-609-927-0299 FAX 1-609-927-6420 1-800-471-0299
e-mail - irwingloria@comcast.net

APPEARANCES

For the Debtor:

JAMES M. CARR, ESQ.
TERRY E. HALL, ESQ.
MELISSA HINDS, ESQ.
Baker & Daniels
300 N. Meridian Street, Suite 2700
Indianapolis, IN 46204

For the Debtors:

MICHAEL P. O'NEIL, ESQ.
Sommer & Barnard
One Indiana Square #3500
Indianapolis, IN 46204

For the City of Chicago:

RICHARD S. LAUTER, ESQ. (Via Phone)
Seyfarth Shaw, LLP
55 E. Monroe Street, Suite 4200
Chicago, IL 60603

For the United States:

BRENDAN COLLINS, AUSA
U.S. Department of Justice
P.O. Box 875
Washington, DC, 20044
--------continued-------->

Electronic Sound Recording Operator: Nikko Ratliff

Proceedings Recorded by Electronic Sound Recording
Transcript Produced by Certified Transcription Service

GCI TRANSCRIPTION SERVICES
210 Bayberry Avenue
Egg Harbor Township, NJ 08234-5901
1-609-927-0299 FAX 1-609-927-6420 1-800-471-0299
e-mail - irwingloria@comcast.net

APPEARANCES - Continued

For Official Committee of Unsecured Creditors:	DAVID BOTTER, ESQ. Akin Gump Strauss Hauer & Feld 590 Madison Avenue New York, NY 10022-2524
For Ad Hoc Committee of Certificate Holders of Class A Atah 96-00001 and 1997-1 Enhancement Equipment Trust Certificate Programs:	THOMAS N. ECKERLE, ESQ. Henderson Daily Withrow & DeVoe One Indiana Square, Suite 2600 Indianapolis, IN 46204
For Boeing, Co., Boeing Capital Corp., BCC. Leasing Equipment & Affiliates	JEANNETTE EISAN HINSHAW, ESQ. Bose, McKinney & Evans 135 N. Pennsylvania Avenue, Suite 2700 Indianapolis, IN 46204
For City and County of San Francisco:	RANDY C. EYSTER, ESQ. Feiwell & Hannoy 251 N. Illinois #1700 P.O. Box 44141 Indianapolis, IN 46244
U.S. Trustee:	JOSEPH F. McGONIGAL, U.S. Trustee 101 W. Ohio Street, Suite 1000 Indianapolis, IN 46204

----------continued--------->

Electronic Sound Recording Operator: Nikko Ratliff

Proceedings Recorded by Electronic Sound Recording
Transcript Produced by Certified Transcription Service

GCI TRANSCRIPTION SERVICES
210 Bayberry Avenue
Egg Harbor Township, NJ 08234-5901
1-609-927-0299 FAX 1-609-927-6420 1-800-471-0299
e-mail - irwingloria@comcast.net

APPEARANCES - Continued

For Indianapolis Airport Authority:

HENRY A. EFROYMSON, ESQ.
BEN CAUGHEY, ESQ.
Ice Miller®
One American Square Box 82001
Indianapolis, IN 46282

For Tranche A and Tranche B Lender, Citibank, And Govco, Inc.:

JEFFREY LOGSTON, ESQ.
Kroger Gardis & Regas, LLP
111 Monument Circle, Suite 900
Indianapolis, IN 46204

For International Association of Machinists & Aerospace Workers:

JOHN R. CARR, III, ESQ.
BRETT S. CLEMENT, ESQ.
Ayers, Carr & Sullivan, P.C.
251 E. Ohio Street, #600
Indianapolis, IN 46204

For Key Corp. Leasing, a/k/a/ Key Equipment Finance:

MICHAEL A. AXEL, ESQ. (Via Phone)
Key Bank National Association
137 Public Square, 2nd Fl.
Cleveland, OH 44114

For Union Planters Bank:

JON B. ABELS, ESQ.
Dann Pecar Newman & Kleiman
One American Square #2300
Indianapolis, IN 46282

--------continued-------->

Electronic Sound Recording Operator: Nikko Ratliff

Proceedings Recorded by Electronic Sound Recording
Transcript Produced by Certified Transcription Service

GCI TRANSCRIPTION SERVICES
210 Bayberry Avenue
Egg Harbor Township, NJ 08234-5901
1-609-927-0299 FAX 1-609-927-6420 1-800-471-0299
e-mail - irwingloria@comcast.net

APPEARANCES - Continued

For Flying Foods Group:
DEBORAH CARUSO, ESQ. (Phone)
Dale & Eke
9100 Keystone Crossing, Suite 400
Indianapolis, IN 46240

For Finova Capital Corp.:
JILL LEVI, ESQ.
Todd & Levi, LLP
444 Madison Avenue
New York, NY 10022

For Southwest Airlines:
STEVE DOMANOWSKI, ESQ.
Bell, Boyd & Lloyd, LLP
70 W. Madison Ave., #3100
Chicago, IL 60602

For Nortel Networks, Inc.:
ALAN M. NOSKOW, ESQ.
Piper Rudnick, LLP
1775 Wiehle Ave. Suite 400
Reston, VA 20190

For Aircraft Mechanics' Fraternal Association:
GEORGE DIAMANTOPOULOS, ESQ.
Seham, Seham, Meltz & Peterson, LLP
380 Madison Ave. 17-B
New York, NY 10017

---------continued---------

Electronic Sound Recording Operator: Nikko Ratliff

Proceedings Recorded by Electronic Sound Recording
Transcript Produced by Certified Transcription Service

GCI TRANSCRIPTION SERVICES
210 Bayberry Avenue
Egg Harbor Township, NJ 08234-5901
1-609-927-0299 FAX 1-609-927-6420 1-800-471-0299
e-mail - irwingloria@comcast.net

APPEARANCES - Continued

For AeroRepair Corp.:	RICHARD P. GONON, ESQ. 9465 Counselors Row, Suite 200 Indianapolis, IN 46240
For U.S. Bank, N.A.:	TIMOTHY L. BLACK, ESQ. Feiwell & Hannoy 251 N. Illinois #1700 Indianapolis, IN 46244
For Daniel Zaniel, Galileo International Airlines, LLC, and Pascagula Navarrete:	K.C. COHEN, ESQ.
For Celeste Industries Corp.:	JOHN M. ROGERS, ESQ.
For Parminder Bajaj:	ROBERT F. RUBIN, ESQ.
For SBN, Inc., d/b/a Corporate Wings, St. Joseph County Airport Authority:	ROBERT L. KONOPINSKI, ESQ.
For Wayne County Airport Authority:	DENNIS MARTINI, ESQ.
For GATX Financial Corp.:	STEPHEN H. GROSS, ESQ.
For The McGraw-Broadcasting Company, Inc.:	KAREN A GIANNELLI, ESQ.

Electronic Sound Recording Operator: Nikko Ratliff

Proceedings Recorded by Electronic Sound Recording
Transcript Produced by Certified Transcription Service

I certify that the foregoing is a true and accurate transcript from the electronically sound recorded record of the proceedings.

Gloria C Irwin 10/27/05

GLORIA C. IRWIN Date

Certified Transcriber NJ AOC200
Federal CERT #122
GCI TRANSCRIPTION SERVICES
210 Bayberry Avenue
Egg Harbor Township, NJ 08234-5901
609-927-0299 1-800-471-0299
FAX 609-927-6420
e-mail irwingloria@comcast.net

R.H.