

EXHIBIT 2

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

SAMPLE

In re: ATA Holdings Corp., et al., Debtors.¹)))	Chapter 11 Case No. 04-19866 (BHL) (Jointly Administered)
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**BALLOT AND INSTRUCTIONS FOR CLAIMS IN CLASS 7
UNSECURED CONVENIENCE CLAIMS**

**FOR ACCEPTING OR REJECTING THE FIRST AMENDED JOINT CHAPTER 11 PLAN
FOR REORGANIZING DEBTORS ²**

**READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS CAREFULLY BEFORE
COMPLETING THE BALLOT.**

This Ballot is being sent to you because our records indicate that you are a holder of a Class 7 Claim, and you have a right to vote to accept or reject the First Amended Joint Chapter 11 Plan For Reorganizing Debtors (the “Plan”). Your rights are further described in the Disclosure Statement for the Plan (the “Disclosure Statement”) and the Plan. All capitalized terms not defined herein have the meanings set forth in the Plan. If you do not have a copy of the Disclosure Statement or the Plan, you may obtain copies from The BMC Group (“BMC”) by calling 888-909-0100 or by going to the website at <http://www.bmcgroup.com/ata>. This Ballot may not be used for any purpose other than for voting to accept or reject the Plan. **This Ballot does not constitute, and shall not be deemed to be, a proof of Claim or an assertion or admission of a Claim.** If you believe you have received this Ballot in error, please call BMC (the “Voting Agent”) at 888-909-0100.

You should carefully and thoroughly review the Disclosure Statement and the Plan before you vote. The Bankruptcy Court has approved the Disclosure Statement, but this does not mean that the Bankruptcy Court has approved the Plan. You may wish to seek legal advice concerning the Plan and the classification and treatment of your Claim under the Plan. Your Claim has been placed in Class 7 under the Plan. If you hold Claims in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote. You should timely return all Ballots for each Class in which you are entitled to vote. **If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote, and whether or not you vote to accept the Plan.**

VOTING INSTRUCTIONS FOR COMPLETING THE BALLOT

THIS BALLOT IS ACCOMPANIED BY A RETURN ENVELOPE. **YOUR BALLOT MUST BE RECEIVED BY BMC (THE “VOTING AGENT”) BY 4:00 P.M. EASTERN STANDARD TIME, ON OR BEFORE January 20, 2006 (THE “VOTING DEADLINE”),** UNLESS THE REORGANIZING DEBTORS EXTEND OR WAIVE THE PERIOD DURING WHICH VOTES WILL BE ACCEPTED, IN WHICH CASE THE TERM “VOTING DEADLINE” FOR SUCH SOLICITATION SHALL MEAN THE LAST TIME AND DATE TO WHICH SUCH SOLICITATION IS EXTENDED.

¹ The Debtors are the following entities: ATA Holdings Corp. (04-19866), ATA Airlines, Inc. (04-19868), Ambassador 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 C8 Airlines, Inc. f/k/a Chicago Express Airlines, Inc. (04-19874).

² The Reorganizing Debtors are: ATA Holdings Corp. (04-19866), ATA Airlines, Inc. (04-19868), ATA Leisure Corp. (04-19870), and ATA Cargo, Inc. (04-19873).

YOUR COMPLETED BALLOT MUST BE SENT SO THAT IT IS RECEIVED BY THE VOTING AGENT BY THE VOTING DEADLINE AT THE FOLLOWING ADDRESS:

IF BY COURIER OR HAND DELIVERY

The BMC Group
Attention: ATA Voting Agent
1330 East Franklin Avenue
El Segundo, CA 90245

IF BY MAIL

The BMC Group
Attention: ATA Voting Agent
P.O. Box 1035
El Segundo, CA 90245-1035

1. A Class shall have accepted the Plan if (a) the holders (other than any holder designated under section 1126(e) of the Bankruptcy Code) of at least two-thirds in amount of the Allowed Claims actually voting in such Class have voted to accept the Plan and (b) the holders (other than any holder designated under section 1126(e) of the Bankruptcy Code) of more than one-half in number of the Allowed Claims actually voting in such Class have voted to accept the Plan. The Reorganizing Debtors also reserve the right, pursuant to the terms and conditions set forth in the Plan, to seek confirmation of the Plan pursuant to section 1129(b) of the Bankruptcy Code. Please review the Disclosure Statement for more information.
2. To ensure that your vote is counted, you must (a) complete the Ballot, (b) indicate your decision either to accept or reject the Plan in the boxes provided on the Ballot, and (c) sign and timely return the Ballot in the enclosed envelope.
3. If a Ballot is received after the Voting Deadline, it may not be counted. Except as otherwise provided herein, delivery of Ballots will be deemed made only when the original executed Ballot is **actually** timely **received** by the Voting Agent. In all cases, sufficient time should be allowed to assure timely delivery. **Delivery of a Ballot to the Voting Agent by facsimile, e-mail or any other electronic means will not be accepted. No Ballot should be sent to the Reorganizing Debtors or the Reorganizing Debtors' Counsel or the Bankruptcy Court, or to any entity other than the Voting Agent.**
4. If multiple Ballots are received from a holder with respect to the same Claim, the last Ballot timely received or otherwise accepted will supersede and revoke any earlier received Ballot(s).
5. The Ballot is not a letter of transmittal and may not be used for any purpose other than to vote to accept or reject the Plan.
6. The Ballot does not constitute, and shall not be deemed to be, a proof of claim or equity interest or an assertion or admission of a Claim or equity Interest.
7. Please be sure to sign and date your Ballot. If you are completing the Ballot on behalf of an entity, indicate your relationship with such entity and the capacity in which you are signing. In addition, please provide your name and mailing address if different from that set forth.
8. If you hold Claims in more than one Class under the Plan, you may receive more than one Ballot, each coded for a different Class. Each Ballot votes only your Claims indicated on that Ballot. Please complete and return each Ballot you receive.
9. Your Ballot may be preprinted with the amount of your Claim. Unless you request and receive an order from the Bankruptcy Court estimating your Claim in a different amount your Ballot will be counted **ONLY IN THE AMOUNT PREPRINTED.**

PLEASE RETURN YOUR BALLOT PROMPTLY
IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES,
PLEASE CALL THE VOTING AGENT TOLL FREE (888) 909-0100.

BALLOT

Item 1. Certifications.

By returning this Ballot, the undersigned certifies to the Bankruptcy Court and the Reorganizing Debtors that:

(i) as of December 12, 2005, the Voting Record Date, such person or entity is either a holder of a Class 7 Claim in the amount indicated in Item 2 or is eligible to be treated as the holder of such Class 7 Claim for purposes of voting on the Plan;

(ii) no other Ballots with respect to the Class 7 Claim identified in Item 2 have been cast or, if any other Ballots have been cast with respect to such Claim, such earlier Ballots are hereby revoked; and

(iii) all authority conferred or agreed to be conferred pursuant to this Ballot, and every obligation of the undersigned hereunder shall be binding upon the transferees, successors, assigns, heirs, executors, administrators, trustees in bankruptcy and legal representatives of the undersigned and shall not be affected by, and shall survive, the death or incapacity of the undersigned.

Item 2. Amount of your Class 7 Claim

Name of holder: KEY EQUIPMENT FINANCE

Amount of Class as of the Voting Record Date: \$834,864.12

Item 3. Vote - Acceptance or Rejection of the Plan

THE REORGANIZING DEBTORS RECOMMEND THAT YOU VOTE TO ACCEPT THE PLAN.

The undersigned holder of the Class 7 Claim set forth in Item 2 votes (please check one):	
<input type="checkbox"/> TO ACCEPT THE PLAN, CHECK HERE *0012408*	<input type="checkbox"/> TO REJECT THE PLAN, CHECK HERE *9912408*

ANY BALLOT WHICH IS EXECUTED BY THE HOLDER OF AN ALLOWED CLAIM BUT WHICH DOES NOT INDICATE AN ACCEPTANCE OR REJECTION OR WHICH INDICATES AN ACCEPTANCE AND A REJECTION OF THE PLAN SHALL NOT BE COUNTED.

THE PLAN PROVIDES THAT HOLDERS OF CLAIMS WHO VOTE TO ACCEPT THE PLAN SHALL BE DEEMED TO HAVE RELEASED ALL CLAIMS AGAINST CERTAIN PARTIES UPON THE EFFECTIVE DATE OF THE PLAN. PLEASE SEE ARTICLE XI OF THE PLAN FOR FURTHER INFORMATION ABOUT THE RELEASES.

KEY EQUIPMENT FINANCE
C/O MICHAEL A AXEL ESQ
KEYBANK NATIONAL ASSOCIATION
127 PUBLIC SQ 2ND FL
CLEVELAND, OH 44114-1366

Dated: _____
Name: _____
(Print or Type)
Signature: _____

By: _____
(If Appropriate)
Title: _____
(If Appropriate)
Telephone Number: _____

Street Address: _____

City, State and Zip Code: _____

COMPLETE, SIGN, AND DATE THIS BALLOT AND RETURN IT BY THE VOTING DEADLINE TO THE BMC GROUP IN THE ENVELOPE PROVIDED

07817341054652 *07817341054652*

KEY EQUIPMENT FINANCE
C/O MICHAEL A AXEL ESQ
KEYBANK NATIONAL ASSOCIATION
127 PUBLIC SQ 2ND FL
CLEVELAND, OH 44114-1366