SO ORDERED: April 05, 2006.

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 APPROVING STIPULATION AND AGREED ENTRY ALLOWING CLAIM OF GATX THIRD AIRCRAFT CORPORATION

This matter is before the Court upon the Stipulation and Agreed Entry Allowing Claim of GATX Third Aircraft Corporation, filed by ATA Holdings Corp. ("Holdings") , ATA Airlines, Inc. ("ATA"), ATA Leisure Corp. ("Leisure"), ATA Cargo, Inc. ("Cargo") and American Trans Air Execujet, Inc. ("Execujet," and together with Holdings, ATA, Leisure and Cargo, the "Reorganizing Debtors"), and GATX Third Aircraft Corporation ("GATX") (the "Stipulation")[2]. The Court, having reviewed the Stipulation, and being otherwise duly advised,

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[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 C8 Airlines, Inc., formerly named Chicago Express Airlines, Inc. (04-19874).

[2] Capitalized terms not defined herein shall have the meaning ascribed to such terms in the Stipulation.

now APPROVES the Stipulation, it appearing to the Court that the request has been made for good cause. Accordingly,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Stipulation is APPROVED in its entirety.

2. Claim Number 2054 shall be amended and shall be allowed against the estate of ATA in the amount of $7,878,476 as a general unsecured non-priority claim (the "Allowed GATX Claim").

3. The allowance of the Allowed GATX Claim fully and finally resolves all of the Aircraft Claims against the Reorganizing Debtors (and/or any of the other Debtors) and all claims, filed or scheduled, other than the Allowed GATX Claim, against the estates of the Reorganizing Debtors (and/or any of the other Debtors) for the Aircraft Claims, shall be disallowed in their entirety and expunged.

4. Notwithstanding any release or other provision of the Stipulation, nothing contained therein or in this Order shall affect the ongoing obligations of the parties under the Amended Lease or the other Lease Documents.

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