



SO ORDERED: April 05, 2006.

A handwritten signature in black ink, reading "Basil H. Lorch III". The signature is written in a cursive, flowing style.

**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., <sup>1</sup>	)	Case No. 04-19866
	)	(Jointly Administered)
Debtors.	)	

**ORDER ON MOTION ON SHORTENED NOTICE FOR ORDER APPROVING  
SETTLEMENT AGREEMENT**

This matter is before the Court upon the Motion on Shortened Notice For Order Approving Settlement Agreement filed by ATA Airlines, Inc. (the "Motion")<sup>2</sup>. The Court finds that (i) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) the relief requested in the Motion is in the best interests of ATA, its estate and its creditors; (iv) proper and adequate

<sup>1</sup> The Debtors are the following entities: ATA Holdings Corp. (04-19866), ATA Airlines, Inc. (04-19868), Ambassadors 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).

<sup>2</sup> Certain terms not defined herein shall have the meaning ascribed to such terms in the Motion.

notice of this Motion has been given and that no further notice is necessary; and (v) good and sufficient cause exists for the granting of the relief requested in the Motion after having given due deliberation upon the Motion and all of the proceedings had before the Court in connection with the Motion. Therefore,

**IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:**

1. The Motion is GRANTED.
2. The Settlement Agreement is approved in its entirety, and ATA is authorized to take all actions and to incur all obligations set forth in the Settlement Agreement.
3. Notwithstanding section 362 of the Bankruptcy Code or any provision of the Plan to the contrary, ILFC is authorized to setoff the Security Deposits (as defined in the Settlement Agreement) as provided in the Settlement Agreement.

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Distribution:

Core Group  
2002 List  
Appearance List  
ILFC  
The Castle Entities