



SO ORDERED: December 11, 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., <sup>1</sup>	)	Case No. 04-19866
	)	(Jointly Administered)
Debtors.	)	

**ORDER APPROVING SETTLEMENT AMONG DEBTORS, TRUSTEE, AND  
COMPASS ADVISERS, LLP AND RESOLVING ALL PENDING FEE AND EXPENSE  
APPLICATIONS FOR COMPASS ADVISERS, LLP**

This cause is before the Court on the Notice of Settlement And Request For Order Approving Settlement [docket #4483] ("Settlement"), filed by the Debtors, the United States Trustee ("Trustee"), and Compass Advisers, LLP ("Compass"), the Application For Compensation For Compass Advisers, LLP, As Other Professional [docket #4385] ("Compass

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<sup>1</sup> 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).

C8 Application"), and the Application For Compensation For Compass Advisers, LLP As Consultant [docket #4078] ("Compass Committee Advisor Application"), also filed by Compass.

To the extent not already resolved by prior orders of this Court [see docket #4451], this Order finally approves the Settlement, and resolves and approves, as set forth in the Settlement, the Compass C8 Application and the Compass Committee Advisor Application as well as resolving all objections filed by all parties to those applications. The Court having reviewed the Settlement, noting that there has been no objection to the Settlement and being duly advised, now makes the following findings of fact: The Court finds that the services rendered by Compass as detailed in the Compass C8 Application and the Compass Committee Advisor Application as limited in and by the Settlement were necessary and beneficial to the Debtors, their estates and their creditors, and that the fees and expenses incurred by Compass as limited by the Settlement are compensable from the estates as set forth in the Settlement.

IT IS THEREFORE CONSIDERED AND ORDERED that the Settlement hereby is approved and that the Court approves and allows Compass's fees for its services rendered to the Debtors' estates and expenses pursuant to the Settlement compensation of fees and reimbursement of expenses in the total amount of \$187,500.00 as final approval of all fees and expenses rendered to the Debtors' estates.

IT IS THEREFORE FURTHER CONSIDERED AND ORDERED that the Debtors are authorized and ordered to pay Compass in the amount of \$187,500.00, such amount representing all remaining amounts due Compass not previously approved and ordered by this Court.

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Requested by:

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