

## **EXHIBIT 4**

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

**SAMPLE**

In re:	)	Chapter 11
ATA Holdings Corp., <u>et al.</u> ,	)	Case No. 04-19866 (BHL)
Debtors. <sup>1</sup>	)	(Jointly Administered)

**BALLOT AND INSTRUCTIONS FOR CLASS 1 OTHER PRIORITY  
CLAIMS**

**FOR ACCEPTING OR REJECTING THE SECOND AMENDED PLAN OF LIQUIDATION OF C8  
AIRLINES, INC. F/K/A CHICAGO EXPRESS AIRLINES, INC.**

**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 1 Other Priority Claim, and you have a right to vote to accept or reject the Second Amended Plan of Liquidation of C8 Airlines, Inc. f/k/a Chicago Express Airlines, Inc. (the "Plan") filed by C8 Airlines, Inc. (the "Debtor"). Your rights and obligations are further described in the First Amended Disclosure Statement with Respect to the Second Amended Plan of Liquidation of C8 Airlines, Inc. f/k/a Chicago Express Airlines, Inc. (the "Disclosure Statement") and the Plan. All capitalized terms not defined herein shall 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 (the "Voting Agent") 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 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 1 under the Plan. If you hold Claims in more than one Class or more than one Claim in a Class, you will receive a Ballot for each Claim in each Class in which you are entitled to vote. You must vote all Ballots for each Claim and Class of Claim that you hold. 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 THE VOTING AGENT BY 4:00 P.M. PREVAILING INDIANAPOLIS TIME, ON OR BEFORE MAY 19, 2006 (THE "VOTING DEADLINE"), UNLESS THE DEBTOR EXTENDS OR WAIVES 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.**

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

---

<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).

**IF BY COURIER OR HAND DELIVERY**

The BMC Group  
 Attention: C8 Voting Agent  
 1330 East Franklin Avenue  
 El Segundo, CA 90245

**IF BY MAIL**

The BMC Group  
 Attention: C8 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 Debtor also reserves 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 Debtor, the Debtor's Counsel, 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 that 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 Debtor that:

- (i) as of April 11, 2006, the Voting Record Date, such person or entity is either a holder of a Class 1 Other Priority Claim in the amount indicated in Item 2 or is eligible to be treated as the holder of such Class 1 Other Priority Claim for purposes of voting on the Plan;
- (ii) no other Ballots with respect to the Class 1 Other Priority 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 1 Other Priority Claim

Name of holder: AIR WIS SERVICES INC

Amount of Class 1 Other Priority Claim as of the Voting Record Date: \$1.00

### Item 3. Vote - Acceptance or Rejection of the Plan

#### THE DEBTOR RECOMMENDS THAT YOU VOTE TO ACCEPT THE PLAN.

The undersigned holder of the Class 1 Other Priority Claim set forth in Item 2 votes (please check one):	
<input type="checkbox"/> TO ACCEPT THE PLAN, CHECK HERE  <div style="text-align: center;">*0020001*</div>	<input type="checkbox"/> TO REJECT THE PLAN, CHECK HERE  <div style="text-align: center;">*9920001*</div>

ANY BALLOT WHICH IS EXECUTED BY THE HOLDER OF AN ALLOWED CLAIM BUT WHICH DOES NOT INDICATE AN ACCEPTANCE OR REJECTION OR WHICH INDICATES BOTH 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 X OF THE PLAN FOR FURTHER INFORMATION ABOUT THE RELEASES.

**Dated:** \_\_\_\_\_

AIR WIS SERVICES INC  
C/O JAMES H M SPRAYREGEN  
KIRKLAND & ELLIS LLP  
200 E RANDOLPH DR  
CHICAGO, IL 60601

**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 VOTING AGENT IN THE ENVELOPE PROVIDED.**

07818933053630 \*07818933053630\*

AIR WIS SERVICES INC  
C/O JAMES H M SPRAYREGEN  
KIRKLAND & ELLIS LLP  
200 E RANDOLPH DR  
CHICAGO, IL 60601

## **EXHIBIT 5**

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

**SAMPLE**

In re:	)	Chapter 11
	)	
ATA Holdings Corp., <u>et al.</u> ,	)	Case No. 04-19866 (BHL)
Debtors. <sup>1</sup>	)	(Jointly Administered)

## BALLOT AND INSTRUCTIONS FOR CLASS 2 GENERAL UNSECURED CLAIMS

**FOR ACCEPTING OR REJECTING THE SECOND AMENDED PLAN OF LIQUIDATION OF C8  
AIRLINES, INC. F/K/A CHICAGO EXPRESS AIRLINES, INC.**

**PLEASE 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 2 General Unsecured Claim, and you have a right to vote to accept or reject the Second Amended Plan of Liquidation of C8 Airlines, Inc. f/k/a Chicago Express Airlines, Inc. (the "Plan") filed by C8 Airlines, Inc. (the "Debtor"). Your rights are further described in the First Amended Disclosure Statement with Respect to the Second Amended Plan of Liquidation of C8 Airlines, Inc. f/k/a Chicago Express Airlines, Inc. (the "Disclosure Statement") and the Plan. All capitalized terms not defined herein shall 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 such copies from The BMC Group (the "Voting Agent") 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 casting votes to accept or reject the Plan and making certain certifications with respect thereto. **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 that have received this Ballot in error, please call 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 2 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 must vote all Ballots for each Claim and Class of Claim that you hold. 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 VOTE MUST BE RECEIVED BY THE VOTING AGENT BY 4:00 P.M. PREVAILING INDIANAPOLIS TIME, ON OR BEFORE MAY 19, 2006 (THE "VOTING DEADLINE"), UNLESS THE DEBTOR EXTENDS OR WAIVES 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.**

---

<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. f/k/a Chicago Express Airlines, Inc. (04-19874).

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: C8 Voting Agent  
1330 East Franklin Avenue  
El Segundo, CA 90245

**IF BY MAIL**

The BMC Group  
Attention: C8 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 Debtor also reserves 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 Debtor, the Debtor's Counsel, the Bankruptcy Court, or to any other 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 that 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 AT (888) 909-0100.**



# BALLOT

## Item 1. Certifications.

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

(i) as of April 11, 2006, the Voting Record Date, such person or entity is either a holder of a Class 2 General Unsecured Claim in the amount indicated in Part II Item 2 or is eligible to be treated as the holder of such Class 2 General Unsecured Claim for purposes of voting on the Plan;

(ii) no other Ballots with respect to the Class 2 General Unsecured 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 2 General Unsecured Claim

Name of holder: UNITED AIR LINES INC

Amount of Class 2 General Unsecured Claim as of the Voting Record Date: \$ 1.00

## Item 3. Vote - Acceptance or Rejection of the Plan

### THE DEBTOR RECOMMENDS THAT YOU VOTE TO ACCEPT THE PLAN

The holder of the Class 2 General Unsecured Claim set forth in Item 2 votes (please check one):	
<input type="checkbox"/> TO ACCEPT THE PLAN, CHECK HERE *0020012*	<input type="checkbox"/> TO REJECT THE PLAN, CHECK HERE *9920012*

ANY BALLOT WHICH IS EXECUTED BY THE HOLDER OF AN ALLOWED CLAIM BUT WHICH DOES NOT INDICATE AN ACCEPTANCE OR REJECTION OR WHICH INDICATES BOTH 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 X OF THE PLAN FOR FURTHER INFORMATION ABOUT THE RELEASES.

Dated: \_\_\_\_\_

UNITED AIR LINES INC  
C/O JAMES H M SPRAYREGEN  
KIRKLAND & ELLIS LLP  
200 EAST RANDOLPH DR  
CHICAGO, IL 60601

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 VOTING AGENT IN THE ENVELOPE PROVIDED**

07818934053655 \*07818934053655\*

UNITED AIR LINES INC  
C/O JAMES H M SPRAYREGEN  
KIRKLAND & ELLIS LLP  
200 EAST RANDOLPH DR  
CHICAGO, IL 60601

## **EXHIBIT 6**

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

In re:	)	Chapter 11
ATA Holdings Corp., <u>et al.</u> ,	)	Case No. 04-19866 (BHL)
	)	
Debtors. <sup>1</sup>	)	(Jointly Administered)

**BENEFICIAL HOLDER BALLOT AND INSTRUCTIONS FOR CLASS 2 GENERAL  
UNSECURED CLAIMS**

**FOR ACCEPTING OR REJECTING THE SECOND AMENDED PLAN OF LIQUIDATION OF C8 AIRLINES, INC.  
F/K/A CHICAGO EXPRESS AIRLINES, INC.**

(Claims of Holders of 9.625% Senior Unsecured Notes Due 12/15/2005 CUSIP 03234GAD8; Claims of Holders of 13% Senior Unsecured Notes Due 2/1/2009 CUSIP 00209HAD3 and 00209HAA9; and Claims of Holders of 12.125% Senior Unsecured Notes Due 6/15/2010 CUSIPS 00209HAB7 and 00209HAC5)

**PLEASE 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 direct or beneficial holder of a Class 2 General Unsecured Claim and you have a right to vote to accept or reject the Second Amended Plan of Liquidation of C8 Airlines, Inc. f/k/a Chicago Express Airlines, Inc. (the "Plan") filed by C8 Airlines, Inc. (the "Debtor"). Your rights and obligations are further described in the First Amended Disclosure Statement with Respect to the Second Amended Plan of Liquidation of C8 Airlines, Inc. f/k/a Chicago Express Airlines, Inc. (the "Disclosure Statement") and the Plan. All capitalized terms not defined herein shall 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 (the "Voting Agent") 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 the Voting Agent at 888-909-0100.

You should carefully and thoroughly review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the classification and treatment of your Claim under the Plan. Your Claim is a Class 2 General Unsecured Claim under the Plan. You will receive a Ballot for each Claim you hold. You must vote all Ballots for each Claim and Class of Claim that you hold. You should timely return all Ballots to the addressee listed on the envelope provided with each Ballot.

**YOUR BALLOT IS ACCOMPANIED BY A RETURN ENVELOPE, IT IS ADDRESSED TO YOUR NOMINEE OR ITS AGENT. THEY WILL INCLUDE YOUR VOTE ON A MASTER BALLOT. YOU MUST ALLOW ENOUGH TIME FOR THE NOMINEE TO RECEIVE YOUR BALLOT AND INCLUDE IT ON THE MASTER BALLOT IN ORDER FOR YOUR VOTE TO BE COUNTED. THE MASTER BALLOT CAST ON YOUR BEHALF, MUST BE RECEIVED BY THE VOTING AGENT BY 4:00 P.M. (PREVAILING INDIANAPOLIS TIME) ON OR BEFORE MAY 19, 2006 (THE "VOTING DEADLINE"), UNLESS THE DEBTOR EXTENDS OR WAIVES 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.**

**SEND YOUR BALLOT TO THE NOMINEE IN THE ENVELOPE PROVIDED.**

**DO NOT SEND YOUR BENEFICIAL HOLDER BALLOT DIRECTLY TO THE VOTING AGENT.**

---

<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. f/k/a Chicago Express Airlines, Inc. (04-19874).

## VOTING INSTRUCTIONS FOR COMPLETING THE BALLOT

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 Debtor also reserves 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 to the Nominee 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 Debtor, the Debtor's Counsel, the Bankruptcy Court, or to any entity other than to your Nominee or its 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 that you receive.
9. If you believe that you have received the wrong Ballot or have received a Ballot in error, please contact the Voting Agent immediately.

### PLEASE RETURN YOUR BALLOT PROMPTLY

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

# BALLOT

## Item 1. Certifications.

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

- (i) as of April 11, 2006, the Voting Record Date, such person or entity is a direct or beneficial holder of a Class 2 General Unsecured Claim in the amount indicated in Item 2 or is eligible to be treated as the holder of such Class 2 General Unsecured Claim for purposes of voting on the Plan;
- (ii) no other Ballots with respect to the Class 2 General Unsecured 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 2 General Unsecured Claim, CUSIP \_\_\_\_\_

Name of holder: \_\_\_\_\_

Principal amount of Class 2 General Unsecured Claim as of the Voting Record Date: \$ \_\_\_\_\_

## Item 3. Vote - Acceptance or Rejection of the Plan

### THE DEBTOR RECOMMENDS THAT YOU VOTE TO ACCEPT THE PLAN

The holder of the Class 2 General Unsecured Claim set forth in Item 2 votes (please check one):



TO ACCEPT THE PLAN, CHECK HERE



TO REJECT THE PLAN, CHECK HERE

**ANY BALLOT WHICH IS EXECUTED BY THE HOLDER OF AN ALLOWED CLAIM BUT WHICH DOES NOT INDICATE AN ACCEPTANCE OR REJECTION OR WHICH INDICATES BOTH 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 X OF THE PLAN FOR FURTHER INFORMATION ABOUT THE RELEASES.**

Dated: \_\_\_\_\_

Name: \_\_\_\_\_  
(Print or Type)

Signature: \_\_\_\_\_

By: \_\_\_\_\_  
(If Appropriate)

Title: \_\_\_\_\_  
(If Appropriate)

Telephone Number: \_\_\_\_\_

Street Address: \_\_\_\_\_

City, State and Zip Code: \_\_\_\_\_

**PLEASE COMPLETE, SIGN AND DATE THE BALLOT AND RETURN IT IN THE ENVELOPE PROVIDED. YOUR RETURN ENVELOPE IS ADDRESSED TO YOUR NOMINEE OR ITS AGENT, PLEASE ALLOW ADDITIONAL TIME FOR YOUR VOTE TO BE PROCESSED BY THE NOMINEE AND VOTED ON A MASTER BALLOT.**

## **EXHIBIT 7**

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

<b>In re:</b>	)	<b>Chapter 11</b>
<b>ATA Holdings Corp., et al.,</b>	)	<b>Case No. 04-19866 (BHL)</b>
<b>Debtors.<sup>1</sup></b>	)	<b>(Jointly Administered)</b>

**MASTER BALLOT AND INSTRUCTIONS FOR CLASS 2 GENERAL  
UNSECURED CLAIMS**

**FOR ACCEPTING OR REJECTING THE SECOND AMENDED PLAN OF LIQUIDATION OF C8  
AIRLINES, INC. F/K/A CHICAGO EXPRESS AIRLINES, INC.**

(Claims of Holders of 9.625% Senior Unsecured Notes Due 12/15/2005 CUSIP 03234GAD8;  
Claims of Holders of 13% Senior Unsecured Notes Due 2/1/2009 CUSIP 00209HAD3 and  
00209HAA9; and Claims of Holders of 12.125% Senior Unsecured Notes Due 6/15/2010 CUSIPS  
00209HAB7 and 00209HAC5)

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

---

This Master Ballot is being sent to brokers, proxy intermediaries and other nominees (the "Nominees") of the persons and entities (the "Beneficial Holders") holding beneficial interests in Class 2 General Unsecured Claims. This Master Ballot may not be used for any purpose other than for transmitting votes of your Beneficial Holders to accept or reject the Second Amended Plan of Liquidation of C8 Airlines, Inc. f/k/a Chicago Express Airlines, Inc. (the "Plan") filed by C8 Airlines, Inc. (the "Debtor") and certifying as to actions taken with respect thereto. Your rights and obligations are further described in the First Amended Disclosure Statement with Respect to the Second Amended Plan of Liquidation of C8 Airlines, Inc. f/k/a Chicago Express Airlines, Inc. (the "Disclosure Statement") and the Plan. All capitalized terms not defined herein shall have the meanings set forth in the Plan. If you do not have a sufficient number of copies of the Disclosure Statement or the Plan to send to each of the Beneficial Holders, you may obtain additional copies from The BMC Group (the "Voting Agent") by calling 888-909-0100 or by going to the website at [www.bmcgroup.com/ata](http://www.bmcgroup.com/ata). If you believe you have received this Ballot in error, please call the Voting Agent at 888-909-0100.

**VOTING INSTRUCTIONS FOR COMPLETING THE CLASS 2 GENERAL UNSECURED CLAIM  
MASTER BALLOT**

**THE COMPLETED MASTER BALLOT MUST BE RECEIVED BY THE VOTING AGENT BY 4:00 P.M. (PREVAILING INDIANAPOLIS TIME, ON OR BEFORE MAY 19, 2006 (THE "VOTING DEADLINE"), UNLESS THE DEBTOR EXTENDS OR WAIVES 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.**

---

<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. f/k/a Chicago Express Airlines, Inc. (04-19874).



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

**IF BY MAIL**

**The BMC Group  
Attention: C8 Voting Agent  
PO Box 1035  
El Segundo, CA 90245-1035**

**IF BY COURIER/HAND DELIVERY**

**The BMC Group  
Attention: C8 Voting Agent  
1330 E. Franklin Avenue  
El Segundo, CA 90245**

The Debtor is soliciting the votes of holders of Class 2 General Unsecured Claims with respect to the Plan. The attached Master Ballot is being sent to the Nominees of the Beneficial Holders holding beneficial interests in the Class 2 General Unsecured Claims as of the Record Date. This Master Ballot may not be used for any purpose other than for transmitting votes of the Beneficial Holders to accept or reject the Plan and certifying as to actions taken with respect thereto.

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 Debtor reserves 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. You should deliver the Ballots and other documents relating to the Plan, including the Disclosure Statement (collectively, the "Solicitation Materials"), to each Beneficial Holder of Class 2 General Unsecured Claims with respect to 2009 Senior Unsecured Notes and/or 2010 Senior Unsecured Notes (the 2009 Senior Unsecured Notes and the 2010 Senior Unsecured Notes are hereinafter sometimes referred to individually and collectively as "Senior Unsecured Notes") held through you and take any action required to enable each of the Beneficial Holders to vote the Class 2 General Unsecured Claims with respect to Senior Unsecured Notes held by the Beneficial Holders. With regard to any Ballots returned to you, to have the vote of the Beneficial Holders count, you must, by the Voting Deadline, unless the Debtor extends or waives such Voting Deadline: (a) transfer the requested information from each such Ballot onto the attached Master Ballot, (b) execute the Master Ballot and (c) deliver such Master Ballot to the Voting Agent at the address above. You must keep the Ballots received from the Beneficial Holders for one year from the Voting Deadline (or such other date as is set by subsequent Bankruptcy Court order). You may be ordered to produce the Ballots to the Debtor or to the Bankruptcy Court.

3. If this Master Ballot is received after the Voting Deadline, the votes of the Beneficial Holders may not be counted. The method of delivery of a Master Ballot to be sent to the Voting Agent is at the election and risk of the entity submitting it. Except as otherwise provided herein, such delivery will be deemed made only when the original executed Master Ballot is **actually timely received** by the Voting Agent. Instead of effecting delivery by mail, it is recommended, though not required, that you use an overnight or hand delivery service. In all cases, sufficient time should be allowed to assure timely delivery. **Delivery of a Master Ballot by facsimile, e-mail or any other electronic means will not be accepted. No Ballot should be sent to the Debtor, the Debtor's Counsel, the Bankruptcy Court, or any entity other than the Voting Agent.**

4. The Master 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 and to certify as to actions taken with respect thereto.

5. Please ensure that you provide appropriate information for each of the items on the Master Ballot, including, without limitation, identifying the votes to accept or reject the Plan. Please note that Item 2 requests information for the Beneficial Holders for whom you are voting a Class 2 General Unsecured Claim with respect to Senior Unsecured Notes (to identify the Beneficial Holders, please use the account number assigned by you for each of the Beneficial Holders).

6. Please be sure to sign and date your Master Ballot. If you are completing the Master Ballot on behalf of another 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 on the attached mailing label or if no such mailing label is attached to the Master Ballot.

7. If you are both a record holder of a Class 2 General Unsecured Claim and a Beneficial Holder of a Class 2 General Unsecured Claim, you may vote your beneficially owned Class 2 General Unsecured Claim either on a separate Ballot or on this Master Ballot. Each Ballot or Master Ballot votes only the Claims indicated on that Ballot or Master Ballot.

8. If you believe that you have received the wrong Master Ballot, please contact the Voting Agent immediately at 888-909-0100.

**PLEASE RETURN THE MASTER BALLOT PROMPTLY**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES, PLEASE CALL THE VOTING AGENT AT (888) 909-0100.**

NOTHING CONTAINED HEREIN OR IN THE ENCLOSED DOCUMENTS SHALL RENDER YOU OR ANY OTHER PERSON, THE AGENT OF THE DEBTOR OR THE VOTING AGENT, OR AUTHORIZE YOU OR ANY OTHER PERSON TO USE ANY DOCUMENT OR MAKE ANY STATEMENTS ON BEHALF OF ANY OF THEM WITH RESPECT TO THE PLAN, EXCEPT FOR THE STATEMENTS CONTAINED IN THE DOCUMENTS ENCLOSED HERewith.

# MASTER BALLOT

## Item 1. Certification of Authority to Vote.

The undersigned certifies that as of April 11, 2006, the Voting Record Date, it is the record holder of Class 2 General Unsecured Claims for CUSIP \_\_\_\_\_, in the aggregate principal amount of \$\_\_\_\_\_, for which voting instructions have been received from the Beneficial Holders as listed in Item 2 below.

## Item 2. Vote.

### USE A SEPARATE BALLOT FOR EACH CUSIP YOU ARE VOTING

The undersigned transmits the following votes of the Beneficial Holders in respect of their Class 2 General Unsecured Claim for CUSIP \_\_\_\_\_ and certifies that the following Beneficial Holders, as identified by their respective customer account numbers set forth below, are beneficial owners of such Claims as of the Voting Record Date and have delivered to the undersigned, as Nominee, Ballots casting such votes. Indicate in the appropriate column of the principal amount voted for each of the Beneficial Holders, or attach such information to this Master Ballot in the form of the following table. Please note each Beneficial Holder must vote *all* of his/her or its Class 2 General Unsecured Claim to accept *or* to reject the Plan and may *not* split such vote.

Customer Account Number	Principal Amount of the Class 2 General Unsecured Claims for CUSIP _____ Voted to Accept or Reject the Plan*		
	<u>ACCEPT</u>	<u>REJECT</u>	
1.			
2.			
3.			
4.			
5.			
6.			
7.			
8.			
9.			
10.			
11.			
12.			
13.			
14.			
TOTAL:			

\*Any Ballot which is executed by the Beneficial Holder which does not indicate an acceptance or rejection of the Plan or which indicates both an acceptance and a rejection of the Plan shall not be counted.

### Item 3. Certification

By signing this Master Ballot, the undersigned certifies under penalty of perjury that :

(i) (a) it has delivered a copy of the Disclosure Statement, the Plan and other materials contained in the Solicitation Packages to each of the Beneficial Holders whose vote is being transmitted by this Master Ballot, (b) each of the Beneficial Holders who vote is being transmitted hereby has acknowledged that the solicitation is being conducted pursuant to the terms and conditions set forth therein, (c) it has received a properly completed and signed Ballot from each of the Beneficial Holders whose vote is being transmitted hereby, and (d) it has been authorized by each of the Beneficial Holders whose vote is being transmitted hereby to vote on the Plan as set forth in Item 2 above;

(ii) it has accurately transcribed in Item 2 above all applicable information from the Ballots received from the Beneficial Holders; and

(iii) it will maintain Ballots returned by the Beneficial Holders (whether properly completed or defective) for disclosure to the Bankruptcy Court or the Debtor (if so ordered) for one year from the Voting Deadline (or such other date as is set by subsequent Bankruptcy Court order).

Dated: \_\_\_\_\_, 2006

DTC Participant # \_\_\_\_\_

Name: \_\_\_\_\_  
(Print or Type)

Signature: \_\_\_\_\_

By: \_\_\_\_\_  
(If Appropriate)

Title: \_\_\_\_\_  
(If Appropriate)

Telephone Number: \_\_\_\_\_

Street Address: \_\_\_\_\_

City, State and Zip Code: \_\_\_\_\_

PLEASE COMPLETE, SIGN AND DATE THE MASTER BALLOT  
AND DELIVER IT PROMPTLY TO THE VOTING AGENT.

**THIS MASTER BALLOT MUST BE RECEIVED BY THE VOTING AGENT BY THE VOTING  
DEADLINE, OR THE VOTES OF YOUR BENEFICIAL HOLDERS WILL NOT BE COUNTED, UNLESS  
THE VOTING DEADLINE IS EXTENDED OR WAIVED BY THE BANKRUPTCY COURT.**

## **EXHIBIT 8**

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

<b>In re:</b>	)	<b>Chapter 11</b>
	)	
<b>ATA Holdings Corp., <u>et al.</u>,</b>	)	<b>Case No. 04-19866 (BHL)</b>
	)	
<b>Debtors.<sup>1</sup></b>	)	<b>(Jointly Administered)</b>
	)	
	)	

**NOTICE OF NON-VOTING STATUS WITH RESPECT TO  
IMPAIRED CLASSES DEEMED TO REJECT THE PLAN  
OF C8 AIRLINES, INC. F/K/A CHICAGO EXPRESS AIRLINES, INC.**

PLEASE TAKE NOTICE that on April 18, 2006, the United States Bankruptcy Court for the Southern District of Indiana, Indianapolis Division (the "Bankruptcy Court") approved the First Amended Disclosure Statement with respect to the Second Amended Plan of Liquidation of C8 Airlines, Inc. F/K/A Chicago Express Airlines, Inc. as amended from time to time (the "Disclosure Statement") for use by the C8 Airlines, Inc. in soliciting acceptances or rejections of the Second Amended Plan of Liquidation of C8 Airlines, Inc. F/K/A Chicago Express Airlines, Inc., dated April 13, 2006, as amended from time to time, (the "Plan") from holders of impaired claims who are (or may be) entitled to receive distributions under the Plan.

**UNDER THE TERMS OF THE PLAN, YOU ARE NOT ENTITLED TO RECEIVE OR RETAIN ANY PROPERTY ON ACCOUNT OF YOUR CLAIM(S) AGAINST, OR INTERESTS IN, THE DEBTOR AND, THEREFORE, PURSUANT TO SECTION 1126(g) OF THE UNITED STATES BANKRUPTCY CODE, YOU ARE (i) DEEMED TO HAVE REJECTED THE PLAN AND (ii) NOT ENTITLED TO VOTE ON THE PLAN. ALL DOCUMENTS FILED WITH THE BANKRUPTCY COURT, INCLUDING THE DISCLOSURE STATEMENT AND PLAN, ARE AVAILABLE FOR VIEWING AT THE BANKRUPTCY COURT, U.S. COURTHOUSE, 46 E. OHIO ST., INDIANAPOLIS, IN 46204. COPIES OF THE DISCLOSURE STATEMENT AND PLAN ARE ALSO AVAILABLE BY CONTACTING THE VOTING AGENT, BMC GROUP AT (888) 909-0100, OR AT [www.bmccorp.net/ata](http://www.bmccorp.net/ata). IF YOU HAVE ANY QUESTIONS ABOUT THE STATUS OF YOUR CLAIM(S), YOU SHOULD CONTACT THE DEBTOR'S COUNSEL IDENTIFIED BELOW.**

---

<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. f/k/a Chicago Express Airlines, Inc. (04-19874).

Dated: April 19, 2006

BAKER & DANIELS LLP

By: /s/ Terry E. Hall  
Attorneys for Debtor

James M. Carr (#3128-49)  
Terry E. Hall (#22041-49)  
Stephen A. Claffey (#3233-98)  
Jeffrey C. Nelson (#25173-49)  
Baker & Daniels LLP  
300 North Meridian Street, Suite 2700  
Indianapolis, Indiana 46204  
Telephone: (317) 237-0300  
Facsimile: (317) 237-1000  
terry.hall@bakerd.com

Wendy W. Ponader (#14633-49)  
Ponader & Associates, LLP  
5241 North Meridian Street  
Indianapolis, Indiana 46208  
Telephone: (317) 496-3072  
Facsimile: (317) 257-5776

## **EXHIBIT**





SO ORDERED: April 18, 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 ON SOLICITATION PROCEDURES MOTION**

---

Upon the Motion of C8 Airlines, Inc. for Scheduling and Procedures Order with Respect to Solicitation and Tabulation of Votes for Plan of Liquidation of C8 Airlines, Inc. f/k/a Chicago Express Airlines, Inc. filed on March 22, 2006 [Docket No. 3878] (the "C8 Solicitation Procedures Motion") by C8 Airlines, Inc. ("C8"); the objections thereto, if any, the arguments of counsel; and a hearing having been held on the motion commencing April 11, 2006; and after

---

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

due deliberation thereon; and good and sufficient cause appearing therefor,

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

**A. CONFIRMATION HEARING DATE**

1. Pursuant to Bankruptcy Rule 3017(c), the Court has previously set a hearing (the "Confirmation Hearing") to consider confirmation of the Plan<sup>2</sup>, as the same may be further modified or amended, to commence at 9:00 a.m. (prevailing Indianapolis time) on June 6, 2006, or as soon thereafter as counsel can be heard, before the Honorable Basil H. Lorch, III, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of Indiana. The Confirmation Hearing may be continued from time to time by announcing such continuance in open court, all without further notice to parties in interest, and the Plan may be modified pursuant to Section 1127 of the Bankruptcy Code prior to, during or as a result of the Confirmation Hearing, without further notice to parties in interest.

**B. DEADLINE AND PROCEDURES FOR FILING OBJECTIONS TO CONFIRMATION**

2. Pursuant to Bankruptcy Rule 3020(b)(1), **May 19, 2006, at 4:00 p.m.** **(prevailing Indianapolis time)** is fixed as the last date and time for filing and serving objections to the confirmation of the Plan (the "Confirmation Objection Deadline").

3. In order to be considered, objections to the confirmation of the Plan, if any, must be in writing and must be (a) filed with the Office of the Clerk, United States Bankruptcy Court for the Southern District of Indiana, Indianapolis Division, (b) served, so that they are **received** by the Confirmation Objection Deadline by the following parties:

---

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the C8 Solicitation Procedures Motion or, as stated in the C8 Solicitation Procedures Motion, the meanings ascribed to such terms in the Plan of Liquidation of C8 Airlines, inc. f/k/a Chicago Express Airlines, Inc.

C8:

C8 Airlines, Inc.  
c/o ATA Airlines, Inc.  
7337 W Washington St.  
Indianapolis, IN 46231-1328  
Attn: Brian Hunt, General Counsel  
Fax: 317-282-7091  
Brian.Hunt@iflyata.com

Counsel for C8:

Baker & Daniels LLP  
300 North Meridian Street, Suite 2700  
Indianapolis, Indiana 46204  
Attn: James M. Carr  
Terry E. Hall  
Fax: (317) 237-1000  
jim.carr@bakerd.com  
terry.hall@bakerd.com

Counsel for the Creditors' Committee:

Akin Gump Strauss Hauer & Feld LLP  
590 Madison Avenue  
New York, New York 10022  
Attn: Lisa Beckerman  
Fax: (212) 872-1002  
lbeckerman@akingump.com

Greenebaum Doll & McDonald PLLC  
3300 National City Tower  
101 S. Fifth Street  
Louisville, KY 40202  
Fax: (502) 587-3695  
Attn: C. R. Bowles, Jr.  
CRB@gdm.com

United States Trustee:

Office of the United States Trustee  
101 West Ohio Street, Suite 1000  
Indianapolis, Indiana 46204  
Attn: Joe McGonigal  
Fax: (317) 226-6356  
joe.mcgonigal@usdoj.gov

and (c) state the name and address of the objecting party, the amount of its Claim or the nature of its Interest, and the nature of the objection and the legal basis therefor including any proposed deletions, additions, or modifications to the language of the Plan, if applicable. Objection to confirmation of the Plan not filed and served by the time and date and in the manner set forth above shall not be considered and shall be overruled on that basis alone.

**C. Content And Transmittal of Solicitation Packages**

4. The method of transmittal and distribution of the Solicitation Packages proposed in the C8 Solicitation Procedures Motion and the content of the Solicitation Packages, are approved.

1. Service of the Solicitation Packages and the other notices and documents described in the C8 Solicitation Procedures Motion to the extent required herein and in the time and manner as set forth in the C8 Solicitation Procedures Motion shall constitute adequate and sufficient notice, and no other or further notice is necessary.

2. The Solicitation Package shall be transmitted no later than the later of April 18, 2006, or five (5) business days after the entry of an order approving the Disclosure Statement, to the holders of Claims, Interests or other parties, all as described in the C8 Solicitation Procedures Motion.

3. C8 shall promptly serve a copy of this Order by e-notice, facsimile, or other immediate delivery method on each Nominee identified by the Voting Agent as an entity through which Public Holders hold Claims so that they will have notice of this procedure.

4. The Nominees of the Old Holdings Unsecured Notes shall distribute, in accordance with all applicable provisions of the Solicitation Procedures Motion, the Solicitation Packages within five (5) business days of receipt to the Public Holders for which they hold.

5. No notice or service of any kind will be required to be made by C8 upon any person to whom C8 mailed the notice of hearing to approve the Disclosure Statement, but received such notices returned by the United States Postal Service marked "undeliverable as addressed," "moved - left no forwarding address" or "forwarding order expired," or similar reason, unless C8 was informed in writing by such person of that person's new address.

6. The form of the Notice of Confirmation Hearing and Related Matters, substantially in the form attached as Exhibit 1 hereto, is approved.

7. The forms of Ballots (which term includes Beneficial Holder Ballots and Master Ballots), substantially in the form attached as Exhibit 2 hereto, are approved.

8. The form of the Notice of Non-Voting Status, substantially in the form attached as Exhibit 3 hereto, is approved.

**D. Record Date**

5. April 11, 2006, is fixed as the record date (the "Voting Record Date") for determining holders of Claims entitled to receive a Solicitation Package and to vote to accept or reject the Plan.

**E. Treatment of Unliquidated, Contingent, Or Disputed Claims For Voting Purposes**

6. Pursuant to Section 105 of the Bankruptcy Code and Bankruptcy Rule 3003(c)(2), any holder of a Claim that appears on the Schedules as disputed, contingent or unliquidated and that is not the subject of a timely filed proof of claim, shall not be treated as a creditor with respect to such Claim for purposes of voting on the Plan, receiving distributions under the Plan, or receiving notices, other than by publication.

7. Proofs of Claim (a) filed against C8 for a Claim that is in an unliquidated amount including any with amounts marked as “unknown” or “unascertainable” or purports to be contingent (“Unliquidated/Contingent Claim”), and (b) that have not been previously objected to by C8 are deemed to have been objected to by virtue of the C8 Solicitation Procedures Motion solely for voting purposes. Service of the Notice of Confirmation Hearing constitutes adequate and sufficient notice of Unliquidated/Contingent Claim Limited Objection.

8. Unless the holder of a Unliquidated/Contingent Claim: (a) obtains an order pursuant to Bankruptcy Rule 3018(a) temporarily allowing such Claim for voting purposes in an amount deemed proper by this Court; or (b) enters into a stipulation with C8 that provides such Claim is allowed for voting purposes, any Ballot cast with respect to such Claim shall be counted in determining whether the numerosity requirement of Section 1126(c) of the Bankruptcy Code has been satisfied, and shall be counted in an amount of \$1.00 in determining whether the aggregate dollar amount requirement of Section 1226(c) of the Bankruptcy Code has been satisfied.

9. Any Claim, including an Unliquidated/Contingent Claim, as to which a separate objection (as opposed to the Unliquidated/Contingent Claims Limited Objection) has

been or may be filed before the confirmation of the Plan, shall not be counted for any purpose in determining whether the requirements of Section 1126(c) of the Bankruptcy Code have been met, unless (a) such Claim has been temporarily allowed for voting purposes pursuant to Bankruptcy Rule 3018(a) by motion or stipulation or (b) to the extent that the objection to such Claim has been resolved by this Court in favor of the creditor asserting the Claim. The holder of a Claim to which an objection, other than the Unliquidated/Contingent Objection, has been filed on or before the Voting Deadline and that has not been either resolved by this Court or temporarily allowed by this Court for voting purposes shall receive a Solicitation Package but any Ballot completed by that holder shall not be counted unless and until no later than the Confirmation Hearing date, such objection has been resolved or the Claim has been temporarily allowed for voting purposes.

**F. Voting Deadline**

10. May 19, 2006, at 4:00 p.m. (prevailing Indianapolis time) is hereby fixed as the last date by which Ballots for accepting or rejecting the Plan must be received by the Voting Agent in order to be counted (the "Voting Deadline").

**G. Ballot Tabulation**

11. Only Ballots that are timely received, are cast by a holder of an Allowed Claim<sup>3</sup>, that contain sufficient information to permit the identification of the creditor, and are cast as an acceptance of the Plan shall be counted and be deemed to be cast as acceptances of the Plan.

---

<sup>3</sup> An allowed Claim for voting purposes includes a claim asserted in a fixed noncontingent amount on a timely filed Proof of Claim and to which no Objection has been filed or if filed has been resolved in favor of the claimant.

12. Only Ballots that are timely received, are cast by a holder of an Allowed Claim, that contain sufficient information to permit the identification of the creditors, and are cast as rejection of the Plan shall be counted and be deemed to be cast as a rejection of the Plan.

13. The following Ballots shall not be counted in determining whether the Plan has been accepted or rejected:

- (a) any Ballot received after the Voting Deadline;
- (b) any Ballot that is illegible or contains insufficient information to permit the identification of the creditor;
- (c) any Ballot timely received that contains sufficient information to permit the identification of the creditor and indicates both acceptance and rejection of the Plan;
- (d) any Ballot, otherwise proper, that indicates neither an acceptance nor rejection of the Plan;
- (e) any Ballot cast by (i) a creditor who has not timely filed a Proof of Claim with respect to the Claim being voted and whose Claim either is not listed, or is listed as a disputed, contingent or unliquidated Claim on the Schedules or (ii) a creditor who has timely filed a Proof of Claim which is the subject of a pending objection (other than an Unliquidated/Contingent Objection) and the Claim has not been temporarily allowed by this Court for voting purposes;
- (f) any Ballot cast by a person that does not hold a Claim in a Class that is entitled to vote to accept or reject the Plan;
- (g) any Ballot that is transmitted to the Voting Agent electronically by facsimile or e-mail, unless this requirement is waived by C8 in consultation with the Notice Parties; and
- (h) any Ballot that does not have an original signature, unless this requirement is waived by C8 in consultation with the Notice Parties.

14. C8 may waive, in consultation with the Notice Parties, any or all of the requirements limiting the means of transmittal of any Ballot, including, without limitation, the Voting Deadline.



15. Pursuant to Sections 105(a) and (d) of the Bankruptcy Code, the following guidelines are established for determining the amount and number of Claims voted:

(a) In determining whether a Class of Claims has accepted the Plan by the requisite dollar amount, the amount of a Claim shall be either (i) the amount allowed by the Court; (ii) the amount temporarily allowed by the Court for voting purposes pursuant to Bankruptcy Rule 3018(a); or (iii) if not so allowed under either (i) or (ii) above, then (x) the liquidated amount specified in a Proof of Claim timely filed with the Court or the Voting Agent by such voting creditor and not purported to be contingent and not subject to a pending objection, or (y) if no Proof of Claim has been timely filed, on the basis of the undisputed, non-contingent and liquidated amount of such Claim as it appears in the Schedules on or before the Voting Record Date.

(b) Ballots, but not Ballots that are Master Ballots or Beneficial Holder Ballots to be distributed to Public Holders, may be preprinted with the dollar amount as determined in subparagraph (a) above and, if they are so preprinted, the Voting Agent shall use the preprinted amount in tabulating votes unless the holder of the Claim obtains an order from this Court under Bankruptcy Rule 3018(a) on or before the Confirmation Hearing.

16. Notwithstanding Bankruptcy Rule 3018(a), whenever two or more Ballots are cast voting the same Claim prior to the Voting Deadline, the last Ballot received prior to the Voting Deadline shall be deemed to reflect the voter's intent and thus shall supersede any prior received Ballots.

17. Any person who holds Claims in more than one Class or more than one Claim within a Class must vote separately with respect to each Claim.

18. All Nominees through which Public Holders hold are required to collect and summarize on a Master Ballot all Beneficial Holder Ballots cast by Public Holders for which they serve and then return the Master Ballot to the Voting Agent by the Voting Deadline.

19. The Nominees shall retain for inspection by the Court the Ballots cast by Public Holders for one (1) year following the Voting Deadline.

20. To avoid double counting, (i) that votes cast by Public Holders through a Nominee and transmitted by means of a Master Ballot shall be applied against the positions held by such Nominees, as evidenced by the applicable record list of Public Holders or through participation in a securities depository, and (ii) votes submitted by a Nominee on a Master Ballot and any other votes submitted by the Nominee shall not be counted in excess of the position maintained by the respective Nominee on the Voting Record Date.

21. To the extent that conflicting votes or duplicative votes are submitted on a Master Ballot, to the extent that any such duplicative votes are not reconcilable prior to the Voting Deadline, the Voting Agent shall count votes in respect of such Master Ballot in the same proportion as the votes to accept and reject the Plan submitted on the Master Ballot that contained the duplicative vote, but only to the extent of the applicable Nominee's position on the Voting Record Date.

22. Each record holder or Public Holder will be deemed to have voted the full principal amount of its Claim, notwithstanding anything to the contrary on any Ballot.

23. This Order shall be without prejudice to the right of C8 to seek additional extension(s) of the times or deadlines established therein, or to seek other appropriate relief, including, but not limited to, relief to modify any of the procedures established herein.

#####

Requested by:

James M. Carr (#3128-49)  
Terry E. Hall (#22041-49)  
Stephen A. Claffey (#3233-98)  
Jeffrey C. Nelson (#25173-49)  
Baker & Daniels LLP  
300 North Meridian Street, Suite 2700  
Indianapolis, Indiana 46204  
Telephone: (317) 237-0300  
Facsimile: (317) 237-1000  
jim.carr@bakerd.com  
terry.hall@bakerd.com  
steve.claffey@bakerd.com  
jeffrey.nelson@bakerd.com

Distribution:

Core Group

2002 List

Appearance List

## **EXHIBIT**

April 19, 2006

RE: ATA HOLDINGS CORP, et al., Case No. 04-19866

- CUSIPS 00209HAA9  
00209HAB7  
00209HAC5  
00209HAD3  
03234GAD8
- VOTING ON SECOND AMENDED PLAN OF LIQUIDATION OF C8 AIRLINES, INC. F/K/A CHICAGO EXPRESS AIRLINES, INC.

**CLASS 2 GENERAL UNSECURED CLAIMS**

Record Date: April 11, 2006

Voting Deadline: May 19, 2006, 4:00 PM Eastern Time

**Enclosed please find:**

**The Order on Solicitation Procedures Motion**

Please review this document, especially page 5 paragraph 4, where it states the Nominees shall distribute solicitation packages within five (5) business days.

On or about April 20, 2006 we will ship solicitation materials to you for immediate distribution to beneficial holders.

**If you use ADP for proxy please be advised we will provide materials to ADP on your behalf and the copies you receive are courtesy copies for your records.**

*If you have any questions please contact:*

Kevin Martin, phone (310) 321-5541, e-mail [kmartin@bmcgroup.com](mailto:kmartin@bmcgroup.com) or Stephenie Kjontvedt, phone (212) 310-5909, e-mail [skjontvedt@bmcgroup.com](mailto:skjontvedt@bmcgroup.com)

Visit [www.bmcgroup.com/ata](http://www.bmcgroup.com/ata)