

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

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

**UNITED STATES' LIMITED OBJECTIONS TO DEBTORS'  
MOTION TO (I) TO APPROVE PROCEDURES FOR BILLINGS  
BY AND PAYMENTS TO PROFESSIONALS AND (II)  
APPROVE PROCEDURES AND DEFERRAL OF DRAW DOWN OF  
RETAINER PAID TO PROFESSIONALS**

The United States of America, on behalf of the Air Transportation Stabilization Board ("ATSB"), hereby objects to the Debtors' Motion to (I) Approve Procedures for Billings and Payments to Professionals Retained in these Cases and (II) Approve Procedures and Deferral of Draw Down of Retainer Paid to Professionals Until Requested By Debtors (hereinafter the "Billing Procedures Motion"). In support of its objection, the ATSB states as follows:

1. Pursuant to the Billing Procedures Motion, the Debtors propose to pay 80% of the fees and 100% of the expenses of its professionals on an ongoing basis in the ordinary course of the

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

Debtors' business. Alternatively, upon the Debtors' request, the professionals will draw against any retainers paid to them by the Debtors.

2. The ATSB has a lien and security interest in substantially all of ATA's cash as described more fully in the Court's Interim Order Authorizing Debtors' Use of Cash Collateral and Use, Sale, and Lease of Other Pre-Petition Collateral.

3. The ATSB objects to the Billing Procedures Motion to the extent that the Debtors use ATSB's cash collateral to pay their professionals prior to drawing against any retainers paid by the Debtors to the professionals.

The ATSB further joins in any objection filed by the Official Committee of Unsecured Creditors to the Billing Procedures Motion.

Respectfully submitted,

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