

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

| | | |
|-------------------------------------|---|------------------------|
| IN RE: |) | Chapter 11 |
| |) | |
| ATA HOLDINGS CORP., <i>et al.</i> , |) | Case No. 04-19866 |
| |) | (Jointly Administered) |
| |) | |
| Debtors. |) | |
| |) | |

**NOTICE OF WITHDRAWAL OF LIMITED OBJECTION TO THE
APPLICATIONS SEEKING AUTHORITY TO EMPLOY (I) BAKER & DANIELS, AND
(II) THE HURON CONSULTING GROUP, LLC, AS FINANCIAL ADVISORS TO
THE DEBTORS, PURSUANT TO 11 U.S.C. §§ 105, 327, 328 AND RULE 2014
OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE
AS IT APPLIES TO THE HURON CONSULTING GROUP, LLC**

The Official Committee of Unsecured Creditors (the “Committee”) of ATA Holdings Corp. and its affiliated debtors and debtors in possession (collectively, the “Debtors”), by and through its undersigned proposed co-counsel, hereby submits this withdrawal of the limited objection to the applications seeking order authorizing the Debtors to retain and employ Baker & Daniels, as counsel for the Debtors, and Huron Consulting Group, LLC, as financial advisors to the Debtors (collectively, the “Applications”), pursuant to 11 U.S.C. §§ 105, 327, 328 and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “Objection”), as it applies to the Huron Group, LLC (the “Withdrawal”). In support of its Withdrawal, the Committee respectfully states as follows:

II. BACKGROUND

1. On October 26, 2004 (the “Petition Date”), each of the Debtors commenced with this Court a voluntary case under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”). The Debtors’ chapter 11 cases have been consolidated for procedural

purposes only and are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

2. Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, the Debtors are authorized to operate their businesses and manage their properties as debtors in possession. No trustee or examiner has been appointed in these chapter 11 cases.

3. On October 27, 2004, Debtors filed the Applications, seeking authority to employ and retain the Professionals, including the Application to retain and employ the Huron Group, LLC (“Huron”), as financial advisors to the Debtors (the “Huron Application”), and Baker & Daniels, as legal counsel to the Debtors (the “Baker & Daniels Application”).

4. Upon review of the Applications and supporting documentation filed by Baker & Daniels, Sommer Barnard Attorneys PC (“Sommer Barnard”), Ponader & Associates, LLP (“Ponader”), Paul, Hastings, Janofsky & Walker, LLP (“Paul, Hastings”), and Huron (collectively, the “Professionals”), the Committee lacked sufficient information to determine whether payment made by the Debtors to the Professionals prior to the filing of the petition in bankruptcy resulted in preferential transfers pursuant to 11 U.S.C. § 547(b). The Committee therefore drafted and delivered letters to each of the Professionals, seeking more specific information concerning services rendered and fees and expenses incurred by each of the Professionals on behalf of the Debtor during the one-year period pre-petition (the “Letters”).

5. The Committee received substantive responses to the Letters from Baker & Daniels, Sommer Barnard, Ponader and Paul, Hastings, and upon review, the Committee has determined that it has no objection to the retention of Sommer Barnard, Ponader and Paul, Hastings.

6. On November 24, 2004, the Committee filed the Objection with respect to the Huron Application and Baker & Daniels Application.

II. COMMITTEE WITHDRAWS OBJECTION
AS IT APPLIES TO THE HURON GROUP, LLC

7. Subsequent to the Committee's filing of the Objection with this Court, Huron responded to the Letter. Huron provided the Committee with further information regarding a history of payments received from and invoices submitted to the Debtors within the year prior to the filing of the petition in bankruptcy.

8. Upon review of the documentation provided by Huron, the Committee has determined that it has no objection to the Debtors' application seeking to retain and employ Huron as financial advisors to the Debtors.

9. Therefore, the Committee seeks to withdraw its objection to the Huron Application by withdrawing the Objection as it applies to Huron.

III. CONCLUSION

10. For all of the reasons discussed above, the Committee respectfully requests that (i) the Objection be withdrawn as it applies to the Huron Group, LLC, and (ii) grant the Committee such other and further relief as is just and proper.

Dated: November 29, 2004

Respectfully submitted,

GREENEBAUM DOLL & MCDONALD, PLLC

/s/ C.R. Bowles, Jr.

John W. Ames

C.R. Bowles, Jr.

3500 National City Tower

101 South Fifth Street

Louisville, Kentucky 40202

Telephone: (502) 589-4200

- and -

AKIN GUMP STRAUSS HAUER & FELD LLP

Daniel H. Golden
Lisa G. Beckerman
David H. Botter
590 Madison Avenue
New York, New York 10022
Tel: 212.872.1000
Fax: 212.872.1002

*Co-Counsel to the Official Committee
of Unsecured Creditors*

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing was served upon the Core Group and the 2002 List by U.S. Mail, postage pre-paid, this 29th day of November, 2004.

/s/ C.R. Bowles, Jr.

C.R. Bowles, Jr.

Co-Counsel for the Official Committee of
Unsecured Creditors