

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

In re:)	Chapter 11
)	
ATA Holdings Corp., et al., ¹)	Case No. 04-19866
)	
Debtors.)	(Jointly Administered)

APPLICATION FOR FINAL DECREE

ATA Holdings Corp. (04-19866), ATA Airlines, Inc. (04-19868), ATA Leisure Corp. (04-19870), American Trans Air Execujet, Inc. (04-19872), and ATA Cargo, Inc. (04-19873) (collectively, "Reorganized Debtors"), by counsel, hereby file this application ("Application") seeking the entry of final decree pursuant to Federal Rule of Bankruptcy Procedure 3022 and S.D.Ind. B-3022-1 closing the Reorganized Debtors' chapter 11 cases ("Cases"). In support of this Application, the Reorganized Debtors state:

1. The Reorganized Debtors filed their voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. as amended ("Bankruptcy Code") on October 26, 2004 ("Petition Date") commencing these Cases in the United States Bankruptcy Court for the Southern District of Indiana, Indianapolis Division ("Court").

2. The Cases are jointly administered with the chapter 11 cases of affiliated debtors. The First Amended Joint Chapter 11 Plan For Reorganizing Debtors ("Plan") was confirmed January 31, 2006 ("Confirmation Date") and became effective on February 28, 2006 ("Effective Date").

¹ 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).

3. In accordance with Section 1123(a)(1) of the Bankruptcy Code, the Plan classified claims against and interests in the estates into separate classes. All priority, secured, and administrative claims were paid in full pursuant to the Plan. Allowed Claims and the amounts paid in the aggregate on Allowed Claims by class are set forth below:

<u>Class</u>	<u>Recovery on Allowed Claims</u>
Class 1 ATSB Secured Claim and ATSB Super-Priority Claim	\$4,500,000 plus new restated loan documents (100%)
Class 2 Fleet Secured Claim A	New Fleet Note A (100%)
Class 3 Fleet Secured Claim B	New Fleet Note B (100%)
Class 4 Other Secured Claims	100%
Class 5 Other Priority Claims	100%
Class 6 General Unsecured Claims	Total Allowed Claims: \$1,232,590,817.83 distributed 752,688 in Original Shares, 219,443 Original Warrants, and 228,586 Additional Warrants distributed Recovery based on estimated enterprise valuation (\$200 – 225 Million) at confirmation is .71%
Class 7 General Unsecured Claims Convenience Class	Total Allowed Claims \$30,435,958.66; distributed \$314,672.90 for recovery of 1.03%
Class 8 Old Holdings Preferred Stock Interest	all stock interests were cancelled
Class 9 Old Holdings Common Stock Interests	all stock interests were cancelled

4. Pursuant to the Plan, all administrative expenses, priority tax claims and professional fees have been paid in full. The professionals employed in this Case and the amounts each professional received for fees and expenses in this Case are:

<u>COMPANY</u>	<u>FEES</u>	<u>EXPENSES</u>
Baker & Daniels LLP	\$4,999,309.75	\$126,453.80
Sommer Barnard Attorneys, PC	\$1,186,439.00	\$13,461.39
Ponader & Associates, LLP	\$73,132.50	\$0.00

Paul, Hastings, Janofsky & Walker LLP	\$565,122.25	\$12,450.34
Jefferies & Company, Inc.	\$4,100,000.00	\$239,438.73
Akin Gump Strauss Hauer & Feld LLP	\$4,851,383.50	\$269,215.63
Greenbaum Doll & McDonald PLLC	\$553,981.25	\$23,574.83
Huron Consulting Group LLC	\$4,541,937.91	\$341,717.14
Ernst & Young LLP	\$1,079,565.00	\$2,613.00
Ryan & Company, Inc.	\$225,248.13	\$0.00
Deloitte Tax LLP	\$58,753.00	\$0.00
Mercer Management Group	\$3,329,031.00	\$336,880.74
KPMG LLP	\$360,570.00	\$25,425.00
Compass Advisors LLP	\$3,000,000.00	\$120,034.72
Lytle Soule & Curlee	\$8,751.00	\$198.21
Navigant Capital Advisors, LLC	\$1,225,993.00	\$110,169.49

5. All contested matters have been closed and the estates have been fully administered.

Relief Requested

6. By this Application, the Reorganizing Debtor seek entry of a final decree pursuant to Section 350 of the Bankruptcy Code, Federal Rule of Bankruptcy Procedure 3022 and S.D.Ind. B-3022-1 declaring the estates fully administered and the Cases closed.

WHEREFORE, the Reorganizing Debtors respectfully request that the Court enter a final decree granting the relief requested herein and for such further relief as is just and proper.

Respectfully submitted,

BAKER & DANIELS LLP

By: /s/ Terry E. Hall

Attorneys for the Reorganizing Debtors

James M. Carr (#3128-49)

Terry E. Hall (#22041-49)

Stephen A. Claffey (#3233-98)

Baker & Daniels LLP

300 North Meridian Street, Suite 2700

Indianapolis, Indiana 46204

Telephone: (317) 237-0300

Facsimile: (317) 237-1000

CERTIFICATE OF SERVICE

The undersigned certifies that a copy of the foregoing was served on the 22nd day of December, 2009 by electronic mail transmission through the Bankruptcy Court's CM/ECF system on the Core Group, 2002 List (post-confirmation), and Appearance List (post-confirmation).

/s/ Terry E. Hall