



SO ORDERED: October 27, 2004.

A handwritten signature in black ink, reading "Basil H. Lorch III".

**Basil H. Lorch III**  
**United States Bankruptcy Judge**

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

In re: ATA Holdings Corp., Debtor.	)	Chapter 11 Case No. 04-19866
	)	
In re: ATA Airlines, Inc., Debtor.	)	Chapter 11 Case No. 04-19868
	)	
In re: Ambassador Travel Club, Inc., Debtor.	)	Chapter 11 Case No. 04-19869
	)	
In re: ATA Leisure Corp., Debtor.	)	Chapter 11 Case No. 04-19870
	)	
In re: Amber Travel, Inc., Debtor.	)	Chapter 11 Case No. 04-19871
	)	
In re: American Trans Air Execujet, Inc., Debtor.	)	Chapter 11 Case No. 04-19872
	)	
In re: ATA Cargo, Inc., Debtor.	)	Chapter 11 Case No. 04-19873
	)	
In re: Chicago Express Airlines, Inc., Debtor.	)	Chapter 11 Case No. 04-19874

**BRIDGE ORDER AUTHORIZING THE DEBTORS TO ASSUME CERTAIN  
EXECUTORY CREDIT CARD AGREEMENTS AND UTILIZE CERTAIN NOTICE  
PROCEDURES PURSUANT TO SECTION 365(a) OF THE BANKRUPTCY CODE**

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Upon consideration of the First Day Motion to Assume Certain Credit Card Agreements and Utilize Particular Notice Procedures (the “Credit Card Assumption Motion”) of the debtors and debtors in possession in the above captioned Chapter 11 cases (the “Debtors”) seeking entry of a bridge order authorizing the Debtors to (A) assume the Credit Card Agreements and the P-Card Agreement, or, with respect to the P-Card Agreement, to satisfy Debtors’ obligations and to continue to perform under the P-Card Agreement; and (B) utilize certain notice procedures relating thereto and the Emergency Motion For Entry Of Bridge Orders Granting Certain Interim Relief Pending Final Hearing (the “Bridge Order Motion”); the Court finds that (i) it has jurisdiction over the matters raised in the Credit Card Assumption Motion pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) the relief requested in the Credit Card Assumption Motion is in the best interests of the Debtors, their estates, and their creditors; (iv) proper and adequate notice of the Credit Card Assumption Motion and the hearing thereon has been given and that no other or further delay is necessary; and (v) good and sufficient cause exists for the granting of the relief requested in the Credit Card Assumption Motion after having given due deliberation of the Credit Card Assumption Motion and all of the proceedings had before the Court in connection with the Credit Card Assumption Motion. The Court FINDS that the facts set forth in the Credit Card Assumption Motion support the relief requested, and therefor;

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

1. The Credit Card Assumption Motion is GRANTED in the interim pending hearing on the First Day Motions.

2. The Credit Card Assumption Procedures<sup>1</sup> are approved pending hearing on the First Day Motions.

3. Pending a final determination at the First Day Hearing, the Debtors' business judgment to assume and ratify the Credit Card Agreements and the P-Card Agreement is reasonable and appropriate, and the assumption and ratification of such agreements is hereby approved, and any prepetition or postpetition transfers made pursuant to such agreements are ratified.

4. In the Interim Period the Debtors are authorized to take any and all actions necessary or desirable to perform their obligations and the transactions contemplated under the Credit Card Agreements and the P-Card Agreement.

5. The Debtors shall cure any defaults under the Credit Card Agreements and the P-Card Agreement, including curing any outstanding amounts related to prepetition chargebacks, credits or fees, by continuing to operate in the ordinary course of business (which ordinary course operations include the setoff or recoupment of the foregoing items against incoming sales receipts) under the terms of each such agreement.

6. Notwithstanding the possible applicability of Bankruptcy Rules 7062, 9014 or otherwise, this Order shall take effect immediately upon entry.

7. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

8. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

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<sup>1</sup> Capitalized terms used herein and not defined shall have the meaning ascribed to them in the Motion.

9. This Credit Card Assumption Motion shall be heard at the First Day Hearing set in these Chapter 11 Cases, at which time the Court will consider continuation of this Bridge Order and entry of a final order on this Credit Card Assumption Motion; and

10. The Debtors shall cause a copy of this Bridge Order to be served by expedited delivery within the next 48 hours on the United States Trustee, the Debtors' secured creditors, the Debtors' 30 largest unsecured creditors, and all parties who have appeared in these Chapter 11 Cases or given notice prior to the entry of this Order.

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Requested by:

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Distribution:

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