UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK
INDIANAPOLIS DIVISION

PROOF OF CLAIM

THIS SPACE IS FOR COURT USE ONLY

In re
ATA Holdings Corp.

Case Number
04-19866

NOTE See Reverse for List of Debtors and Case Numbers

This form should not be used to make a claim for an administrative expense arising after the commencement of the case A request" for payment of an administrative expense may be filed pursuant to 11 U S C § 503

☐ Check box if you are aware that anyone else has filed a proof of claim relating to your claim Attach copy of statement giving particulars

☐ Check box if you have never received any notices from the bankruptcy court in this case

☐ Check box if this address differs from the address on the envelope sent to you by the court.

Name of Creditor and Address

Air Wis Services, Inc
c/o James H M Sprayregen
David R. Seligman
Kirkland & Ellis LLP
200 E Randolph Drive
Chicago, IL 60601

Creditor Telephone Number (312) 861-2200

If you have already filed a proof of claim with the Bankruptcy Court or BMC you do not need to file again

Creditor Federal Tax ID

Account Or Other Number By Which Creditor Identifies Debtor

Check here if this claim ☐ replaces or ☐ amends a previously filed claim dated _____

1 BASIS FOR CLAIM

☐ Goods sold
☐ Services performed
☐ Money loaned
☐ Personal injury/wrongful death
☐ Taxes
☒ Other (describe briefly) SEE ATTACHED
☐ Retiree benefits as defined in 11 U S C § 1114(a)
☐ Wages salaries and compensation (Fill out below)
Last four digits of SS # _____
Unpaid compensation for services performed from _____ (date) to _____ (date)

2 DATE DEBT WAS INCURRED

3 IF COURT JUDGMENT DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AT TIME CASE FILED SEE ATTACHED

$ xxxxxxxxxxxxxxxx (unsecured) $ xxxxxxxxxxxxxxxx (secured) $ xxxxxxxxxxxxxxxx (unsecured priority) $ xxxxxxxxxxxxxxxx (Total)

If all or part of your claim is secured or entitled to priority also complete Item 5 or 7 below

☒ Check this box if claim includes interest or other charges in addition to the principal amount of the claim Attach itemized statement of all interest or additional charges

5 SECURED CLAIM

☐ Check this box if your claim is secured by collateral (including a right of setoff)

Brief description of collateral

☐ Real Estate ☐ Motor Vehicle
☐ Other _____

Value of Collateral $ _____

Amount of arrearage and other charges at time case filed included in secured claim if any $ _____

6 UNSECURED NONPRIORITY CLAIM $ _____

☐ Check this box if a) there is no collateral or lien securing your claim or b) your claim exceeds the value of the property securing it or if c) none or only part of your claim is entitled to priority

7 UNSECURED PRIORITY CLAIM

☐ Check this box if you have an unsecured priority claim

Amount entitled to priority $ _____

Specify the priority of the claim

☐ Wages salaries or commissions (up to $4 925) earned within 90 days before filing of the bankruptcy petition or cessation of the Debtor s business whichever is earlier 11 U S C § 507(a)(3)

☐ Contributions to an employee benefit plan 11 U S C § 507(a)(4)

☐ Up to $2,225 of deposits toward purchase lease or rental of property or services for personal family or household use 11 U S C § 507(a)(6)

☐ Alimony maintenance or support owed to a spouse former spouse or child 11 U S C § 507(a)(7)

☐ Taxes or penalties owed to governmental units 11 U S C § 507(a)(8)

☐ Other Specify applicable paragraph of 11 U S C § 507(a) (____)

Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment

8 CREDITS The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim

9 SUPPORTING DOCUMENTS *Attach copies of supporting documents,* such as promissory notes purchase orders invoices itemized statements of running accounts contracts court judgments mortgages security agreements and evidence of perfection of lien DO NOT SEND ORIGINAL DOCUMENTS If the documents are not available explain If the documents are voluminous attach a summary

10 DATE-STAMPED COPY To receive an acknowledgment of your claim, please enclose a self-addressed stamped envelope and an additional copy of this proof of claim

You may file this proof of claim with BMC at the address below or with the Court at the address on the reserve side If you file with BMC the original of this completed proof of claim form must be sent by mail or hand delivered (Faxes not accepted) so that it is actually received on or before 5 00 pm on 01/24/2005 for Non-Government Claimants OR on or before 04/24/2005 for Governmental Units

BY MAIL TO
BMC Group
Attn ATA Claims Agent
PO Box 1035
El Segundo CA 90245 1035

BY HAND OR OVERNIGHT DELIVERY TO
BMC Group
Attn ATA Claims Agent
1330 East Franklin Ave
El Segundo CA 90245

THIS SPACE FOR COURT USE ONLY

FILED
JAN 14 2005
BMC

DATE SIGNED January 12, 2005

SIGN

and print the name and title if any of the creditor or other person authorized to file this claim (attach copy of power of attorney if any)

Frederick F Brace, President

Penalty for presenting fraudulent claim is a fine of up to $500 000 or imprisonment for up to 5 years or both 18 U S C §§ 152 AND 3571

ATA
00519

Attachment to Proof of Claim of Air Wis Services, Inc Against ATA Holdings Corp

Air Wis Services, Inc asserts a claim for all amounts due and owing, or that hereafter may be due and owing, by ATA Holdings Corp , including any claim under any agreements entered into by ATA Holdings Corp (the "Claim") Air Wis Services, Inc 's Claim may include, but is not limited to, any and all actions, claims, causes of action, rights, suits, debts, controversies, accounts, defense, bonds, bill, covenants, remedies, setoff, crossclaims, counterclaims, third-party claims, reimbursement claims, indemnity claims, contribution claims, judgments, damages, demands, charges, encumbrances, liens, liabilities and obligations of any kind or nature whatsoever, whether or not arising out of federal or state laws or regulations, statutes, rules, or common law, whether in contract, tort or otherwise, whether in law or equity, whether known or unknown, matured or unmatured, fixed or contingent, liquidated or unliquidated, disputed or undisputed, direct or indirect, choate or inchoate, including without limitation claims for bad faith, consequential damages, exemplary damages, prejudgment interest and attorneys' fees As of the date hereof, Air Wis Services, Inc is not aware of any Claim against ATA Holdings Corp other than a contingent, unliquidated claim on account of certain agreements Air Wis Services, Inc reserves the right hereafter to fix the amount of its Claim in the event ATA Holdings Corp rejects any such agreements or to the extent such Claim becomes liquidated or non-contingent Air Wis Services, Inc is continuing its review of its claims against ATA Holdings Corp

Air Wis Services, Inc expressly reserves any rights, remedies, liens, interests, priorities, protections and claims which it may have against ATA Holdings Corp and other parties under Sections 510, 544, 545, 547, 548, 549, or 550 of the Bankruptcy Code, including claims of equitable subordination, and all rights and interest at law or in equity with respect to the agreements referred to above or the Claim Air Wis Services, Inc reserves the right to amend and supplement this Proof of Claim or to file further Proofs of Claim for additional claims, including, without limitation, claims for administrative expenses and all other claims in law or in equity Air Wis Services, Inc reserves all rights accruing to it, including but not limited to its rights against all other creditors of ATA Holdings Corp The filing of this Proof of Claim is not intended to be, and should not be construed as, an election of a remedy, a waiver of any past, present or future defaults or events of default under any of such agreements

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

200 East Randolph Drive
Chicago, Illinois 60601

Holly W Bull
To Call Writer Directly
312 861-3498
hbull@kirkland com

312 861-2000

www kirkland com

Facsimile
312 861-2200
Dir Fax 312 861-2200

January 13, 2005

VIA FEDERAL EXPRESS

BMC Group
Attention ATA Claims Agent
1330 East Franklin Avenue
El Segundo, California 90245

Re ATA Holdings Corp. (Case No 04-19866), ATA Airlines, Inc (Case No 04-19868), Ambassador Travel Club, Inc (Case No 04-19869), ATA Leisure Corp (Case No 04-19870), Amber Travel, Inc. (Case No 04-19871); American Trans Air Execujet, Inc. (Case No. 04-19872), ATA Cargo, Inc (Case No 04-19873), Chicago Express Airlines, Inc (Case No. 04-19874)

Dear Sir or Madam

Enclosed please find a total of thirty-two (32) original executed proofs of claim, each with five (5) copies attached, to be filed in the above-referenced Chapter 11 cases As detailed below, each of UAL Corporation, United Air Lines, Inc , UAL Loyalty Services, Inc and Air Wis Services, Inc is filing one proof of claim in each of such Chapter 11 cases

1 UAL Corporation One proof of claim filed against each of

(a) ATA Holdings Corp ,

(b) ATA Airlines, Inc ,

(c) Ambassador Travel Club, Inc ,

(d) ATA Leisure Corp ,

(e) Amber Travel, Inc ,

(f) American Trans Air Execujet, Inc ,

(g) ATA Cargo, Inc , and

(h) Chicago Express Airlines, Inc

2 United Air Lines, Inc One proof of claim filed against each of

(a) ATA Holdings Corp ,

(b) ATA Airlines, Inc ,

(c) Ambassador Travel Club, Inc ,

(d) ATA Leisure Corp ,

(e) Amber Travel, Inc ,

(f) American Trans Air Execujet, Inc ,

(g) ATA Cargo, Inc , and

(h) Chicago Express Airlines, Inc

3 UAL Loyalty Services, Inc One proof of claim against each of

(a) ATA Holdings Corp ,

(b) ATA Airlines, Inc ,

(c) Ambassador Travel Club, Inc ,

(d) ATA Leisure Corp ,

(e) Amber Travel, Inc ,

(f) American Trans Air Execujet, Inc ,

(g) ATA Cargo, Inc , and

(h) Chicago Express Airlines, Inc

4 Air Wis Services, Inc One proof of claim filed against each of

(a) ATA Holdings Corp ,

(b) ATA Airlines, Inc ,

(c) Ambassador Travel Club, Inc ,

(d) ATA Leisure Corp ,

(e) Amber Travel, Inc ,

(f) American Trans Air Execujet, Inc ,

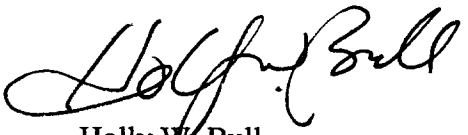
(g) ATA Cargo, Inc , and

(h) Chicago Express Airlines, Inc

Please return two (2) file-stamped copies of the proofs of claim in the enclosed, self-addressed return Federal Express envelope If you have any questions or concerns regarding this matter, please do not hesitate to telephone me at (312) 861-3498

Thank you for your prompt attention to this matter

Sincerely,



Holly W Bull

HWB/cjb

Attachment

cc D Agay
F DeBlasio

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