FORM B10 (Official Form 10)

UNITED STATES BANKRUPTCY COURT, WESTERN DISTRICT OF TENNESSEE		PROOF OF CLAIM
Name of Debtor ATA Airlines Inc	Case Number 04-19868-BHL-11	

NOTE 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

Name of Creditor (The person or other entity to whom the debtor owes money or property) Hilton San Francisco	☐ 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
Name and address where notices should be sent David J Harris c/o Hilton San Francisco Burch, Porter & Johnson, PLLC 130 N Court Ave Memphis, TN 38103 Telephone number 901/524-5000	☐ Check box if you have never received any notices from the bankruptcy court in this case ☐ Check box if the address differs from the address on the envelope sent to you by the court
	THIS SPACE FOR COURT USE ONLY
Account or other number by which creditor identifies debtor	Check here if this claim ☐ replaces ☐ amends a previously filed claim dated _____

1 Basis for Claim
- ☐ Goods sold
- ☐ Services performed
- ☐ Money loaned
- ☐ Personal injury/wrongful death
- ☐ Taxes
- x Other Hotel Charges

☐ Retiree benefits as defined in 11 U S C § 1114(a)

☐ Wages salaries and compensation (fill out below)

Your SS # xxx xx

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 $19,982 39

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 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 $19,982 39**

A claim is unsecured if there is no collateral or lien on property of the debtor securing the claim or to the extent that the value of such property is less than the amount of the claim

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 $4,650) *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 $2 100* 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 4/1/01 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 the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim

Date	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)
January 21 2005	Hilton San Francisco by David Harris David J Harris Attorney for Hilton Hotels Corporation

THIS SPACE FOR COURT USE ONLY

FILED

JAN 24 2005

BMC

ATA

01200

Penalty for presenting fraudulent claim Fine of up to $500,000 or imprisonment for up to 5 years, or both 18

DATE	VENDOR	VENDOR NUMBER
15-OCT-04	HILTON SAN FRANCISCO	1051818

INVOICE NUMBER	INVOICE DATE	COMMENTS	DISCOUNT	NET
SFO-01-904	15-SEP-04	09-04 EMP ROOMS	0 00	12,129 66
		TOTALS:	0.00	12,129.66

ORIGINAL CHECK HAS A COLORED BACKGROUND PRINTED ON CHEMICAL REACTIVE PAPER - SEE BACK FOR DETAILS

VOID VOID VOID

58-389
412

DATE	CHECK	AMOUNT
15-OCT-04	1195251	$**12,129 66

PAY Twelve Thousand One Hundred Twenty Nine Dollars and 66/100 Cents

Void check 180 days after issue date

VOID VOID

TO THE ORDER OF

SAN FRANCISCO

VOID VOID VOID VOID

REQUEST FOR CHECK

December 28, 2004
Date

Draw Check Payable To Doubletree Hotel San Francisco Airport (Vendor#4297)

Address Attn Majid Mortezaie, 835 Airport Blvd
Burlingame, CA 94010

Amount $ 16,883 70

Explanation Invoices for ATA Airlines relocation during labor issues 9/19-11/28

Charge To Account No 316-30-01 Dishonored Reservations

Mail Check ( ) or Return To Theresa Ling x7731

Authorized By 12/28/04 12/28/04

AC-108 (9/79)

DOUBLETREE HOTEL SAN FRANCISCO AIRPORT BURLINGAME
ATA AIRLINES

INVOICE #	DATES	ORIGINAL AMNT	ADJUST NO SHOWS	TOTAL TO BE PAID
H2086	9/19-28/04	$ 3,816 26	$ 146 78	$ 3,669.60
H2339	10/02-25/04	$ 8,219 68	$ 366.95	$ 7,852 73
H2362	10/30-11/01/04	$ 2,499.26	$ -	$ 2,499.26
H2369	11/07-28/04	$ 4,843 74	$ 1,981 53	$ 2,862.21
	TOTAL PAYMENT			$ 16,883.70

Please adjust the no show charges for the ATA Airlines and Air Canada.

DOUBLETREE HOTEL-SAN FRANCISCO AIRPORT
835 AIRPORT BOULEVARD
BURLINGAME, CA 94010-9949

INVOICE

HILTON - SF /ATA CREW OCT.1-24
ATTN. ACCOUNTING - THERSA LING
333 O'FARRELL STREET
SAN FRANCISCO, CA 94102

H2339 - HILTON - SF /ATA CREW OCT.1-24

ACCOUNT BALANCE $ 6,219.66

INVOICE DATE: 10-27-04

DATE	FOLIO #	DESCRIPTION	CHARGE
10/02/04.	524601	Rm 504 [RTD FR ATA CREW#NO SHOW, FLT 672 P:RCPT A]	73 39
10/03/04	524639	Rm 413 [RTD FR KARNS, D 0815, FLT 937 P:RCPT A]	146 78
10/03/04.	524640	Rm 223 [RTD FR GREENBERG, B 0815, FLT 937 P:RCPT A]	146 78
10/03/04.	524641	Rm 513 [RTD FR SHEASTON, S 1200, FLT 672 P:RCPT A]	146 78
10/03/04	524646	Rm 201 [RTD FR JODAC, D 1900, FLT 417 P:RCPT A]	73.39
10/03/04.	524644	Rm 280 [RTD FR THOMAS, J 1900, FLT 417 P RCPT A]	73.39
10/03/04	524645	Rm 687 [RTD FR DARVAL, D 1900, FLT 417 P RCPT A]	73.39
10/03/04.	524643	Rm 580 [RTD FR SEAL, MIKE, 1900, FLT 417 P RCPT A]	73.39
10/04/04.	524602	Rm 738 [RTD FR LEEK, ANGELA, FLT 929 P:RCPT A]	146.78
10/04/04	524642	Rm 638 [RTD FR OTTO,KRISTIN 0700, FLT 625 P RCPT A]	146.78
10/04/04	524647	Rm 727 [RTD FR NICOLE, JARUIS, FLT 929 P:RCPT A]	146 78
10/04/04.	33000	Rm 620 [RTD FR JOHN, VACHAN, FLT 929 P:RCPT A]	146.78
10/04/04	524649	Rm 719 [RTD FR TAYLOR, CALABRESA, FLT 929 P RCPT A]	146.78
10/05/04	524651	Rm 731 [RTD FR WARBURTUN, M , FLT 625 P:RCPT A]	73 39
10/05/04.	524603	Rm 211 [RTD FR PARKER, C., FLT 625 P:RCPT A]	73 39
10/07/04	524604	Rm 731 [RTD FR DANEK, B 1200, FLT 626 P RCPT A]	73 39
10/07/04	524653	Rm 384 [RTD FR BUDERSKI, PAUL, FLT 625 P:RCPT A]	73 39
10/08/04	524654	Rm 422 [RTD FR WILLIAMS, BILL, FLT 625 P,RCPT A]	73 39
10/08/04	524655	Rm 280 [RTD FR LAYNE, ROBERT, FLT 625 P:RCPT A]	73 39
10/08/04	524605	Rm 492 [RTD FR LUKENS, RANDY, FLT 670 P:RCPT A]	146 78
10/10/04	524658	Rm 336 [RTD FR ATA CREW#NO SHOW, FLT 626 P,RCPT A]	73 39
10/10/04	524693	Rm 483 [RTD FR GRIFFIN S 7A, FLT 672 P RCPT A]	146 78
10/10/04	524606	Rm 485 [RTD FR BRUGERE, SCOTT 7A, FLT 672 P:RCPT A]	146 78
10/10/04	524656	Rm 490 [RTD FR HEURING MIKE FLT 670 P:RCPT A]	220 17

10/10/04.	524659	Rm 213 [RTD FR LENDSTORFF,AMANDA 1745, FLT 931 P:RCPT A]	73 39
10/10/04.	524661	Rm 611 [RTD FR RICHARDS,PATRICIA 1745, FLT 931 P.RCPT A]	73 39
10/10/04	524660	Rm 202 [RTD FR ODELL,AARON 1745, FLT 931 P.RCPT A]	73 39
10/10/04.	524662	Rm 208 [RTD FR FEBUS,RICARDO 1745, FLT 931 P.RCPT A]	73.39
10/11/04	524607	Rm 606 [RTD FR CUMINGS, J 0800, FLT 929 P:RCPT A]	146.78
10/11/04	524663	Rm 419 [RTD FR OLLANDO, A 0600, FLT 929 P:RCPT A]	146.78
10/11/04	524665	Rm 421 [RTD FR OTTS, K 0600, FLT 929 P:RCPT A]	146.78
10/11/04.	524664	Rm 519 [RTD FR RODRIGUEZ, E 0600, FLT 929 P:RCPT A]	146 78
10/14/04	524609	Rm 335 [RTD FR EDDY, GERY, FLT 625 P:RCPT A]	73.39
10/14/04	524666	Rm 312 [RTD FR PURDY, ROBERT, FLT 625 P:RCPT A]	73.39
10/15/04	524667	Rm 425 [RTD FR WILLIAMS, CL, FLT 625 P:RCPT A]	73.39
10/15/04	524668	Rm 703 [RTD FR LAYNE, K. 1200, FLT 625 P:RCPT A]	73.39
10/16/04	524610	Rm 318 [RTD FR EARNEST, DAVID 0445, FLT 670 P.RCPT A]	146.78
10/16/04	524669	Rm 504 [RTD FR FIELDS, BRIAN 0445, FLT 670 P:RCPT A]	146 78
10/17/04	530481	Rm 604 [RTD FR SHAW SCOTT, FLT 672 P:RCPT A]	146 78
10/17/04	524611	Rm 605 [RTD FR MCCORMICK B, FLT 672 P:RCPT A]	146 78
10/17/04	524675	Rm 216 [RTD FR CIKOMILOVICH,LORI 1745, FLT 931 P:RCPT A]	73 39
10/17/04	524672	Rm 730 [RTD FR RHEA,KRISTA 1745, FLT 931 P:RCPT A]	73.39
10/17/04	524674	Rm 211 [RTD FR SAMBURG,RYNEE 1745, FLT 931 P:RCPT A]	73.39
10/17/04	524676	Rm 612 [RTD FR ULM,WILLIAM 1745, FLT 931 P:RCPT A]	73 39
10/17/04	524673	Rm 212 [RTD FR OLVERA,HILDA 1745, FLT 931 P:RCPT A]	73 39
10/17/04	524677	Rm 616 [RTD FR DELT,GREG 1745, FLT 931 P:RCPT A]	73 39
10/18/04	524680	Rm 422 [RTD FR CUMMINGS, JAMES, FLT 929 P:RCPT A]	146.78
10/18/04	524681	Rm 420 [RTD FR NAJ, WILLIAM, FLT 929 P:RCPT A]	146 78
10/18/04	524671	Rm 424 [RTD FR MCDADE,JOSEPH 0700, FLT 625 P:RCPT A]	146.78
10/18/04	33000	Rm 414 [RTD FR ANDREW 0700, FLT 929 P:RCPT A]	146.78
10/18/04	524612	Rm 413 [RTD FR ATA CREW, FLT 929 P.RCPT A]	146 78
10/18/04	33000	Rm 421 [RTD FR RODRIGUEZ, E, FLT 929 P:RCPT A]	146 78
10/18/04	524679	Rm 724 [RTD FR HALL DEIDRA, FLT 929 P:RCPT A]	146 78
10/21/04	33000	Rm 694 [RTD FR JACQUES,R 1200, FLT 625 P:RCPT A]	73.39
10/21/04	33000	Rm 692 [RTD FR YATES, S 1200, FLT 625 P.RCPT A]	73.39
10/22/04	33000	Rm 601 [RTD FR PARKER, KIRK, FLT 625 P.RCPT A]	73 39
10/22/04	33000	Rm 615 [RTD FR LAYNE, ROBERT, FLT 625 P:RCPT A]	73 39
10/23/04	33000	Rm 504 [RTD FR BRITT, JIM TBA, FLT 670 P:RCPT A]	146.78
10/23/04	33000	Rm 805 [RTD FR ROBERTS, TRACY TBA, FLT 670 P RCPT A]	146.78
10/24/04	33000	Rm 790 [RTD FR BLATCHEY, P 1200, FLT 672 P:RCPT A]	146 78
10/24/04	33000	Rm 580 [RTD FR STANISH, G 1200, FLT 672 P:RCPT A]	146 78
10/24/04	527132	Rm 692 [RTD FR WEAVER,K.N 1745, FLT 931 P:RCPT A]	73.39
10/24/04	527130	Rm 785 [RTD FR KISER,RICK 1745, FLT 931 P:RCPT A]	73.39
10/24/04	527127	Rm 781 [RTD FR WOST,DAN 1745 FLT 931 P.RCPT A]	73 39
10/24/04	527129	Rm 890 [RTD FR DWINELL,W G, 1745, FLT 931 P:RCPT A]	73 39
10/24/04	527128	Rm 340 [RTD FR FEWELL,PETER 1745, FLT 931 P:RCPT A]	73.39
10/24/04	527131	Rm 789 [RTD FR BEHRENSMEIER,LAURA 1745, FLT 931 P RCPT A]	73.39
10/24/04	33000	Rm 496 [RTD FR ATA CREW/NO SHOW, FLT 929 P:RCPT A]	73 39
10/25/04	33000	Rm 201 [RTD FR DALY, PATRICIA 0800, FLT 625 P RCPT A]	146 78
10/25/04	527137	Rm 625 [RTD FR KNOWLER, E TBA, FLT 929 P:RCPT A]	146 78
10/25/04	527138	Rm 622 [RTD FR BALBUENA, BRUCE TBA, FLT 929 P:RCPT A]	146 78
10/25/04	524616	Rm 612 [RTD FR ANSTED, G TBA, FLT 929 P:RCPT A]	146 78
10/25/04	527135	Rm 721 [RTD FR MILLER, JIM TBA, FLT 929 P RCPT A]	146 78
10/25/04	527139	Rm 711 [RTD FR NOMMENSEN, MELISSA TBA, FLT 929 P RCPT A]	146.78

PLEASE PAY THIS AMOUNT-> 8,219.68

LAW OFFICES
BURCH, PORTER & JOHNSON
A PROFESSIONAL LIMITED LIABILITY COMPANY
130 NORTH COURT AVENUE
MEMPHIS TENNESSEE 38103
TELEPHONE 901-524-5000
FAX 901-524-5024

DAVID J HARRIS
901-524-5120
Email dharris@bpjlaw com

January 21, 2005

Via Federal Express

BMC Group, Inc
Attn ATA Claims Agent
1330 E Franklin Ave
El Segundo, CA 90245

RE ATA Holdings Corp , et al
Case No 04-19866

ATA Airlines, Inc
Case No 04-19868

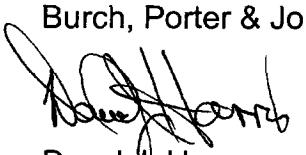
Dear ATA Claims Agent

I am enclosing an original and one copy of Proofs of Claim for filing in the above-captioned matters Please return a filed-stamped copy of each Proof of Claim to me in the provided return envelope

Thank you for your assistance in this matter

Very truly yours,

Burch, Porter & Johnson, PLLC



David J. Harris

DJH/mc
Enclosures

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FedEx

FedEx | Ship Manager | Label 7921 8790 0157

From Origin ID (901)524 5000
Marie Chrisman
BURCH PORTER & JOHNSON PLLC
130 NORTH COURT AVENUE

MEMPHIS TN 38103

FedEx Express

CLS091404/05/06

Ship Date 21JAN05
Actual Wgt 2 LB
System# 1307722/INET2000
Account# S * ** ***

REF 6268 88

Delivery Address Bar Code

SHIP TO (888)909 0100 BILL SENDER

Attn ATA Claims Agent
BMC Group, Inc
1330 E Franklin Ave

El Segundo, CA 90245

PRIORITY OVERNIGHT

MON
Deliver By
24JAN05

TRK# 7921 8790 0157

FORM 0201

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