

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

In re:	)	Chapter 11
	)	
	)	Case No. 08-03675-BHL-11
ATA AIRLINES, INC.	)	
	)	
Debtor	)	

**DEBTOR'S OBJECTION TO PROOF OF  
CLAIM NUMBER 4044 FILED BY B/E  
AEROSPACE INC.**

Hearing:	January 12, 2009 10:00 a.m. EST
Location:	U.S. Courthouse 46 E. Ohio Street, Room 349 Indianapolis, IN 46204
Telephonic Participation	
Dial-In:	1-800-559-0863
Passcode:	5294867#

**THIS IS AN OBJECTION TO YOUR CLAIM. YOU SHOULD IMMEDIATELY CONTACT THE OBJECTING PARTY TO RESOLVE THE DISPUTE. IF YOU DO NOT REACH AN AGREEMENT, YOU MUST FILE A RESPONSE TO THIS OBJECTION AND SEND A COPY OF YOUR RESPONSE TO THE OBJECTING PARTY NO LATER THAN 3 DAYS PRIOR TO THE HEARING. YOUR RESPONSE MUST STATE WHY THE OBJECTION IS NOT VALID. IF YOU DO NOT FILE A TIMELY RESPONSE, YOUR CLAIM MAY BE DISALLOWED WITHOUT FURTHER NOTICE OR HEARING. IF YOU FILE A TIMELY RESPONSE, THE HEARING WILL BE A PRE-TRIAL CONFERENCE FOR THE PURPOSE OF SETTING DISCOVERY AND TRIAL DATES AND DEADLINES.**

Pursuant to Rule 3007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), ATA Airlines, Inc. (the "Debtor") files its Objection to Proof of Claim Number 4044 Filed by B/E Aerospace Inc. (the "Objection"). In support thereof, the Debtor respectfully represents as follows:

### **I. Jurisdiction**

1. This Court has jurisdiction to consider the Objection pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding under 28 U.S.C. § 157(b)(2). Venue is proper in this Court under 28 U.S.C. §§ 1408 and 1409.

### **II. Background**

2. On April 2, 2008 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of title 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Indiana, Indianapolis Division (the “Court”).

3. Prior to the Petition Date, the Debtor operated a diversified international passenger airline that operated in two principal business segments: (a) a low cost carrier operation that provided scheduled passenger service that leveraged a code share agreement with Southwest Airlines and (b) a charter operation focusing primarily on providing charter service to the United States government/military.

4. On August 7, 2008, the Court entered an Order Granting Motion to Establish a Bar Date for Filing Proofs of Claim and Approving Form and Manner of Notice Thereof (the “Bar Date Order”). Pursuant to the Bar Date Order, the deadline for filing a proof of claim was established as October 2, 2008 at 5:00 p.m. prevailing Eastern Time.

5. On October 1, 2008, B/E Aerospace Inc. (“B/E”) filed a proof of claim, claim number 4044, against the Debtor’s bankruptcy estate asserting an administrative claim pursuant to Section 503(b)(9) in an amount of \$46,718.68 (the “Claim”).

### **III. Relief Requested and Applicable Authority**

6. The Debtor objects to the Claim because a portion of the Claim is for goods received more than 20 days prior to the Petition Date and a portion of the Claim is not based upon goods

sold to the Debtor. Of the invoices listed in the Claim as supporting the Claim, only \$17,109.86 are for goods received within the 20 days prior to the Petition Date. Accordingly, the remaining amount of the Claim is not entitled to administrative expense priority under Section 503(b)(9).

7. Accordingly, the Debtor seeks entry of an order allowing \$17,109.86 of the Claim as an administrative expense claim under Section 503(b)(9), and reclassifying \$29,608.82 of the Claim as a general unsecured claim.

#### **Reservation of Rights**

8. The requested relief is without prejudice to any claims or causes of action belonging to the bankruptcy estate, nor does it constitute any waiver of claims or causes of action belonging to the bankruptcy estate. The requested relief, including any recharacterization of the Claim, does not constitute allowance of the Claim, and the Debtor expressly reserves the right to object to the allowance of the Claim. Additionally, the Debtor expressly reserves the right to amend, modify or supplement the Objection, and to file additional objections, both technical and substantive, to the Claim.

#### **No Prior Request**

9. No prior request for the relief set forth herein has been made to this or any other court.

WHEREFORE, the Debtor respectfully requests that the Court enter an order granting the relief requested in this Objection and such other and further relief as may be just and proper.

Dated: December 2, 2008

BAKER & DANIELS LLP

/s/ Terry Hall

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