

EXHIBIT A

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter No.: 93378/0001
Matter Name: CHAPTER 11
Billing Partner: STEVEN B SOLL

DECEMBER 9, 2008
BILL NO. 150823

For Services Rendered Through November 30, 2008:

Phase: 22 Case Administration / General Services

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/03/08 SBS	Review of e-mail(s) EMAILS FROM FUHRMAN/ BAINES/ TUROFF/ McLENDON RE: INDIANA COUNSEL INVOICES	.20	134.00
11/04/08 SBS	Analysis of Legal Papers NOTICE OF FILING OF 5TH LIST OF ORDINARY COURSE PROFESSIONALS	.20	134.00
11/04/08 SBS	Review of e-mail(s) EMAILS RE: ABILITY TO BRING SUIT TO EXTEND LIEN	.30	201.00
11/04/08 SJB	Review of e-mail(s) ROSTER UPDATES / CORRECTIONS (x2)	.10	27.50
11/04/08 SJB	Examine Documents PROPOSED AGENDA FOR 11.05.08 HEARING	.20	55.00
11/05/08 SBS	Examine Documents AGENDA FOR 11/5/08 COURT HEARING	.20	134.00
11/05/08 SBS	Telephone Call(s) - Court OMNIBUS CT. HRG	.50	335.00
11/07/08 SJB	Review of e-mail(s) RE UPDATED ROSTER AND ACTIVE PARTICIPANTS	.10	27.50

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<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/10/08 SJB	Memo TO FILE RE PROPOSED MOTION TO SELL JET FUEL	.30	82.50
11/20/08 SBS	Examine Documents AGENDA FOR HEARING	.20	134.00
11/21/08 SBS	Examine Documents BMC FILINGS	.20	134.00
TOTAL PHASE 22		2.50	\$ 1,398.50

Phase: 23	Plan of Reorganization
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<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/03/08 SBS	Review of e-mail(s) FROM K. KATTNER RE: TERM SHEET FOR PLAN	.10	67.00
11/03/08 SBS	Preparation of e-mail(s) TO K. KATTNER RE: TERM SHEET	.30	201.00
11/03/08 SBS	Telephone Call(s) - Local Counsel J. HOKANSON RE: PROSECUTION OF PREFERENCES/ OBJ. TO CLAIMS/ CONTINGENCY FEE	.50	335.00
11/03/08 SBS	Preparation of e-mail(s) TO KATTNER RE: INFO ON POTENTIAL PREFERENCE CLAIMS/ CLAIM OBJECTIONS	.40	268.00
11/03/08 SJB	Examine Documents SW BID PROPOSAL (x2)	.40	110.00

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<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/03/08 SJB	Review of e-mail(s) RE SW BID PROPOSAL	.20	55.00
11/04/08 SBS	Review of e-mail(s) FROM KATTNER TO MULTIPLE PARTIES RE: PLAN TERM SHEET	.20	134.00
11/04/08 SBS	Review term sheet FINAL TERM SHEET - PLAN	1.40	938.00
11/04/08 SBS	Review of e-mail(s) FROM AL TERRY RE: ISSUANCE OF STOCK UNDER PLAN	.10	67.00
11/04/08 SBS	Preparation of e-mail(s) TO TERRY RE: ISSUANCE OF STOCK UNDER PLAN	.30	201.00
11/04/08 SJB	Review Letter of Intent TROPICAL AEROSPACE / AIRTRAN / SOUTHWEST	.60	165.00
11/04/08 SJB	Review of e-mail(s) RE LETTERS OF INTENT	.20	55.00
11/05/08 SBS	Preparation of e-mail(s) TO COMMITTEE RE: PLAN TERM SHEET	.30	201.00
11/05/08 SBS	Preparation of e-mail(s) TO B. HANSON RE: WILLINGNESS TO SERVE ON POST CONFIRMATION OVERSIGHT COMMITTEE	.10	67.00
11/05/08 SBS	Review of e-mail(s) FROM HANSON RE: WILLINGNESS TO SERVE ON POST CONFIRMATION OVERSIGHT COMMITTEE	.10	67.00
11/05/08 SBS	Preparation of e-mail(s) TO KATTNER ET AL DETAILED COMMENTS TO PLAN TERM SHEET	.90	603.00

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<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/08 SBS	Review of e-mail(s) FROM McLENDON RE: JPMC CONCURRENCE WITH REQUESTED CHANGES TO TERM SHEET	.10	67.00
11/05/08 SBS	Preparation of e-mail(s) TO McLENDON RE: JPMC AGREED CHANGES TO TERM SHEET	.10	67.00
11/05/08 SBS	Review/correct Correspondence REVISE EMAIL TO KATTNER RE: TERM SHEET COMMENTS	.30	201.00
11/05/08 JAB	Examine Documents Plan and Term Sheet and Ltr to CC re: Plan	.90	625.50
11/05/08 SJB	Analysis of Term Sheet DEBTOR'S PROPOSAL	1.30	357.50
11/05/08 SJB	Review of e-mail(s) TO C/C RE PLAN TERM SHEET	.30	82.50
11/05/08 SJB	Review of e-mail(s) FROM DEBTOR'S COUNSEL RE TERM SHEET	.20	55.00
11/06/08 SBS	Review of e-mail(s) FROM AND TO HOKANSON RE: RESPONSE FROM KATTNER TO REQUEST FOR INFO ON CLAIMS/ PREFERENCES	.10	67.00
11/06/08 SJB	Review of e-mail(s) FROM HB RE PLAN TERM SHEET AND INCORPORATION OF RECENTLY OPEN ITEMS	.20	55.00
11/06/08 SJB	Analysis of Term Sheet RE GENERAL UNSECURED CLAIMS / FEDEX LITIGATION / ET AL	1.70	467.50

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11/07/08 JAB	Examine Documents Re: Plan Term Sheet	.40	278.00
11/10/08 SBS	Review of e-mail(s) BILL KAYE RE: POSSIBLE RETENTION AS POST EFFECTIVE DATE MANAGER	.10	67.00
11/10/08 SBS	Examine Documents KAYE RESUME RE: POST EFFECTIVE DATE MANAGER	.20	134.00
11/10/08 SBS	Preparation of e-mail(s) TO KAYE RE: RESUME	.10	67.00
11/10/08 SJB	Review of e-mail(s) RE WITHDRAWAL OF BID PROPOSALS	.20	55.00
11/11/08 SBS	Telephone Call(s) - Debtor's Attorney KATTNER RE: PLAN AND DISCLOSURE STATEMENT DRAFT	.20	134.00
11/11/08 SBS	Review of e-mail(s) FROM KATTNER RE: PLAN TERM SHEET	.10	67.00
11/11/08 SBS	Preparation of e-mail(s) TO KATTNER RE: PLAN TERM SHEET	.10	67.00
11/11/08 SBS	Review of e-mail(s) KATTNER RE: GAL COMMENTS ON PLAN TERM SHEET	.10	67.00
11/14/08 SBS	Telephone Call(s) - Creditor's Atty/Rep TOM CIANTRA RE: POST OVERSIGHT COMMITTEE/ PREFERENCE RECOVERIES	.30	201.00
11/17/08 SBS	Preparation of e-mail(s) TO HOKANSON RE: PLAN/ CLAIM/ PREFERENCE ISSUES	.30	201.00

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11/17/08 SJB	Review of e-mail(s) FROM SBS TO HB RE EXECUTION OF TERM SHEET	.10	27.50
11/24/08 JAB	Examine Documents Revised Plan Term Sheet	.30	208.50
11/24/08 JAB	Memo SBS re: Revised Plan Term Sheet	.20	139.00
11/24/08 SJB	Research FAA RULES AND REGULATIONS GOVERNING TRANSFER OF LAGUARDIA SLOTS	.40	110.00
11/24/08 SJB	Memo TO FILE RE SOUTHWEST MOTION	1.10	302.50
11/24/08 SJB	Analyze Entered Order RE SOUTHWEST AS SUBMITTING HIGHEST / BEST OFFER	.90	247.50
11/24/08 SJB	Review of e-mail(s) RE PROPOSED TERM SHEET WITH ATTACHMENTS	.30	82.50
11/25/08 SBS	Telephone Call(s) - Debtor's Attorney KATTNER/LYDA RE: PLAN TERM SHEET	.20	134.00
11/25/08 SBS	Review term sheet REVISED PLAN TERM SHEET	.60	402.00
11/25/08 JAB	Examine Documents Plan and Disclosure Statement Issues	.30	208.50
11/25/08 JAB	Examine Documents ATA Revised Term Sheet	.50	347.50
11/25/08 JAB	Examine Documents Term Sheet Insurance Issues w/SBS	.20	139.00

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11/25/08 JAB	Examine Documents Further Revised Plan Term Sheet	.70	486.50
11/25/08 JAB	Examine Documents Revisions to Term Sheet w/SBS	.10	69.50
11/25/08 JAB	Examine Documents Edwards re: Revised Signature Blocks to Term Sheet	.10	69.50
11/25/08 JAB	Correspondence Edwards re: Plan Term Sheet	.30	208.50
11/25/08 JAB	Correspondence To and From K. McLendon re: Term Sheet	.10	69.50
11/25/08 SJB	Telephone Call(s) - Debtor's Attorney RE PLAN / DISCLOSURE STATEMENT / TREATMENT OF CLAIMS	.20	55.00
11/26/08 SBS	Review of e-mail(s) D. EDWARDS RE: REVISED PLAN TERM SHEET	.10	67.00
11/26/08 SBS	Review of e-mail(s) D. EDWARDS RE: DISCLOSURE STATEMENT	.10	67.00
11/26/08 JAB	Examine Documents Plan Glossary of Terms	1.30	903.50
11/26/08 JAB	Examine Documents Overview Plan	1.50	1,042.50
11/28/08 JAB	Examine Documents Overview Creditor Trust Agreement	.80	556.00
11/28/08 JAB	Examine Documents Overview Plan Trust Agmt	.40	278.00

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11/29/08 SBS	Review Plan of Reorganization FIRST DRAFT OF PLAN OF REORGANIZATION	3.90	2,613.00
TOTAL PHASE 23		28.10	\$ 15,751.00

Phase: 24 Disclosure Statement

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/26/08 JAB	Examine Documents K. Lyda re: Disclosure Statement	.10	69.50
11/28/08 JAB	Examine Documents Overview Disclosure Statement	1.50	1,042.50
11/30/08 SBS	Review Disclosure Statement FIRST DRAFT OF DISCLOSURE STATEMENT	4.30	2,881.00
TOTAL PHASE 24		5.90	\$ 3,993.00

Phase: 25 Avoidance Power Work & Other Litigations

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/03/08 SJB	Review of e-mail(s) RE FUNDING PREFERENCE RECOVERIES ETC	.10	27.50
11/03/08 SJB	Review of e-mail(s) RE PREFERENCE RECOVERY ANALYSIS	.20	55.00

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DATE	DESCRIPTION	HOURS	AMOUNT
11/17/08	Preparation of e-mail(s)	.20	134.00
SBS	TO K. LYDA RE: STATUS OF PREFERENCE REPORT		
TOTAL PHASE 25		.50	\$ 216.50

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/06/08 JAB	Review Financial Documents Chargeback Report	.30	208.50
11/06/08 JAB	Correspondence C. Manalo re: Chargeback Report	.10	69.50
11/10/08 JAB	Review Financial Documents Weekly Cash Update Report	.30	208.50
11/17/08 EMA	Examine Documents Document search JP Morgan loan documents	.70	143.50
11/20/08 SBS	Review Financial Documents CASH FLOW BUDGETS/ PROJECTIONS	.30	201.00
11/20/08 SBS	Review Financial Documents FROM FTI RE: CASH FLOW PROJECTIONS	.10	67.00
11/20/08 JAB	Review Financial Documents FTI Report	.40	278.00
TOTAL PHASE 26		2.20	\$ 1,176.00

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Phase: 27 Investigation/Asset Analysis & Recovery

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/07/08 SLH	Examine Documents Plan report/SBS	.20	167.00
11/07/08 SBS	Review of e-mail(s) LYDA RE: CLAIMS REGISTER	.10	67.00
11/07/08 SBS	Review of e-mail(s) BINFORD RE: MOTION TO SELL TO AIRTRAN	.20	134.00
11/07/08 SBS	Analyze Adversary Motion Papers MOTION TO SELL FUEL TO AIRTRAN	.40	268.00
11/07/08 SBS	Telephone Call(s) BILL KAYE RE: CONSIDERATION AS MANAGER/ TRUSTEE UNDER PLAN FOR UNSECURED	.40	268.00
11/07/08 EMA	Examine Documents Emails notes memos	.60	123.00
11/10/08 JAB	Examine Documents Fee Application Order (Hoover Hull) and Mesirow Retention Order	.10	69.50
11/10/08 JAB	Examine Documents Re: Hokanson CV	.10	69.50
11/17/08 JAB	Examine Documents Order re: Continued Meetings	.10	69.50
11/18/08 SBS	Review of e-mail(s) FROM AND TO HOKANSON RE: PROPOSAL TO PROSECUTE PREFERENCE ACTIONS	.10	67.00

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<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/19/08 SBS	Analyze Adversary Motion Papers EMERGENCY MOTION RE: SALE OF STOCK TO SOUTHWEST	.50	335.00
11/19/08 SBS	Review Letter of Intent SOUTHWEST LOI RE: STOCK PURCHASE	.60	402.00
11/19/08 SBS	Preparation of e-mail(s) TO SLH RE: SOUTHWEST LOI - TERMS/ ISSUES	.40	268.00
11/20/08 JAB	Examine Documents Hearing Agenda	.10	69.50
11/24/08 SBS	Review of e-mail(s) LYDA RE: PAYMENTS TO BMC	.10	67.00
11/24/08 SBS	Preparation of e-mail(s) TO LYDA, ET AL. RE: LACK OF WORK PRODUCT FROM BMC	.20	134.00
11/24/08 JAB	Examine Documents Mesa Settlement Motion	.20	139.00
11/24/08 JAB	Examine Documents Mesirow	.10	69.50
11/24/08 SJB	Memo TO FILE RE UPCOMING CRITICAL DATES	.10	27.50
11/25/08 SJB	Review/correct Legal Papers RE MEMO TO FILE RE ITEMS SCHEDULED FOR DEC 2 HEARING AND THINGS TO DO	.20	55.00
TOTAL PHASE 27		4.80	\$ 2,869.00

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Phase: 29 Committee Meetings

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/08 EMA	Examine Documents Updates to distribution list	.40	82.00
11/25/08 JAB	Correct Papers Motion Summaries	.50	347.50
TOTAL PHASE 29		.90	\$ 429.50

Phase: 30 Communications with Creditors' Committee

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/08 SBS	Preparation of e-mail(s) TO COMMITTEE RE: SUMMARY AND ANALYSIS OF PLAN TERM SHEET	1.10	737.00
11/04/08 SBS	Preparation of e-mail(s) CORRECT EMAIL TO COMMITTEE RE: PLAN TERM SHEET	.40	268.00
11/05/08 SBS	Review of e-mail(s) FROM B. HANSON RE: APPROVAL OF TERM SHEET FOR PLAN	.10	67.00
11/10/08 SBS	Review/correct Correspondence PROPOSED EMAIL TO COMMITTEE RE: MOTION TO SELL FUEL TO AIRTRAN	.20	134.00
11/10/08 SBS	Review of e-mail(s) SUMMARY OF MOTION TO SELL FUEL TO AIRTRAN	.10	67.00

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11/10/08 SJB	Preparation of e-mail(s) RE PROPOSED JET FUEL SALE MOTION	.40	110.00
11/10/08 SJB	Preparation of e-mail(s) RE JET FUEL SALE MOTION	.30	82.50
11/14/08 SBS	Review/correct Correspondence DRAFT EMAIL TO COMMITTEE RE: L1011 MOTION	.30	201.00
11/17/08 SJB	Preparation of e-mail(s) RE RECENT L1011 MOTION	.40	110.00
11/25/08 JAB	Examine Documents K. McLendon re: Releases	.10	69.50
11/25/08 JAB	Examine Documents Re: Ltr to CC	.20	139.00
11/25/08 SJB	Preparation of e-mail(s) RE ITEMS SCHEDULED FOR DECEMBER 2 HEARING	.60	165.00
TOTAL PHASE 30		4.20	\$ 2,150.00

Phase: 32	Preparation of Application for Allowance
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<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/21/08 JAB	Correct Papers Exhibit	.30	208.50
11/21/08 SJB	Review/correct Legal Papers Exhibits to Notice of Draw	1.10	302.50

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11/24/08 SJB	Preparation of e-mail(s) TO AND FROM LOCAL COUNSEL / FTI RE FILING NOTICES OF DRAW	.10	27.50
11/24/08 SJB	Prepare Application for Allowance OSHR FOR OCTOBER	.30	82.50
11/24/08 SJB	Review Application for Allowance OSHR FOR OCTOBER WITH ACCOMPANYING EXHIBITS	.80	220.00
11/25/08 SJB	Memo TO FILE RE FEES AND EXPENSES SOUGHT AND TO BE PAID	.10	27.50
11/25/08 SJB	Preparation of e-mail(s) TO LOCAL COUNSEL RE FILING OSHR OCT NOTICE OF DRAW AND ACCOMPANYING EXHIBITS	.10	27.50
TOTAL PHASE 32		2.80	\$ 896.00

Phase: 33 Acquisition/Divestiture Work/Asset Dispo

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/03/08 SBS	Review Letter of Intent AIRTRAN LETTER OF INTENT TO PURCHASE ASSETS	.30	201.00
11/03/08 SBS	Review Letter of Intent TROPICAL AEROSPACE INDUSTRIES LETTER OF INTENT TO PURCHASE ASSETS	.40	268.00

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11/03/08 SBS	Preparation of e-mail(s) TO KATTNER/ BATES/ EDWARDS RE: LOI'S FOR ASSETS	.20	134.00
11/03/08 SBS	Telephone Call(s) - Debtor's Attorney KATTNER RE: PLAN TERM SHEET/ BIDS FOR STOCK/ SOUTHWEST AIRLINES BID/ INFO ON PREFERENCES/ CLAIMS	.30	201.00
11/03/08 SBS	Review Letter of Intent LETTER OF INTENT OF SOUTHWEST AIRLINES	.50	335.00
11/03/08 SBS	Preparation of e-mail(s) TO K. McLENDON RE: PROPOSED BREAKUP FEE AND EXPENSE REIMBURSEMENT IN SOUTHWEST LOI	.40	268.00
11/03/08 SBS	Review of e-mail(s) FROM KATTNER RE: SOUTHWEST BREAKUP/ REIMBURSEMENT FEE	.10	67.00
11/03/08 SBS	Preparation of e-mail(s) TO KATTNER RE: NEED TO REJECT BREAKUP FEE REQUEST NOW	.30	201.00
11/03/08 SBS	Review of e-mail(s) FROM K. McLENDON RE: SOUTHWEST BREAKUP FEE	.10	67.00
11/03/08 SBS	Preparation of e-mail(s) TO McLENDON RE: SOUTHWEST BREAKUP FEE	.20	134.00
11/03/08 SBS	Review of e-mail(s) FROM McLENDON RE: AIRTRAN RIGHT OF FIRST REFUSAL/ OPERATING LEASE	.10	67.00
11/03/08 SBS	Preparation of e-mail(s) TO McLENDON RE: AIRTRAN OPERATING LEASE	.20	134.00

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11/03/08 SBS	Review of e-mail(s) FROM McLENDON RE: TUESDAY'S LENDER CALL	.10	67.00
11/03/08 SBS	Preparation of e-mail(s) TO McLENDON ET AL. RE: TUESDAY'S LENDER CALL	.20	134.00
11/03/08 SBS	Preparation of e-mail(s) TO CRED. COMM RE: 3 LETTERS OF INTENT FOR ASSETS/ ANALYSIS	1.10	737.00
11/03/08 JAB	Examine Documents SW Bid Proposal	.30	208.50
11/03/08 JAB	Examine Documents Correspondence re: SW Bid Proposal	.20	139.00
11/03/08 JAB	Examine Documents K. McLendon re: Bids	.10	69.50
11/03/08 SJB	Review of e-mail(s) RE RECENT LOI TO PURCHASE ASSETS	.10	27.50
11/04/08 SBS	Review of e-mail(s) FROM TUROFF RE: OPERATING LEASES/ SLOTS/ AIRTRAN RIGHT OF FIRST REFUSAL	.10	67.00
11/04/08 SBS	Preparation of e-mail(s) CORRECT AND ISSUE EMAIL TO COMMITTEE RE: 3 LOIs FOR ASSETS	.40	268.00
11/04/08 SBS	Review Lease REVIEW OPERATING LEASE/ RIGHT OF FIRST REFUSAL	.50	335.00
11/04/08 JAB	Examine Documents Operating Agreement and Sale Motion	.30	208.50

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<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/08 JAB	Examine Documents S. Turoff re: Right of First Refusal	.10	69.50
11/05/08 SBS	Preparation of e-mail(s) TO KATTNER RE: ATA'S POSITION ON BREAKUP FEE/ EXPENSE REIMBURSEMENT PROVISIONS W/ SOUTHWEST OFFER	.10	67.00
11/05/08 SBS	Telephone Call(s) - Creditor's Atty/Rep W/ McLENDON RE: SOUTHWEST BID	.20	134.00
11/05/08 SBS	Review of e-mail(s) FROM KATTNER RE: SOUTHWEST BREAKUP FEE REQUEST	.10	67.00
11/05/08 SBS	Preparation of e-mail(s) TO KATTNER RE: SALE PROCESS RE: HRG ON HIGHEST BIDS/ PLAN/ BREAKUP FEE	.30	201.00
11/05/08 SBS	Review of e-mail(s) FROM McLENDON RE: HARMONIZE STOCK SALE TERM SHEETS	.10	67.00
11/06/08 SBS	Preparation of e-mail(s) TO McLENDON RE: STATUS OF "HARMONIZED" LOI FOR STOCK BIDS	.10	67.00
11/07/08 JAB	Examine Documents Re: Auction Procedures	.20	139.00
11/07/08 SJB	Review of e-mail(s) RE PROPOSED MOTION TO SELL JET FUEL	.10	27.50
11/08/08 SBS	Review Letter of Intent SOUTHWEST AIRLINES REVISED BID PROPOSAL FOR STOCK	.50	335.00

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11/08/08 SBS	Review Letter of Intent REVISED AIRTRAN BID FOR STOCK	.40	268.00
11/08/08 SBS	Analysis of Legal Papers BID PROCEDURES FOR AUCTION OF EQUITY	.30	201.00
11/08/08 SBS	Analysis of Correspondence WITHDRAWAL OF AIRTRAN LETTER OF INTENT	.10	67.00
11/10/08 SBS	Telephone Call(s) - Debtor's Attorney D. EDWARDS RE: COMPETING BIDS/ STATUS OF AUCTION/ WITHDRAWAL OF AIRTRAN BID	.30	201.00
11/10/08 SBS	Review of e-mail(s) FROM KATTNER RE: WITHDRAWAL OF AIRTRAN BID/ DECISION NOT TO MATCH SOUTHWEST BID	.10	67.00
11/10/08 SBS	Preparation of e-mail(s) TO KATTNER RE: SALE TO SOUTHWEST	.10	67.00
11/10/08 SBS	Review of e-mail(s) FROM KATTNER RE: MEETING W/ SOUTHWEST	.10	67.00
11/10/08 SBS	Preparation of e-mail(s) TO KATTNER RE: MEETING W/ SOUTHWEST	.10	67.00
11/10/08 SBS	Review of e-mail(s) FROM KATTNER RE: SOUTHWEST BID	.10	67.00
11/10/08 SJB	Analyze Adversary Motion Papers PROPOSED MOTION TO SELL JET FUEL AT DFW AND CHICAGO MIDWAY AIRPORTS AND ACCOMPANYING LETTER AGREEMENT	.60	165.00
11/12/08 JAB	Examine Documents L1011 Aircraft Bid Procedure Motion	.30	208.50

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11/12/08 SJB	Review of e-mail(s) RE RECENT L1011 MOTION	.10	27.50
11/14/08 SBS	Analyze Adversary Motion Papers L1011 SALE PROCEDURES MOTION	.30	201.00
11/14/08 JAB	Examine Documents Re: L 1011 Sale and Procedures	.20	139.00
11/14/08 SJB	Analyze Adversary Motion Papers 363 MOTION TO ESTABLISH SOLICITATION AND BID PROCEDURES FOR L1011 AIRCRAFT	.50	137.50
11/14/08 SJB	Review Letter of Intent PROPOSED LOI RE BID SOLICITATIONS FOR L1011 AIRCRAFT	.30	82.50
11/14/08 SJB	Memo TO FILE RE ISSUES RE L1011 MOTION AND PROPOSED LETTER OF INTENT	.90	247.50
11/17/08 SBS	Telephone Call(s) - Debtor's Attorney KATTNER RE: LOI W/ SOUTHWEST	.20	134.00
11/17/08 SBS	Review Mortgage(s) REVIEW MORTGAGES RE: LIENS OF JPMC AND B OF A ON L1011 AIRCRAFT	.40	268.00
11/17/08 SBS	Review/correct Correspondence REVISE EMAIL TO COMMITTEE RE: SALE OF L1011 AIRCRAFT/ PROCEDURE/ LIENS	.30	201.00
11/17/08 SJB	Telephone Call(s) - Debtor's Rep. RE L1011 MOTION	.10	27.50
11/17/08 SJB	Due Diligence Research RE LIENS/INTERESTS AND L1011 MOTION	1.30	357.50

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11/19/08 SBS	Telephone Call(s) - Creditor's Atty/Rep TOM CIANTRA RE: SALE TO SOUTHWEST/ OPERATING CERTIFICATE	.40	268.00
11/19/08 SBS	Review of e-mail(s) FROM C. MANALO RE: SALE OF L1011s AIRCRAFT	.10	67.00
11/19/08 SBS	Preparation of e-mail(s) TO MANALO RE: SALE OF L1011 AIRCRAFT	.30	201.00
11/19/08 SBS	Analyze Adversary Motion Papers MOTION TO SELL DOMAIN NAMES	.50	335.00
11/19/08 SBS	Preparation of e-mail(s) TO BINFORD RE: DRAFT MOTION TO SELL DOMAIN NAMES/ REQUEST FOR LIST OF NAMES	.20	134.00
11/19/08 SBS	Review of e-mail(s) FROM BINFORD RE: MOTION TO SELL DOMAIN NAMES/ LIST OF NAMES	.20	134.00
11/19/08 JAB	Examine Documents Emergency Motion re: Sale to SW	.40	278.00
11/19/08 SJB	Telephone Call(s) - Debtor's Rep. Re L1011 motion	.10	27.50
11/19/08 SJB	Review of e-mail(s) FROM FTI RE L1011 DISPOSITION	.10	27.50
11/19/08 SJB	Review of e-mail(s) RE SALES OF DOMAIN NAMES	.10	27.50
11/20/08 SBS	Review of e-mail(s) FROM D. EDWARDS RE: SALE PROCEDURE MOTION	.20	134.00

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11/20/08 JAB	Examine Documents Re: Jet Fuel Sale	.30	208.50
11/20/08 JAB	Examine Documents SBS re: Bid Procedures Hearing	.10	69.50
11/20/08 SJB	Preparation of e-mail(s) To SBS re L1011 motion / recent objection / call to DE	.30	82.50
11/21/08 SBS	Telephone Call(s) DAVID McDONALD RE: INTEREST IN MAKING BID FOR ASSETS	.40	268.00
11/21/08 JAB	Attendance at Court (Motion) Attend L1011 Bid Procedure Hearing via Teleconference	.40	278.00
11/21/08 JAB	Memo Memo re: Hearing Outcome	.10	69.50
11/21/08 SJB	Review of e-mail(s) From JAB re hearing on L1011 Motion / Objection	.10	27.50
11/21/08 SJB	Prepare for Court Appearance L1011 motion / internal memos / Victorville Aerospace Objection	.30	82.50
11/22/08 JAB	Examine Documents L1011 Order	.10	69.50
11/22/08 JAB	Examine Documents Domain Name Sale Motion	.20	139.00
11/24/08 JAB	Examine Documents Bid Order	.10	69.50

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11/24/08 SJB	Analyze Entered Order RE L1011 MOTION	.30	82.50
11/24/08 SJB	Memo TO FILE RE MOTION TO SELL DOMAIN NAMES	.30	82.50
11/24/08 SJB	Analyze Adversary Motion Papers RE AUTHORITY TO SELL DOMAIN NAMES / ACCOMPANYING EXHIBITS	.40	110.00
11/25/08 SBS	Review of e-mail(s) FROM RICHARD LAUTER RE: SLOT SALES TO SW	.10	67.00
11/25/08 SBS	Preparation of e-mail(s) TO LAUTER RE: SLOT SALES TO SW	.30	201.00
11/25/08 SBS	Review of e-mail(s) FROM LAUTER RE: SW SALE	.10	67.00
TOTAL PHASE 33		21.90	\$ 12,388.00

Phase: 34

Claims Objection Work / Claims Admin

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/08 SBS	Analyze Adversary Motion Papers MOTION OF DE STER CORP. FOR PAYMENT OF SEC. 503(b)(9) CLAIM	.40	268.00
11/05/08 SBS	Preparation of e-mail(s) KATTNER/ EDWARDS RE: 503(B)(9) MOTION OF DE STER	.20	134.00

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11/05/08 SBS	Review of e-mail(s) KATTNER RE: TERMS OF AGREED ORDER W/ DE STER	.10	67.00
11/06/08 SJB	Analyze Entered Order RE DESTERS ADMINISTRATIVE EXPENSE CLAIM	.30	82.50
11/06/08 SJB	Review of e-mail(s) RE HANDLING PREFERENCE ACTIONS AND CLAIMS	.10	27.50
11/07/08 SJB	Examination of Claims UNSECURED CLAIMS REPORT	1.70	467.50
11/07/08 SJB	Review of e-mail(s) RE CLAIMS REPORT	.10	27.50
11/10/08 SJB	Review of e-mail(s) RE POST PETITION CLAIMS MANAGEMENT	.10	27.50
11/10/08 SJB	Examine Documents AVIATION SOFTWARE AFFIDAVIT	.10	27.50
11/12/08 EMA	Examine Documents Document search re research	.60	123.00
11/14/08 SBS	Examine Documents PRELIMINARY REVIEW OF BMC CLAIM REPORT	.50	335.00
11/17/08 SBS	Examine Documents REVIEW CLAIMS REPORT RE: INSIDER CLAIMS/ JPMC CLAIMS/ LESSOR CLAIMS	1.10	737.00
11/17/08 SBS	Preparation of e-mail(s) TO FTI RE: CLAIMS REPORT	.20	134.00
11/17/08 SJB	Review of e-mail(s) RE STATUS OF PREFERENCE ANALYSIS (x3)	.20	55.00

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<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/18/08 SJB	Review of e-mail(s) FROM LOCAL COUNSEL RE PREFERENCE ANALYSIS	.10	27.50
11/22/08 JAB	Examine Documents Virgin Atlantic, et al. Settlement Motion	.30	208.50
11/24/08 SJB	Review of e-mail(s) RE BMC UPDATE	.10	27.50
11/24/08 SJB	Memo TO FILE RE SETOFF MOTION	.30	82.50
11/24/08 SJB	Analyze Adversary Motion Papers RE SETOFF BETWEEN DEBTORS AND MESA / VIRGIN / FLYVESELSSKAP	.40	110.00
11/25/08 JAB	Examine Documents Objections to Claims	.30	208.50
TOTAL PHASE 34		7.20	\$ 3,177.50

Phase: 35

Fee/Employment Objections

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/03/08 SJB	Examine Documents FIFTH SUPPLEMENTAL LIST OF ORDINARY COURSE PROFESSIONALS	.10	27.50
11/07/08 EMA	Examine Documents Various monthlies and draw statements	.60	123.00

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<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/10/08 SJB	Analyze Entered Order RE MESIROW RETENTION	.40	110.00
11/10/08 SJB	Analyze Entered Order RE HOOVER HULL APPLICATION FOR ALLOWANCE	.10	27.50
11/20/08 SJB	Review Application for Allowance FTI FOR OCTOBER 2008	.10	27.50
11/24/08 SJB	Examine Documents MORRISS AFFIDAVIT	.30	82.50
11/24/08 SJB	Review of e-mail(s) RE FTI NOTICE OF DRAW AND ATTACHEMENTS	.10	27.50
TOTAL PHASE 35		1.70	\$ 425.50

TOTAL FOR SERVICES \$ 44,870.50

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TOTAL DISBURSEMENTS	267.60
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TOTAL THIS STATEMENT	\$ 45,138.10
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