

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

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

**NOTICE OF INTENT TO ABANDON ESTATE ASSETS  
THAT ARE BURDENSOME OR OF INCONSEQUENTIAL VALUE**

PLEASE TAKE NOTICE that ATA Airlines, Inc. (the “Debtor”), as debtor-in-possession, intends to abandon (the “Proposed Transaction”) certain assets as set forth in the attached exhibit (each such asset an “Asset” and collectively, the “Assets”).

PLEASE TAKE FURTHER NOTICE that the Debtor has determined in its sound business judgment that the Assets should be abandoned. The Assets, as described in the attached exhibit, consist of various pieces of equipment that the Debtor sent to various vendors (the “Vendors”) for repair or servicing prior to the Debtor filing its petition for bankruptcy protection. The Assets are being held by Vendors, subject to mechanic’s or similar liens, and the Vendors will not release the Assets until their liens are satisfied. Many of the assets are in disassembled, partially repaired or otherwise unserviceable condition. The Debtor has conducted an analysis with respect to each Asset and determined that none of the Assets, given the amount of the applicable outstanding lien claim, the current repair status of each Asset, and the cost of recovering the Assets from various locations around the United States for inclusion in an auction, have any net realizable value.

PLEASE TAKE FURTHER NOTICE that this Notice is being filed with the Bankruptcy Court and served upon the Notice Parties as required by the Sale Notice Procedures previously approved by the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that you shall have five (5) business days after service of this Notice (the “Notice Period”) to serve the Debtor with a written objection to the Proposed Transaction in a manner so your objection is actually received by counsel for the Debtor at the address below prior to the expiration of the Notice Period. In the absence of any objection, the Debtor will submit to the Bankruptcy Court a form of order setting forth that: (i) the notice procedures for the abandonment of the Assets have been satisfied; (ii) no objection to the abandonment of the Assets was timely made or such objection has been resolved; and (iii) the Debtor may take all reasonable and necessary steps to abandon the Assets.

PLEASE TAKE FURTHER NOTICE that upon Court approval of the order authorizing the abandonment of the Assets, the Debtor may take such actions as are necessary to abandon and dispose of each Asset, including payment of costs associated therewith, without further notice or Court order.

PLEASE TAKE FURTHER NOTICE that if the Debtor receives a written objection with respect to the abandonment of the Assets prior to the expiration of the Notice Period, and the Debtor is unable to resolve such objection, the Debtor will not take any additional steps to abandon the Assets without first obtaining the Court’s approval.

Dated: December 22, 2008

BAKER & DANIELS LLP

/s/ Terry E. Hall

Terry E. Hall (#220421-49)  
300 N. Meridian Street, Suite 2700  
Indianapolis, Indiana 46204  
Tele: (317) 237-0300  
Fax: (317) 237-1000  
Email: terry.hall@bakerd.com

- and -

HAYNES AND BOONE, LLP

Kenric D. Kattner  
Texas Bar No. 11108400  
Blaine F. Bates  
Texas Bar No. 24029979  
1221 McKinney Street, Suite 2100  
Houston, Texas 77010  
Tele: (713) 547-2000  
Fax: (713) 236-5490  
Email: ATA@haynesboone.com

Judith Elkin

Texas Bar No. 06522200  
Haynes and Boone, LLP  
1221 Avenue of the Americas  
26th Floor  
New York, New York 10020  
Tele: (212) 659-7300  
Fax: (212) 918-8989

*Counsel for ATA Airlines, Inc.*

### **CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a copy of the foregoing was served by (i) electronic mail transmission through the Bankruptcy Court's CM/ECF system, (ii) separate electronic mail transmission, or (iii) first class United States mail, postage prepaid, on the 22nd day of December, 2008, on the Office of the United States Trustee; counsel for JPMorgan Chase Bank, N.A.; counsel for the Official Committee of Unsecured Creditors; and the parties listed below.

/s/ Terry E. Hall

Aircraft Electrical Components Inc.  
2482 Progress Drive  
Redding, CA 96001-3208  
aecdave@pacbell.net

Banyan International Corp.  
PO Box 1779  
Abilene, TX 76901  
tyshane@statkit.com

CPI Aero Services, LLC  
PO Box 1141  
Mooresville, NC 28115

Fokker Airinc  
14560 Greeno Road  
Fairhope, AL 36532  
jon.curry@stork.com

Qwest Air Parts Inc.  
3960 Crowfarn Drive  
Memphis, TN 38118  
mututor@qwestairparts.com

Regent Aerospace Corp.  
28110 W. Harrison Pkwy  
Valencia, CA 91355  
rwilliams@regentaerospace.com

Rolls Royce plc  
c/o Rolls Royce North America Inc.  
Attn: Charles S. Baugh, Esquire  
1875 Explorer Street, Suite 200  
Reston, VA 20190  
kathryn.sutcliffe@rolls-royce.com

GECAS-AMC (formerly The Memphis Group)  
3900 Willow Lake Blvd.  
Memphis, TN 38118  
mduncan@memphisgrp.com

Turbo Resources Intl  
5780 West Oakland Street  
Chandler, AZ 85226  
melissazikha@turboresources.com