IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

IN RE:	)	
ATA AIRLINES, INC.	)	
	)	
Debtor.	)	Case No. 08-03675-BHL11

SAN ANTONIO AEROSPACE, L.P.'S OBJECTION TO MOTION FOR RELIEF FROM STAY TO ALLOW SETOFF FILED BY CREDITOR WILMINGTON TRUST COMPANY (DOCKET NO. 512)

COMES NOW, San Antonio Aerospace, L.P. ("SAA"), secured creditor herein, and submits its *Objection to Motion for Relief from Stay to All Setoff* (the "Motion") filed by Wilmington Trust Company ("WTC") (docket number 512), and in support thereof, states as follows:

1. WTC filed the Motion seeking relief from the automatic stay in order to setoff against cash being held by WTC as a "Maintenance Reserve" pursuant to WTC's lease of an aircraft bearing U.S. Registration No. N517AT. WTC asserts in the Motion that the Maintenance Reserve has a balance of $1,692,951.23.

2. SAA filed an adversary proceeding herein asserting a timely and properly perfected aircraft maintenance lien against each of the aircraft and any and all maintenance reserves held by the lessors of the aircraft for unpaid maintenance owing to SAA (i.e., WTC).

3. The Court has yet to rule on the validity, priority or extent of SAA's aircraft lien against the Maintenance Reserve held by WTC.

4. SAA maintains that it is owed $1,182.58 for maintenance performed on the aircraft that is the subject of WTC's Motion and for which WTC holds a Maintenance Reserve.

5. WTC has asserted rights under a theory of setoff and/or recoupment but has not attached the contract or agreement upon which it relies so that third parties asserting rights in the Maintenance Reserve may ascertain the merits of either of the claims.

6. Therefore, SAA requests the Court to deny WTC's Motion or, in the alternative, order WTC to hold $1,182.58 in an interest bearing escrow account pending the outcome of adversary proceeding number 08-50226.

WHEREFORE, SAA respectfully requests the Court to deny WTC's Motion or, in the alternative, order WTC to hold $1,182.58 in an interest bearing escrow account pending the outcome of adversary proceeding number 08-50226, and for such further relief as the Court deems appropriate.

Respectfully submitted,

/s/ David J. Bayt

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CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing has been served upon the following counsel and parties of record electronically through the Clerk's ECF system or by first class United States Mail, postage prepaid, on the 25th day of June, 2008:

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