IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
COACH AM GROUP HOLDINGS CORP., *et al.*,[1]	)	Case No. 12-10010 (KG)
Debtors.	)	Jointly Administered

Objection Deadline: May 29, 2012 at 4:00 p.m.
Hearing Date: Only if necessary

FIRST MONTHLY APPLICATION OF MEMBERS OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM JANUARY 13, 2012 THROUGH JANUARY 31, 2012

The members (the "Applicants") of the Official Committee of Unsecured Creditors (the "Committee") appointed in the above-captioned cases, through the Committee's undersigned counsel, hereby submit this *First Monthly Application of Members of the Official Committee of Unsecured Creditors for Reimbursement of Expenses for the Period from January 13, 2012 through January 31, 2012* (the "Application") seeking reimbursement for

[1] The Debtors in these cases, along with the last four (4) digits of their federal tax identification numbers are: Coach Am Group Holdings Corp. (4830), Coach Am Holdings Corp. (1816), Coach America Holdings, Inc. (2841), American Coach Lines, Inc. (2470), American Charters, Ltd. (Coach America) (8246), American Coach Lines of Atlanta, Inc. (4003), American Coach Lines of Jacksonville, In. (1360), American Coach Lines of Miami, Inc. (7867), American Coach Lines of Orlando, Inc. (2985), Coach America Group, Inc. (2816), B&A Charter Tours, Inc. (9392), Dillon's Bus Service, Inc. (5559), Florida Cruise Connection, Inc. (9409), Hopkins Airport Limousine Service, Inc. (1333), Lakefront Lines, Inc. (5309), The McMahon Transportation Company (0030), Midnight Sun Tours, Inc. (2791), Royal Tours of America, Inc. (2313), Southern Coach Company (6927), Tippitt Travel, Inc. (8787), Trykap Airport Services, Inc. (0732), Trykap Transportation Management, Inc. (2727), KBUS Holdings, LLC (6419), ACL Leasing, LLC (2058), CAPD, LLC (4454), Coach America Transportation Solutions, LLC (6909), CUSA, LLC (3523), CUSA ASL, LLC (2030), CUSA AT, LLC (2071), CUSA AWC, LLC (2084), CUSA BCCAE LLC (2017), CUSA BESS, LLC (3610), CUSA CC, LLC (1999), CUSA CSS, LLC (1244), CUSA EE, LLC (1982), CUSA ELKO, LLC (4658), CUSA ES, LLC (1941), CUSA FL, LLC (1920), CUSA GCBS, LLC (1891), CUSA GCT, LLC (1833), CUSA KBC, LLC (1808), CUSA K-TCS, LLC (1741), CUSA Leasing, LLC (1321), CUSA PCSTC, LLC (1701), CUSA PRTS, LLC (1591), CUSA RAZ, LLC (0640), CUSA Transit Services, LLC (8847), Get A Bus, LLC (1907), Coach BCCAE, L.P. (3488) and Coach Leasing BCCAE, L.P. (6784).

actual and necessary expenses incurred (the "Expenses") for the period commencing January 13, 2012 through and including January 31, 2012 (the "Expense Period"). Pursuant to the *Order Pursuant to 11 U.S.C. §§ 105(a) and 331, Fed. R. Bankr. P. 2016(a) and Del. Bankr. L.R. 2016-2 Establishing Procedures for (I) Allowance of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of this Court and (II) Reimbursement of Expenses Incurred by Statutory Committee Members* [Docket No. 157] (the "Compensation Order") entered on January 27, 2012, the Committee requests payment of 100% of the Expenses in the total amount of $4,535.80 incurred during the Expense Period. In support of the Application, the Committee respectfully represents as follows:

Jurisdiction

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

2. Venue of this proceeding and this Application is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory predicates for the relief requested herein are: (a) sections 328, 330, 331, and 1103 of Chapter 11 of Title 11, United States Code (the "Bankruptcy Code"); (b) Rule 2016 of the Federal Rules of Bankruptcy Practice and Procedure (the "Bankruptcy Rules"); (c) Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the "Local Rules"); and (d) the Compensation Order.

Background

4. On January 3, 2012 (the "Petition Date"), the above-captioned debtors and debtors in possession (the "Debtors") commenced these cases (the "Chapter 11 Cases") by each filing a voluntary petition for relief under Chapter 11 of the Bankruptcy Code.

5. Since the Petition Date, the Debtors have continued to operate and manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

6. On January 13, 2012, the United States Trustee for Region 3 (the "U.S. Trustee") held a meeting to form a committee to represent the interests of all unsecured creditors in the Chapter 11 Cases (the "Formation Meeting").

7. Following the Formation Meeting, on January 13, 2012, the U.S. Trustee filed a notice of appointment of the Committee, the members of which are: (i) ABC Companies; (ii) National Diagnostics Inc.; (iii) Valerie S. Rybka a/k/a Valerie Schwartz; (iv) Universal Studios LLC (f/k/a Universal Studios Inc.); and (v) The Sign Company, LLC [Docket No. 92].

8. On January 13, 2012, the Committee retained Pachulski Stang Ziehl & Jones LLP ("PSZJ") as its general bankruptcy counsel to represent the Committee in all bankruptcy related matters during the pendency of these Chapter 11 Cases. The retention of PSZJ has been authorized by the Court *nunc pro tunc* to January 13, 2012 [Docket No. 427].

Committee Member Expenses

9. This Application covers Expenses incurred by the Applicants during the Expense Period.

10. Since the inception of these cases, the Committee has been active in all aspects of these Chapter 11 Cases as more fully set forth in the monthly fee applications of PSZJ [Docket Nos. 537 and 637].

11. In accordance with the Compensation Order, the Applicants hereby request reimbursement of all expenses incurred in their capacity as members of the Committee from the Expense Period, aggregating $4,535.80.

12. All expenses incurred by Committee Members were incurred in the discharge of their duties on behalf of the Committee. Attached hereto as Exhibit A is a certification, expense detail, and supporting documentation from Tim Wayland of ABC Companies, in connection with expenses totaling $1,124.00; attached hereto as Exhibit B is a certification, expense detail, and supporting documentation from Committee member Jerry Stewart of National Diagnostics Inc., in connection with expenses totaling $922.77; attached hereto as Exhibit C is a certification, expense detail and supporting documentation from Committee member Janice Miller of Universal Studios LLC (f/k/a Universal Studios Inc.), in connection with expenses totaling $1,016.46; and attached hereto as Exhibit D is a certification, expense detail and supporting documentation from Committee member John Roussey of Universal Studios LLC (f/k/a Universal Studios Inc.), in connection with expenses totaling $1,472.57. The Applicants submit that the out-of-pocket expenses incurred in connection with attendance at the Committee meetings, as described on Exhibits A – D hereto, were necessary and reasonable and should be reimbursed in full.

Notice

13. Notice of this Application, in accordance with the Compensation Order, has been given to (a) the Office of the United States Trustee; (b) the Debtors; (c) counsel to the Debtors; (d) counsel to the Committee; and (e) counsel to JPMorgan Chase Bank, N.A., as agent for the Debtors' prepetition senior secured lenders and postpetition secured lenders. The Committee submits that, in light of the nature of the relief requested, no other or further notice need be given.

No Prior Request

14. No previous application for the relief requested herein has been made to this or any other court.

WHEREFORE, the Committee respectfully requests allowance of the Expenses.

Dated: May 8, 2012

PACHULSKI STANG ZIEHL & JONES LLP

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