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Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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**In re:** :  
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**DELTA AIR LINES, INC., et al.,<sup>1</sup>** : **Chapter 11 Case No.**  
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**Debtors.** : **05-17923 (ASH)**  
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**AGENDA LETTER RE: MATTERS SCHEDULED FOR THE  
OMNIBUS HEARING ON JUNE 5, 2006 AT 9:30 A.M.**

Location of Hearing: United States Bankruptcy Court  
for the Southern District of New York  
Alexander Hamilton Custom House, Courtroom 701  
One Bowling Green, New York, NY 10004-1408

Set forth below is a proposed agenda for the Omnibus Hearing scheduled for June 5, 2006 beginning at 9:30 a.m. (the “**Agenda**”). The information contained in the Agenda reflects documents received in our offices as of the date hereof.

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<sup>1</sup> The Debtors are the following entities: ASA Holdings, Inc.; Comair Holdings, LLC; Comair, Inc.; Comair Services, Inc.; Crown Rooms, Inc.; DAL Aircraft Trading, Inc.; DAL Global Services, LLC; DAL Moscow, Inc.; Delta AirElite Business Jets, Inc.; Delta Air Lines, Inc.; Delta Benefits Management, Inc.; Delta Connection Academy, Inc.; Delta Corporate Identity, Inc.; Delta Loyalty Management Services, LLC; Delta Technology, LLC; Delta Ventures III, LLC; Epsilon Trading, Inc.; Kappa Capital Management, Inc.; and Song, LLC.

The matters set for hearing on June 5, 2006 are divided into the following categories for the purposes of this Agenda:

- A. Matters Going Forward
- B. Adversary Proceedings
- C. Adjourned Matters

**A. MATTERS GOING FORWARD**

1. **“First Interim Fee Applications of Retained Professionals”** – First Interim Fee Applications of Retained Professionals for the Period from September 14, 2005 Through January 31, 2006
  - a) Deloitte & Touche LLP [Docket No. 2176]
  - b) Deloitte Tax LLP [Docket No. 2177]
  - c) Giuliani Capital Advisors LLC [Docket No. 2178]
  - d) Stroock & Stroock & Lavan LLP [Docket No. 2179]
  - e) Paul, Hastings, Janofsky & Walker LLP [Docket No. 2182]
  - f) Hogan & Hartson L.L.P. [Docket No. 2183]
  - g) Gibson, Dunn & Crutcher LLP [Docket No. 2184]
  - h) Alston & Bird LLP [Docket No. 2185]
  - i) Akin Gump Strauss Hauer & Feld LLP [Docket No. 2187]
  - j) The Blackstone Group L.P. [Docket No. 2189]
  - k) Houlihan Lokey Howard & Zukin Capital, Inc. [Docket No. 2191]
  - l) Mesirov Financial Consulting, LLC [Docket No. 2193]
  - m) Babcock & Brown LP [Docket No. 2200]
  - n) Debevoise & Plimpton LLP [Docket No. 2203]
  - o) Davis Polk & Wardwell [Docket No. 2204]
  - p) Greenhill & Co., LLC [Docket No. 2298]

Objections and Additional Documents:

- a) Objection of the U.S. Trustee to the Interim Applications of the Retained Professionals [Docket No. 2310] [**Resolved except as to the professionals for the Section 1114 non-pilot retiree committee**]
2. **“Motion of the United States Trustee for the Appointment of an Examiner”** – Motion for the United States Trustee for the Appointment of an Examiner [Docket No. 2425]

Objections and Additional Documents:

- a) Objection of the Official Committee of Unsecured Creditors [Docket No. 2626]
- b) Objection of the Debtors [Docket Nos. 2627-28]
3. **“Motion to Employ Financial Advisor for Section 1114 Non-Pilot Retiree Committee”** – Notice of Application and Application for Order Pursuant to 11 U.S.C. §§ 1114 and 1103 Authorizing Employment and Retention of Navigant Capital Advisors, LLC, Effective as of May 11, 2006 as Financial Advisors to the Section 1114 Committee of Retired Non-Pilot Employees [Docket No. 2546]; Affidavit of Kenneth A. Simon in Support Thereof [Docket No. 2547]; Interim Order Authorizing the Employment of and Retention Navigant Capital Advisors, LLC, Effective as of May 11, 2006 as Financial Advisors to the Section 1114 Committee of Retired Non-Pilot Employees Pursuant to 11 U.S.C. §§ 1114 and 1103 [Docket No. 2548]

Objections and Additional Documents:

- a) Joint Objection of the Debtors and the Official Committee of Unsecured Creditors [Docket No. 2639]

4. **“Motion to Employ Financial Advisor for Section 1114 Committee of Retired Pilots”** – Application for an Order Pursuant to §§ 1103(a) and 1114(b)(2) of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 2014(a) Authorizing the Employment and Retention of Alvarez & Marsal LLC as Financial Advisors to the Official Section 1114 Committee of Retired Pilots [Docket No. 2551]; Notice of Application for an Order Authorizing Alvarez & Marsal LLC to Serve as Financial Advisors for the Official Section 1114 Committee of Retired Pilots [Docket No. 2552]

Objections and Additional Documents:

- a) Joint Objection of the Debtors and the Official Committee of Unsecured Creditors [Docket No. 2639]
5. **“Motion for Order Establishing Deadline for Filing Proofs of Claim”** – Motion for Order Establishing Deadline for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof [Docket No. 2590]

Objections and Additional Documents:

- a) Conditional Non-Opposition of Section 1114 Non-Pilot Committee [Docket No. 2620] and the declaration of Dean M. Gloster in support thereof [Docket No. 2621]
6. **“Motion to Approve Restructuring Agreement”** – Motion for Order pursuant to Sections 363 and 1110 of the Bankruptcy Code and Bankruptcy Rule 9019 Approving a Restructuring Agreement and Authorizing Comair, Inc. and Delta Airlines Inc. to Implement the Transactions Described Therein [Docket No. 2479]

Objections and Additional Documents:

- a) Limited Objection and Reservation of Rights of U.S. Bank National Association [Docket No. 2543] **[Resolved]**
- b) Limited Objection and Reservation of Rights of Wachovia Financial Services, Inc. [Docket No. 2544] **[Resolved]**
- c) Limited Objection and Reservation of Rights of Certain Owner Participants [Docket No. 2607]\*

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\* Untimely filed.

## **B. ADVERSARY PROCEEDINGS**

1. **“Pre-trial Conference in Delta Air Lines, Inc. v. BNY Western Trust Company (as Trustee), the Regional Airports Improvement Corporation, and the City of Los Angeles (Adv. Pro. No. 05-02647)”**

## **C. ADJOURNED MATTERS**

1. **“Motion by The Bank of New York for Adequate Protection (Non-Bingham Aircraft)”** – Motion and Memorandum of Law of the Bank of New York, as Indenture Trustee, for Adequate Protection Pursuant to Section 363(e) of the Bankruptcy Code [Docket No. 275]

Status: Adjourned to June 28, 2006 for those aircraft not already adjourned by court order or stipulation.

2. **“Motion for Relief from Automatic Stay”** – Motion of PrimeFlight Aviation Services, Inc. for an Order Pursuant to Section 362(d) and 553(a) of the Bankruptcy Code Granting Relief from the Automatic Stay to Allow the Setoff of Mutual Debts [Docket No. 1996]

Status: Adjourned to June 28, 2006

3. **“Motion to Compel Assumption or Rejection”** – Motion of Barton Malow Company to Compel Delta Air Lines, Inc. to Assume or Reject an Executory Contract [Docket No. 2141]

Status: Adjourned to June 28, 2006

4. **“First Interim Fee Applications of Retained Professionals”** – First Interim Fee Applications of Retained Professionals for the Period from September 14, 2005 Through January 31, 2006

(a) Foley & Lardner LLP [Docket No. 2186]

(b) Townsend and Townsend and Crew LLP [Docket No. 2188]

(c) Farella, Braun + Martell LLP [Docket No. 2192]

Status: Adjourned to June 28, 2006

5. **“Motion for Relief from Automatic Stay”** – Motion of John Merola and Monica Merola for Relief from Automatic Stay [Docket No. 2280]

Status: Adjourned to June 28, 2006

6. **“Motion of Pamela Brooks for Relief from Automatic Stay”** – Motion for Relief from Automatic Stay for Purposes of Insurance [Docket No. 2372]

Status: Adjourned to June 28, 2006

7. **“Motion to Approve Rejection and Authorize Abandonment”** – Debtors' Motion for Entry of an Order Approving the Rejection of Certain Executory Contracts and Unexpired Leases and Authorizing the Abandonment of Certain Personal Property [Docket No. 2477]

Status: Adjourned to June 28, 2006

8. **“Motion to Authorize Debtors to Reject Leases”** – Debtors' Motion for Entry of an Order Authorizing the Debtors to i) Reject Certain Leases for Embraer EMB-120 Aircraft and Related Engines and Propellers Pursuant to Section 365(a) of the Bankruptcy Code, and ii) Satisfy the Surrender and Return Provisions of Section 1110 of the Bankruptcy Code [Docket No. 2589]

Status: Adjourned to June 28, 2006

9. **“Motion for Relief from Automatic Stay”** – Motion of Ryder Truck Rental, Inc. for Relief from Automatic Stay Pursuant to 11 U.S.C. § 362(d); Memorandum of Points and Authorities in Support of Motion [Docket No. 677]

Status: Adjourned to July 26, 2006

10. **“Motion for Intervention in Gray et al. v. Delta Air Lines, Inc. (Adv. Pro. 05-03278)”** – Motion for Intervention of the Official Committee of Unsecured Creditors of Delta Air Lines, Inc., et al. and Memorandum of Law in Support [Docket No. 5]; Notice of Hearing [Docket No. 13]

Status: Adjourned to July 26, 2005

11. **“Motion for Summary Judgment in Delta Air Lines, Inc. v. David L. Bibb, Acting Administrator of General Services Administration, General Services Administration, and United States of America (Adv. Pro. 06-01259)”** – Plaintiffs' Motion for Summary Judgment [Docket No. 6]

Status: Adjourned to July 26, 2006

Dated: June 2, 2006  
New York, New York

By: /s/ Marshall S. Huebner  
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