

DAVIS POLK & WARDWELL
450 Lexington Avenue
New York, New York 10017
Telephone: (212) 450-4000
Facsimile: (212) 450-6539
John Fouhey (JF 9006)
Marshall S. Huebner (MH 7800)
Benjamin S. Kaminetzky (BK 7741)

Attorneys for Debtors and
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.,¹ : **Chapter 11 Case No.**
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Debtors. : **05-17923 (PCB)**
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**AGENDA LETTER RE: MATTERS SCHEDULED FOR THE
FOURTH OMNIBUS HEARING ON NOVEMBER 10, 2005 AT 2:30 P.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 Fourth Omnibus Hearing scheduled for November 10, 2005 beginning at 2:30 p.m. (the “**Agenda**”). The information contained in the Agenda reflects documents received in our offices as of the date hereof.

¹ 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 November 10, 2005 are divided into the following categories for the purposes of this Agenda:

- A. Uncontested Matters
- B. Contested Matters
- C. Adjourned Matters

A. UNCONTESTED MATTERS

1. **“Section 1114 Retiree Committee”** – Status update from U.S. Trustee regarding committee formation

Additional Documents:

- a) Report of the United States Trustee Regarding Solicitation Process for Forming Retiree Committee [Docket No. 1113]
2. **“Motion to Approve Bidding Procedures”** – Debtors’ Amended Motion [Docket No. 983] and Supplement to Motion [Docket No. 998] for Orders (A) Approving Bidding Procedures and (B) Authorizing Debtors To Sell Certain Aircraft Free And Clear Of Liens, Claims And Encumbrances
3. **“Extension of Time to File Schedules”** – Debtors’ Motion for an Order Extending the Debtors’ Time to File Schedules and Statements of Financial Affairs [Docket No. 958]
4. **“Pilot Litigation Settlement”**– Motion of Delta Air Lines, Inc., et al., for (i) Relief from the Automatic Stay to Permit the Commencement or Continuation of Any Appeal of the Final Order Approving the Settlement in In Re Delta Air Lines, Inc., ERISA Litigation, (ii) Approval of the Notice to Plaintiffs Regarding Such Relief, and (iii) Authority to Effectuate the Settlement [Docket No. 689]
5. **“Procedures for Rejection of Executory Contracts and Unexpired Leases”** – Debtors’ Motion for Approval of Procedures Pursuant to (i) Sections 105(a) and 365(a) of the Bankruptcy Code and Bankruptcy Rule 6006 for the Rejection of Certain Executory Contracts and Unexpired Leases and (ii) Sections 105(a) and 554(a) of the Bankruptcy Code for the Abandonment of Certain Personal Property [Docket No. 125] [**The various objections to this motion have been resolved**]
6. **“Extension of Time to Assume or Reject Leases”** – Debtors’ Motion for an Extension of the Time to Assume or Reject Unexpired Leases of Nonresidential Real Property [Docket No. 957] [**The various objections to this motion have been resolved**]

7. **“Order Regarding Adequate Assurance to Utilities”** – Notice of Presentment of Stipulations and Order Concerning Adequate Assurance Between Certain Requesting Utilities and the Debtors [Docket No. 1058]

Related Filing:

- a) **“Motion of Qwest to Reconsider Adequate Assurance Order”** – Motion of Qwest Corporation and Qwest Communications Corporation for (I) Relief from the Order Pursuant to Sections 105(a) and 366(b) of the Bankruptcy Code Deeming Utility Companies Adequately Assured of Future Performance and Establishing Procedures for Determining Requests for Additional Adequate Assurance and (II) Requesting Additional Adequate Assurance [Docket No. 479] [**Resolved by stipulation**]
8. **“Application to Retain Akin Gump”** – Application of the Official Committee of Unsecured Creditors of Delta Air Lines, Inc., et al. to Retain and Employ Akin Gump Strauss Hauer & Feld LLP as Counsel [Docket No. 962]

B. CONTESTED MATTERS

1. **“Motion to Reject Aircraft Lease”** – Debtors’ Motion to Reject That Certain Aircraft Lease Agreement With Pembroke Capital Aircraft (Shannon) Limited [Docket No. 893]

Objections Received:

- a) Response and Objection of Pembroke Capital Aircraft (Shannon) Limited [Docket No. 1036]
- b) Limited Objection of C.I.T. Leasing [Docket No. 1090]

Additional Documents:

- a) Debtors’ Response to Pembroke Capital Aircraft (Shannon) Limited’s Objection [Docket No. 1106]

2. **“Motion for Relief from Automatic Stay”** – Motion by Richard W. Drake for Relief from Automatic Stay Pursuant to 11 U.S.C. §362(d) [Docket No. 427]

Objections Received:

- a) Objection of Delta Air Lines, Inc. [Docket No. 891] and Declaration of Andrew J. Fisher in Support [Docket No. 892]
- b) Joinder of the Official Committee of Unsecured Creditors of Delta Air Lines, Inc., et al. to Debtors’ Objection [Docket No. 898]

Additional Documents:

- a) Reply Declaration of Samuel O. Maduegbuna [Docket No. 1110] and Memorandum of Points and Authorities [Docket No. 1111] in Further Support of Motion by Richard W. Drake for Relief from Automatic Stay Pursuant to 11 U.S.C. §362(d)²

3. **Motion to Compel Assumption or Rejection of Macquarium Agreement** – Motion of Macquarium, Inc. to Compel Delta Technology LLC to Assume or Reject an Executory Contract [Docket No. 760]

Objections Received:

- a) Debtors’ Objection [Docket No. 1041] and Declarations in Support of Debtor’s Objection of Robert Crowder [Docket No. 1044], Brian Gilmore [Docket No. 1047] and Rhonda Morris [Docket No. 1049]
- b) Objection of the Official Committee of Unsecured Creditors [Docket No. 1039]

Additional Documents:

- a) Reply of Macquarium, Inc. to Debtors’ Objection [Docket No. 1097]

C. ADJOURNED MATTERS

1. **“Derivative Contracts”** – Debtors’ Motion Pursuant to Section 363 of the Bankruptcy Code for Authorization to (i) Enter into Derivative Contracts and (ii) Pledge Collateral Under Derivative Contracts [Docket No. 124]

Status: Adjourned to November 29, 2005.

² Filed after the reply deadline.

2. **“Motion to Enforce the Automatic Stay”** – Debtors’ Motion to Enforce the Automatic Stay Against Columbia Sussex Corporation [Docket No. 963]

Status: Adjourned to November 29, 2005.

3. **“Claims Trading”** – Debtors’ Motion Pursuant to Sections 105(a) and 362 of the Bankruptcy Code for Order Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Claims Against and Interests In the Debtors’ Estates [Docket No. 30]

Status: Adjourned to November 29, 2005.

4. **“Claims Trading”** – Fidelity Management Trust Company’s Joint (A) Motion For Relief From the Automatic Stay, or, (B) in the Alternative, Request For a Bond or Adequate Protection and (C) Limited Objection to Entry of a Final Order Approving Restrictions on Certain Transfers of Interests in the Debtors' Estates [Docket No. 703]

Status: Adjourned to November 29, 2005.

5. **“Motion of BellSouth to Reconsider Adequate Assurance Order”** – Motion of BellSouth Telecommunications, Inc; BellSouth Business Systems, Inc.; and BellSouth Long Distance, Inc. for Adequate Assurance and for Reconsideration of the Order Pursuant to Sections 105(a) and 366(b) of the Bankruptcy Code Deeming Utility Companies Adequately Assured of Future Performance and Establishing Procedures for Determining Requests for Additional Adequate Assurance [Docket No. 429]

Status: Adjourned to November 29, 2005.

6. **“Motion of AT&T Corp. for Additional Adequate Assurance”** -- Joinder of AT&T Corp. to Motion of BellSouth for (I) Relief from the Order Pursuant to Sections 105(a) and 366(b) of the Bankruptcy Code Deeming Utility Companies Adequately Assured of Future Performance and Establishing Procedures for Determining Requests for Additional Adequate Assurance and (II) Requesting Additional Adequate Assurance [Docket No. 792]

Status: Adjourned to November 29, 2005.

7. **“Motion of Florida Power & Light to Reconsider Adequate Assurance Order”** – Motion of Florida Power & Light for (I) Relief from the Order Pursuant to Sections 105(a) and 366(b) of the Bankruptcy Code Deeming Utility Companies Adequately Assured of Future Performance and Establishing Procedures for Determining Requests for Additional Adequate Assurance and (II) Requesting Additional Adequate Assurance [Docket No. 694]

Status: Adjourned to November 29, 2005.

8. **“Motion of Georgia Power Company for Additional Adequate Assurance”** – Motion of Georgia Power Company for Adequate Assurance or, in the Alternative, for Enlargement of Time or Motion to Set Aside Order Pursuant to Bankruptcy Rule 9024 [Docket No. 919]

Status: Adjourned to November 29, 2005.

9. **“Letter by Cinergy Corp. Requesting Assurance Deposit”** – Letter by Cinergy Corp. Requesting Assurance Deposit [Docket No. 928]

Status: Adjourned to November 29, 2005.

10. **“Motion and Amended Motion for Relief from Automatic Stay”** – Motion of Len C. Pacitti for Relief From Automatic Stay Pursuant to Section 362(d) [Docket Nos. 805 and 839]

Status: Adjourned to November 29, 2005.

11. **“Motion by The Bank of New York for Adequate Protection”** – 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 November 29, 2005.

12. **“Motion by The Bank of New York for Adequate Protection”** – Motion and Memorandum of Law of the Bank of New York, as Indenture Trustee for the 9.5% Senior Secured Notes, for Adequate Protection Pursuant to Section 363(e) of the Bankruptcy Code [Docket No. 332]

Status: Adjourned to November 29, 2005.

13. **“Motion by JPMorgan Chase Bank, N.A. for Adequate Protection”** – Motion and Memorandum of Law of JPMorgan Chase Bank, N.A., as Indenture Trustee, for Adequate Protection Pursuant to Section 363(e) of the Bankruptcy Code [Docket No. 276]

Status: Adjourned to November 29, 2005.

14. **“Motion by PSRC for Adequate Protection”** – Motion and Memorandum of Law of Public Service Resource Corporation for Adequate Protection Pursuant to Section 363(e) of the Bankruptcy Code [Docket No. 278]

Status: Adjourned to November 29, 2005.

15. **“Motion by Senior Secured Holders for Adequate Protection”** – Motion and Memorandum of Law of the Ad Hoc Committee of Senior Secured Holders For an Order Conditioning the Use of Property Pursuant to Section 363(e) of the Bankruptcy Code [Docket No. 284]

Status: Adjourned to November 29, 2005.

16. **“Motion by U.S. Bank for Adequate Protection”** – Motion and Memorandum of Law of the U.S. Bank National Association and U.S. Bank Trust National Association for an Order Conditioning the Use of Property Pursuant to Section 363(e) of the Bankruptcy Code [Docket No. 389]

Status: Adjourned to November 29, 2005.

17. **“Motion by Tennenbaum Lenders for Adequate Protection”** – Motion Pursuant To 11 U.S.C. Section 363(e) For An Order Granting Adequate Protection To Tennenbaum Lenders [Docket No. 96]

Status: Adjourned to November 29, 2005.

18. **“Motion for Relief from Automatic Stay”** – Motion of Ryder Truck Rental, Inc. for Relief from Automatic Stay Pursuant to Section 362(d) [Docket No. 677]

Status: Adjourned to December 5, 2005. Until the hearing date, both parties agree to abide by the terms of the contract.

Dated: November 9, 2005
New York, New York

By: /s/ Marshall S. Huebner
John Fouhey (JF 9006)
Marshall S. Huebner (MH 7800)
Benjamin S. Kaminetzky (BK 7741)
DAVIS POLK & WARDWELL
450 Lexington Avenue
New York, New York 10017
Telephone: (212) 450-4000
Fax: (212) 450-6539