

Hearing Date & Time: April 21, 2016 at 9:00 a.m. (Eastern Time)

Bruce R. Zirinsky
Sharon J. Richardson
Gary D. Ticoll
ZIRINSKY LAW PARTNERS PLLC
375 Park Avenue, Suite 2607
New York, New York 10152
(212) 763-0192

Christopher K. Kiplok
Meaghan C. Gragg
Gregory C. Farrell
HUGHES HUBBARD & REED LLP
One Battery Park Plaza
New York, New York 10004
(212) 837-6000

*Attorneys for the Debtors
and Debtors in Possession*

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

-----x

In re : **Chapter 11 Case No.**
REPUBLIC AIRWAYS HOLDINGS INC., et al., : **16-10429 (SHL)**
Debtors.¹ : **(Jointly Administered)**

-----x

**DEBTORS' OMNIBUS RESPONSE TO OBJECTIONS TO THE DEBTORS' MOTION
PURSUANT TO SECTIONS 363(b), 363(m), AND 365(a) OF THE BANKRUPTCY CODE
AND BANKRUPTCY RULES 6004, 6006 AND 9019 FOR AUTHORIZATION TO (I)
ASSUME CODESHARE AND RELATED AGREEMENTS, AS AMENDED, WITH
DELTA AIR LINES, INC., (II) LEASE CERTAIN PROPERTY OF THE ESTATE AND
(III) SETTLE CLAIMS BETWEEN DELTA AIR LINES, INC. AND THE DEBTORS**

[Filed Under Seal]

1. The Debtors in these chapter 11 cases are the following entities: Republic Airways Services, Inc.; Shuttle America Corporation; Republic Airline Inc.; Republic Airways Holdings Inc.; Midwest Air Group, Inc.; Midwest Airlines, Inc.; and Skyway Airlines, Inc. The Debtors' employer tax identification numbers and addresses are set forth in their respective chapter 11 petitions.