

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:) Chapter 11
)
UAL CORPORATION, et al.,)
) Case No. 02 B 48191
) (Jointly Administered)
Debtors.)
) Honorable Eugene R. Wedoff
)

**ORDER GRANTING THE RELIEF SOUGHT IN THE DEBTORS' THIRTY-FIFTH
OMNIBUS OBJECTION TO CLAIMS (SINGLE DEBTOR DUPLICATE, MULTIPLE
DEBTOR DUPLICATE, REDUCE, INSUFFICIENT DOCUMENTATION, NO
LIABILITY, AND WRONG DEBTOR) AND MOTION TO SHORTEN TIME
FOR HEARING [DOCKET NO. 14290]**

Upon the above-captioned debtors' and debtors in possession' (collectively, the "Debtors") Thirty-Fifth Omnibus Objection¹ seeking entry of an order expunging, reducing or reclassifying Claims in Exhibits A through F (collectively, the "Exhibits") attached to the Thirty-Fifth Omnibus Objection and to this Order; and no previous application for such relief having been made; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. §§ 157 and 1334; and upon consideration of the Debtors' Thirty-Fifth Omnibus Objection and no responses thereto having been filed or the Court having sustained the Debtors' Thirty-Fifth Omnibus Objection; and due and proper notice of the Debtors' Thirty-Fifth Omnibus Objection having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause appearing therefor; it is HEREBY ORDERED:

¹ All capitalized terms not defined herein shall have the meaning ascribed to them in the Thirty-Fifth Omnibus Objection.

1. Each of the Reduce Claims listed on **Exhibit A-1**, consisting of Pilot Non-Qualified Benefit Claims held by URPBPA-Represented Claimants shall be reduced to those amounts set forth in the far right column of attached **Exhibit A-1** entitled "Disputed Claim Holdback Amount (URPBPA-Represented Claimants)," but without prejudice, and with full reservation of rights of the Debtors to continue to prosecute the Debtors' Thirty-Fifth Omnibus Objection seeking further reduction or expungement of such Claims.

2. Each of the Reduce Claims listed on **Exhibit A-2** to this Order is reduced and conformed to the Debtors' Books and Records Amounts.

3. Each of the No Liability, Multiple Debtor Duplicate, Insufficient Documentation and Wrong Debtor Claims listed on **Exhibit B** to this Order is expunged for all purposes.

~~4. Each of the No Liability Claims listed on **Exhibit C** to this Order is expunged for all purposes.~~

5. Each of the Single Debtor Duplicate Claims listed on **Exhibit D** to this Order is expunged for all purposes.

6. Each of the Wrong Debtor Claims listed on **Exhibit E** to this Order is expunged for all purposes.

7. Each of the Reduce Claims listed on **Exhibit F** to this Order is reduced and conformed to the Debtors' Books and Records amounts.

8. The expungement, disallowance, reduction, or reclassification of any claim, pursuant to the 35th Omnibus Claims Objection, shall be without prejudice to the rights of New Jersey Self-Insurers Guaranty Association and shall not diminish its Claim against United

Air Lines, Inc.; provided, however, that the Debtors reserve the right to raise future objections with respect to claims filed by New Jersey Self-Insurers Guaranty Association and New Jersey Self-Insurers Guaranty Association reserves all rights with respect to any such objections.

9. Poorman-Douglas, as the Debtors' notice and claims agent, is hereby authorized and directed to update the Debtors' Claims register to reflect the expungement or reclassification of Claims directed by this Order.

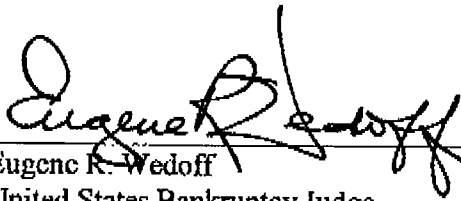
10. The Debtors reserve their rights to object to any Claim listed on the Exhibits to this Order for any reason.

11. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

12. Notwithstanding the possible applicability of Bankruptcy Rules 6004(g), 7062, 9014, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

13. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

Chicago, Illinois
Dated: _____, 2006


Eugene R. Wedoff
United States Bankruptcy Judge

JAN 20 2006