

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF COLORADO**

In re:)	
)	
ADAM AIRCRAFT INDUSTRIES, INC.)	Case No. 08-11751 MER
EIN: 161643299,)	Chapter 7
)	
Debtor.)	

**INTERIM ORDER GRANTING
MOTION TO APPROVE STIPULATION REGARDING (1) TURNOVER OF FUNDS
IN WHICH MORGAN STANLEY & CO. INCORPORATED ASSERTS A SECURITY
INTEREST; (2) USE OF CASH COLLATERAL; AND (3) PROVISION OF
ADEQUATE PROTECTION WITH RESPECT THERETO**

THIS MATTER is before the Court on the Motion to Approve Stipulation Regarding (1) Turnover of Funds in Which Morgan Stanley & Co. Incorporated Asserts a Security Interest; (2) Use of Cash Collateral; and (3) Provision of Adequate Protection With Respect Thereto (the "Motion"), filed by Jeffrey A. Weinman, as Chapter 7 Trustee for the Adam Aircraft Industries, Inc., bankruptcy estate (the "Trustee"). The Court held a preliminary hearing on the Trustee's Motion on March 11, 2007, has reviewed the file and is otherwise advised. It is hereby

ORDERED that the Trustee's Motion is APPROVED on an interim basis pursuant to 11 U.S.C. § 362(c)(2)(A) and Fed. R. Bankr. P. 4001(b)(2), pending the final hearing on the Motion as scheduled in this Order;

IT IS FURTHER ORDERED that the Trustee is authorized to use, on an interim basis, up to \$386,698.00 of Cash Collateral (as defined in the Stipulation), in accordance with the Post-Petition Cash Budget attached to the Stipulation for the expenses identified through the week of March 7, 2008.

IT IS FURTHER ORDERED, pursuant to the defined terms in the Stipulation attached to the Trustee's Motion:

1. As adequate protection for and solely to the extent of the difference between: (a) the Cash Collateral expended by the Trustee on an interim basis pursuant to this Order and the Stipulation; and (b) the Surcharge Amount under the Stipulation, the Senior Lenders are granted an allowed superpriority adequate protection claim in an amount equal to the sum of the Cash Collateral used by the Trustee on an interim basis, minus the Surcharge Amount.

2. Such superpriority adequate protection claim shall have priority over all other administrative expenses in the Chapter 7 case of the kind specified under or arising or ordered pursuant to Bankruptcy Code §§ 326, 328, 330, 331, 503(b), 507(a), 507(b), 726 or 1114,

whether or not such expenses or claims may become secured by a judgment lien or other non-consensual lien, levy, attachment or otherwise. Such superpriority adequate protection claim is, however, junior to administrative expenses contained in the Surcharge Amount.

3. A **final hearing** on the Motion and the Trustee's use of Cash Collateral and Sale Proceeds Collateral will be held on **March 25, 2008, at 1:30 p.m. in Courtroom D**, United States Bankruptcy Court, 721 19th Street, Denver, Colorado 80202.

Dated this 16th day of March, 2008.

BY THE COURT:



Hon. United States Bankruptcy Judge