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LAW OFFICES

*Lawrence D. Wasko*  
*Suite 900*  
*1150 Connecticut Avenue, N.W.*  
*Washington, D.C. 20036*

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TELEPHONE (202) 862-4370  
FAX (202) 331-0599

February 14, 2001

Via Telefax No. 202 366 3694 and Postal Service

Mr. Gordon Bingham  
Foreign Carrier Licensing Division  
Office of International Aviation  
U.S. Department of Transportation  
400 Seventh Street, S.W., Room 6412  
Washington, DC 20590

Re: Application of Aero Continente Chile S.A., Docket OST-00-7748

Dear Mr. Bingham:

Aero Continente Chile S. A. ("AC Chile") hereby advises that Sr. Jorge Portilla Barranza, a Chilean citizen, has increased the number of AC Chile shares he holds to a total of 60,817 which constitutes 61% of all shares issued and outstanding and that Aero Continente S.A. (a citizen of Peru) has decreased the number of AC Chile shares it holds to 38,883 or 39% of the total as reflected in the attached Certificate. This information supercedes that provided by AC Chile on page 3 of its Exhibit ACC-1, paragraph (f).

Also attached is updated financial information reflecting operations through June 30, 2000 shown in Pesos and U.S. Dollars. This information supplements that provided at pages 7 and 8 of AC Chile's Exhibit ACC-6 and reflects the start of domestic service in Chile and the inauguration of international service to the United States.

Respectfully submitted,

*Lawrence D. Wasko*

Lawrence D. Wasko  
Counsel for  
Aero Continente Chile S.A.

cc: Docket Section

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