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January 9, 1998

BY HAND

Janet Davis  
Office of Aviation Analysis  
Department of Transportation  
400 Seventh Street, SW, Room 6401  
Washington, DC 20590

Re: WINAIR, Inc.; Dockets OST-97-2936 and OST-97-2937

Dear Ms. Davis:

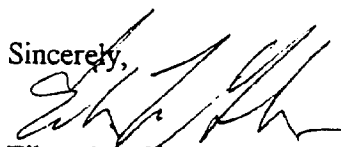
As we discussed, WINAIR expects to complete its FAA proving runs this weekend and anticipates that its FAA Operating Certificate and operations specifications will be issued on Monday, January 12, 1998. As we previously discussed, WINAIR will be requesting a waiver of the Department's six-day review period upon the submission of its 121 certificate and op specs. In an effort to facilitate your review of the remaining documentation, I am attaching hereto a resume for Richard Ence who has replaced Terence Ash as WINAIR's Vice President - CFO, along with the relevant compliance information. There have been no other changes in WINAIR's ownership, key personnel, operating plans, financial posture or compliance history since the date of the Show Cause Order.

Also attached is a revised list of pre-operating expenses already paid and those remaining to be paid. As you can see, WINAIR's estimated pre-operating costs will have exceeded its actual pre-operating costs by approximately \$86,000. A portion of the \$2,000,000 in equity being provided by Mr. Winwood has been used to cover the pre-operating costs. Evidence that the balance of the equity has been paid to WINAIR will be provided in the very near future. In addition, I want to confirm that WINAIR's line of credit from Mr. Winwood in the amount of \$5,200,000 remains in place and has not been drawn upon.

We will provide you with a copy of the FAA Operating Certificate and operations specifications as soon as they are issued. The certificate of insurance on OST Form 6410 has already been filed with the Department.

If you have any additional questions or would like to discuss this further, please do not hesitate to contact me.

Sincerely,



Eileen M. Gleimer  
Counsel for  
WINAIR, Inc.

cc: Steven W. Kasteler  
Docket Section