
EXHIBIT D

**FOREIGN AIR CARRIERS CERTIFICATE OF INSURANCE
OST FORM 6411**



U.S. Department of
Transportation
Office of the Secretary
Transportation

AGENCY DISPLAY OF ESTIMATED BURDEN

The public reporting burden for this collection of information is estimated to average 30 minutes per response. If you wish to comment on the accuracy of the estimate or make suggestions for reducing this burden, please direct your comments to DOT and OMB at the following addresses:

U.S. Department of Transportation Office of Aviation Analysis, P-57 400 7th Street, SW Washington, DC 20590	and	Office of Management and Budget Office of Information and Regulatory Affairs Paperwork Reduction Project 2106-0030 Washington, DC 20503
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OMB No. 2106-0030 Expires 12-31-94

FOREIGN AIR CARRIERS CERTIFICATE OF INSURANCE

POLICIES OF INSURANCE FOR AIRCRAFT ACCIDENT BODILY INJURY AND PROPERTY DAMAGE LIABILITY

FILING INSTRUCTIONS: File an original of this form with the Regulatory Analysis Division, P-57, Office of Aviation Analysis, Department of Transportation, 400 7th Street, S.W., Washington, D.C. 20590.

(Please type information, except signatures.)

THIS CERTIFIES THAT: LA PENINSULAR, COMPANIA GENERAL DE SEGUROS, S.A.
(Name of Insurer)

has issued a policy or policies of Aircraft Liability Insurance to AEROTRANSPORTES PRIVADOS, S.A. DE C.V.
CON DOMICILIO EN MONTE ELBRUZ # 124, 3er PISO, COL. PALMITAS, MEXICO, D.F.
(Name and address of Insured Foreign Air Carrier)

effective from 12-02-97 / 12-02-98 until ten (10) days after written notice from the insurer or carrier of the intent to terminate coverage is received by the Department of Transportation.

NOTE: Part 205 of the Department's Regulations does not allow for a predetermined termination date, and a certificate showing such a date is unacceptable.

1. The Insurer (Check One):

- is licensed to issue aircraft insurance policies in the United States;
- is licensed or approved by the government of MEXICO to issue aircraft insurance policies; or
- is an approved surplus line insurer in the State(s) of _____

2. The insurer assumes, under the policy or policies listed below, aircraft accident liability insured to minimums at least equal to the following during operation, maintenance, or use of aircraft in "foreign air transportation" as that term is defined in the Federal Aviation Act (Complete applicable section(s) below):

A. CANADIAN CHARTER AIR TAXI OPERATORS WITH PART 294 AUTHORITY ONLY

The aircraft covered by this policy have: (1) 30 or fewer passenger seats and a maximum payload capacity of 7,500 pounds or less; and/or (2) a maximum authorized takeoff weight on wheels of no more than 35,000 pounds. *(Check separate or combined coverage as appropriate).*

Separate Coverages:

Policy No.	Type of Liability	Minimum Limit	
		Each Person	Each Occurrence
_____	Combined Bodily Injury (Excluding Passengers other than cargo attendants) and Property Damage Liability	\$75,000	\$2,000,000 *(See Note)
_____	Passenger Bodily Injury Liability	\$75,000	\$75,000 x 75% of total number of passenger seats installed in the aircraft.

Combined Coverage: This combined coverage is a single limit of liability for each occurrence at least equal to the required minimums stated above for bodily injury (excluding passengers), property damage, and passenger bodily injury.

Policy No. _____ Amount of Coverage _____

This policy covers CARGO operations only and excludes passenger liability insurance.

* NOTE: If the aircraft covered by this policy have more than 30 passenger seats or more than a maximum payload capacity of 7,500 pounds, the minimum limit per occurrence shall be \$20,000,000.