

BALANCE SHEET

As At: June 30, 2000
 Schedule B-1

Air Carrier: b
 Operation : Domestic 5XD

(000's)
 AMOUNT

ACCT#	DESCRIPTION	AMOUNT
ASSETS		
CURRENT ASSETS		
1010	Cash	15,369
1100	Short-Term Investments	484
1200	Notes Receivable	0
1270	Accounts Receivable	110,600
1290	Less Allow. for Bad Debts	0
1299	Net Notes & Accounts Receivable	110,600
1399	Net Spare Parts & Supplies	94,019
1410	Prepaid Items	46,653
1420	Other Current Assets	0
1499	Total Current Assets	267,125
INVESTMENTS IN SPECIAL FUNDS		
1510	Inv. in Associated Companies	0
1530	Other Investments & Receivables	0
1550	Special Funds	1,728
1599	Total Inv. & Special Funds	1,728
OPERATING PROPERTY & EQUIPMENT		
1609	Flight Equipment	6,731,934
1649	Ground-Property and Equipment	225,540
1668	Less Allowance for Depreciation	2,217,028
1675	Property & Equipment - Net	4,740,446
1679	Land	0
1685	Purchase Dep. & Adv. Payments	0
1689	Construction Work-in-progress	14,836
1695	Leased Property - Cap. Leases	470,211
1696	Accum. Amort. Capital Leases	51,676
1699	Total Oper. Prop. & Equipment	5,173,817
NONOPERATING PROP. & EQUIPMENT		
1791	NONOPERATING PROP. & EQUIPMENT	0
1792	Less Allow. for Depr. - Nonop.	0
1799	Net Nonoperating Prop. & Eqmt.	0
OTHER ASSETS		
1820	Long-term Prepayments	7,158
1830	Unamort. Dev. & Preop. Costs	0
1890	Other Assets and Def. Charges	21,125
1895	Total Other Assets	28,283
1899	TOTAL ASSETS	5,470,953

BALANCE SHEET

As At: June 30, 2000
 Schedule B-1

Air Carrier: b
 Operation : Domestic 5XD

ACCT#	DESCRIPTION	(000's) AMOUNT

LIABILITIES & STOCKHOLDERS' EQ.		
CURRENT LIABILITIES		
2000	Curr. Maturities of L-T Debt	0
2005	Notes Payable - Banks	57,608
2015	Notes Payable - Others	0
2021	Trade Accts. Payable	0
2025	Accts. Payable - Other	151,981
2080	Curr. Oblig. Under Cap. Leases	34,442
2110	Accrued Salaries & Wages	12,115
2120	Accrued Vacation Pay	27,421
2125	Accrued Interest	5,175
2130	Accrued Taxes	17,283
2140	Dividends Declared	0
2160	Air Traffic Liability	0
2190	Other Current Liabilities	-204,779
2199	Total Current Liabilities	101,246
NONCURRENT LIABILITIES		
2210	Long-term Debt	0
2240	Advances from Assoc. Companies	2,594,947
2250	Pension Liability	0
2280	Noncurrent Obgl.-Capital Leases	385,655
2290	Other Noncurrent Liabilities	0
2299	Total Noncurrent Liabilities	2,980,602
DEFERRED CREDITS		
2340	Deferred Income Taxes	1,369,387
2345	Deferred Investment Tax Credits	0
2390	Other Deferred Credits	31,289
2399	Total Deferred Credits	1,400,676
STOCKHOLDERS' EQUITY		
2820	Preferred Shares Issued	0
2840	Common Shares Issued	10
2860	Subscribed & Unissued	0
2869	Total Capital Stock	10
2890	Additional Capital Invested	-15,360
2899	Total Paid in Capital	-15,350
2900	Retained Earnings	1,003,779
2959	Total Stockholders' Equity	988,429
2990	Less Treasury Stock	0
2995	Net Stockholders' Equity	988,429
2999	Total Liab. & Stockholders' Eq.	5,470,953
2820A	No. of Preferred Shares Issued	0
2840A	No. of Common Shares Issued	0

STATEMENT OF OPERATIONS

Quarter Ended: June 30, 2000
 Schedule P-1.2 Group III

Air Carrier: b
 Operation : Domestic 5XD

ACCT#	DESCRIPTION	(000's) AMOUNT
OPERATING REVENUES		
3901.1	Passenger - First Class	0
3901.2	Passenger - Coach	0
3901	Transport Revenues - Passenger	0
3905	Mail	0
3906.1	Property - Freight	0
3906.2	Property - Excess Baggage	0
3907.1	Charter - Passenger	31
3907.2	Charter - Property	400,112
3919.1	Reserv. Cancellation Fees	0
3919.2	Misc. Operating Revenues	78
4808	Public Service Subsidy	0
4898	Transport Related	2,615
4999	Total Operating Revenue	402,836
OPERATING EXPENSES		
5100	Flying Operations	186,062
5400	Maintenance	96,257
5500	Passenger Service	21
6400	Aircraft & Traffic Servicing	46,215
6700	Promotion & Sales	2,684
6800	General & Administrative	17,537
7000	Depreciation & Amortization	57,409
7100	Transport Related Expenses	0
7199	Total Operating Expenses	406,185
7999	Operating Profit or Loss	-3,349
NONOPERATING EXPENSE (INCOME)		
8181	Int. Exp. (Inc.) on L-T-D & Cap. Leases	-198
8182	Other Interest Expense (Income)	5,448
8185	Foreign Exchange Gain or Loss	0
8188.5	Capital (Gains)/Losses- Op. Prop.	-1,742
	Capital (Gains)/Losses- Other	
8189	Other Expense (Income) - Net	3,936
8199	Nonoperating Expense (Income)	7,444
8999	Income Before Income Taxes	-10,793
9100	Income Tax Expense	43,867
9199	Inc. Bf. Disc. Ops & Other Items	-54,660
9600	Discontinued Operations	0
9796	Extraordinary Items	0
9797	Inc. Tax Appl. To Extraord. Item	0
9799	Income Before Account. Changes	-54,660
9800	Accounting Changes	0
9899	Net Income	-54,660

STATEMENT OF OPERATIONS

Quarter Ended: June 30, 2000
 Schedule P-1.2 Group III

Air Carrier: b
 Operation : Latin 5XL

(000's)
 AMOUNT

ACCT#	DESCRIPTION	AMOUNT
	OPERATING REVENUES	
3901.1	Passenger - First Class	0
3901.2	Passenger - Coach	0
3901	Transport Revenues - Passenger	0
3905	Mail	0
3906.1	Property - Freight	18,578
3906.2	Property - Excess Baggage	0
3907.1	Charter - Passenger	7,701
3907.2	Charter - Property	0
3919.1	Reserv. Cancellation Fees	0
3919.2	Misc. Operating Revenues	0
4808	Public Service Subsidy	0
4898	Transport Related	0
4999	Total Operating Revenue	26,279
	OPERATING EXPENSES	
5100	Flying Operations	18,898
5400	Maintenance	6,595
5500	Passenger Service	439
6400	Aircraft & Traffic Servicing	4,420
6700	Promotion & Sales	252
6800	General & Administrative	1,677
7000	Depreciation & Amortization	7,003
7100	Transport Related Expenses	0
7199	Total Operating Expenses	39,284
7999	Operating Profit or Loss	-13,005
	NONOPERATING EXPENSE (INCOME)	
8181	Int. Exp. (Inc.) on L-T-D & Cap. Leases	-26
8182	Other Interest Expense (Income)	728
8185	Foreign Exchange Gain or Loss	0
8188.5	Capital (Gains)/Losses- Op. Prop.	-233
	Capital (Gains)/Losses- Other	
8189	Other Expense (Income) - Net	526
8199	Nonoperating Expense (Income)	995
8999	Income Before Income Taxes	-14,000
9100	Income Tax Expense	133,849
9199	Inc. Bf. Disc. Ops & Other Items	-147,849
9600	Discontinued Operations	0
9796	Extraordinary Items	0
9797	Inc. Tax Appl. To Extraord. Item	0
9799	Income Before Account. Changes	-147,849
9800	Accounting Changes	0
9899	Net Income	-147,849

STATEMENT OF OPERATIONS

Quarter Ended: June 30, 2000
 Schedule P-1.2 Group III

Air Carrier: b
 Operation : Pacific 5XP

ACCT#	DESCRIPTION	(000's) AMOUNT
	OPERATING REVENUES	
3901.1	Passenger - First Class	0
3901.2	Passenger - Coach	0
3901	Transport Revenues - Passenger	0
3905	Mail	0
3906.1	Property - Freight	97,470
3906.2	Property - Excess Baggage	0
3907.1	Charter - Passenger	0
3907.2	Charter - Property	0
3919.1	Reserv. Cancellation Fees	0
3919.2	Misc. Operating Revenues	0
4808	Public Service Subsidy	0
4898	Transport Related	1,409
4999	Total Operating Revenue	98,879
	OPERATING EXPENSES	
5100	Flying Operations	37,084
5400	Maintenance	17,880
5500	Passenger Service	0
6400	Aircraft & Traffic Servicing	8,520
6700	Promotion & Sales	486
6800	General & Administrative	3,232
7000	Depreciation & Amortization	7,665
7100	Transport Related Expenses	0
7199	Total Operating Expenses	74,867
7999	Operating Profit or Loss	24,012
	NONOPERATING EXPENSE (INCOME)	
8181	Int. Exp. (Inc.) on L-T-D & Cap. Leases	-32
8182	Other Interest Expense (Income)	881
8185	Foreign Exchange Gain or Loss	0
8188.5	Capital (Gains)/Losses- Op.Prop.	-282
	Capital (Gains)/Losses- Other	
8189	Other Expense (Income) - Net	637
8199	Nonoperating Expense (Income)	1,204
8999	Income Before Income Taxes	22,808
9100	Income Tax Expense	-140,682
9199	Inc. Bf. Disc. Ops & Other Items	163,490
9600	Discontinued Operations	0
9796	Extraordinary Items	0
9797	Inc. Tax Appl. To Extraord. Item	0
9799	Income Before Account. Changes	163,490
9800	Accounting Changes	0
9899	Net Income	163,490

STATEMENT OF OPERATIONS

Quarter Ended: June 30, 2000
 Schedule P-1.2 Group III

Air Carrier: b
 Operation : System 5XS

(000's)
 AMOUNT

ACCT#	DESCRIPTION	AMOUNT
OPERATING REVENUES		
3901.1	Passenger - First Class	0
3901.2	Passenger - Coach	0
3901	Transport Revenues - Passenger	0
3905	Mail	0
3906.1	Property - Freight	177,987
3906.2	Property - Excess Baggage	0
3907.1	Charter - Passenger	7,732
3907.2	Charter - Property	400,112
3919.1	Reserv. Cancellation Fees	0
3919.2	Misc. Operating Revenues	78
4808	Public Service Subsidy	0
4898	Transport Related	4,012
4999	Total Operating Revenue	589,921
OPERATING EXPENSES		
5100	Flying Operations	268,110
5400	Maintenance	134,088
5500	Passenger Service	460
6400	Aircraft & Traffic Servicing	65,499
6700	Promotion & Sales	3,783
6800	General & Administrative	24,853
7000	Depreciation & Amortization	79,292
7100	Transport Related Expenses	0
7199	Total Operating Expenses	576,085
7999	Operating Profit or Loss	13,836
NONOPERATING EXPENSE (INCOME)		
8181	Int. Exp. (Inc.) on L-T-D & Cap. Leases	-279
8182	Other Interest Expense (Income)	7,680
8185	Foreign Exchange Gain or Loss	0
8188.5	Capital (Gains)/Losses- Op. Prop.	-2,456
	Capital (Gains)/Losses- Other	
8189	Other Expense (Income) - Net	5,549
8199	Nonoperating Expense (Income)	10,494
8999	Income Before Income Taxes	3,342
9100	Income Tax Expense	4,116
9199	Inc. Bf. Disc. Ops & Other Items	-774
9600	Discontinued Operations	0
9796	Extraordinary Items	0
9797	Inc. Tax Appl. To Extraord. Item	0
9799	Income Before Account. Changes	-774
9800	Accounting Changes	0
9899	Net Income	-774

AIRCRAFT OPERATING EXP. - Sch. P-5,2 Grp II & III Otr: June 30, 2000
 Air Carrier: b
 Operation: Domestic
 Total Exp B-75
 Code 9999 Code 6222

ACCT # (000's)	DESCRIPTION	Code 9999	Code 6222	Code 6262	Code 7101	Code 7102	Code 7152	Code 8162	Code 8172
5123	FLYING OPERATIONS	14,492	13,069	63	6,553	1,259	4,004	241	863
5124	Other and Copies	731	0	23	1,371	291	1,104	80	241
5128.1	Flight Personnel	6,858	6,666	0	547	98	354	75	80
5128.1	Trainers and Instructors	4,051	3,777	0	547	98	354	75	80
5128.1	Personnel Expenses	6,393	6,110	0	792	68	658	75	80
5141	Prof. & Tech. Fees & Exp.	1,587	0	8	1,564	0	0	0	0
5141	Aircraft Interch. - Outside	0	0	15	1,564	0	0	0	0
5145.1	Aircraft Fuel	71,354	18,583	77	3,701	1,141	13,010	3,031	0
5145.2	Aircraft Oil	184	66	0	0	0	0	0	0
5147	Aircraft Rentals	9,623	2,183	47	14	3	0	0	0
5153	Other Supplies	177	7,340	1	6	1	84	1	0
5153.1	Insur. Purch. - General	1,086	487	231	15	3	12	0	0
5157	Impl. Benefits and Pensions	15,907	4,038	0	1,386	248	1,225	278	12
5158	Injuries, Loss and Damage	0	0	0	0	0	0	0	0
5168	Taxes-Payroll	3,585	910	0	312	56	276	63	43
5169	Taxes-Other Than Payroll	9,688	2,290	10	502	155	1,767	411	63
5171	Other Expense	2,304	898	18	39	193	1,767	43	0
5199	Total Flying Operations	186,063	49,343	210	16,869	3,377	22,733	5,104	43
5225.1	DIRECT MAINTENANCE-FLIGHT EQUIP	18,703	5,989	4,159	1,930	233	1,775	213	863
5225.2	Maint Eng. Labor	1,705	380	1	128	27	1,189	20	863
5243.1	Maint Eng. Outside Rep.	33,037	3,669	11	7,277	128	1,889	20	863
5243.2	Maint Eng. Outside Rep.	17,361	2,792	8	315	128	2,443	20	863
5243.7	Maint AC Interch. Chrgs-O/S	1,298	293	0	15	130	494	15	15
5246.1	Maint Materials - Airframe	8,113	1,904	3	88	157	539	1,012	15
5246.2	Maint Materials - Engines	4,867	1,315	1	353	307	539	1,012	15
5272.1	Maint Airframe Parts	2,422	770	1	1,925	318	462	568	974
5272.3	Maint Airframe Parts	4,552	773	6	1,925	318	462	568	974
5272.6	Maint AC Eng. O/H Def. (cr.)	4,124	514	0	0	0	0	0	0
5272.8	Maint Dir Maint-Flt.Eqpt	84,655	16,671	29	10,192	2,899	11,074	3,210	0
5279.6	APPL. MAINT BURDEN FLT. EQ.	90	23	0	9	2	8	2	0
5299	Total Flt. Eq. Maint. (Memo)	84,745	16,694	29	10,201	2,901	11,082	3,212	2
7073.9	NET OBSL & DETER.- EXP. PARTS	0	0	0	0	0	0	0	0
7075.1	DEPRECIATION - FLIGHT EQUIPMENT	37,557	16,237	9,092	3,651	379	1,525	974	568
7075.2	Depn. Airframes	14,338	773	6	1,925	318	462	568	974
7075.3	Depn. Airframe Parts	2,422	770	1	1,925	318	462	568	974
7075.4	Depn. Engine Parts	0	0	0	0	0	0	0	0
7075.5	Depn. Other Flt Eqpt.	0	0	0	0	0	0	0	0
7076.1	Amort. Cap. Leases Flt. Eqpt.	12	0	0	0	0	12	0	0
7098.1	EXPENSE OF INTERCHANGE AIRCRAFT	0	0	0	0	0	0	0	0
7098.2	Exp. of Interch. AC- Maint.	0	0	0	0	0	0	0	0
7098.9	Total Aircraft Operating Expens	325,137	87,596	69,828	32,962	7,059	36,037	9,875	0
7074.1	OTHER DEPRECIATION & AMORTIZATI	0	0	261	0	0	0	0	0
7074.2	Amortization Developmental & Pre	0	0	0	0	0	0	0	0
7074.3	Amortization Other Intangibles	0	0	0	0	0	0	0	0
7074.4	Depreciation Hangar & Maint. Eq	66	0	0	0	0	0	0	0
7076.2	Depreciation Ground Property	2,714	0	0	0	0	0	0	0
7076.2	Amort. Capital Leases Other	2,714	0	0	0	0	0	0	0

AIRCRAFT OPERATING EXP. - Sch. P-5.2 Grp II & III Qtr: June 30, 2000
 Air Carrier: b Operation: Domestic 5X0

ACCT #	DESCRIPTION	DC-8-71 Code 8602	DC-8-73 Code 8642
FLYING OPERATIONS			
5123	Pilots and Copilots	5,949	7,014
5124	Other Flight Personnel	1,397	1,700
5128.1	Trainees and Instructors	449	536
5136	Personnel Expenses	696	426
5141	Prof. & Tech. Fees & Exp.	0	0
5143.7	Aircraft Interch. -Outside	0	0
5145.1	Aircraft Fuel	6,802	8,144
5145.2	Aircraft Oil	16	19
5147	Aircraft Rentals	3	4
5153	Other Supplies	15	18
5155.1	Insur. Purch. - General	88	117
5157	Empl. Benefits and Pensions	1,364	1,662
5158	Injuries, Loss and Damage	0	0
5168	Taxes-Payroll	307	375
5169	Taxes-Other Than Payroll	924	1,106
5171	Other Expense	215	262
5199	Total Flying Operations	18,225	21,383
DIRECT MAINTENANCE-FLIGHT EQUIP			
5225.1	Maint Airf. Labor	2,066	2,333
5225.2	Maint Eng. Labor	325	185
5243.1	Maint Airf. Outside Rep.	12,766	6,640
5243.2	Maint Eng. Outside Rep.	3,251	3,001
5243.7	Maint AC Interch. Chrgs-O/S	65	6
5246.1	Maint Materials - Airframe	1,193	1,666
5246.2	Maint Materials - Engines	689	587
5272.1	Maint Airfrm Airworth. Provs.	-2,379	-2,087
5272.3	Maint Airfrm O/H Deferred	0	0
5272.6	Maint AC Eng. Airworth. Prov	-860	385
5272.8	Maint AC Eng. O/H Def. (cr.)	0	0
5278	Total Dir Maint-Flt.Eqpt	17,116	12,716
5279.6	APPL. MAINT BURDEN FLT. EQ.	9	11
5299	Total Flt. Eq. Maint. (Memo)	17,125	12,727
7073.9	NET OBSL & DETER.- EXP. PARTS	0	0
DEPRECIATION - FLIGHT EQUIPMENT			
7075.1	Depr. Airframes	2,663	3,021
7075.2	Depr. Aircraft Engines	2,400	3,334
7075.3	Depr. Airframe Parts	320	321
7075.4	Depr. Engine Parts	0	0
7075.5	Depr. Other Flt Eqp.	0	0
7076.1	Amort. Cap. Leases Flt.Eqpt.	0	0
EXPENSE OF INTERCHANGE AIRCRAFT			
7098.1	Exp. of Interch. AC- Flt. Ops	0	0
7098.2	Exp. of Interch. AC- Maint.	0	0
7098.9	Total Aircraft Operating Expens	40,733	40,786
OTHER DEPRECIATION & AMORTIZATI			
7074.1	Amortization Developmental & Pre		
7074.2	Amortization Other Intangibles		
7075.8	Depreciation Hangar & Maint. Eq		
7075.9	Depreciation Ground Property		
7076.2	Amort. Capital Leases Other		

AIRCRAFT OPERATING EXP. - Sch. P-5.2 Grp II & III Qtr: June 30, 2000							
Air Carrier: b		Operation: Atlantic					
(000's)	ACCT #	DESCRIPTION	Total Exp Code 9999	8-767-3/E Code 6262	5XA 8-727-1 Code 7102	8-747-1 Code 8162	8-747-2/3 Code 8172
FLYING OPERATIONS							
5123		Pilots and Copilots	7,927	2,488	4,562	673	204
5124		Other Flight Personnel	1,196	0	954	185	57
5128.1		Trainees and Instructors	530	72	380	59	19
5136		Personnel Expenses	873	193	551	111	18
5141		Prof. & Tech. Fees & Exp.	1,090	1	1,089	0	0
5143.7		Aircraft Interch. -Outside	0	0	0	0	0
5145.1		Aircraft Fuel	9,018	3,538	2,577	2,185	718
5145.2		Aircraft Oil	23	9	11	2	1
5147		Aircraft Rentals	1,416	1,398	4	14	0
5153		Other Supplies	23	9	11	2	1
5155.1		Insur. Purch. - General	124	44	72	5	3
5157		Empl. Benefits and Pensions	2,006	769	965	206	66
5158		Injuries, Loss and Damage	0	0	0	0	0
5168		Taxes-Payroll	452	173	218	46	15
5169		Taxes-Other Than Payroll	1,224	480	550	297	97
5171		Other Expense	164	122	0	32	10
5199		Total Flying Operations	26,066	9,296	11,744	3,817	1,209
DIRECT MAINTENANCE-FLIGHT EQUIP							
5225.1		Maint Airf. Labor	2,483	792	1,343	298	50
5225.2		Maint Eng. Labor	193	72	90	26	5
5243.1		Maint Airf. Outside Rep.	5,318	24	5,066	228	0
5243.2		Maint Eng. Outside Rep.	1,398	462	220	410	306
5243.7		Maint AC Interch. Chrgs-O/S	150	53	10	83	4
5246.1		Maint Materials - Airframe	687	295	61	91	240
5246.2		Maint Materials - Engines	547	165	246	103	33
5272.1		Maint Airfrm Airworth. Provs.	-316	52	-614	192	54
5272.3		Maint Airfrm O/H Deferred	0	0	0	0	0
5272.6		Maint AC Eng. Airworth. Prov	1,304	131	675	429	69
5272.8		Maint AC Eng. O/H Def. (cr.)	0	0	0	0	0
5278		Total Dir Maint-Flt.Eqpt	11,764	2,046	7,097	1,860	761
5279.6		APPL. MAINT BURDEN FLT. EQ.	12	5	6	1	0
5299		Total Flt. Eq. Maint. (Memo)	11,776	2,051	7,103	1,861	761
7073.9		NET OBSL & DETER.- EXP. PARTS	0	0	0	0	0
DEPRECIATION - FLIGHT EQUIPMENT							
7075.1		Depr. Airframes	4,759	1,731	2,543	255	230
7075.2		Depr. Aircraft Engines	1,699	147	1,340	78	134
7075.3		Depr. Airframe Parts	532	71	220	37	4
7075.4		Depr. Engine Parts	0	0	0	0	0
7075.5		Depr. Other Flt Eqp.	0	0	0	0	0
7076.1		Amort. Cap. Leases Flt.Eqpt.	2	0	0	2	0
EXPENSE OF INTERCHANGE AIRCRAFT							
7098.1		Exp. of Interch. AC- Flt. Ops	0	0	0	0	0
7098.2		Exp. of Interch. AC- Maint.	0	0	0	0	0
7098.9		Total Aircraft Operating Expens	44,634	13,296	22,950	6,050	2,338
OTHER DEPRECIATION & AMORTIZATI							
7074.1		Amortization Developmental & Pre	0				
7074.2		Amortization Other Intangibles	0				
7075.8		Depreciation Hangar & Maint. Eq	9				
7075.9		Depreciation Ground Property	373				
7076.2		Amort. Capital Leases Other	41				

AIRCRAFT OPERATING EXP. - Sch. P-5.2 Grp II & III Qtr: June 30, 2000					
Air Carrier: b		Operation: Latin		5XL	
(000's)		Total Eqp	B-757	B-767-3/E	B-727-1
ACCT #	DESCRIPTION	Code 9999	Code 6222	Code 6262	Code 7101
FLYING OPERATIONS					
5123	Pilots and Copilots	5,560	4,125	122	1,313
5124	Other Flight Personnel	686	208	0	478
5128.1	Trainees and Instructors	462	458	4	0
5136	Personnel Expenses	768	759	9	0
5141	Prof. & Tech. Fees & Exp.	327	0	0	327
5143.7	Aircraft Interch. -Outside	0	0	0	0
5145.1	Aircraft Fuel	6,585	4,801	174	1,610
5145.2	Aircraft Oil	18	18	0	0
5147	Aircraft Rentals	718	621	69	28
5153	Other Supplies	31	18	0	13
5155.1	Insur. Purch. - General	174	139	2	33
5157	Empl. Benefits and Pensions	1,662	1,624	38	0
5158	Injuries, Loss and Damage	0	0	0	0
5168	Taxes-Payroll	375	366	9	0
5169	Taxes-Other Than Payroll	895	652	24	219
5171	Other Expense	636	256	6	374
5199	Total Flying Operations	18,897	14,045	457	4,395
DIRECT MAINTENANCE-FLIGHT EQUIP					
5225.1	Maint Airf. Labor	1,859	1,705	39	115
5225.2	Maint Eng. Labor	161	138	4	19
5243.1	Maint Airf. Outside Rep.	1,284	1,044	1	239
5243.2	Maint Eng. Outside Rep.	992	795	23	174
5243.7	Maint AC Interch. Chrgs-O/S	93	83	3	7
5246.1	Maint Materials - Airframe	614	542	14	58
5246.2	Maint Materials - Engines	413	374	8	31
5272.1	Maint Airfrm Airworth. Provs.	-80	-83	3	0
5272.3	Maint Airfrm O/H Deferred	0	0	0	0
5272.6	Maint AC Eng. Airworth. Prov	152	146	6	0
5272.8	Maint AC Eng. O/H Def. (cr.)	0	0	0	0
5278	Total Dir Maint-Flt.Eqpt	5,488	4,744	101	643
5279.6	APPL. MAINT BURDEN FLT. EQ.	7	7	0	0
5299	Total Flt. Eq. Maint. (Memo)	5,495	4,751	101	643
7073.9	NET OBSL & DETER.- EXP. PARTS	0	0	0	0
DEPRECIATION - FLIGHT EQUIPMENT					
7075.1	Depr. Airframes	5,025	4,623	85	317
7075.2	Depr. Aircraft Engines	1,439	1,296	7	136
7075.3	Depr. Airframe Parts	245	219	3	23
7075.4	Depr. Engine Parts	0	0	0	0
7075.5	Depr. Other Flt Eqp.	0	0	0	0
7076.1	Amort. Cap. Leases Flt.Eqpt.	0	0	0	0
EXPENSE OF INTERCHANGE AIRCRAFT					
7098.1	Exp. of Interch. AC- Flt. Ops	0	0	0	0
7098.2	Exp. of Interch. AC- Maint.	0	0	0	0
7098.9	Total Aircraft Operating Expens	31,101	24,934	653	5,514
OTHER DEPRECIATION & AMORTIZATI					
7074.1	Amortization Developmental & Pre	0			
7074.2	Amortization Other Intangibles	0			
7075.8	Depreciation Hangar & Maint. Eq	6			
7075.9	Depreciation Ground Property	260			
7076.2	Amort. Capital Leases Other	29			

AIRCRAFT OPERATING EXP. - Sch. P-5.2 Grp II & III Qtr: June 30, 2000						
Air Carrier: b		Operation: Pacific		5XP		
(000's)		Total Eqp	B-757	B-767-3/E	B-747-1	B-747-2/3
ACCT #	DESCRIPTION	Code 9999	Code 6222	Code 6262	Code 8162	Code 8172
FLYING OPERATIONS						
5123	Pilots and Copilots	7,800	1,046	2,602	3,193	959
5124	Other Flight Personnel	1,201	53	0	880	268
5128.1	Trainees and Instructors	562	116	75	282	89
5136	Personnel Expenses	1,002	193	201	525	83
5141	Prof. & Tech. Fees & Exp.	2	0	2	0	0
5143.7	Aircraft Interch. -Outside	0	0	0	0	0
5145.1	Aircraft Fuel	18,662	1,218	3,700	10,375	3,369
5145.2	Aircraft Oil	28	5	9	11	3
5147	Aircraft Rentals	1,687	158	1,461	67	1
5153	Other Supplies	28	5	9	11	3
5155.1	Insur. Purch. - General	119	35	46	24	14
5157	Empl. Benefits and Pensions	2,502	412	804	977	309
5158	Injuries, Loss and Damage	0	0	0	0	0
5168	Taxes-Payroll	564	93	181	220	70
5169	Taxes-Other Than Payroll	2,535	165	502	1,409	457
5171	Other Expense	394	65	127	154	48
5199	Total Flying Operations	37,084	3,564	9,719	18,128	5,673
DIRECT MAINTENANCE-FLIGHT EQUIP						
5225.1	Maint Airf. Labor	2,913	432	828	1,416	237
5225.2	Maint Eng. Labor	255	35	76	122	22
5243.1	Maint Airf. Outside Rep.	1,373	265	25	1,083	0
5243.2	Maint Eng. Outside Rep.	4,070	202	483	1,948	1,437
5243.7	Maint AC Interch. Chrgs-O/S	488	21	56	394	17
5246.1	Maint Materials - Airframe	2,001	137	309	430	1,125
5246.2	Maint Materials - Engines	907	95	172	487	153
5272.1	Maint Airfrm Airworth. Provs.	1,197	-21	54	913	251
5272.3	Maint Airfrm O/H Deferred	0	0	0	0	0
5272.6	Maint AC Eng. Airworth. Prov	2,538	38	136	2,038	326
5272.8	Maint AC Eng. O/H Def. (cr.)	0	0	0	0	0
5278	Total Dir Maint-Flt.Eqpt	15,742	1,204	2,139	8,831	3,568
5279.6	APPL. MAINT BURDEN FLT. EQ.	15	2	5	6	2
5299	Total Flt. Eq. Maint. (Memo)	15,757	1,206	2,144	8,837	3,570
7073.9	NET OBSL & DETER.- EXP. PARTS	0	0	0	0	0
DEPRECIATION - FLIGHT EQUIPMENT						
7075.1	Depr. Airframes	5,280	1,173	1,810	1,215	1,082
7075.2	Depr. Aircraft Engines	1,482	329	154	368	631
7075.3	Depr. Airframe Parts	326	56	74	178	18
7075.4	Depr. Engine Parts	0	0	0	0	0
7075.5	Depr. Other Flt Eqp.	0	0	0	0	0
7076.1	Amort. Cap. Leases Flt. Eqpt.	10	0	0	10	0
EXPENSE OF INTERCHANGE AIRCRAFT						
7098.1	Exp. of Interch. AC- Flt. Ops	0	0	0	0	0
7098.2	Exp. of Interch. AC- Maint.	0	0	0	0	0
7098.9	Total Aircraft Operating Expens	59,939	6,328	13,901	28,736	10,974
OTHER DEPRECIATION & AMORTIZATI						
7074.1	Amortization Developmental & Pre	0				
7074.2	Amortization Other Intangibles	0				
7075.8	Depreciation Hangar & Maint. Eq	12				
7075.9	Depreciation Ground Property	500				
7076.2	Amort. Capital Leases Other	55				

AIRCRAFT OPERATING EXP. - Sch. P-5.2 Grp II & III Qtr: June 30, 2000

Air Carrier: b

Operation: System

5X5

(000's)

ACCT #	DESCRIPTION	Total Eqp Code 9999	B-757 Code 6222	B-767-3/E Code 6262	B-727-1 Code 7101	B-727-1 Code 7102	B-727-2 Code 7152	B-747-1 Code 8162	B-747-2/3 Code 8172
	FLYING OPERATIONS								
5123	Pilots and Copilots	74,553	19,663	18,281	1,376	11,115	1,259	7,870	2,026
5124	Other Flight Personnel	9,941	992	0	501	2,325	291	2,169	566
5128.1	Trainees and Instructors	5,605	2,184	528	0	927	98	695	188
5136	Personnel Expenses	9,036	3,618	1,415	0	1,343	68	1,294	176
5141	Prof. & Tech. Fees & Exp.	3,006	0	11	342	2,653	0	0	0
5143.7	Aircraft Interch. -Outside	0	0	0	0	0	0	0	0
5145.1	Aircraft Fuel	105,619	22,884	25,995	1,687	6,278	1,141	25,570	7,118
5145.2	Aircraft Oil	253	89	65	0	27	3	27	7
5147	Aircraft Rentals	13,444	2,962	10,268	29	10	1	165	2
5153	Other Supplies	259	86	63	14	26	3	27	7
5155.1	Insur. Purch. - General	1,503	661	323	35	176	15	59	29
5157	Empl. Benefits and Pensions	22,077	7,742	5,649	0	2,351	248	2,408	653
5158	Injuries, Loss and Damage	0	0	0	0	0	0	0	0
5168	Taxes-Payroll	4,976	1,745	1,273	0	530	56	542	148
5169	Taxes-Other Than Payroll	14,340	3,107	3,529	229	852	155	3,473	965
5171	Other Expense	3,498	1,219	891	392	0	39	379	101
5199	Total Flying Operations	268,110	66,952	68,291	4,605	28,613	3,377	44,678	11,986
	DIRECT MAINTENANCE-FLIGHT EQUIP								
5225.1	Maint Airf. Labor	25,958	8,126	5,818	120	3,273	233	3,489	500
5225.2	Maint Eng. Labor	2,314	659	532	20	218	27	301	47
5243.1	Maint Airf. Outside Rep.	41,012	4,978	177	250	12,343	1,189	2,669	0
5243.2	Maint Eng. Outside Rep.	23,821	3,789	3,394	182	535	1,832	4,801	3,036
5243.7	Maint AC Interch. Chrgs-O/S	2,029	397	392	7	25	130	971	36
5246.1	Maint Materials - Airframe	11,415	2,583	2,169	61	149	157	1,060	2,377
5246.2	Maint Materials - Engines	6,734	1,784	1,211	32	599	307	1,201	324
5272.1	Maint Airfrm Airworth. Provs.	-3,752	-395	382	0	-1,497	-557	2,250	531
5272.3	Maint Airfrm O/H Deferred	0	0	0	0	0	0	0	0
5272.6	Maint AC Eng. Airworth. Prov	8,118	698	959	0	1,644	-419	5,023	688
5272.8	Maint AC Eng. O/H Def. (cr.)	0	0	0	0	0	0	0	0
5278	Total Dir Maint-Flt. Eqpt	117,649	22,619	15,034	672	17,289	2,899	21,765	7,539
5279.6	APPL. MAINT BURDEN FLT. EQ.	124	32	36	0	15	2	15	4
5299	Total Flt. Eq. Maint. (Memo)	117,773	22,651	15,070	672	17,304	2,901	21,780	7,543
7073.9	NET OBSSL & DETER.- EXP. PARTS	0	0	0	0	0	0	0	0
	DEPRECIATION - FLIGHT EQUIPMENT								
7075.1	Depr. Airframes	52,621	22,033	12,718	332	6,194	379	2,995	2,286
7075.2	Depr. Aircraft Engines	18,958	6,177	1,081	142	3,265	318	908	1,333
7075.3	Depr. Airframe Parts	3,325	1,045	518	24	536	84	438	39
7075.4	Depr. Engine Parts	0	0	0	0	0	0	0	0
7075.5	Depr. Other Flt Eqp.	0	0	0	0	0	0	0	0
7076.1	Amort. Cap. Leases Flt. Eqpt.	24	0	0	0	0	0	24	0
	EXPENSE OF INTERCHANGE AIRCRAFT								
7098.1	Exp. of Interch. AC- Flt. Ops	0	0	0	0	0	0	0	0
7098.2	Exp. of Interch. AC- Maint.	0	0	0	0	0	0	0	0
7098.9	Total Aircraft Operating Expens	460,811	118,858	97,678	5,775	55,912	7,059	70,823	23,187
	OTHER DEPRECIATION & AMORTIZATI								
7074.1	Amortization Developmental & Pre	0							
7074.2	Amortization Other Intangibles	0							
7075.8	Depreciation Hangar & Maint. Eq	93							
7075.9	Depreciation Ground Property	3,847							
7076.2	Amort. Capital Leases Other	424							

AIRCRAFT OPERATING EXP. - Sch. P-5.2 Grp II & III Qtr: June 30, 2000

Air Carrier: b Operation: System 5XS

(000's) DC-8-71 DC-8-73
ACCT # DESCRIPTION Code 8602 Code 8642

ACCT #	DESCRIPTION	Code 8602	Code 8642
FLYING OPERATIONS			
5123	Pilots and Copilots	5,949	7,014
5124	Other Flight Personnel	1,397	1,700
5128.1	Trainees and Instructors	449	536
5136	Personnel Expenses	696	426
5141	Prof. & Tech. Fees & Exp.	0	0
5143.7	Aircraft Interch. -Outside	0	0
5145.1	Aircraft Fuel	6,802	8,144
5145.2	Aircraft Oil	16	19
5147	Aircraft Rentals	3	4
5153	Other Supplies	15	18
5155.1	Insur. Purch. - General	88	117
5157	Empl. Benefits and Pensions	1,364	1,662
5158	Injuries, Loss and Damage	0	0
5168	Taxes-Payroll	307	375
5169	Taxes-Other Than Payroll	924	1,106
5171	Other Expense	215	262
5199	Total Flying Operations	18,225	21,383
DIRECT MAINTENANCE-FLIGHT EQUIP			
5225.1	Maint Airf. Labor	2,066	2,333
5225.2	Maint Eng. Labor	325	185
5243.1	Maint Airf. Outside Rep.	12,766	6,640
5243.2	Maint Eng. Outside Rep.	3,251	3,001
5243.7	Maint AC Interch. Chrgs-O/S	65	6
5246.1	Maint Materials - Airframe	1,193	1,666
5246.2	Maint Materials - Engines	689	587
5272.1	Maint Airfrm Airworth. Provs.	-2,379	-2,087
5272.3	Maint Airfrm O/H Deferred	0	0
5272.6	Maint AC Eng. Airworth. Prov	-860	385
5272.8	Maint AC Eng. O/H Def. (cr.)	0	0
5278	Total Dir Maint-Flt.Eqpt	17,116	12,716
5279.6	APPL. MAINT BURDEN FLT. EQ.	9	11
5299	Total Flt. Eq. Maint. (Memo)	17,125	12,727
7073.9	NET OBSL & DETER.- EXP. PARTS	0	0
DEPRECIATION - FLIGHT EQUIPMENT			
7075.1	Depr. Airframes	2,663	3,021
7075.2	Depr. Aircraft Engines	2,400	3,334
7075.3	Depr. Airframe Parts	320	321
7075.4	Depr. Engine Parts	0	0
7075.5	Depr. Other Flt Eqp.	0	0
7076.1	Amort. Cap. Leases Flt.Eqpt.	0	0
EXPENSE OF INTERCHANGE AIRCRAFT			
7098.1	Exp. of Interch. AC- Flt. Ops	0	0
7098.2	Exp. of Interch. AC- Maint.	0	0
7098.9	Total Aircraft Operating Expens	40,733	40,786
OTHER DEPRECIATION & AMORTIZATI			
7074.1	Amortization Developmental &Pre		
7074.2	Amortization Other Intangibles		
7075.8	Depreciation Hangar & Maint. Eq		
7075.9	Depreciation Ground Property		
7076.2	Amort. Capital Leases Other		

OPERATING EXPENSES BY OBJECTIVE GROUPING

Quarter Ended: June 30, 2000
 Schedule P-6

Air Carrier: b
 Operation : Domestic 5XD

(000's)
 AMOUNT

LINE#	DESCRIPTION	AMOUNT
	SALARIES & REL. FRINGE BENEFIT	
	SALARIES:	
Line 3	General Mgmt. Per.	3,501
Line 4	Flight Personnel	59,618
Line 5	Maintenance Labor	24,291
Line 6	Aircr. & Traffic Hndl. Per.	4,510
Line 7	Other Personnel	6,656
Line 8	Total Salaries	98,576
	RELATED FRINGE BENEFITS	
Line 10	Personnel Expense	8,021
Line 11	Empl. Benefits & Pensions	21,175
Line 12	Payroll Taxes	5,320
Line 13	Total Fringe Benefits	34,516
Line 14	Total Salaries & Benefits	133,092
	MATERIALS PURCHASED	
Line 16	Aircraft Fuel & Oil	81,227
Line 17	Maintenance Materials	17,997
Line 18	Passenger Food	21
Line 19	Other Materials	2,058
Line 20	Total Materials	101,303
	SERVICES PURCHASED	
Line 22	Advertising & Other Promotion	33
Line 23	Communications	299
Line 24	Insurance	1,124
Line 25	Outside Flight Eqpt. Maint.	48,865
Line 26	Traffic Commissions - Passenger	0
Line 27	Traffic Commissions - Cargo	520
Line 28	Other Services	14,533
Line 29	Total Services	65,374
Line 30	LANDING FEES	13,012
Line 31	RENTALS	11,791
Line 32	DEPRECIATION	57,097
Line 33	AMORTIZATION	311
Line 34	OTHER	24,205
Line 35	TRANSPORT RELATED EXPENSES	0
Line 36	TOTAL OPERATING EXPENSES	406,185

OPERATING EXPENSES BY OBJECTIVE GROUPING

Quarter Ended: June 30, 2000
 Schedule P-6

Air Carrier: b
 Operation : Atlantic 5XA

(000's)
 AMOUNT

LINE#	DESCRIPTION	AMOUNT
	SALARIES & REL. FRINGE BENEFIT	
	SALARIES:	
Line 3	General Mgmt. Per.	481
Line 4	Flight Personnel	8,184
Line 5	Maintenance Labor	3,335
Line 6	Aircr. & Traffic Hndl. Per.	619
Line 7	Other Personnel	914
Line 8	Total Salaries	13,533
	RELATED FRINGE BENEFITS	
Line 10	Personnel Expense	1,100
Line 11	Empl. Benefits & Pensions	2,907
Line 12	Payroll Taxes	730
Line 13	Total Fringe Benefits	4,737
Line 14	Total Salaries & Benefits	18,270
	MATERIALS PURCHASED	
Line 16	Aircraft Fuel & Oil	10,265
Line 17	Maintenance Materials	3,341
Line 18	Passenger Food	0
Line 19	Other Materials	301
Line 20	Total Materials	13,907
	SERVICES PURCHASED	
Line 22	Advertising & Other Promotion	5
Line 23	Communications	41
Line 24	Insurance	154
Line 25	Outside Flight Eqpt. Maint.	6,708
Line 26	Traffic Commissions - Passenger	0
Line 27	Traffic Commissions - Cargo	71
Line 28	Other Services	1,995
Line 29	Total Services	8,974
Line 30	LANDING FEES	1,786
Line 31	RENTALS	1,619
Line 32	DEPRECIATION	7,172
Line 33	AMORTIZATION	43
Line 34	OTHER	3,979
Line 35	TRANSPORT RELATED EXPENSES	0
Line 36	TOTAL OPERATING EXPENSES	55,750

OPERATING EXPENSES BY OBJECTIVE GROUPING

Quarter Ended: June 30, 2000
 Schedule P-6

Air Carrier: b
 Operation : Latin 5XL

(000's)
 AMOUNT

LINE#	DESCRIPTION	AMOUNT
	SALARIES & REL. FRINGE BENEFIT	
	SALARIES:	
Line 3	General Mgmt. Per.	335
Line 4	Flight Personnel	5,702
Line 5	Maintenance Labor	2,323
Line 6	Aircr. & Traffic Hndl. Per.	431
Line 7	Other Personnel	637
Line 8	Total Salaries	9,428
	RELATED FRINGE BENEFITS	
Line 10	Personnel Expense	767
Line 11	Empl. Benefits & Pensions	2,025
Line 12	Payroll Taxes	509
Line 13	Total Fringe Benefits	3,301
Line 14	Total Salaries & Benefits	12,729
	MATERIALS PURCHASED	
Line 16	Aircraft Fuel & Oil	7,497
Line 17	Maintenance Materials	2,011
Line 18	Passenger Food	439
Line 19	Other Materials	-258
Line 20	Total Materials	9,689
	SERVICES PURCHASED	
Line 22	Advertising & Other Promotion	3
Line 23	Communications	29
Line 24	Insurance	108
Line 25	Outside Flight Eqpt. Maint.	4,674
Line 26	Traffic Commissions - Passenger	0
Line 27	Traffic Commissions - Cargo	50
Line 28	Other Services	1,390
Line 29	Total Services	6,254
Line 30	LANDING FEES	1,245
Line 31	RENTALS	1,128
Line 32	DEPRECIATION	6,975
Line 33	AMORTIZATION	29
Line 34	OTHER	1,235
Line 35	TRANSPORT RELATED EXPENSES	0
Line 36	TOTAL OPERATING EXPENSES	39,284

OPERATING EXPENSES BY OBJECTIVE GROUPING

Quarter Ended: June 30, 2000
 Schedule P-6

Air Carrier: b
 Operation : Pacific 5XP

LINE#	DESCRIPTION	(000's) AMOUNT

	SALARIES & REL. FRINGE BENEFIT	
	SALARIES:	
Line 3	General Mgmt. Per.	645
Line 4	Flight Personnel	10,990
Line 5	Maintenance Labor	4,478
Line 6	Aircr. & Traffic Hndl. Per.	831
Line 7	Other Personnel	1,227
Line 8	Total Salaries	18,171
	RELATED FRINGE BENEFITS	
Line 10	Personnel Expense	1,479
Line 11	Empl. Benefits & Pensions	3,903
Line 12	Payroll Taxes	981
Line 13	Total Fringe Benefits	6,363
Line 14	Total Salaries & Benefits	24,534
	MATERIALS PURCHASED	
Line 16	Aircraft Fuel & Oil	21,224
Line 17	Maintenance Materials	-2,338
Line 18	Passenger Food	0
Line 19	Other Materials	-210
Line 20	Total Materials	18,676
	SERVICES PURCHASED	
Line 22	Advertising & Other Promotion	6
Line 23	Communications	55
Line 24	Insurance	207
Line 25	Outside Flight Eqpt. Maint.	9,008
Line 26	Traffic Commissions - Passenger	0
Line 27	Traffic Commissions - Cargo	96
Line 28	Other Services	2,679
Line 29	Total Services	12,051
Line 30	LANDING FEES	2,399
Line 31	RENTALS	2,174
Line 32	DEPRECIATION	7,600
Line 33	AMORTIZATION	65
Line 34	OTHER	7,368
Line 35	TRANSPORT RELATED EXPENSES	0
Line 36	TOTAL OPERATING EXPENSES	74,867

OPERATING EXPENSES BY OBJECTIVE GROUPING

Quarter Ended: June 30, 2000
 Schedule P-6

Air Carrier: b
 Operation : System 5XS

(000's)
 AMOUNT

LINE#	DESCRIPTION	AMOUNT
	SALARIES & REL. FRINGE BENEFIT	
	SALARIES:	
Line 3	General Mgmt. Per.	4,962
Line 4	Flight Personnel	84,494
Line 5	Maintenance Labor	34,427
Line 6	Aircr. & Traffic Hndl. Per.	6,391
Line 7	Other Personnel	9,434
Line 8	Total Salaries	139,708
	RELATED FRINGE BENEFITS	
Line 10	Personnel Expense	11,367
Line 11	Empl. Benefits & Pensions	30,010
Line 12	Payroll Taxes	7,540
Line 13	Total Fringe Benefits	48,917
Line 14	Total Salaries & Benefits	188,625
	MATERIALS PURCHASED	
Line 16	Aircraft Fuel & Oil	120,213
Line 17	Maintenance Materials	21,011
Line 18	Passenger Food	460
Line 19	Other Materials	1,891
Line 20	Total Materials	143,575
	SERVICES PURCHASED	
Line 22	Advertising & Other Promotion	47
Line 23	Communications	424
Line 24	Insurance	1,593
Line 25	Outside Flight Eqpt. Maint.	69,255
Line 26	Traffic Commissions - Passenger	0
Line 27	Traffic Commissions - Cargo	737
Line 28	Other Services	20,597
Line 29	Total Services	92,653
Line 30	LANDING FEES	18,442
Line 31	RENTALS	16,712
Line 32	DEPRECIATION	78,844
Line 33	AMORTIZATION	448
Line 34	OTHER	36,787
Line 35	TRANSPORT RELATED EXPENSES	0
Line 36	TOTAL OPERATING EXPENSES	576,086

OPERATING EXPENSES BY FUNCTIONAL GROUPING

Quarter Ended: June 30, 2000
 Schedule P-7

Air Carrier: b
 Operation : Domestic 5XD

(000's)
 AMOUNT

LINE#	DESCRIPTION	AMOUNT

	AIRCRAFT OPER. EXPENSES (DIRECT)	
Line 2	Aircraft Operating Expenses	325,138
	SERV., SALES & GEN.OP.(INDIRECT)	
	PASSENGER SERVICE EXPENSE:	
Line 5	Flight Attendant Expense	0
Line 6	Food Expense	21
Line 7	Other In-Flight Expense	0
Line 8	Total Passenger Service Exp.	21
	PASSENGER SERVICING EXPENSE:	
Line 10	Line Servicing Expense	2,147
Line 11	Control Expense	13,832
Line 12	Landing Fees	13,012
Line 13	Total Aircraft Servicing Exp.	28,991
	TRAFFIC SERVICING EXPENSE:	
Line 15	Directly Assignable- Psgr.	0
Line 16	Directly Assignable- Cargo	17,223
Line 17	Not Directly Assignable	0
Line 18	Total Traffic Servicing Exp.	17,223
	RESERVATIONS AND SALES EXPENSE:	
Line 20	Directly Assignable- Psgr.	0
Line 21	Directly Assignable- Cargo	0
Line 22	Not Directly Assignable	2,637
Line 23	Total Reservat. & Sales Exp.	2,637
	ADVERTISING & PUBLICITY EXPENSE:	
Line 25	Directly Assignable- Psgr.	0
Line 26	Directly Assignable- Cargo	47
Line 27	Not Directly Assignable	0
Line 28	Total Advertising & Prom. Exp	47
Line 29	GENERAL & ADMINISTRATIVE EXPENSE	17,537
	MAINT. & DEPREC. -GROUND PROP.&EQ.	
Line 31	Maintenance Ground Prop.&Eqpt.	11,511
Line 32	Depreciation Ground Prop.&Eqpt	2,714
Line 33	Total Maint.&Depr.- Ground P&E	14,225
Line 34	DEPR. EXPENSE - MAINTENANCE EQ.	66
Line 35	AMORT. (OTHER THAN FLIGHT EQ.)	299
Line 36	TOTAL SVCING,SALES & GEN.OP.EXP.	81,046
Line 37	TRANSPORT RELATED EXPENSES	0
Line 38	TOTAL OPERATING EXPENSES	406,184

OPERATING EXPENSES BY FUNCTIONAL GROUPING

Quarter Ended: June 30, 2000
 Schedule P-7

Air Carrier: b
 Operation : Atlantic 5XA

(000's)
 AMOUNT

LINE#	DESCRIPTION	AMOUNT
Line 2	AIRCRAFT OPER. EXPENSES (DIRECT) Aircraft Operating Expenses	44,635
	SERV., SALES & GEN.OP.(INDIRECT)	
	PASSENGER SERVICE EXPENSE:	
Line 5	Flight Attendant Expense	0
Line 6	Food Expense	0
Line 7	Other In-Flight Expense	0
Line 8	Total Passenger Service Exp.	0
	PASSENGER SERVICING EXPENSE:	
Line 10	Line Servicing Expense	295
Line 11	Control Expense	1,899
Line 12	Landing Fees	1,786
Line 13	Total Aircraft Servicing Exp.	3,980
	TRAFFIC SERVICING EXPENSE:	
Line 15	Directly Assignable- Psgr.	0
Line 16	Directly Assignable- Cargo	2,364
Line 17	Not Directly Assignable	0
Line 18	Total Traffic Servicing Exp.	2,364
	RESERVATIONS AND SALES EXPENSE:	
Line 20	Directly Assignable- Psgr.	0
Line 21	Directly Assignable- Cargo	0
Line 22	Not Directly Assignable	361
Line 23	Total Reservat. & Sales Exp.	361
	ADVERTISING & PUBLICITY EXPENSE:	
Line 25	Directly Assignable- Psgr.	0
Line 26	Directly Assignable- Cargo	0
Line 27	Not Directly Assignable	0
Line 28	Total Advertising & Prom. Exp	0
Line 29	GENERAL & ADMINISTRATIVE EXPENSE	2,407
	MAINT. & DEPREC. -GROUND PROP.&EQ.	
Line 31	Maintenance Ground Prop.&Eqpt.	1,580
Line 32	Depreciation Ground Prop.&Eqpt	373
Line 33	Total Maint.&Depr.- Ground P&E	1,953
Line 34	DEPR. EXPENSE - MAINTENANCE EQ.	9
Line 35	AMORT. (OTHER THAN FLIGHT EQ.)	41
Line 36	TOTAL SVCING,SALES & GEN.OP.EXP.	11,115
Line 37	TRANSPORT RELATED EXPENSES	0
Line 38	TOTAL OPERATING EXPENSES	55,750

OPERATING EXPENSES BY FUNCTIONAL GROUPING

Quarter Ended: June 30, 2000
 Schedule P-7

Air Carrier: b
 Operation : Latin 5XL

LINE#	DESCRIPTION	(000's) AMOUNT
<hr style="border-top: 1px dashed black;"/>		
	AIRCRAFT OPER. EXPENSES (DIRECT)	
Line 2	Aircraft Operating Expenses	31,100
	SERV., SALES & GEN.OP.(INDIRECT)	
	PASSENGER SERVICE EXPENSE:	
Line 5	Flight Attendant Expense	0
Line 6	Food Expense	439
Line 7	Other In-Flight Expense	0
Line 8	Total Passenger Service Exp.	439
	PASSENGER SERVICING EXPENSE:	
Line 10	Line Servicing Expense	205
Line 11	Control Expense	1,323
Line 12	Landing Fees	1,245
Line 13	Total Aircraft Servicing Exp.	2,773
	TRAFFIC SERVICING EXPENSE:	
Line 15	Directly Assignable- Psgr.	0
Line 16	Directly Assignable- Cargo	1,647
Line 17	Not Directly Assignable	0
Line 18	Total Traffic Servicing Exp.	1,647
	RESERVATIONS AND SALES EXPENSE:	
Line 20	Directly Assignable- Psgr.	0
Line 21	Directly Assignable- Cargo	0
Line 22	Not Directly Assignable	252
Line 23	Total Reservat. & Sales Exp.	252
	ADVERTISING & PUBLICITY EXPENSE:	
Line 25	Directly Assignable- Psgr.	0
Line 26	Directly Assignable- Cargo	0
Line 27	Not Directly Assignable	0
Line 28	Total Advertising & Prom. Exp	0
Line 29	GENERAL & ADMINISTRATIVE EXPENSE	1,677
	MAINT. & DEPREC. -GROUND PROP.&EQ.	
Line 31	Maintenance Ground Prop.&Eqpt.	1,101
Line 32	Depreciation Ground Prop.&Eqpt	260
Line 33	Total Maint.&Depr.- Ground P&E	1,361
Line 34	DEPR. EXPENSE - MAINTENANCE EQ.	6
Line 35	AMORT. (OTHER THAN FLIGHT EQ.)	29
Line 36	TOTAL SVCING, SALES & GEN.OP.EXP.	8,184
Line 37	TRANSPORT RELATED EXPENSES	0
Line 38	TOTAL OPERATING EXPENSES	39,284

OPERATING EXPENSES BY FUNCTIONAL GROUPING

Quarter Ended: June 30, 2000
 Schedule P-7

Air Carrier: b
 Operation : Pacific 5XP

(000's)
 AMOUNT

LINE#	DESCRIPTION	AMOUNT
Line 2	AIRCRAFT OPER. EXPENSES (DIRECT) Aircraft Operating Expenses	59,938
	SERV., SALES & GEN.OP.(INDIRECT)	
	PASSENGER SERVICE EXPENSE:	
Line 5	Flight Attendant Expense	0
Line 6	Food Expense	0
Line 7	Other In-Flight Expense	0
Line 8	Total Passenger Service Exp.	0
	PASSENGER SERVICING EXPENSE:	
Line 10	Line Servicing Expense	396
Line 11	Control Expense	2,550
Line 12	Landing Fees	2,399
Line 13	Total Aircraft Servicing Exp.	5,345
	TRAFFIC SERVICING EXPENSE:	
Line 15	Directly Assignable- Psgr.	0
Line 16	Directly Assignable- Cargo	3,175
Line 17	Not Directly Assignable	0
Line 18	Total Traffic Servicing Exp.	3,175
	RESERVATIONS AND SALES EXPENSE:	
Line 20	Directly Assignable- Psgr.	0
Line 21	Directly Assignable- Cargo	0
Line 22	Not Directly Assignable	486
Line 23	Total Reservat. & Sales Exp.	486
	ADVERTISING & PUBLICITY EXPENSE:	
Line 25	Directly Assignable- Psgr.	0
Line 26	Directly Assignable- Cargo	0
Line 27	Not Directly Assignable	0
Line 28	Total Advertising & Prom. Exp	0
Line 29	GENERAL & ADMINISTRATIVE EXPENSE	3,233
	MAINT. & DEPREC. -GROUND PROP.&EQ.	
Line 31	Maintenance Ground Prop.&Eqpt.	2,122
Line 32	Depreciation Ground Prop.&Eqpt	500
Line 33	Total Maint.&Depr.- Ground P&E	2,622
Line 34	DEPR. EXPENSE - MAINTENANCE EQ.	12
Line 35	AMORT. (OTHER THAN FLIGHT EQ.)	55
Line 36	TOTAL SVCING,SALES & GEN.OP.EXP.	14,928
Line 37	TRANSPORT RELATED EXPENSES	0
Line 38	TOTAL OPERATING EXPENSES	74,866

OPERATING EXPENSES BY FUNCTIONAL GROUPING

Quarter Ended: June 30, 2000
 Schedule P-7

Air Carrier: b
 Operation : System 5XS

(000's)
 AMOUNT

LINE#	DESCRIPTION	AMOUNT
Line 2	AIRCRAFT OPER. EXPENSES (DIRECT) Aircraft Operating Expenses	460,811
	SERV., SALES & GEN.OP.(INDIRECT)	
	PASSENGER SERVICE EXPENSE:	
Line 5	Flight Attendant Expense	0
Line 6	Food Expense	460
Line 7	Other In-Flight Expense	0
Line 8	Total Passenger Service Exp.	460
	PASSENGER SERVICING EXPENSE:	
Line 10	Line Servicing Expense	3,043
Line 11	Control Expense	19,604
Line 12	Landing Fees	18,442
Line 13	Total Aircraft Servicing Exp.	41,089
	TRAFFIC SERVICING EXPENSE:	
Line 15	Directly Assignable- Psgr.	0
Line 16	Directly Assignable- Cargo	24,409
Line 17	Not Directly Assignable	0
Line 18	Total Traffic Servicing Exp.	24,409
	RESERVATIONS AND SALES EXPENSE:	
Line 20	Directly Assignable- Psgr.	0
Line 21	Directly Assignable- Cargo	0
Line 22	Not Directly Assignable	3,736
Line 23	Total Reservat. & Sales Exp.	3,736
	ADVERTISING & PUBLICITY EXPENSE:	
Line 25	Directly Assignable- Psgr.	0
Line 26	Directly Assignable- Cargo	47
Line 27	Not Directly Assignable	0
Line 28	Total Advertising & Prom. Exp	47
Line 29	GENERAL & ADMINISTRATIVE EXPENSE	24,854
	MAINT. & DEPREC. -GROUND PROP.&EQ.	
Line 31	Maintenance Ground Prop.&Eqpt.	16,314
Line 32	Depreciation Ground Prop.&Eqpt	3,847
Line 33	Total Maint.&Depr.- Ground P&E	20,161
Line 34	DEPR. EXPENSE - MAINTENANCE EQ.	93
Line 35	AMORT. (OTHER THAN FLIGHT EQ.)	424
Line 36	TOTAL SVCING,SALES & GEN.OP.EXP.	115,273
Line 37	TRANSPORT RELATED EXPENSES	0
Line 38	TOTAL OPERATING EXPENSES	576,084