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August 11, 1997

VIA FACSIMILE

Ms. Sylvia Moore
 U.S. Air Carrier Licensing Division
 Office of International Aviation
 U.S. Department of Transportation
 400 Seventh Street, S.W., Room 6412
 Washington, D.C. 20590

Re: Southern Air Transport, Inc. July 1997 U.S.-Brazil Charters

Dear Ms. Moore:

Pursuant to DOT Order 97-6-33 issued in the 1997/98 Brazil All-Cargo Charter Proceeding on June 30, 1997, Southern Air Transport, Inc. ("Southern Air") was awarded an allocation of one hundred eighty (180) U.S.-Brazil all-cargo charter flights to be operated during the 1997/1998 Brazil Charter Year.

Please be advised of the following flights conducted by Southern Air during July 1997:

1. Number of Charters Operated: Fifteen (15) flights

2. Dates and Routings¹:

07/01 MIA-MAO-BOG-MIA	07/04 MIA-MAO-BOG-MIA*
07/04 MIA-MAO-BOG-MIA	07/06 MIA-AGT-VCP-MIA
07/08 MIA-MAO-MIA	07/10 MIA-AGT-VCP-BOG-MIA
07/14 MIA-MAO-MIA	07/15 MIA-MAO-BOG-MIA
07/16 MIA-VCP-BOG-MIA	07/20 MIA-VCP-ASU-AGT-MIA
07/22 MIA-MAO-MIA	07/25 MIA-AGT-VCP-MIA
07/27 MIA-AGT-MAO-MIA	07/30 MIA-MAO-BOG-MIA
07/31 MIA-AGT-VCP-MIA	

¹ AGT - Ciudad Del Este, Paraguay
 ASU - Asuncion, Paraguay

3. Charterer:
4. A/C Type: B-747-200F
5. Cargo: General Cargo
6. Southern Air operated these flights in its own right with its own equipment.
(* The flight on 07/04 was operated by Atlas as sub-service for Southern Air.)
7. Number of Flights Operated By Southern Air: Fourteen (14)
8. Number of Flights Operated Under Wet Lease: None
9. Rescheduled/Canceled Flights: None

Please do not hesitate to contact us if you have any questions.

Sincerely,



Pierre Murphy
Attorney for
Southern Air Transport, Inc.

cc: Ron Barber (SAT)
Bill Rivenbark (SAT)