

The information collected by this form is used to apply affirmatively for statements of authorization under 14 CFR Part 212 to conduct third- and fourth- freedom charter operations that require prior approval, long-term wet-leases, and fifth-freedom charter operations. The form is used by foreign air carriers, and is mandatory, and there is no assurance of confidentiality. The form will take an estimated thirty (30) minutes to complete. Please note that an agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid OMB control number. The OMB control number associated with this collection is 2106-0035, and the expiration date is 01/31/2009.



CHECKED FOR RECIPROcity AND COMITY

U.S. Department of Transportation

Stu Halley 2/11/08
FOREIGN AIR CARRIER APPLICATION FOR STATEMENT OF AUTHORIZATION

(See Instructions on Reverse Side)

2008-062

DO NOT WRITE—FOR OFFICIAL USE ONLY

Disposition of Application:

- Approved
 Approved, subject to condition(s) on reverse
 Disapproved/Dismissed for reason(s) cited on reverse.

Under assigned authority *02/11/08*

Effective from *02/11/08* to *02/18/08*

J. [Signature]
Director, Office of International Aviation

Operations pursuant to this authorization shall conform to Part 212 of the Department's regulations, to the terms, conditions and limitations of the applicant's foreign air carrier permit or exemption, and to Part 129 of the Federal Aviation Regulations.

To: Department of Transportation
Foreign Air Carrier Licensing Division, X-45
Office of International Aviation
400 Seventh Street, S.W.
Washington, D.C. 20590

Application is made for authorization to conduct charter flights under provisions of applicant's foreign air carrier permit and 14 CFR 212 or DOT order.

1. Name of Applicant:
ANTONOV DESIGN BUREAU
t/a ANTONOV AIRLINES
Nationality: Ukrainian

3. Name of Charterer:
Three Way Inc.
Address:
2940 Mead Avenue
Santa Clara, CA 95051

2. Send authorization To:
a. Name and Address:
Sheryl R. Israel
Hogan & Hartson L.L.P.
555 Thirteenth Street, N.W.
Washington, D.C. 20004
b. Telephone: 202-637-8898
Fax: 866-728-1992

4. Total charter price:
Confidential

5. Dates of flights under this authorization:
February 12-16, 2008

6. Aircraft make, model, and capacity:
Antonov AN124-100; 264,000 lbs.

7. Country in which aircraft is registered:
Ukraine

8. Planned routing of flights (indicate non-traffic stops by asterisks):
Ottawa, Canada - Moffett Field, CA - Ottawa, Canada

9. No. of flights One Round-Trip (specify whether one-way or round-trip) and type:

Passenger Cargo X Mixed

For passenger flights: available passenger seats , number of passengers to be carried .
If cargo to be carried, weight and description of cargo:
Oversized satellite container measuring 32' x 14'10" x 11'10" and weighing 36,000 lbs. (with respect to the inbound flight), and measuring 35' x 14'10" x 13' and weighing 38,000 lbs. (with respect to the outbound flight), plus ancillary equipment.

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| <p>10. If application is being filed late, state reason for lateness: The flight schedule and cargo details were only just confirmed.</p> |
| <p>11. Description of chartering organization and purpose of flights: Three Way is a logistics provider acting on behalf of a satellite systems company to arrange the transportation of a satellite container between Ottawa and Moffett Field. Due to the size of the satellite container, the cargo must be transported using an Antonov AN124-100 airplane.</p> |
| <p>12. Does the nation which is the domicile of the applicant grant to United States carriers a privilege similar to that requested herein? <u>Yes</u> ; if so, has evidence of such reciprocity, from an official of the carrier's homeland government, been submitted to the Department? <u>Yes</u> ; when? <u>September 24, 2007</u>. Date that applicant last verified reciprocity <u>September 24, 2007</u> (must be in preceding six months); with whom? <u>Docket OST-2006-24269</u>. If the fact has not been established with the Department, provide documentation to establish such reciprocity.</p> |
| <p>13. Other information requested by DOT (other than third- and fourth-freedom applications): Include here the number of one-way third- and fourth-freedom flights operated by the applicant in the preceding 12 month period/calendar year (alternatively, this information may be provided in a cover letter). Antonov operated no third/fourth freedom flights during 2007.</p> |
| <p>CERTIFICATION</p> |
| <p>I hereby certify that the flights for which authority is sought herein conform to the requirements of DOT's Regulations and applicable orders of DOT governing charters.</p> |
| <p><u>February 8, 2008</u> (Date)</p> |
| <p><u>Sheryl R. Israel /s/</u> (Signature and title of authorized officer) Sheryl R. Israel Counsel for Antonov Airlines</p> |

INSTRUCTIONS

1. Prepare an original and one copy of this application according to Section 212.10 of the Department's Regulations. If extra space is required to complete an item, continue on a separate sheet of paper.
2. Send the application to: Department of Transportation, Foreign Air Carrier Licensing Division, X-45, Office of International Aviation, 400 Seventh Street, S.W., Washington, D.C. 20590 (and, if required by regulation or Order, to the Director of Flight Standards Service (AFS-1), Federal Aviation Administration, 800 Independence Avenue, S.W., Washington, D.C. 20591).

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| <p>DO NOT WRITE -- FOR OFFICIAL USE ONLY</p> |
| <p>Exercise of the authorization is subject to the following condition(s), OR Application is disapproved/dismissed for the following reason(s):</p> |