

1. Northwest was originally granted exemption authority to enable it to provide scheduled foreign air transportation of persons, property and mail between Los Angeles and Mexico City by codesharing on flights operated by Delta by Notice of Action Taken dated September 25, 2003 effective through September 25, 2005.²

2. The proposed service will provide significant benefits to travelers and shippers and is clearly in the public interest. Northwest's proposed codeshare service will bring additional U.S. flag on-line U.S.-Mexico service alternative to this important market and increase the service options available to the U.S. traveling public. Benefits to consumers will include one-stop check-in, frequent flyer program enhancements, improved interline services for baggage and more convenient, coordinated connections. The new travel options Northwest will offer through this arrangement, combined with the efficiency of codesharing on Delta or Aeromexico operations, will enable Northwest to compete with other carriers on U.S.-Mexico routes.

3. The proposed Northwest/Delta codeshare service between the U.S. and Mexico is fully consistent with Annex III of the 1999 U.S.-Mexico agreement, which expressly authorizes these services. Under Annex III on cooperative marketing arrangements, four U.S. codeshare authorizations are available between the city pair covered by this application. (See Annex III,

² Northwest recently suspended code-share service on this route when Delta terminated its flights and began code-sharing on flights operated by Aeromexico, with whom Northwest does not presently have code-share authority. Northwest nevertheless requests that its existing Los Angeles-Mexico City exemption and codeshare designation be maintained so long as the available code-share designations are not oversubscribed, to enable Northwest to promptly reenter this important market via codesharing with Delta or Aeromexico in the future.

¶ 2.) Approval of Northwest's application will not prevent another U.S. carrier from providing codeshare services in this city-pair market.

4. Northwest holds various certificates of public convenience and necessity and exemptions authorizing it to engage in scheduled foreign air transportation of persons, property and mail, including between the United States and Mexico. See Northwest's Route 564, Order 2001-4-15. Northwest is fit, willing and able to provide the proposed services described in this application.

5. Northwest affirms that its codeshare arrangement will have no impact on Northwest's Civil Reserve Air Fleet ("CRAF") commitment.

6. Northwest will comply with the Department's standard policies and regulations governing codesharing and will accept the same conditions found in its existing codeshare authority.

7. Northwest intends to rely on the Administrative Procedures Act, 5 U.S.C. § 558(c), as implemented by Part 377 of the Department's Regulations, to continue in effect its current exemption, pending final Department action on this renewal application.

WHEREFORE, Northwest Airlines, Inc. respectfully requests renewal of its exemption from 49 U.S.C. § 41101 to provide the requested scheduled foreign air transportation of persons, property and mail between Los Angeles and Mexico City via codeshare for a period of two years or until the Department amends Northwest's Route 564 certificate to include this segment, whichever occurs earlier. Northwest requests that the Department integrate this exemption

authority with Northwest's existing certificate and exemption authority to the extent consistent with U.S. bilateral agreements and DOT policy.

Respectfully submitted,

/s/ Megan Rae Rosia /s/

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CERTIFICATE OF SERVICE

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