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NOTICE OF AERO CONTINENTE
THAN AN APPLICATION HAS BEEN FILED

To: Air Carrier Representatives on the Attached List
Re: Applications of Aero Continente, S.A. filed with the
Department of Transportation

Dear Carrier Representative:

Please be advised that Aero Continente, S.A. has filed with the Department of Transportation this date an application for issuance of a Foreign Air Carrier Permit to engage in scheduled foreign air transportation carrying passengers, property and mail between Lima, Peru and Miami, Florida and a separate application for an exemption to commence service pending action of its permit application.

Any person may support or oppose the application(s) by filing an answer and serving a copy on undersigned counsel for Aero Continente, S.A. and all persons served with the application.

Answers to the Application for a Foreign Air Carrier Permit shall be filed on or before September 4, 1998.

Answers to the Application for Exemption shall be filed on or before August 24, 1998.

Sincerely yours,



Lawrence D. Wasko
Attorney for Aero Continente, S.A.

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List of Air Carrier Representatives Served

Carl B. Nelson, Jr.
Associate General Counsel
American Airlines, Inc.
1101 17th Street, N.W.
Washington, D.C. 20036
for American Airlines, Inc.

R. Bruce Keiner, Jr.
Crowell & Moring
Tenth Floor North
1001 Pennsylvania Avenue, N.W.
Washington, D.C. 20004
for Continental Airlines, Inc.

Robert Cohn
Shaw, Pittman, Potts & Trowbridge
2300 N Street, N.W.
Washington, D.C. 20037
for Delta Air Lines, Inc.

Joel Stephan Burton
Ginsberg, Feldman & Bress
1250 Connecticut Avenue, N.W.
Washington, D.C. 20036-1795
for United Airlines, Inc.

Donald T. Bliss
O'Melveny & Meyers LLP
555 13th Street, N.W., Suite 500 West
Washington, D.C. 20004
for U.S. Airways, Inc.

John R. Richardson
Richardson, Berlin & Morvillo
801 Pennsylvania Ave., N.W.
Suite 650
Washington, D.C. 20004
for Amerijet International

Allan W. Markham
2733 36th Street, N.W.
Washington, D.C. 20007
for Arrow Air, Inc.
600,

William Callaway
Zuckert, Scoutt & Rasenburger
888 17th Street, N.W., Suite

Washington, D.C.
for Challenge Air Cargo, Inc.

Nathanial P. Breed
Shaw, Pittman, Potts & Trowbridge
2300 N Street, N.W.
Washington, D.C. 20037
for Federal Express Corporation

Alfred J. Eichenlaub
Senior V.P and General Counsel
Polar Air Cargo
100 Oceangate, 15th Floor
Long Beach, CA 90802
for Polar Air Cargo

Pierre Murphy
One Westin Center
2445 M Street, N.W., Suite 260
Washington, D.C. 20037
for Southern Air Transport, Inc.