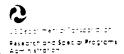
## BALANCE SHEET

Schedule	eptember 30, 2000 B-1 DESCRIPTION	Air Carrier: Operation :	Domestic	3KD AMOUNT
1010 1100 1200 1270 1290 1299 1399 1410 1420 1499	ASSETS CURRENT ASSETS Cash Short-Term Investments Notes Receivable Accounts Receivable Less Allow. for Bad Debts Net Notes & Accounts Receivable Net Spare Parts & Supplies Prepaid Items Other Current Assets Total Current Assets			658,027 0 0 2,891,878 90,000 2,801,878 425,971 349,070 233,862 4,468,808
1510 1530 1550 1599	INVESTMENTS IN SPECIAL FUNDS Inv. in Associated Companies Other Investments & Receivables Special Funds Total Inv. & Special Funds			0 0 0 0
1609 1649 1668 1675 1679 1685 1689 1695	OPERATING PROPERTY & EQUIPMENT Flight Equipment Ground-Property and Equipment Less Allowance for Depreciation Property & Equipment - Net Land Purchase Dep. & Adv. Payments Construction Work-in-progress Leased Property - Cap. Leases Accum. Amort. Capital Leases Total Oper. Prop.& Equipment			3,923,327 4,137,441 2,104,338 5,956,430 0 0 105,090 21,897 6,039,623
1791 1792 1799	NONOPERATING PROP. & EQUIPMENT Less Allow. for Depr Nonop. Net Nonoperating Prop. & Eqmt.			0,039,623
1820 1830 1890 1895	OTHER ASSETS Long-term Prepayments Unamort. Dev. & Preop. Costs Other Assets and Def. Charges Total Other Assets TOTAL ASSETS			1,050 26,379 0 27,429
1099	IOIUU WDDEID			10,535,860

# BALANCE SHEET

As At: S Schedule ACCT#		Air Carrier: Operation :	Domestic	3KD AMOUNT
	LIABILITIES & STOCKHOLDERS' EQ.			
2000 2005 2015	Curr. Maturities of L-T Debt Notes Payable - Banks Notes Payable - Others			523,713 0 0
2021 2025 2080 2110	Trade Accts. Payable Accts. Payable - Other Curr. Oblig. Under Cap. Leases Accrued Salaries & Wages			1,222,638 109,969 25,661 98,920
2120 2125 2130 2140	Accrued Vacation Pay Accrued Interest Accrued Taxes Dividends Declared			99,975 0 83,054 0
2160 2190 2199	Air Traffic Liability Other Current Liabilities Total Current Liabilities			15,052 2,178,982
2210 2240 2250	NONCURRENT LIABILITIES Long-term Debt Advances from Assoc. Companies Pension Liability			3,208,535 0 0
2280 2280 2290 2299	Noncurrent ObglCapital Leases Other Noncurrent Liabilities Total Noncurrent Liabilities			43,837 0 3,252,372
2340 2345 2390 2399	DEFERRED CREDITS Deferred Income Taxes Deferred Investment Tax Credits Other Deferred Credits Total Deferred Credits			0 0 0 0
2820 2840 2860	STOCKHOLDERS' EQUITY Preferred Shares Issued Common Shares Issued Subscribed & Unissued			0 120,415 0
2869 2890	Total Capital Stock Additional Capital Invested			120,415
2899 2900 2959 2990	Total Paid in Capital Retained Earnings Total Stockholders' Equity Less Treasury Stock			120,415 4,984,091 5,104,506
2995	Net Stockholders' Equity			5,104,506
2999	Total Liab. & Stockholders' Eq.			10,535,860
2820A 2840A	No. of Preferred Shares Issued No. of Common Shares Issued			0



Charlet Endez Sampation 2000 0

142

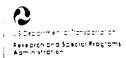
# STATEMENT OF CASH FLOWS

Talonduk Outfitters Ltd. Statement of Cash Flow July through September 2000

### **OPERATING ACTIVITIES**

Net Income	
Adjustments to reconcile Net Income	803,417.47
to Net Cash provided by operations:	
Accounts Receivable	(228,292.77)
Receivable from EAF	8,810.24
Fuel Tax Receivable	(18,898.12)
Receivables (Other)	(18,292.90)
NSF Check	(4,204.59)
Parts O/H	(2,526.80)
Fuel On Hand	(14,546.19)
Prepaid Insurance	90,772.26
Prepaid Rent/Land	(9,658.38)
Prepaid Barrow Rent	(937.23)
Prepaid Expenses	9,352.03
Current Portion of Long Term Debt	55,848.60
Accounts Payable	(93,408.91)
Advance charges	6,355.45
Insurance Note Payable-	(34,276.03)
Accrued Wages	(121,770.72)
Accrued Vacation Wages	5,093.67
Accrued 401k Expense	(1,644.43)
Accrued Payroll Taxes	(10,579.41)
Federal Withholding	33,380.84
Fica Payable	31,854.30
Medicare Payable	7,449.66
State Unemployment	(19,389.75)
FUTA Payable	80.07
401k Payable	11,246.56
AFLAC Payable	1,081.04
Health Insurance Payable	(5,614.46)
Net Cash Provided by Operating Activities	480,701.50

...



OLANGE Ended State Tet 30, 2000

242

# STATEMENT OF CASH FLOWS

Talonduk Outfitters Ltd. Stalement of Cash Flow July through September 2000

Net Cash Provided by Financing Activities

Cash at Beginning of Perlod

Cash at End of Period

Building	(99,553.00)
Accumulated depreciation	174,360.00
Land	26,450.00
Accumulated Amortization Capital Leases	5,148.00
Guide Gear Business	14,374.05
Loan Costs	(4,587.77)
Accumulated Amortization Loan Costs	2,450.00
Net Cash Provided by Investing Activities	(395,404.64)
FINANCING ACTIVITIES	
Note Payable 9601	(11,929.00)
Note Payable 9001	(40,667.00)
Line of Credit	(164,603.05)
Note Payable 9007	(49,774.00)
Note Payable 9008	(14,173.50)
Note Payable 9009	369,497.35
Lease Payable-#1	(2,289,14)
Lease Payable-#2	(2,657.58)
Lease Payable-#3	(1,439.40)
·	81,964.68
	, , , , , , , , , , , , , , , , , , , ,

167,261.54

490,765.76

658,027.30

# STATEMENT OF OPERATIONS

	SIMIL	11111 01	OFERMITONS		
Schedule	Ended: September 30, 2000 P-1.2 Group I DESCRIPTION		Air Carrier: Operation :	Domestic	3KD AMOUNT
3901 3905 3906.1 3906.2 3907.1 3907.2 3919.1 3919.2 4808 4898 4999	OPERATING REVENUES Transport Revenue - Passe Mail Property - Freight Property - Excess Baggage Charter - Passenger Charter - Property Reserv. Cancellation Fees Misc. Operating Revenues Public Service Subsidy Transport Related Total Operating Revenue	)			163,108 3,807,271 1,715,513 23,696 56,108 518,104 0 2,269 36,055 0 6,322,124
5100 5400 6900 7000 7100 7199 7999	OPERATING EXPENSES Flying Operations Maintenance General Services and Admi Depreciation & Amortizati Transport Related Expense Total Operating Expenses Operating Profit or Loss	.on	tìon		2,422,283 1,464,160 1,291,727 181,958 62,238 5,422,366 899,758
8181 8182 8185 8188.5 8189 8199 8999	NONOPERATING EXPENSE (INC Int. Exp. (Inc.) on L-T-I Other Interest Expense (I Foreign Exchange (Gain) of Capital (Gains)/Losses- (Capital (Gains)/Losses- (Other Expense (Income) - Nonoperating Expense (Income Before Income Taxe	() & Cap (ncome) or Loss ()p.Prop ()ther (Net (come)			91,394 4,947 0 0 0 96,341 803,417
9100	Income Tax Expense				0
9199	Inc. Bf. Disc. Ops & Othe	er Items	3		803,417
9600	Discontinued Operations				0
9796 9797 9799	Extraordinary Items Inc. Tax Appl. To Extraor Income Before Account. Ch				0 0 803,417
9800 9899	Accounting Changes Net Income				803,417

2.1

US COMPANIES

Latouslek

mod Eros Sent 30, 200

142

#### NOTES TO FORM 41 REPORT

Usage of fuel stored in Fuel On Hand is valued using FIFO accounting

- TOL has a lease agreement for two Cessna Caravans, one from Jack McManus and the other from C & R Leasing. We provide all maintenance and expenses for these aircraft.
- 3. TOL does not have a job cost system in place for the aircraft mechanics. The labor has been allocated according to ramp hours for each aircraft.
- 4. Maintenance is performed in three of its locations. 80% the utilities of each location has been allocated to maintenance burden and 20% for administration. This includes the hangar in Fairbanks, TFS in Fairbanks, and the GSE/line maintenance facility in Anchorage.
- 80% of the rental cost for the hanger and TFS in Fairbanks has been allocated to maintenance burden and 20% for administration.
- The telephone costs has been allocated to the maintenance burden at 20% for TFS and 50% for Anchorage.
- Maintenance materials for airframe repairs are allocated to each aircraft according to ramp hours.
- 8. TOL purchased a Chiestain Navajo (194) in March 2000. This aircrast went on line the same month.
- 9. Aircraft, rotable parts, equipment and buildings are recorded at cost. Additions and improvements are capitalized. Ordinary maintenance and repairs, including major overhauls, are charged to operating expenses as incurred. Depreciation is computed on the straight line method over the estimated useful lives of the assets. Aircraft engines have an estimated useful life of less than one year and are charged to the aircraft when installed.
- 10. TOL has capital lease agreements for three forklifts to be used in our different locations. The amortized expense is according to GAAP.
- It has been determined that the owner spends 50% of his time on maintenance issues. Therefore, 50% of his wages are allocated to General Management Maintenance.

RSPA Form 41 Schedule P=2 (1=66) Formerly CAS Form 41 Schedule P=2

5.3

US Decembers of Technological war Intonolisk

Conston

Fenor Eross Suptre 30, 20

242

NOTES TO FORM 41 REPORT

12. Mail rate information:							
	A/C Type 150	AC Type A 218	C35	A/C Type / 079	184 184	AC Tibe 416	Totals
		intra Alaska S	cheduled	Revenue S	ervice		
Available Ton Miles by Segment	145,788	4.260,458	0	38427	7967	128117	4.578,755
Revenue Block Hours	149	1633	0	917	199	665	3563
Revenue Ton Miles of Mail by Segment	78462	2678648	0	8736	1855	25214	2792915
Passenger Tons Enplaned	D	0	0	26.09	10.96	74.03	111.08
Freight Tons Enplaned	31.87	2725.85	0	16,12	5,03	71.24	2850.11
Mail Tons Emplaned	259.35	4987 42	0	70.76	16.79	184.77	5501.11
Total Tons Enplaned	291.22	7713.27	٥	112.99	34.76	310.04	B462.3
		System Rever	tue Servic	æ			
Revenue Block Hours	178	2,062	0	1008	210	782	4,240
Available Ton Miles	156462	4708907	0	61652	36457	165395	5126873
Passenger Tons Enplaned	0	0	0	34.34	11.73	77.09	123,16
Freight Tons Enplaned	55,66	3198.08	ō	26.49	5.73	77.31	3363.27
Mail Tons Enplaned	259.35	4987.42	ā	70.78	18.79	164.77	5501.11
Total Tons Enplaned	315.01	6185.5	ō	131.61	36.25	319.17	8987.54

R&PA Form 41 Schedulo P=2 (1=66) Formerty CAS Form 41 Schedulo P=2

Air Car	rier:	> 20M Qtr: Operation:	September 30,	2000				
ACCT #	DESCRIPTION	Total Eqp Code 9999	CES-206/7	3KD PA-32 Code 0793	C-46	PA-31	DC-6A	C-208
	DIRECT EXPENSES: FLYING OPERATIONS (Less Rentals				Code 1502	Code 1943	Code 2182	Code 4163
	Aircraft Fuel and Oil Other Total Flying Ops. (Less Rentals	605,672 1,622,819 71,255 2,299,746 938,877	0 0 3,489 3,489	50,571 37,948 8,244 96,763	33,472 55,962 4,245 93,679	9,016 8,469 7,759 25,244	456,314 1,455,991 27,288 1,939,593	56,299 64,449 20,230 140,978
	Depr. & Rental - Flight Equipme Total Direct Expenses	228,272 3,466,895	7,290 1,800 12,579	65,836 7,200 169,799	52,492 4,800 150,971	7,457 13,035 45,736	784,410 103,160 2,827,163	21,392 98,277 260,647

# OPERATING EXPENSES BY OBJECTIVE GROUPING

Schedule	Ended: September 30, 2000 P-6 DESCRIPTION	Operation :	3KD AMOUNT
Line 5	Aircr. & Traffic Hndl. Per. Other Personnel		114,155 497,806 542,067 327,389 237,671 1,719,088
Line 11	Personnel Expense Empl. Benefits & Pensions Payroll Taxes Total Fringe Benefits		40,766 203,193 141,010 384,969 2,104,057
Line 17 Line 18	Passenger Food Other Materials		1,622,819 297,370 0 44,209 1,964,398
Line 22 Line 23 Line 24 Line 25 Line 26 Line 27 Line 28 Line 29	Insurance Outside Flight Eqpt. Maint. Traffic Commissions - Passenger Traffic Commissions - Cargo		16,690 26,182 98,503 267,057 0 5,673 438,764 852,869
Line 30 Line 31 Line 32 Line 33 Line 34 Line 35 Line 36	RENTALS DEPRECIATION AMORTIZATION OTHER TRANSPORT RELATED EXPENSES		41,992 199,690 174,360 7,598 15,164 62,238 5,422,366