

BALANCE SHEET

As At: June 30, 2000
Schedule B-1

Air Carrier:
Operation : Domestic USD
(000's)
AMOUNT

ACCT#	DESCRIPTION	
	ASSETS	
	CURRENT ASSETS	
1010	Cash	29,062
1100	Short-Term Investments	973,536
1200	Notes Receivable	4,700
1270	Accounts Receivable	580,707
1290	Less Allow. for Bad Debts	28,970
1299	Net Notes & Accounts Receivable	556,437
1399	Net Spare Parts & Supplies	207,243
1410	Prepaid Items	81,839
1420	Other Current Assets	469,281
1499	Total Current Assets	2,317,398
	INVESTMENTS IN SPECIAL FUNDS	
1510	Inv. in Associated Companies	2,353,222
1530	Other Investments & Receivables	15,333
1550	Special Funds	130,282
1599	Total Inv. & Special Funds	2,498,837
	OPERATING PROPERTY & EQUIPMENT	
1609	Flight Equipment	5,565,128
1649	Ground-Property and Equipment	977,453
1668	Less Allowance for Depreciation	2,637,466
1675	Property & Equipment - Net	3,905,115
1679	Land	6,283
1685	Purchase Dep. & Adv. Payments	107,624
1689	Construction Work-in-progress	226,193
1695	Leased Property - Cap. Leases	62,693
1696	Accum. Amort. Capital Leases	47,895
1699	Total Oper. Prop. & Equipment	4,260,013
1791	NONOPERATING PROP. & EQUIPMENT	429,260
1792	Less Allow. for Depr. - Nonop.	226,541
1799	Net Nonoperating Prop. & Eqmt.	202,719
	OTHER ASSETS	
1820	Long-term Prepayments	409,772
1830	Unamort. Dev. & Preop. Costs	0
1890	Other Assets and Def. Charges	920,731
1895	Total Other Assets	1,330,503
1899	TOTAL ASSETS	10,609,470

BALANCE SHEET

As At: June 30, 2000
Schedule B-1

Air Carrier:
Operation : Domestic USD
(000's)
AMOUNT

ACCT#	DESCRIPTION	AMOUNT
	LIABILITIES & STOCKHOLDERS' EQ.	
	CURRENT LIABILITIES	
2000	Curr. Maturities of L-T Debt	307,330
2005	Notes Payable - Banks	0
2015	Notes Payable - Others	0
2021	Trade Accts. Payable	361,119
2025	Accts. Payable - Other	43,888
2080	Curr. Oblig. Under Cap. Leases	4,136
2110	Accrued Salaries & Wages	103,119
2120	Accrued Vacation Pay	200,697
2125	Accrued Interest	68,967
2130	Accrued Taxes	114,854
2140	Dividends Declared	0
2160	Air Traffic Liability	1,084,274
2190	Other Current Liabilities	556,283
2199	Total Current Liabilities	2,844,667
	NONCURRENT LIABILITIES	
2210	Long-term Debt	2,374,195
2240	Advances from Assoc. Companies	0
2250	Pension Liability	958,855
2280	Noncurrent Obgl.-Capital Leases	13,328
2290	Other Noncurrent Liabilities	2,240,471
2299	Total Noncurrent Liabilities	5,586,849
	DEFERRED CREDITS	
2340	Deferred Income Taxes	0
2345	Deferred Investment Tax Credits	0
2390	Other Deferred Credits	495,612
2399	Total Deferred Credits	495,612
	STOCKHOLDERS' EQUITY	
2820	Preferred Shares Issued	0
2840	Common Shares Issued	1
2860	Subscribed & Unissued	0
2869	Total Capital Stock	1
2890	Additional Capital Invested	2,397,391
2899	Total Paid in Capital	2,397,392
2900	Retained Earnings	-715,050
2959	Total Stockholders' Equity	1,682,342
2990	Less Treasury Stock	0
2995	Net Stockholders' Equity	1,682,342
2999	Total Liab. & Stockholders' Eq.	10,609,470
2820A	No. of Preferred Shares Issued	0
2840A	No. of Common Shares Issued	1

STATEMENT OF OPERATIONS

Quarter Ended: June 30, 2000
Schedule P-1.2 Group III

Air Carrier:
Operation : Domestic USD
(000's)
AMOUNT

ACCT#	DESCRIPTION	AMOUNT
	OPERATING REVENUES	
3901.1	Passenger - First Class	0
3901.2	Passenger - Coach	0
3901	Transport Revenues - Passenger	1,811,668
3905	Mail	13,244
3906.1	Property - Freight	12,202
3906.2	Property - Excess Baggage	2,318
3907.1	Charter - Passenger	1,193
3907.2	Charter - Property	0
3919.1	Reserv. Cancellation Fees	23,100
3919.2	Misc. Operating Revenues	10,023
4808	Public Service Subsidy	0
4898	Transport Related	347,137
4999	Total Operating Revenue	2,220,885
	OPERATING EXPENSES	
5100	Flying Operations	582,824
5400	Maintenance	249,974
5500	Passenger Service	177,341
6400	Aircraft & Traffic Servicing	340,990
6700	Promotion & Sales	266,518
6800	General & Administrative	119,835
7000	Depreciation & Amortization	81,715
7100	Transport Related Expenses	247,513
7199	Total Operating Expenses	2,066,710
7999	Operating Profit or Loss	154,175
	NONOPERATING EXPENSE (INCOME)	
8181	Int. Exp. (Inc.) on L-T-D & Cap. Leases	59,047
8182	Other Interest Expense (Income)	-3,064
8185	Foreign Exchange Gain or Loss	0
8188.5	Capital (Gains)/Losses- Op.Prop.	-413
	Capital (Gains)/Losses- Other	
8189	Other Expense (Income) - Net	-27,774
8199	Nonoperating Expense (Income)	27,796
8999	Income Before Income Taxes	126,379
9100	Income Tax Expense	51,775
9199	Inc. Bf. Disc. Ops & Other Items	74,604
9600	Discontinued Operations	0
9796	Extraordinary Items	0
9797	Inc. Tax Appl. To Extraord. Item	0
9799	Income Before Account. Changes	74,604
9800	Accounting Changes	0
9899	Net Income	74,604

STATEMENT OF OPERATIONS

Quarter Ended: June 30, 2000
 Schedule P-1.2 Group III

Air Carrier:
 Operation : Atlantic USA

(000's)
 AMOUNT

ACCT#	DESCRIPTION	AMOUNT
	OPERATING REVENUES	
3901.1	Passenger - First Class	44,570
3901.2	Passenger - Coach	79,965
3901	Transport Revenues - Passenger	124,535
3905	Mail	1,064
3906.1	Property - Freight	11,258
3906.2	Property - Excess Baggage	455
3907.1	Charter - Passenger	0
3907.2	Charter - Property	0
3919.1	Reserv. Cancellation Fees	2,859
3919.2	Misc. Operating Revenues	1,241
4808	Public Service Subsidy	0
4898	Transport Related	305
4999	Total Operating Revenue	141,717
	OPERATING EXPENSES	
5100	Flying Operations	63,001
5400	Maintenance	13,921
5500	Passenger Service	26,868
6400	Aircraft & Traffic Servicing	16,104
6700	Promotion & Sales	12,361
6800	General & Administrative	2,394
7000	Depreciation & Amortization	5,943
7100	Transport Related Expenses	0
7199	Total Operating Expenses	140,592
7999	Operating Profit or Loss	1,125
	NONOPERATING EXPENSE (INCOME)	
8181	Int. Exp. (Inc.) on L-T-D & Cap. Leases	4,499
8182	Other Interest Expense (Income)	-379
8185	Foreign Exchange Gain or Loss	0
8188.5	Capital (Gains)/Losses- Op. Prop.	-51
	Capital (Gains)/Losses- Other	
8189	Other Expense (Income) - Net	-3,438
8199	Nonoperating Expense (Income)	631
8999	Income Before Income Taxes	494
9100	Income Tax Expense	202
9199	Inc. Bf. Disc. Ops & Other Items	292
9600	Discontinued Operations	0
9796	Extraordinary Items	0
9797	Inc. Tax Appl. To Extraord. Item	0
9799	Income Before Account. Changes	292
9800	Accounting Changes	0
9899	Net Income	292

STATEMENT OF OPERATIONS

Quarter Ended: June 30, 2000
Schedule P-1.2 Group III

Air Carrier:
Operation : Latin USL

(000's)
AMOUNT

ACCT#	DESCRIPTION	
	OPERATING REVENUES	
3901.1	Passenger - First Class	4,030
3901.2	Passenger - Coach	31,405
3901	Transport Revenues - Passenger	35,435
3905	Mail	4
3906.1	Property - Freight	53
3906.2	Property - Excess Baggage	51
3907.1	Charter - Passenger	0
3907.2	Charter - Property	0
3919.1	Reserv. Cancellation Fees	487
3919.2	Misc. Operating Revenues	211
4808	Public Service Subsidy	0
4898	Transport Related	123
4999	Total Operating Revenue	36,364
	OPERATING EXPENSES	
5100	Flying Operations	11,546
5400	Maintenance	4,272
5500	Passenger Service	3,998
6400	Aircraft & Traffic Servicing	4,344
6700	Promotion & Sales	4,137
6800	General & Administrative	1,487
7000	Depreciation & Amortization	922
7100	Transport Related Expenses	0
7199	Total Operating Expenses	30,706
7999	Operating Profit or Loss	5,658
	NONOPERATING EXPENSE (INCOME)	
8181	Int. Exp. (Inc.) on L-T-D & Cap. Leases	1,192
8182	Other Interest Expense (Income)	-65
8185	Foreign Exchange Gain or Loss	0
8188.5	Capital (Gains)/Losses- Op. Prop.	-9
	Capital (Gains)/Losses- Other	
8189	Other Expense (Income) - Net	-586
8199	Nonoperating Expense (Income)	532
8999	Income Before Income Taxes	5,126
9100	Income Tax Expense	2,100
9199	Inc. Bf. Disc. Ops & Other Items	3,026
9600	Discontinued Operations	0
9796	Extraordinary Items	0
9797	Inc. Tax Appl. To Extraord. Item	0
9799	Income Before Account. Changes	3,026
9800	Accounting Changes	0
9899	Net Income	3,026

STATEMENT OF OPERATIONS

Quarter Ended: June 30, 2000
 Schedule P-1.2 Group III

Air Carrier:
 Operation : System USS

(000's)

ACCT#	DESCRIPTION	AMOUNT
	OPERATING REVENUES	
3901.1	Passenger - First Class	48,600
3901.2	Passenger - Coach	111,370
3901	Transport Revenues - Passenger	1,971,638
3905	Mail	14,312
3906.1	Property - Freight	23,513
3906.2	Property - Excess Baggage	2,824
3907.1	Charter - Passenger	1,193
3907.2	Charter - Property	0
3919.1	Reserv. Cancellation Fees	26,446
3919.2	Misc. Operating Revenues	11,475
4808	Public Service Subsidy	0
4898	Transport Related	347,565
4999	Total Operating Revenue	2,398,966
	OPERATING EXPENSES	
5100	Flying Operations	657,371
5400	Maintenance	268,167
5500	Passenger Service	208,207
6400	Aircraft & Traffic Servicing	361,438
6700	Promotion & Sales	283,016
6800	General & Administrative	123,716
7000	Depreciation & Amortization	88,580
7100	Transport Related Expenses	247,513
7199	Total Operating Expenses	2,238,008
7999	Operating Profit or Loss	160,958
	NONOPERATING EXPENSE (INCOME)	
8181	Int. Exp. (Inc.) on L-T-D & Cap. Leases	64,738
8182	Other Interest Expense (Income)	-3,508
8185	Foreign Exchange Gain or Loss	0
8188.5	Capital (Gains)/Losses- Op. Prop.	-473
	Capital (Gains)/Losses- Other	
8189	Other Expense (Income) - Net	-31,798
8199	Nonoperating Expense (Income)	28,959
8999	Income Before Income Taxes	131,999
9100	Income Tax Expense	54,077
9199	Inc. Bf. Disc. Ops & Other Items	77,922
9600	Discontinued Operations	0
9796	Extraordinary Items	0
9797	Inc. Tax Appl. To Extraord. Item	0
9799	Income Before Account. Changes	77,922
9800	Accounting Changes	0
9899	Net Income	77,922

AIRCRAFT OPERATING EXP. - Sch. P-5.2 Grp II & III Qtr: June 30, 2000									
Air Carrier:		Operation: Domestic		USD					
(000's)		Total Eqp	FOKR 100	B-737-4	B-737-3/7	B-737-1/2	B-757	B-767-2/E	DC-9-30
ACCT #	DESCRIPTION	Code 9999	Code 6031	Code 6171	Code 6191	Code 6201	Code 6221	Code 6251	Code 6401
5123	FLYING OPERATIONS								
5124	Pilots and Copilots	132,268	12,369	16,416	22,230	17,717	22,488	473	10,138
5128.1	Other Flight Personnel	0	0	0	0	0	0	0	0
5136	Trainees and Instructors	34,585	2,009	3,159	11,940	3,851	4,202	173	2,188
5141	Personnel Expenses	12,313	1,228	1,615	2,930	1,461	1,672	39	1,035
5143.7	Prof. & Tech. Fees & Exp.	0	0	0	0	0	0	0	0
5145.1	Aircraft Interch. -Outside	0	0	0	0	0	0	0	0
5145.2	Aircraft Fuel	217,158	14,766	29,086	41,946	35,804	31,731	1,004	16,070
5147	Aircraft Oil	0	0	0	0	0	0	0	0
5153	Aircraft Rentals	98,618	2,515	23,177	39,137	971	9,976	276	797
5155.1	Other Supplies	0	0	0	0	0	0	0	0
5157	Insur. Purch. - General	1,084	94	197	242	68	220	5	22
5158	Empl. Benefits and Pensions	61,083	5,638	8,117	12,317	8,283	9,398	216	5,422
5168	Injuries, Loss and Damage	0	0	0	0	0	0	0	0
5169	Taxes-Payroll	8,193	752	1,032	1,733	1,294	1,311	23	878
5171	Taxes-Other Than Payroll	17,449	1,205	2,338	3,355	2,847	2,635	68	1,342
5199	Other Expense	73	5	10	17	9	11	0	5
5199	Total Flying Operations	582,824	40,581	85,147	135,847	72,305	83,644	2,277	37,897
	DIRECT MAINTENANCE-FLIGHT EQUIP								
5225.1	Maint Airfr. Labor	17,865	2,490	201	3,971	2,793	981	31	1,406
5225.2	Maint Eng. Labor	4,218	57	8	42	1,040	7	0	1,727
5243.1	Maint Airfr. Outside Rep.	21,215	4,966	1,631	5,438	1,824	4,548	116	1,039
5243.2	Maint Eng. Outside Rep.	37,591	4,695	6,758	11,925	1,427	9,650	102	438
5243.7	Maint AC Interch. Chrgs-O/S	0	0	0	0	0	0	0	0
5246.1	Maint Materials - Airframe	23,909	-1,398	4,060	4,983	5,318	3,271	56	2,655
5246.2	Maint Materials - Engines	11,029	675	268	165	3,761	542	13	886
5272.1	Maint Airfrm Airworth. Provs.	0	0	0	0	0	0	0	0
5272.3	Maint Airfrm O/H Deferred	0	0	0	0	0	0	0	0
5272.6	Maint AC Eng. Airworth. Prov	0	0	0	0	0	0	0	0
5272.8	Maint AC Eng. O/H Def. (cr.)	0	0	0	0	0	0	0	0
5278	Total Dir Maint-Flt.Eqpt	115,627	11,485	12,926	26,524	16,163	18,999	318	8,151
5279.6	APPL. MAINT BURDEN FLT. EQ.	91,927	10,597	869	16,695	15,947	4,111	131	13,085
5299	Total Flt. Eq. Maint. (Memo)	207,554	22,082	13,795	43,219	32,110	23,110	449	21,236
7073.9	NET OBSL & DETER.- EXP. PARTS	3,395	804	161	156	298	872	29	234
	DEPRECIATION - FLIGHT EQUIPMENT								
7075.1	Depr. Airframes	34,559	4,678	2,965	1,317	7,014	7,891	95	4,984
7075.2	Depr. Aircraft Engines	11,320	1,908	1,163	909	2,332	2,802	43	456
7075.3	Depr. Airframe Parts	4,818	1,385	323	390	384	1,338	33	302
7075.4	Depr. Engine Parts	755	185	17	27	25	337	6	48
7075.5	Depr. Other Flt Eqpt.	1,590	3	57	258	75	340	1	647
7076.1	Amort. Cap. Leases Flt.Eqpt.	965	0	0	0	0	0	0	0
	EXPENSE OF INTERCHANGE AIRCRAFT								
7098.1	Exp. of Interch. AC- Flt. Ops	0	0	0	0	0	0	0	0
7098.2	Exp. of Interch. AC- Maint.	0	0	0	0	0	0	0	0
7098.9	Total Aircraft Operating Expens	847,780	71,626	103,628	182,123	114,543	120,334	2,933	65,804
	OTHER DEPRECIATION & AMORTIZATI								
7074.1	Amortization Developmental & Pre	0							
7074.2	Amortization Other Intangibles	14,591							
7075.8	Depreciation Hangar & Maint. Eq	1,311							
7075.9	Depreciation Ground Property	8,410							
7076.2	Amort. Capital Leases Other	1							

AIRCRAFT OPERATING EXP. - Sch. P-5.2 Grp II & III Qtr: June 30, 2000
Air Carrier: Operation: Domestic USD
(000's) MD-80 A320-1/2 A319 BAE-146-2
ACCT # DESCRIPTION Code 6551 Code 6941 Code 6981 Code 8671

FLYING OPERATIONS					
5123	Pilots and Copilots	10,789	3,412	16,236	0
5124	Other Flight Personnel	0	0	0	0
5128.1	Trainees and Instructors	1,777	3,770	1,516	0
5136	Personnel Expenses	983	259	1,091	0
5141	Prof. & Tech. Fees & Exp.	0	0	0	0
5143.7	Aircraft Interch. -Outside	0	0	0	0
5145.1	Aircraft Fuel	19,681	5,048	22,022	0
5145.2	Aircraft Oil	0	0	0	0
5147	Aircraft Rentals	6,947	1,358	13,464	0
5153	Other Supplies	0	0	0	0
5155.1	Insur. Purch. - General	40	47	149	0
5157	Empl. Benefits and Pensions	4,842	996	5,854	0
5158	Injuries, Loss and Damage	0	0	0	0
5168	Taxes-Payroll	668	84	418	0
5169	Taxes-Other Than Payroll	1,570	334	1,755	0
5171	Other Expense	6	2	8	0
5199	Total Flying Operations	47,303	15,310	62,513	0
DIRECT MAINTENANCE-FLIGHT EQUIP					
5225.1	Maint Airf. Labor	1,344	932	3,716	0
5225.2	Maint Eng. Labor	1,337	0	0	0
5243.1	Maint Airf. Outside Rep.	1,243	90	320	0
5243.2	Maint Eng. Outside Rep.	1,522	519	355	0
5243.7	Maint AC Interch. Chrgs-O/S	0	0	0	0
5246.1	Maint Materials - Airframe	3,488	675	801	0
5246.2	Maint Materials - Engines	4,762	-38	-5	0
5272.1	Maint Airfrm Airworth. Provs.	0	0	0	0
5272.3	Maint Airfrm O/H Deferred	0	0	0	0
5272.6	Maint AC Eng. Airworth. Prov	0	0	0	0
5272.8	Maint AC Eng. O/H Def. (cr.)	0	0	0	0
5278	Total Dir Maint-Flt.Eqpt	13,696	2,178	5,187	0
5279.6	APPL. MAINT BURDEN FLT. EQ.	11,154	3,877	15,461	0
5299	Total Flt. Eq. Maint. (Memo)	24,850	6,055	20,648	0
7073.9	NET OBSL & DETER.- EXP. PARTS	768	41	32	0
DEPRECIATION - FLIGHT EQUIPMENT					
7075.1	Depr. Airframes	2,519	1,368	1,728	0
7075.2	Depr. Aircraft Engines	857	234	602	14
7075.3	Depr. Airframe Parts	480	31	152	0
7075.4	Depr. Engine Parts	41	15	54	0
7075.5	Depr. Other Flt Eqp.	209	0	0	0
7076.1	Amort. Cap. Leases Flt.Eqpt.	965	0	0	0
EXPENSE OF INTERCHANGE AIRCRAFT					
7098.1	Exp. of Interch. AC- Flt. Ops	0	0	0	0
7098.2	Exp. of Interch. AC- Maint.	0	0	0	0
7098.9	Total Aircraft Operating Expens	77,992	23,054	85,729	14
OTHER DEPRECIATION & AMORTIZATI					
7074.1	Amortization Developmental & Pre				
7074.2	Amortization Other Intangibles				
7075.8	Depreciation Hangar & Maint. Eq				
7075.9	Depreciation Ground Property				
7076.2	Amort. Capital Leases Other				

AIRCRAFT OPERATING EXP. - Sch. P-5.2 Grp II & III Qtr: June 30, 2000				
Air Carrier:		Operation: Atlantic		USA
(000's)		Total Eqp	B-767-2/E	A330
ACCT #	DESCRIPTION	Code 9999	Code 6251	Code 6961
	FLYING OPERATIONS			
5123	Pilots and Copilots	17,963	14,686	3,277
5124	Other Flight Personnel	0	0	0
5128.1	Trainees and Instructors	5,876	3,571	2,305
5136	Personnel Expenses	1,209	1,209	0
5141	Prof. & Tech. Fees & Exp.	0	0	0
5143.7	Aircraft Interch. -Outside	0	0	0
5145.1	Aircraft Fuel	22,816	18,314	4,502
5145.2	Aircraft Oil	0	0	0
5147	Aircraft Rentals	5,709	5,709	0
5153	Other Supplies	0	0	0
5155.1	Insur. Purch. - General	160	107	53
5157	Empl. Benefits and Pensions	6,765	6,711	54
5158	Injuries, Loss and Damage	0	0	0
5168	Taxes-Payroll	729	729	0
5169	Taxes-Other Than Payroll	1,766	1,411	355
5171	Other Expense	8	7	1
5199	Total Flying Operations	63,001	52,454	10,547
	DIRECT MAINTENANCE-FLIGHT EQUIP			
5225.1	Maint Airf. Labor	651	651	0
5225.2	Maint Eng. Labor	1	1	0
5243.1	Maint Airf. Outside Rep.	2,431	2,405	26
5243.2	Maint Eng. Outside Rep.	2,154	2,110	44
5243.7	Maint AC Interch. Chrgs-O/S	0	0	0
5246.1	Maint Materials - Airframe	1,097	1,152	-55
5246.2	Maint Materials - Engines	265	264	1
5272.1	Maint Airfrm Airworth. Provs.	0	0	0
5272.3	Maint Airfrm O/H Deferred	0	0	0
5272.6	Maint AC Eng. Airworth. Prov	0	0	0
5272.8	Maint AC Eng. O/H Def. (cr.)	0	0	0
5278	Total Dir Maint-Flt.Eqpt	6,599	6,583	16
5279.6	APPL. MAINT BURDEN FLT. EQ.	2,710	2,710	0
5299	Total Flt. Eq. Maint. (Memo)	9,309	9,293	16
7073.9	NET OBSL & DETER.- EXP. PARTS	641	599	42
	DEPRECIATION - FLIGHT EQUIPMENT			
7075.1	Depr. Airframes	2,865	1,973	892
7075.2	Depr. Aircraft Engines	1,014	880	134
7075.3	Depr. Airframe Parts	789	683	106
7075.4	Depr. Engine Parts	133	115	18
7075.5	Depr. Other Flt Eqp.	16	16	0
7076.1	Amort. Cap. Leases Flt.Eqpt.	0	0	0
7098.1	Exp. of Interch. AC- Flt. Ops	0	0	0
7098.2	Exp. of Interch. AC- Maint.	0	0	0
7098.9	Total Aircraft Operating Expens	77,768	66,013	11,755
	OTHER DEPRECIATION & AMORTIZATI			
7074.1	Amortization Developmental &Pre	0		
7074.2	Amortization Other Intangibles	291		
7075.8	Depreciation Hangar & Maint. Eq	26		
7075.9	Depreciation Ground Property	168		
7076.2	Amort. Capital Leases Other	0		

AIRCRAFT OPERATING EXP. - Sch. P-5.2 Grp II & III Qtr: June 30, 2000

Air Carrier: (000's)		Operation: Latin		USL	
ACCT #	DESCRIPTION	Total Exp Code 9999	B-737-4 Code 6171	B-737-3/7 Code 6191	B-757 Code 6221
FLYING OPERATIONS					
5123	Pilots and Copilots	2,099	866	799	434
5124	Other Flight Personnel	0	0	0	0
5128.1	Trainees and Instructors	677	167	429	81
5136	Personnel Expenses	222	85	105	32
5141	Prof. & Tech. Fees & Exp.	0	0	0	0
5143.7	Aircraft Interch. -Outside	0	0	0	0
5145.1	Aircraft Fuel	4,213	1,772	1,800	641
5145.2	Aircraft Oil	0	0	0	0
5147	Aircraft Rentals	2,822	1,223	1,407	192
5153	Other Supplies	0	0	0	0
5155.1	Insur. Purch. - General	23	10	9	4
5157	Empl. Benefits and Pensions	1,052	428	443	181
5158	Injuries, Loss and Damage	0	0	0	0
5168	Taxes-Payroll	141	54	62	25
5169	Taxes-Other Than Payroll	295	123	121	51
5171	Other Expense	2	1	1	0
5199	Total Flying Operations	11,546	4,729	5,176	1,641
DIRECT MAINTENANCE-FLIGHT EQUIP					
5225.1	Maint Airfr. Labor	173	11	143	19
5225.2	Maint Eng. Labor	1	0	1	0
5243.1	Maint Airfr. Outside Rep.	370	86	196	88
5243.2	Maint Eng. Outside Rep.	971	356	429	186
5243.7	Maint AC Interch. Chrgs-O/S	0	0	0	0
5246.1	Maint Materials - Airframe	456	214	179	63
5246.2	Maint Materials - Engines	30	14	6	10
5272.1	Maint Airfrm Airworth. Provs.	0	0	0	0
5272.3	Maint Airfrm O/H Deferred	0	0	0	0
5272.6	Maint AC Eng. Airworth. Prov	0	0	0	0
5272.8	Maint AC Eng. O/H Def. (cr.)	0	0	0	0
5278	Total Dir Maint-Flt.Eqpt	2,001	681	954	366
5279.6	APPL. MAINT BURDEN FLT. EQ.	725	46	600	79
5299	Total Flt. Eq. Maint. (Memo)	2,726	727	1,554	445
7073.9	NET OBSL & DETER.- EXP. PARTS	32	9	6	17
DEPRECIATION - FLIGHT EQUIPMENT					
7075.1	Depr. Airframes	355	156	47	152
7075.2	Depr. Aircraft Engines	148	61	33	54
7075.3	Depr. Airframe Parts	57	17	14	26
7075.4	Depr. Engine Parts	9	1	1	7
7075.5	Depr. Other Flt Eqp.	19	3	9	7
7076.1	Amort. Cap. Leases Flt.Eqpt.	0	0	0	0
EXPENSE OF INTERCHANGE AIRCRAFT					
7098.1	Exp. of Interch. AC- Flt. Ops	0	0	0	0
7098.2	Exp. of Interch. AC- Maint.	0	0	0	0
7098.9	Total Aircraft Operating Expens	14,892	5,703	6,840	2,349
OTHER DEPRECIATION & AMORTIZATI					
7074.1	Amortization Developmental &Pre	0			
7074.2	Amortization Other Intangibles	181			
7075.8	Depreciation Hangar & Maint. Eq	16			
7075.9	Depreciation Ground Property	105			
7076.2	Amort. Capital Leases Other	0			

AIRCRAFT OPERATING EXP. - Sch. P-5.2 Grp II & III Qtr: June 30, 2000

Air Carrier: (000's)		Operation: System		USS	B-737-4	B-737-3/7	B-737-1/2	B-757	B-767-2/E	DC-9-30
ACCT #	DESCRIPTION	Total Exp Code 9999	FOK 100 Code 6031	Code 6171	Code 6191	Code 6201	Code 6221	Code 6251	Code 6401	
FLYING OPERATIONS										
5123	Pilots and Copilots	152,330	12,369	17,282	23,029	17,717	22,922	15,159	10,138	
5124	Other Flight Personnel	0	0	0	0	0	0	0	0	
5128.1	Trainees and Instructors	41,138	2,009	3,326	12,369	3,851	4,283	3,744	2,188	
5136	Personnel Expenses	13,744	1,228	1,700	3,035	1,461	1,704	1,248	1,035	
5141	Prof. & Tech. Fees & Exp.	0	0	0	0	0	0	0	0	
5143.7	Aircraft Interch. -Outside	0	0	0	0	0	0	0	0	
5145.1	Aircraft Fuel	244,187	14,766	30,858	43,746	35,804	32,372	19,318	16,070	
5145.2	Aircraft Oil	0	0	0	0	0	0	0	0	
5147	Aircraft Rentals	107,149	2,515	24,400	40,544	971	10,168	5,985	797	
5153	Other Supplies	0	0	0	0	0	0	0	0	
5155.1	Insur. Purch. - General	1,267	94	207	251	68	224	112	22	
5157	Empl. Benefits and Pensions	68,900	5,638	8,545	12,760	8,283	9,579	6,927	5,422	
5158	Injuries, Loss and Damage	0	0	0	0	0	0	0	0	
5168	Taxes-Payroll	9,063	752	1,086	1,795	1,294	1,336	752	878	
5169	Taxes-Other Than Payroll	19,510	1,205	2,461	3,476	2,847	2,686	1,479	1,342	
5171	Other Expense	83	5	11	18	9	11	7	5	
5199	Total Flying Operations	657,371	40,581	89,876	141,023	72,305	85,285	54,731	37,897	
DIRECT MAINTENANCE-FLIGHT EQUIP										
5225.1	Maint Airf. Labor	18,689	2,490	212	4,114	2,793	1,000	682	1,406	
5225.2	Maint Eng. Labor	4,220	57	8	43	1,040	7	1	1,727	
5243.1	Maint Airf. Outside Rep.	24,016	4,966	1,717	5,634	1,824	4,636	2,521	1,039	
5243.2	Maint Eng. Outside Rep.	40,516	4,695	7,114	12,334	1,427	9,836	2,212	438	
5243.7	Maint AC Interch. Chrgs-O/S	0	0	0	0	0	0	0	0	
5246.1	Maint Materials - Airframe	25,462	-1,398	4,274	5,162	5,318	3,334	1,208	2,655	
5246.2	Maint Materials - Engines	11,324	675	282	171	3,761	552	277	886	
5272.1	Maint Airfrm Airworth. Provs.	0	0	0	0	0	0	0	0	
5272.3	Maint Airfrm O/H Deferred	0	0	0	0	0	0	0	0	
5272.6	Maint AC Eng. Airworth. Prov	0	0	0	0	0	0	0	0	
5272.8	Maint AC Eng. O/H Def. (cr.)	0	0	0	0	0	0	0	0	
5278	Total Dir Maint-Flt.Eqpt	124,227	11,485	13,607	27,478	16,163	19,365	6,901	8,151	
5279.6	APPL. MAINT BURDEN FLT. EQ.	95,362	10,597	915	17,295	15,947	4,190	2,841	13,085	
5299	Total Flt. Eq. Maint. (Memo)	219,589	22,082	14,522	44,773	32,110	23,555	9,742	21,236	
7073.9	NET OBSL & DETER.- EXP. PARTS	4,068	804	170	162	298	889	628	234	
DEPRECIATION - FLIGHT EQUIPMENT										
7075.1	Depr. Airframes	37,779	4,678	3,121	1,364	7,014	8,043	2,068	4,984	
7075.2	Depr. Aircraft Engines	12,482	1,908	1,224	942	2,332	2,836	923	456	
7075.3	Depr. Airframe Parts	5,664	1,385	340	404	384	1,364	716	302	
7075.4	Depr. Engine Parts	897	185	18	28	25	344	121	48	
7075.5	Depr. Other Flt Eqpt.	1,625	3	60	267	75	347	17	647	
7076.1	Amort. Cap. Leases Flt. Eqpt.	965	0	0	0	0	0	0	0	
EXPENSE OF INTERCHANGE AIRCRAFT										
7098.1	Exp. of Interch. AC- Flt. Ops	0	0	0	0	0	0	0	0	
7098.2	Exp. of Interch. AC- Maint.	0	0	0	0	0	0	0	0	
7098.9	Total Aircraft Operating Expens	940,440	71,626	109,331	188,963	114,543	122,683	68,946	65,804	
OTHER DEPRECIATION & AMORTIZATI										
7074.1	Amortization Developmental & Pre	0								
7074.2	Amortization Other Intangibles	15,063								
7075.8	Depreciation Hangar & Maint. Eq	1,353								
7075.9	Depreciation Ground Property	8,683								
7076.2	Amort. Capital Leases Other	1								

AIRCRAFT OPERATING EXP. - Sch. P-5.2 Grp II & III Qtr: June 30, 2000

Air Carrier: (000's)		Operation: System		USS		A319		BAE-146-2	
ACCT #	DESCRIPTION	MD-80 Code 6551	A320-1/2 Code 6941	A330 Code 6961		Code 6981		Code 8671	
	FLYING OPERATIONS								
5123	Pilots and Copilots	10,789	3,412	3,277		16,236		0	
5124	Other Flight Personnel	0	0	0		0		0	
5128.1	Trainees and Instructors	1,777	3,770	2,305		1,516		0	
5136	Personnel Expenses	983	259	0		1,091		0	
5141	Prof. & Tech. Fees & Exp.	0	0	0		0		0	
5143.7	Aircraft Interch. -Outside	0	0	0		0		0	
5145.1	Aircraft Fuel	19,681	5,048	4,502		22,022		0	
5145.2	Aircraft Oil	0	0	0		0		0	
5147	Aircraft Rentals	6,947	1,358	0		13,464		0	
5153	Other Supplies	0	0	0		0		0	
5155.1	Insur. Purch. - General	40	47	53		149		0	
5157	Empl. Benefits and Pensions	4,842	996	54		5,854		0	
5158	Injuries, Loss and Damage	0	0	0		0		0	
5168	Taxes-Payroll	668	84	0		418		0	
5169	Taxes-Other Than Payroll	1,570	334	355		1,755		0	
5171	Other Expense	6	2	1		8		0	
5199	Total Flying Operations	47,303	15,310	10,547		62,513		0	
	DIRECT MAINTENANCE-FLIGHT EQUIP								
5225.1	Maint Airfr. Labor	1,344	932	0		3,716		0	
5225.2	Maint Eng. Labor	1,337	0	0		0		0	
5243.1	Maint Airfr. Outside Rep.	1,243	90	26		320		0	
5243.2	Maint Eng. Outside Rep.	1,522	519	44		355		0	
5243.7	Maint AC Interch. Chrgs-O/S	0	0	0		0		0	
5246.1	Maint Materials - Airframe	3,488	675	-55		801		0	
5246.2	Maint Materials - Engines	4,762	-38	1		-5		0	
5272.1	Maint Airfrm Airworth. Provs.	0	0	0		0		0	
5272.3	Maint Airfrm O/H Deferred	0	0	0		0		0	
5272.6	Maint AC Eng. Airworth. Prov	0	0	0		0		0	
5272.8	Maint AC Eng. O/H Def. (cr.)	0	0	0		0		0	
5278	Total Dir Maint-Flt.Eqpt	13,696	2,178	16		5,187		0	
5279.6	APPL. MAINT BURDEN FLT. EQ.	11,154	3,877	0		15,461		0	
5299	Total Flt. Eq. Maint. (Memo)	24,850	6,055	16		20,648		0	
7073.9	NET OBSL & DETER.- EXP. PARTS	768	41	42		32		0	
	DEPRECIATION - FLIGHT EQUIPMENT								
7075.1	Depr. Airframes	2,519	1,368	892		1,728		0	
7075.2	Depr. Aircraft Engines	857	234	134		602		14	
7075.3	Depr. Airframe Parts	480	31	106		152		0	
7075.4	Depr. Engine Parts	41	15	18		54		0	
7075.5	Depr. Other Flt Eqpt.	209	0	0		0		0	
7076.1	Amort. Cap. Leases Flt.Eqpt.	965	0	0		0		0	
	EXPENSE OF INTERCHANGE AIRCRAFT								
7098.1	Exp. of Interch. AC- Flt. Ops	0	0	0		0		0	
7098.2	Exp. of Interch. AC- Maint.	0	0	0		0		0	
7098.9	Total Aircraft Operating Expens	77,992	23,054	11,755		85,729		14	
	OTHER DEPRECIATION & AMORTIZATI								
7074.1	Amortization Developmental &Pre								
7074.2	Amortization Other Intangibles								
7075.8	Depreciation Hangar & Maint. Eq								
7075.9	Depreciation Ground Property								
7076.2	Amort. Capital Leases Other								

OPERATING EXPENSES BY OBJECTIVE GROUPING

Quarter Ended: June 30, 2000
Schedule P-6

Air Carrier:
Operation : Domestic USD
(000's)
AMOUNT

LINE#	DESCRIPTION	
	SALARIES & REL. FRINGE BENEFIT	
	SALARIES:	
Line 3	General Mgmt. Per.	2,730
Line 4	Flight Personnel	204,116
Line 5	Maintenance Labor	71,090
Line 6	Aircr. & Traffic Hndl. Per.	190,026
Line 7	Other Personnel	88,165
Line 8	Total Salaries	556,127
	RELATED FRINGE BENEFITS	
Line 10	Personnel Expense	40,748
Line 11	Empl. Benefits & Pensions	142,155
Line 12	Payroll Taxes	39,545
Line 13	Total Fringe Benefits	222,448
Line 14	Total Salaries & Benefits	778,575
	MATERIALS PURCHASED	
Line 16	Aircraft Fuel & Oil	217,158
Line 17	Maintenance Materials	48,075
Line 18	Passenger Food	39,826
Line 19	Other Materials	13,776
Line 20	Total Materials	318,835
	SERVICES PURCHASED	
Line 22	Advertising & Other Promotion	29,134
Line 23	Communications	66,529
Line 24	Insurance	5,843
Line 25	Outside Flight Eqpt. Maint.	58,606
Line 26	Traffic Commissions - Passenger	83,648
Line 27	Traffic Commissions - Cargo	320
Line 28	Other Services	145,209
Line 29	Total Services	389,289
Line 30	LANDING FEES	29,026
Line 31	RENTALS	164,253
Line 32	DEPRECIATION	62,763
Line 33	AMORTIZATION	18,952
Line 34	OTHER	57,504
Line 35	TRANSPORT RELATED EXPENSES	247,513
Line 36	TOTAL OPERATING EXPENSES	2,066,710

OPERATING EXPENSES BY OBJECTIVE GROUPING

Quarter Ended: June 30, 2000
Schedule P-6

Air Carrier:
Operation : Atlantic USA
(000's)
AMOUNT

LINE#	DESCRIPTION	
	SALARIES & REL. FRINGE BENEFIT	
	SALARIES:	
Line 3	General Mgmt. Per.	55
Line 4	Flight Personnel	28,849
Line 5	Maintenance Labor	3,323
Line 6	Aircr. & Traffic Hndl. Per.	3,979
Line 7	Other Personnel	7,990
Line 8	Total Salaries	44,196
	RELATED FRINGE BENEFITS	
Line 10	Personnel Expense	4,650
Line 11	Empl. Benefits & Pensions	12,117
Line 12	Payroll Taxes	2,453
Line 13	Total Fringe Benefits	19,220
Line 14	Total Salaries & Benefits	63,416
	MATERIALS PURCHASED	
Line 16	Aircraft Fuel & Oil	22,816
Line 17	Maintenance Materials	2,071
Line 18	Passenger Food	6,034
Line 19	Other Materials	754
Line 20	Total Materials	31,675
	SERVICES PURCHASED	
Line 22	Advertising & Other Promotion	1,460
Line 23	Communications	1,332
Line 24	Insurance	703
Line 25	Outside Flight Eqpt. Maint.	4,585
Line 26	Traffic Commissions - Passenger	5,338
Line 27	Traffic Commissions - Cargo	20
Line 28	Other Services	14,203
Line 29	Total Services	27,641
Line 30	LANDING FEES	1,102
Line 31	RENTALS	7,267
Line 32	DEPRECIATION	5,011
Line 33	AMORTIZATION	932
Line 34	OTHER	3,548
Line 35	TRANSPORT RELATED EXPENSES	0
Line 36	TOTAL OPERATING EXPENSES	140,592

OPERATING EXPENSES BY OBJECTIVE GROUPING

Quarter Ended: June 30, 2000
Schedule P-6

Air Carrier:
Operation : Latin USL

(000's)
AMOUNT

LINE#	DESCRIPTION	
	SALARIES & REL. FRINGE BENEFIT	
	SALARIES:	
Line 3	General Mgmt. Per.	34
Line 4	Flight Personnel	3,718
Line 5	Maintenance Labor	1,003
Line 6	Aircr. & Traffic Hndl. Per.	2,416
Line 7	Other Personnel	1,481
Line 8	Total Salaries	8,652
	RELATED FRINGE BENEFITS	
Line 10	Personnel Expense	802
Line 11	Empl. Benefits & Pensions	2,400
Line 12	Payroll Taxes	638
Line 13	Total Fringe Benefits	3,840
Line 14	Total Salaries & Benefits	12,492
	MATERIALS PURCHASED	
Line 16	Aircraft Fuel & Oil	4,213
Line 17	Maintenance Materials	708
Line 18	Passenger Food	898
Line 19	Other Materials	215
Line 20	Total Materials	6,034
	SERVICES PURCHASED	
Line 22	Advertising & Other Promotion	457
Line 23	Communications	825
Line 24	Insurance	117
Line 25	Outside Flight Eqpt. Maint.	1,341
Line 26	Traffic Commissions - Passenger	1,370
Line 27	Traffic Commissions - Cargo	5
Line 28	Other Services	2,219
Line 29	Total Services	6,334
Line 30	LANDING FEES	366
Line 31	RENTALS	3,674
Line 32	DEPRECIATION	709
Line 33	AMORTIZATION	213
Line 34	OTHER	884
Line 35	TRANSPORT RELATED EXPENSES	0
Line 36	TOTAL OPERATING EXPENSES	30,706

OPERATING EXPENSES BY OBJECTIVE GROUPING

Quarter Ended: June 30, 2000
Schedule P-6

Air Carrier:
Operation : System USS

(000's)
AMOUNT

LINE#	DESCRIPTION	
	SALARIES & REL. FRINGE BENEFIT	
	SALARIES:	
Line 3	General Mgmt. Per.	2,819
Line 4	Flight Personnel	236,683
Line 5	Maintenance Labor	75,416
Line 6	Aircr. & Traffic Hndl. Per.	196,421
Line 7	Other Personnel	97,636
Line 8	Total Salaries	608,975
	RELATED FRINGE BENEFITS	
Line 10	Personnel Expense	46,200
Line 11	Empl. Benefits & Pensions	156,672
Line 12	Payroll Taxes	42,636
Line 13	Total Fringe Benefits	245,508
Line 14	Total Salaries & Benefits	854,483
	MATERIALS PURCHASED	
Line 16	Aircraft Fuel & Oil	244,187
Line 17	Maintenance Materials	50,854
Line 18	Passenger Food	46,758
Line 19	Other Materials	14,745
Line 20	Total Materials	356,544
	SERVICES PURCHASED	
Line 22	Advertising & Other Promotion	31,051
Line 23	Communications	68,686
Line 24	Insurance	6,663
Line 25	Outside Flight Eqpt. Maint.	64,532
Line 26	Traffic Commissions - Passenger	90,356
Line 27	Traffic Commissions - Cargo	345
Line 28	Other Services	161,631
Line 29	Total Services	423,264
Line 30	LANDING FEES	30,494
Line 31	RENTALS	175,194
Line 32	DEPRECIATION	68,483
Line 33	AMORTIZATION	20,097
Line 34	OTHER	61,936
Line 35	TRANSPORT RELATED EXPENSES	247,513
Line 36	TOTAL OPERATING EXPENSES	2,238,008

OPERATING EXPENSES BY FUNCTIONAL GROUPING

Quarter Ended: June 30, 2000
Schedule P-7

Air Carrier:
Operation : Domestic USD
(000's)
AMOUNT

LINE#	DESCRIPTION	AMOUNT
Line 2	AIRCRAFT OPER. EXPENSES (DIRECT) Aircraft Operating Expenses	847,780
	SERV., SALES & GEN.OP.(INDIRECT)	
	PASSENGER SERVICE EXPENSE:	
Line 5	Flight Attendant Expense	123,030
Line 6	Food Expense	39,826
Line 7	Other In-Flight Expense	14,485
Line 8	Total Passenger Service Exp.	177,341
	PASSENGER SERVICING EXPENSE:	
Line 10	Line Servicing Expense	136,293
Line 11	Control Expense	3,932
Line 12	Landing Fees	29,026
Line 13	Total Aircraft Servicing Exp.	169,251
	TRAFFIC SERVICING EXPENSE:	
Line 15	Directly Assignable- Psgr.	82,435
Line 16	Directly Assignable- Cargo	89,304
Line 17	Not Directly Assignable	0
Line 18	Total Traffic Servicing Exp.	171,739
	RESERVATIONS AND SALES EXPENSE:	
Line 20	Directly Assignable- Psgr.	247,511
Line 21	Directly Assignable- Cargo	325
Line 22	Not Directly Assignable	0
Line 23	Total Reservat. & Sales Exp.	247,836
	ADVERTISING & PUBLICITY EXPENSE:	
Line 25	Directly Assignable- Psgr.	18,330
Line 26	Directly Assignable- Cargo	352
Line 27	Not Directly Assignable	0
Line 28	Total Advertising & Prom. Exp	18,682
Line 29	GENERAL & ADMINISTRATIVE EXPENSE	119,835
	MAINT. & DEPREC. -GROUND PROP.&EQ.	
Line 31	Maintenance Ground Prop.&Eqpt.	42,420
Line 32	Depreciation Ground Prop.&Eqpt	8,410
Line 33	Total Maint.&Depr.- Ground P&E	50,830
Line 34	DEPR. EXPENSE - MAINTENANCE EQ.	1,311
Line 35	AMORT. (OTHER THAN FLIGHT EQ.)	14,592
Line 36	TOTAL SVCING,SALES & GEN.OP.EXP.	971,417
Line 37	TRANSPORT RELATED EXPENSES	247,513
Line 38	TOTAL OPERATING EXPENSES	2,066,710

OPERATING EXPENSES BY FUNCTIONAL GROUPING

Quarter Ended: June 30, 2000
Schedule P-7

Air Carrier:
Operation : Atlantic USA
(000's)
AMOUNT

LINE#	DESCRIPTION	AMOUNT
Line 2	AIRCRAFT OPER. EXPENSES (DIRECT) Aircraft Operating Expenses	77,768
	SERV., SALES & GEN.OP.(INDIRECT)	
	PASSENGER SERVICE EXPENSE:	
Line 5	Flight Attendant Expense	18,640
Line 6	Food Expense	6,034
Line 7	Other In-Flight Expense	2,194
Line 8	Total Passenger Service Exp.	26,868
	PASSENGER SERVICING EXPENSE:	
Line 10	Line Servicing Expense	8,859
Line 11	Control Expense	255
Line 12	Landing Fees	1,102
Line 13	Total Aircraft Servicing Exp.	10,216
	TRAFFIC SERVICING EXPENSE:	
Line 15	Directly Assignable- Psgr.	2,826
Line 16	Directly Assignable- Cargo	3,062
Line 17	Not Directly Assignable	0
Line 18	Total Traffic Servicing Exp.	5,888
	RESERVATIONS AND SALES EXPENSE:	
Line 20	Directly Assignable- Psgr.	11,479
Line 21	Directly Assignable- Cargo	15
Line 22	Not Directly Assignable	0
Line 23	Total Reservat. & Sales Exp.	11,494
	ADVERTISING & PUBLICITY EXPENSE:	
Line 25	Directly Assignable- Psgr.	851
Line 26	Directly Assignable- Cargo	16
Line 27	Not Directly Assignable	0
Line 28	Total Advertising & Prom. Exp	867
Line 29	GENERAL & ADMINISTRATIVE EXPENSE	2,394
	MAINT. & DEPREC. -GROUND PROP.&EQ.	
Line 31	Maintenance Ground Prop.&Eqpt.	4,612
Line 32	Depreciation Ground Prop.&Eqpt	168
Line 33	Total Maint.&Depr.- Ground P&E	4,780
Line 34	DEPR. EXPENSE - MAINTENANCE EQ.	26
Line 35	AMORT. (OTHER THAN FLIGHT EQ.)	291
Line 36	TOTAL SVCING,SALES & GEN.OP.EXP.	62,824
Line 37	TRANSPORT RELATED EXPENSES	0
Line 38	TOTAL OPERATING EXPENSES	140,592

OPERATING EXPENSES BY FUNCTIONAL GROUPING

Quarter Ended: June 30, 2000
Schedule P-7

Air Carrier:
Operation : Latin USL

(000's)
AMOUNT

LINE#	DESCRIPTION	
	AIRCRAFT OPER. EXPENSES (DIRECT)	
Line 2	Aircraft Operating Expenses	14,892
	SERV., SALES & GEN.OP.(INDIRECT)	
	PASSENGER SERVICE EXPENSE:	
Line 5	Flight Attendant Expense	2,773
Line 6	Food Expense	898
Line 7	Other In-Flight Expense	327
Line 8	Total Passenger Service Exp.	3,998
	PASSENGER SERVICING EXPENSE:	
Line 10	Line Servicing Expense	1,766
Line 11	Control Expense	51
Line 12	Landing Fees	366
Line 13	Total Aircraft Servicing Exp.	2,183
	TRAFFIC SERVICING EXPENSE:	
Line 15	Directly Assignable- Psgr.	1,037
Line 16	Directly Assignable- Cargo	1,124
Line 17	Not Directly Assignable	0
Line 18	Total Traffic Servicing Exp.	2,161
	RESERVATIONS AND SALES EXPENSE:	
Line 20	Directly Assignable- Psgr.	3,842
Line 21	Directly Assignable- Cargo	5
Line 22	Not Directly Assignable	0
Line 23	Total Reservat. & Sales Exp.	3,847
	ADVERTISING & PUBLICITY EXPENSE:	
Line 25	Directly Assignable- Psgr.	285
Line 26	Directly Assignable- Cargo	5
Line 27	Not Directly Assignable	0
Line 28	Total Advertising & Prom. Exp	290
Line 29	GENERAL & ADMINISTRATIVE EXPENSE	1,487
	MAINT. & DEPREC. -GROUND PROP.&EQ.	
Line 31	Maintenance Ground Prop.&Eqpt.	1,546
Line 32	Depreciation Ground Prop.&Eqpt	105
Line 33	Total Maint.&Depr.- Ground P&E	1,651
Line 34	DEPR. EXPENSE - MAINTENANCE EQ.	16
Line 35	AMORT. (OTHER THAN FLIGHT EQ.)	181
Line 36	TOTAL SVCING,SALES & GEN.OP.EXP.	15,814
Line 37	TRANSPORT RELATED EXPENSES	0
Line 38	TOTAL OPERATING EXPENSES	30,706

OPERATING EXPENSES BY FUNCTIONAL GROUPING

Quarter Ended: June 30, 2000
Schedule P-7

Air Carrier:
Operation : System USS (000's)
AMOUNT

LINE#	DESCRIPTION	AMOUNT
Line 2	AIRCRAFT OPER. EXPENSES (DIRECT) Aircraft Operating Expenses	940,440
	SERV., SALES & GEN.OP.(INDIRECT)	
	PASSENGER SERVICE EXPENSE:	
Line 5	Flight Attendant Expense	144,443
Line 6	Food Expense	46,758
Line 7	Other In-Flight Expense	17,006
Line 8	Total Passenger Service Exp.	208,207
	PASSENGER SERVICING EXPENSE:	
Line 10	Line Servicing Expense	146,918
Line 11	Control Expense	4,238
Line 12	Landing Fees	30,494
Line 13	Total Aircraft Servicing Exp.	181,650
	TRAFFIC SERVICING EXPENSE:	
Line 15	Directly Assignable- Psgr.	86,298
Line 16	Directly Assignable- Cargo	93,490
Line 17	Not Directly Assignable	0
Line 18	Total Traffic Servicing Exp.	179,788
	RESERVATIONS AND SALES EXPENSE:	
Line 20	Directly Assignable- Psgr.	262,832
Line 21	Directly Assignable- Cargo	345
Line 22	Not Directly Assignable	0
Line 23	Total Reservat. & Sales Exp.	263,177
	ADVERTISING & PUBLICITY EXPENSE:	
Line 25	Directly Assignable- Psgr.	19,466
Line 26	Directly Assignable- Cargo	373
Line 27	Not Directly Assignable	0
Line 28	Total Advertising & Prom. Exp	19,839
Line 29	GENERAL & ADMINISTRATIVE EXPENSE	123,716
	MAINT. & DEPREC. -GROUND PROP.&EQ.	
Line 31	Maintenance Ground Prop.&Eqpt.	48,578
Line 32	Depreciation Ground Prop.&Eqpt	8,683
Line 33	Total Maint.&Depr.- Ground P&E	57,261
Line 34	DEPR. EXPENSE - MAINTENANCE EQ.	1,353
Line 35	AMORT. (OTHER THAN FLIGHT EQ.)	15,064
Line 36	TOTAL SVCING,SALES & GEN.OP.EXP.	1,050,055
Line 37	TRANSPORT RELATED EXPENSES	247,513
Line 38	TOTAL OPERATING EXPENSES	2,238,008