BEFORE THE
DEPARTMENT OF TRANSPORTATION
OFFICE OF THE SECRETARY
WASHINGTON, DC

Applications of

BOSTON-MAINE AIRWAYS CORP.

for issuance of new or amended certificates of public
convenience and necessity pursuant to 49 U.S.C. 41102
(Interstate and Foreign Large-Aircraft Operations)

Docket OST-00-7668 and
Docket OST-03-14985

SUPPLEMENT NO. 1 TO RESPONSE OF
BOSTON-MAINE AIRWAYS CORP.
TO REQUEST FOR UPDATED FITNESS INFORMATION

Communications with respect to this document should be sent to:

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Attorneys for
BOSTON-MAINE AIRWAYS CORP.

April 24, 2006
Applications of

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April 24, 2006

SUPPLEMENT NO. 1 TO RESPONSE OF
BOSTON-MAINE AIRWAYS CORP.
TO REQUEST FOR UPDATED FITNESS INFORMATION

Boston-Maine Airways Corp. ("BMAC") hereby submits this Supplement No. 1 to its December 30, 2005 Response to the Department’s December 5, 2005 letter requesting BMAC to submit certain updated fitness information, as specified in the Information Request attached to the Department’s letter.

The purpose of this Supplement No. 1 is to furnish certain updated fitness-related information to the Department, as follows:

1. **Updated Financial Statements.**

   BMAC has now received its audited financial statements for the year ended December 31, 2005. Those financial statements were not yet available at the time that
BMAC filed its initial response to the Department’s request. A copy of BMAC’s audited Balance Sheet as of December 31, 2005 and BMAC’s audited Profit & Loss Statement for the year ended December 31, 2005 are set forth in Exhibit BMA-S/1-100, infra.


BMAC has promoted the following two operating management personnel to new operating management positions since January 1, 2006:

On January 29, 2006, BMAC promoted John R. Butler, who has served as BMAC’s Chief Inspector since March 2005, to hold the position of Vice President of Maintenance. Mr. Butler replaces Mark Delahanty, who held the Vice President of Maintenance position prior to his resignation to accept employment with another aerospace company effective as of January 28, 2006. Mr. Butler has been approved by BMAC’s Flight Standards District Office (“FSDO”) to hold the position of V.P._-Maintenance. A copy of Mr. Butler’s biographical resume and completed fitness information questionnaire is set forth in Exhibit BMA-S/1-101, infra.

On January 30, 2006, BMAC promoted Mr. Kurt A. Lugar, who had held positions as Manager – Maintenance Control and Planning with Pan Am and, subsequently, with BMAC since 2005, to fill the position of Chief Inspector with BMAC, replacing Mr. Butler following his promotion to the V.P. – Maintenance position. Mr. Lugar has been approved by BMAC’s FSDO to hold the position of Chief Inspector. A
copy of Mr. Lugar’s biographical resume and completed fitness information questionnaire is set forth in Exhibit BMA-S/1-102, infra.

3. Pending Litigation.

In early January 2006, BMAC’s General Counsel became aware that a small litigation matter involving a claim against Pan American Airlines, Inc. (“PAA”), BMAC’s prior parent company, also named BMAC as a party defendant. That complaint sought to recover damages of $5,711.60, plus costs, for goods and services provided to BMAC and assertedly not paid for by BMAC or PAA. Robert Half International, Inc. v. Pan American Airlines, Inc. and Boston-Maine Airways, Inc., Portsmouth (N.H.) District Court, No. 05-CV-0157. Mr. Culliford became aware that BMAC was also a named party to the claim when he received a copy of a letter dated December 30, 2005 from the Plaintiff’s counsel to the Clerk of the Portsmouth District Court requesting that a default judgment be entered against the defendants, who had not responded to the summons in the case. By subsequent letter to the Clerk of the Court dated February 21, 2006, Plaintiff’s counsel requested that a Writ of Execution be issued by the Court. The Court issued a Writ of Execution on February 23, 2006 confirming the entry of a judgment in favor of the plaintiff and against the defendants in the amount of $5,920.83 (Exhibit BMA-S/1-103, infra). That judgment was paid in full by BMAC on March 3, 2006.
BMAC regrets its inadvertent failure to include the foregoing small-claims collection matter, which was pending prior to December 30, 2005, in its report to the Department of all pending litigation in its December 30, 2005 response to the Department’s request for updated fitness information from BMAC. BMAC has searched its litigation docket file records, and believes that the foregoing case is the only item of information relating to currently-pending litigation as of December 30, 2005 which it inadvertently failed to include in its December 30th report in this proceeding.

Respectfully submitted,

__________________________________________
Nathaniel P. Breed, Jr.
ZUCKERT SCOUTT & RASEMBERGER, LLP

Attorneys for
BOSTON-MAINE AIRWAYS CORP.

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a copy of the foregoing Supplement No. 1 to the December 30, 2005 Fitness Information Response of Boston-Maine Airways Corp. by messenger, fax, electronic transmission or United States mail, properly addressed and with postage prepaid, upon each of the persons listed in the Service List attached hereto.
Nathaniel P. Breed, Jr.

Washington, D.C.
April 24, 2006
# Updated And Additional Fitness Information

<table>
<thead>
<tr>
<th>Exhibit Number</th>
<th>Title or Description of Contents</th>
</tr>
</thead>
<tbody>
<tr>
<td>BMA-S/1-100</td>
<td>BMAC Audited Balance Sheet as of December 31, 2005 and Income Statement for the year ended December 31, 2005</td>
</tr>
<tr>
<td>BMA-S/1-101</td>
<td>John R. Butler Biographical Resume and Fitness Questionnaire</td>
</tr>
<tr>
<td>BMA-S/1-102</td>
<td>Kurt A. Lugar Biographical Resume and Fitness Questionnaire</td>
</tr>
</tbody>
</table>
SERVICE LIST (Boston-Maine Large Aircraft)

Michael C. Thomas, Manager
Flight Standards District Office 29
FEDERAL AVIATION ADMINISTRATION
8600 NW 36th Street -- Suite 201
Miami, FL  33166

Jerry D. Anker
Russell Bailey
AIR LINE PILOTS ASSOCIATION
1625 Massachusets Ave., N.W.
Washington, DC 20036

Brian A. Dettelbach
Assistant Inspector General
DEPARTMENT OF TRANSPORTATION
400 7th Street, S.W. – Room 9210
Washington, D.C. 20590

Captain Dirck Hecking
6213 Coffman Road
Indianapolis, IN 46268
NOTIFICATION TO THIRD PARTY USERS OF THIS REPORT

This report was prepared subject to the terms and conditions set forth in an engagement letter. By relying upon this report, all users shall be deemed to agree to the terms and conditions of that engagement letter. Users intending to rely upon this report should contact the issuer to obtain a copy of its applicable terms and conditions. This report is intended for the exclusive use of the clients of the issuer and others to whom the issuer has expressly granted consent.
INDEPENDENT AUDITORS' REPORT

Board of Directors
Boston - Maine Airways Corp.
(A Wholly-Owned Subsidiary of Pan American Systems, Inc.)

We have audited the accompanying balance sheet of Boston - Maine Airways Corp. (A Wholly-Owned Subsidiary of Pan American Systems, Inc.) as of December 31, 2005 and the related statement of operations and accumulated deficit, and cash flows - indirect method for the year then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As discussed in Note 5 to the financial statements, the Company engages in significant transactions with a subsidiary within the consolidated group that is not included in these statements which may have a significant effect on the Company's financial position and results of operations.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Boston - Maine Airways Corp. (A Wholly-Owned Subsidiary of Pan American Systems, Inc.) as of December 31, 2005 and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 8 to the financial statements, the Company has suffered recurring losses and has an accumulated deficit of approximately $17,510,000 at December 31, 2005. Also as described in Note 7 the Company is involved with significant litigation. These conditions raise substantial doubt about its ability to continue as a going concern. Management's plans regarding those matters also are described in Note 8. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

April 13, 2006

GRAY, GRAY & GRAY, LLP
**ASSETS**

**CURRENT ASSETS**
- Cash and cash equivalents
- Restricted cash
- Accounts receivable, net of allowance for doubtful accounts of $96,449
- Other receivables
- Materials and supplies
- Prepaid expenses and deposits

<table>
<thead>
<tr>
<th>Item</th>
<th>$</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash and cash equivalents</td>
<td>668,300</td>
</tr>
<tr>
<td>Restricted cash</td>
<td></td>
</tr>
<tr>
<td>Accounts receivable, net of allowance for doubtful accounts of $96,449</td>
<td>668,300</td>
</tr>
<tr>
<td>Other receivables</td>
<td>294,420</td>
</tr>
<tr>
<td>Materials and supplies</td>
<td>476,983</td>
</tr>
<tr>
<td>Prepaid expenses and deposits</td>
<td>1,116,485</td>
</tr>
<tr>
<td><strong>TOTAL CURRENT ASSETS</strong></td>
<td>389,747</td>
</tr>
<tr>
<td><strong>PROPERTY, PLANT, AND EQUIPMENT, at cost</strong></td>
<td></td>
</tr>
<tr>
<td>Flight equipment</td>
<td>917,580</td>
</tr>
<tr>
<td>Ground equipment</td>
<td>184,188</td>
</tr>
<tr>
<td>Maintenance equipment</td>
<td>24,662</td>
</tr>
<tr>
<td>Furniture and fixtures</td>
<td>84,439</td>
</tr>
<tr>
<td>Leasehold improvements</td>
<td></td>
</tr>
<tr>
<td><strong>Less accumulated depreciation</strong></td>
<td>4,352,915</td>
</tr>
<tr>
<td><strong>NET PROPERTY, PLANT, AND EQUIPMENT</strong></td>
<td>1,006,606</td>
</tr>
<tr>
<td><strong>OTHER ASSETS</strong></td>
<td></td>
</tr>
<tr>
<td>Deferred charges</td>
<td>1,249,522</td>
</tr>
<tr>
<td>Intangible asset</td>
<td>46,361</td>
</tr>
<tr>
<td><strong>TOTAL OTHER ASSETS</strong></td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL ASSETS</strong></td>
<td>7,588,127</td>
</tr>
</tbody>
</table>

The accompanying notes are an integral part of these financial statements.
## LIABILITIES AND STOCKHOLDERS' DEFICIT

### CURRENT LIABILITIES
- Accounts payable: $3,468,517
- Cash overdraft: 139,467
- Accrued expenses: 3,091,825
- Unearned revenue: 1,496,116
- Due to affiliates: 16,901,572

**TOTAL CURRENT LIABILITIES**

$25,097,497

### COMMITMENTS AND CONTINGENCIES

### STOCKHOLDERS' DEFICIT
- Common stock, no par value:
  - Authorized 10,000 shares, issued and outstanding 1 share: 1
- Accumulated deficit: (17,509,371)

**TOTAL STOCKHOLDERS' DEFICIT**

(17,509,370)

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**TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT**

$7,588,127

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The accompanying notes are an integral part of these financial statements.
BOSTON - MAINE AIRWAYS CORP.
(A Wholly-Owned Subsidiary of Pan American Systems, Inc.)

STATEMENT OF OPERATIONS AND ACCUMULATED DEFICIT

December 31, 2005

<table>
<thead>
<tr>
<th>OPERATING REVENUES</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Passenger</td>
<td>19,452,315</td>
</tr>
</tbody>
</table>

TOTAL OPERATING REVENUES

<table>
<thead>
<tr>
<th>OPERATING EXPENSES</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Aircraft fuel</td>
<td>11,152,562</td>
</tr>
<tr>
<td>Payroll and employee benefits</td>
<td>10,677,653</td>
</tr>
<tr>
<td>Flying operations</td>
<td>4,050,625</td>
</tr>
<tr>
<td>Insurance</td>
<td>2,086,091</td>
</tr>
<tr>
<td>Stations</td>
<td>2,765,872</td>
</tr>
<tr>
<td>Professional and technical</td>
<td>1,763,494</td>
</tr>
<tr>
<td>Federal excise tax</td>
<td>2,108,110</td>
</tr>
<tr>
<td>Maintenance and repairs</td>
<td>799,655</td>
</tr>
<tr>
<td>Depreciation and amortization</td>
<td>380,870</td>
</tr>
<tr>
<td>Aircraft lease expense</td>
<td>1,000,000</td>
</tr>
<tr>
<td>Occupancy charges</td>
<td>569,663</td>
</tr>
<tr>
<td>Communications</td>
<td>344,769</td>
</tr>
<tr>
<td>Credit card fees</td>
<td>345,421</td>
</tr>
<tr>
<td>Other</td>
<td>112,506</td>
</tr>
<tr>
<td>Sales and marketing</td>
<td>25,816</td>
</tr>
</tbody>
</table>

TOTAL OPERATING EXPENSES

<table>
<thead>
<tr>
<th>LOSS FROM OPERATIONS</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>38,383,108</td>
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</tbody>
</table>

(18,930,793)

<table>
<thead>
<tr>
<th>NONOPERATING (EXPENSES) INCOME</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>State and other taxes</td>
<td>(40,065)</td>
</tr>
<tr>
<td>Interest income</td>
<td>448</td>
</tr>
</tbody>
</table>

NET NONOPERATING (EXPENSES) INCOME

<table>
<thead>
<tr>
<th>NET LOSS</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>(39,617)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>DIVIDENDS RECEIVED</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>(18,970,410)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>ACCUMULATED DEFICIT AT BEGINNING OF YEAR</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>25,101,107</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>ACCUMULATED DEFICIT AT END OF YEAR</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>(23,640,068)</td>
</tr>
</tbody>
</table>

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$ (17,509,371)</td>
</tr>
</tbody>
</table>

The accompanying notes are an integral part of these financial statements.
BOSTON - MAINE AIRWAYS CORP.
(A Wholly-Owned Subsidiary of Pan American Systems, Inc.)

STATEMENT OF CASH FLOWS - INDIRECT METHOD

December 31, 2005

OPERATING ACTIVITIES
Net loss $ (18,970,410)

Adjustments to reconcile net loss to net cash (used) by operating activities:
Depreciation and amortization 380,870

Changes in assets and liabilities:
Accounts receivable (108,001)
Other receivables (476,983)
Materials and supplies (604,467)
Prepaid expenses and deposits (39,381)
Deferred charges (287,953)
Accounts payable 429,673
Accrued expenses 2,324,472
Unearned revenue 482,386

NET CASH (USED) BY OPERATING ACTIVITIES (16,869,794)

CASH FLOWS FROM INVESTING ACTIVITIES
Net increase in restricted cash (381,341)
Purchase of property, plant, and equipment (2,362,682)

NET CASH (USED) BY INVESTING ACTIVITIES (2,744,023)

CASH FLOWS FROM FINANCING ACTIVITIES
Cash overdraft 105,168
Increase in due to affiliates 3,304,466
Dividend received 16,204,183

NET CASH PROVIDED BY FINANCING ACTIVITIES 19,613,817

INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS -

CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR -

CASH AND CASH EQUIVALENTS AT END OF YEAR -

SCHEDULE OF NON-CASH, INVESTING AND FINANCING ACTIVITIES
Distribution of prior years advances from subsidiary 8,896,924

SUPPLEMENTAL SCHEDULE
Cash paid for state taxes 44,466

The accompanying notes are an integral part of these financial statements.
NOTE 1 – BUSINESS

Boston - Maine Airways Corp. operates as The Pan Am Clipper Connection, a regional air carrier operating scheduled and charter service in the Eastern United States, the Caribbean, Canada and Mexico. Boston-Maine Airways Corp. is a wholly-owned subsidiary of Pan American Systems, Inc.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

Cash and Cash Equivalents — The Company considers all highly liquid investments with original maturities of three months or less when purchased to be cash equivalents. The Company maintains its deposits in high quality financial institutions.

Restricted Cash — Restricted cash represents amounts paid to an escrow agent in advance of charter dates and is recorded as unearned revenue until the charter is provided.

Materials and Supplies — Inventories consist of flight equipment expendable parts, which are priced at lower of average cost or market, and fuel which is valued at the lower of cost, calculated using the first-in, first-out (FIFO) method, or market (net realizable value). Expendable inventory parts are charged to expense as used. An allowance for obsolescence is provided for spare parts currently identified as excess to reduce the carrying costs to net realizable value. These allowances are based on management estimates, which are subject to change.

Property, Plant, and Equipment — Property, plant, and equipment are recorded at cost. Depreciation is recorded over the estimated useful lives of the assets using straight-line and accelerated methods. Expenses for maintenance and repairs, excluding major overhauls, are charged to operations as incurred. Betterments and major overhauls are capitalized.

Deferred Charges — Deferred charges represent airframe and engine overhaul costs which have been capitalized and are amortized to the next overhaul.

Revenue Recognition, Accounts Receivable and Allowance for Doubtful Accounts — Passenger and charter revenues are recognized as earned when the transportation is provided. Amounts received in advance of the flight are reported as deferred revenue. The Company records accounts receivable when services are purchased and provides an allowance for doubtful accounts based on management evaluation of the age and assessed collectibility of each account.
NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

**Income Taxes** – The operations of the Company are included in a consolidated federal income tax return as well as consolidated or combined filings within several state jurisdictions. A current income tax provision is recognized as an allocable portion of consolidated and combined tax provisions, based upon separate company taxable income and losses. A deferred tax provision is recognized based upon changes in the separate company's own deferred tax attributes.

Deferred taxes are provided on the liability method whereby deferred tax assets are recognized for deductible temporary differences and operating loss and tax credit carryforwards, and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases. The principal item giving rise to the Company's deferred tax accounts results from net operating loss carryforwards. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

**Advertising Costs** – The Company's policy is to charge advertising and marketing costs to expense as incurred.

**Estimates of Use** – The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the balance sheet. Actual results could differ from those estimates.

**Intangible Asset** – The Company has capitalized costs associated with the certificate to fly in certain areas. The intangible asset, which has an indefinite life, is not being amortized.

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**NOTE 3 – MATERIALS AND SUPPLIES**

Materials and supplies consist of the following as of December 31, 2005:

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Expendable parts</td>
<td>$ 1,029,457</td>
</tr>
<tr>
<td>Fuel</td>
<td>$ 87,028</td>
</tr>
<tr>
<td><strong>Gross materials and supplies</strong></td>
<td><strong>$ 1,116,485</strong></td>
</tr>
</tbody>
</table>
NOTE 4 – INCOME TAXES

The parent company and its subsidiaries have approximately $222,000,000 (including $42,000,000 for Boston – Maine Airways Corp.) of net operating loss carryforwards expiring in varying amounts, approximately $12,000,000 in 2006, and the remainder between 2018 and 2025. A valuation allowance for the entire amount of the Company’s operating loss carryforwards has been established as the expected tax benefit of these attributes cannot be determined as of December 31, 2005.

NOTE 5 – RELATED PARTY TRANSACTIONS

Aircraft Lease - Aircraft are leased from Guilford Transportation Industries, Inc. (Guilford), a wholly owned subsidiary of the Company’s parent.

The Company leases aircraft on a tenant-at-will basis from Guilford on a month-to-month basis. The lease calls for monthly lease payments of $90,000. A summary of the leased aircraft follows:

<table>
<thead>
<tr>
<th>Description of Aircraft</th>
<th>Monthly Rent</th>
</tr>
</thead>
<tbody>
<tr>
<td>3 Boeing &quot;727's&quot;</td>
<td>$ 60,000</td>
</tr>
<tr>
<td>6 Jetstreams</td>
<td>$ 30,000</td>
</tr>
</tbody>
</table>

Total lease payments were $1,000,000 at December 31, 2005.

Simulator Lease – The Company pays the lease on the simulator facilities on behalf of Pan Am Services, Inc. (PAS), a wholly owned subsidiary of the Company’s parent.

The facilities are leased on a tenant-at-will basis. Payments made by the Company are transacted through the intercompany accounts. The lease calls for monthly lease payments of $4,928. As of December 31, 2005 total lease payments amounted to approximately $59,000.

Due to Affiliates – Due to affiliates represents interest free advances made to and from affiliated Companies within the consolidated group.

Dividend – Guilford provides operating subsidies in the form of cash advances to finance working capital needs. No interest has been charged on these advances. In 2005, advances from Guilford totaling $16,204,183 consisted of $15,247,104 in cash, $957,079 of management services and deferral of lease payments due from the Company in the amount of $1,000,000.

In 2005, Guilford distributed $25,101,107 consisting of the existing advance of $8,896,924 plus the current year advance of $16,204,183 to the Company.
NOTE 6 – LEASES

The Company leases space from non-related parties under long-term operating lease agreements that expire over periods from 10 to 20 years. The monthly payments under the leases are currently $30,133 plus charges for the Company’s pro-rata share of operating costs, taxes and insurance.

Future minimum rental payments on the leases are as follows:

<table>
<thead>
<tr>
<th>Year</th>
<th>Payment</th>
<th>2006</th>
<th>2007</th>
<th>2008</th>
<th>2009</th>
<th>2010</th>
</tr>
</thead>
<tbody>
<tr>
<td>2006</td>
<td>$361,592</td>
<td>$465,205</td>
<td>$610,264</td>
<td>$610,264</td>
<td>$610,264</td>
<td></td>
</tr>
</tbody>
</table>

NOTE 7 – COMMITMENTS AND CONTINGENCIES

Contingencies – Certain legal actions, claims, and complaints arising in the ordinary course of business have been filed or are pending against the Company. While the final outcome with respect to these matters cannot be predicted with certainty, the Company has recognized estimated liabilities for these contingencies, and management believes that their resolution will not materially affect the financial position of the Company. Due to uncertainties in the settlement process, it is at least reasonably possible that management’s view of the outcome will change in the near term.

The Airline Pilots Association International filed suit in U.S. District Court charging Pan American Airways Corporation (PAA), (A wholly-owned subsidiary of Pan American Systems, Inc.), with violation of Federal labor laws in 2004. Subsequently, the court issued an injunction ordering PAA to restore pay rates and working conditions for their pilots and flight crews to the status quo as of July 15, 2004 and to refrain from using Boston – Maine Airways Corp. or other affiliated operations to operate B-727 aircraft in service traditionally performed by PAA. The injunction was substantially overturned on appeal and the parties are litigating the remaining issues.

Financial Guarantees – The Company is a co-maker of a letter of credit obligation totaling $100,000. Guilford is a guarantor for their merchant card transaction processors. No loss is anticipated by reason of such obligation.
NOTE 7 – COMMITMENTS AND CONTINGENCIES (CONTINUED)

**Regulatory Matters** — The Company is a party to ongoing Federal Aviation Administration proceedings arising in the ordinary course of business. In the opinion of management, the resolution of these matters will not have a material adverse effect on the Company's combined financial position, results of operations or cash flows.

NOTE 8 – GOING CONCERN

The Company has suffered significant operating losses and negative cash flows since it began operations and at December 31, 2005 had an accumulated deficit of approximately $17,510,000. Operating losses have been funded by capital contributions from the Company’s stockholders and payments made on the Company’s behalf by Guilford. In addition, Guilford has allowed the Company to defer the payment of certain expenses, including aircraft lease payments. Management expects the Company to require the continued support of Guilford while it restructures its operations to reduce operating costs.

The Company's restructuring plan includes increased scheduled passenger and charter service under its recently acquired certificate to operate B-727 aircraft. The Company is currently operating three 727 aircraft and has a request pending with the U.S. Department of Transportation (DOT) to expand its service with additional 727 aircraft. As of December 31, 2005, the DOT has not made a decision on the Company's request.

These conditions raise substantial doubts about the Company's ability to continue operating as a going concern. The combined financial statements do not include any adjustments that could be required if the Company is unable to continue as a going concern.
JOHN R. BUTLER
2912 Highland View Circle, Clermont, FL 34711
A&P # 1896659
(407) 248-9451

CAREER OBJECTIVE
Seeking an opportunity in management where I can demonstrate my knowledge and abilities in
aircraft repair, inspection and personnel training/supervision.

SUMMARY OF QUALIFICATIONS
Possess over 30 years of experience in the consultation/supervision of maintenance and inspection
for aircraft including DC-8, DC-9, L-1011, B-727, B-737, B-747, and B-757.
Maintain solid professional relationship and serve as liaison with the FAA officials on behalf of
the owner/operator to ensure total compliance with FAA rules/regulations.
Excellent interpersonal, organizational, and verbal/written communication skills.

PROFESSIONAL EXPERIENCE
3/2005 to Present
Boston Maine Airways Corp.
Director of Quality Assurance/Chief Inspector
Supervise operations for the Inspection Dept., Records Dept., Technical
Publications Dept., Reliability Dept., implemented procedures for the 121
Certificate as directed by the FAR’s. Coordinate all inspection
functions with the FAA as per FAR 119. Assure the Companies GMM
procedures are complied with. Assist with the Maintenance Training
Programs and maintain the Maintenance Training Records.

9/2003 to 3/2005
Planet Airways Orlando Fl.
Director of Quality Control/Chief Inspector
Supervise operations for the Inspection Dept., Records Dept., Planning
Dept., and Stock Room. Implement procedures for the 121 Certificate
as directed by the FAR’s. Coordinate all inspection functions with the
FAA to assure all FAA, Manufactures, and GMM procedures are
complied with. Assist in Maintenance Training Programs and maintain
the maintenance training records.

2/2000 to 9/2002
Commercial Jet Miami, Fl
Director of Quality Assurance/Chief Inspector
Supervised operations for the Inspection Dept., implemented
procedures for the Repair Station as directed by the FAR’s.
Coordinated all maintenance and inspection functions with the FAA to
assure all FAA, manufactures, and customers procedures were
complied with. Directed all auditing of records for the work performed
to assure accuracy.

2/1999 to 2/2000
Freelance Consulting Service Pembroke Pines, Fl.
Aviation Consultant
Coordinated maintenance programs and conducted physical surveys to
closely monitor aircraft maintenance/repairs for regulatory compliance.
Worked closely with the FAA to start/add aircraft to operators
specifications.
1/1998 to 2/1999
Fine Air Miami, FL
Director of Special Projects
Coordinated the maintenance and inspection departments in obtaining procedures to operate the L-1011 aircraft into the Fine Air fleet.
Worked exclusively with the FAA and Fine Air management to obtain the "OPS SPECS" for the L-1011 into the Fine Air fleet.

2/1993 to 3/1999
Guyana Airways Georgetown, Guyana
Quality Control Engineer
Ensured compliance with FAR 129 operations with the FAA and British CAA. Coordinated maintenance functions with the Leaser and the Repair facility.

1/1996 to 1/1998
Milton Air Miami, FL
Director of Quality Control/Chief Inspector
Oversaw all inspection and maintenance training/records and operations in accordance with FAR 121, reporting directly to the General Manager. Served as Liaison with the FAA, manufacturers, repair agencies to comply with all required regulations.

10/1989 to 1/1996
Nacarri Aircraft Miami, FL
Director of Quality Control/Chief Inspector
Supervised all operations for the Inspection Department, directing details of inspection standards, methods, and procedures used by the repair station to maintain compliance with FAA and Manufacturers specifications.
Director of Maintenance
Supervised inspection/maintenance of client aircraft, negotiating contracts/pricing and verifying all documentation for the finished work package.

4/1987 to 10/1989
International Air Leases Miami, FL
Director of Technical Administration
Monitored maintenance of IAL's leased fleet, consisting of 65 aircraft varying from DC-9's to B747's leased to operators worldwide.
Supervised aircraft inspections/records to determine purchase value.
Performed quality inspections with repair agencies worldwide for the maintenance to be performed on IAL's unleased aircraft.

Transworld Airlines Kansas City, Missouri
Manager of Maintenance Contracts
Worked with Maintenance Customers for TWA on the worked to be performed by TWA to comply with regulations and customers aircraft maintenance programs.

EDUCATIONAL BACKGROUND
Kansas City Community College Kansas City, Mo.
2 years in Business Administration
Additional Training
Technical classroom and training seminars with Transworld Airlines, Boeing Aircraft, Pratt & Whitney
BOSTON-MAINE AIRWAYS CORP.
DOT Fitness Information Questionnaire

NOTE: This questionnaire will be submitted to the DOT in connection with BMAC's DOT certificate application. Please answer all questions, with a more detailed explanation where requested, sign and date the form, and return it to Nat Breed at Zuckert Scoutt & Rasenberger via teletypewriter (202/342-0683) or air express service (888 17th Street, N.W., Washington, D.C. 20006). Please indicate if you desire for any part of your response to be kept confidential.

1. Please state your name and residence address:
   John R. Butler
   2912 Highland View Circle
   Clermont, Florida 34711

2. Title or Position with Company:
   Vice President of Maintenance

3. Number and type of shares of Company stock owned, or to be acquired, if any:
   None

4. Current Position, Business Address and Telephone: (complete only if you are not currently employed on a full-time basis by the Company)

5. Are you a citizen of the United States? Yes ___ No ___

6. If you are not a U.S. citizen, please indicate your nationality and current immigration status
7. Are you currently an officer, director or major shareholder (5 percent or more of the
total stock), or do you have any other significant interest in, any other air carrier,
foreign air carrier, common carrier, person substantially engaged in the business of
aeronautics, or person whose principal business is the ownership or control of any such
transportation or aeronautic activity? Yes ___ No ___

(If your answer is “yes”, please provide detailed information relating to each such
relationship or interest in the space provided in Attachment A to this questionnaire).

8. Have you held, in the past, any position with any U.S. or foreign air carrier, or other
aviation-related business? Yes ___ No ___

(If “yes”, please provide information regarding all positions held, with dates of
employment and responsibilities, and any other relevant information, on Attachment A,
or attach a copy of a recent resume to this Questionnaire).

9. Are you the subject of any pending legal action, or outstanding judgment, involving a
claim in excess of $5,000? Yes ___ No ___

(If “yes”, please provide date and amount of each claim or judgment, and the name of
each claimant or judgment creditor, in the space provided in Attachment A).

10. Are you the subject of any pending legal action, or outstanding judgment, involving a
claim of less than $5,000? Yes ___ No ___

(If “yes”, please supply the total number and aggregate amount of all claims and/or
judgments outstanding against you in the space provided in Attachment A).

11. Have you been the subject of a formal complaint or enforcement investigation by the
DOT or the FAA regarding compliance with the Federal Aviation Act of 1958, or any
order, rule, regulation or other requirement issued pursuant to the Act, during the past
five (5) years? Yes ___ No ___

(If “Yes”, describe each complaint, and indicate the current status or final disposition
of each complaint in the space provided in Attachment A).

12. Have you been charged with any unfair or deceptive or anticompetitive business
practices, or any fraud, felony or antitrust violation, during the past ten (10) years?
Yes ___ No ___

(If “yes”, please describe, and indicate the disposition or current status of each
proceeding in the space provided in Attachment A).
13. Have you been involved in any aircraft accident or incident during the past year, or in the past and which remains the subject of an open investigation by the IAA, NTSB or the Company?

Yes ___ No _X_

(If "yes", please state the date and other details, including the status of any pending investigations, in the space provided in Attachment A).

Signature

John R. Butler
Printed Name

1/25/06

Date

Attachments

657282
DOT Fitness Questionnaire - Detailed Responses:

Name of Person Responding:  John R. Butler

Question No.  Detailed Response

8  See attached resume
Kurt A. Lugar

Experience

2005-Present  Boston-Maine / PanAm Airways
Orlando-Sanford, FL
Aircraft Type: B727, J3100, C212.
Ratings: Receiving Insp., AWR
Manager, Maintenance Control and Planning (Jan 2005 – Present)
- Coordinate all Routine & Non-Routine Maintenance activity for company aircraft. Plan & Develop work
  orders for compliance of required maintenance and inspection on company aircraft.

Orlando-Sanford, FL
Aircraft Type: MD88, DC9.
Ratings: AWR, RII, Eng-Run / Taxi
Contract Technical Representative / Consultant (P/T) (Dec 2004 – Present)
- Implement Storage Program and Maintain Southeast Airlines (ceased operations) Aircraft.
- Act as Liaison between Customer and Aviation Authority / FAA.

2003-2004  Southeast Airlines
Orlando-Sanford, FL
Aircraft Type: MD-81/82/88, DC9.
Ratings: Inspector, RII & Receiving, AWR, RII, Eng-Run / Taxi.
- Supervise daily maintenance operations and coordinate manpower/material requirements.
- Accomplish Maintenance / Inspection work assignments per approved procedures.
- Manage station stock items; handle repairs, and other "stores" related functions.
- Ensure all maintenance documentation is accurate and submitted in a timely manner.

Atlantic City, NJ - Orlando, FL
Aircraft Type: MD-81/82/83/87/88, DC9-20/30/50, CV580.
Ratings: Inspector, RII & Receiving, AWR, Eng-Run / Taxi, Instructor certified for all ratings held.
Maintenance Manager, MCO (Sep 2001- Apr 2002)
- Accomplish - Supervise Maintenance / Inspection work assignments per approved procedures.
Regional Maintenance Manager (1995- Sep 2001)
- Set up-Managed Maintenance-Inspection operations at 6 Line Maintenance bases consisting of 6
  supervisors and 52 mechanics - inspectors. Select, hire, and train employees per approved procedures.
- Accomplished Internal and External audits of both stations and vendors.
- Developed annual operating budgets and cost analysis. Prepared capital expenditures requests for
  station equipment and tooling. Approve / submit all invoices for payment.
- Ensure Technical Data, Tooling, and Materials comply with approved standards / procedures.
- Active CASS Board associate member.
- Prepare bi-weekly payroll reports and maintain employee files for region.
- Supervise daily maintenance operations and coordinate manpower/material requirements at MCO base.
- Prepare Monthly reliability / production reports.
- Accomplish-Supervise Maintenance / Inspection work assignments per approved procedures.
- Accomplished Internal and External audits of both stations and vendors.
- QA Technical Representative for Heavy Maintenance visits. Approved all work performed, purchased all
  materials required, and reconciled all invoices.
1994-1999 Express One / Carnival / Allegro / Kiwi / JetTrain Orlando, FL
Aircraft Type: A300, B727, B737, DC9, DC10, MD80.
Ratings: AWR, RII, Eng-Run / Taxi.
**Line Maintenance Mechanic (Casual – PIT)**
- Performed On-Call and scheduled Line Maintenance services.

1991-1993 Express One / Trump Shuttle / USAir Atlantic City, NJ
Aircraft Type: B727, B737, DC9, MD80.
Ratings: AWR, Eng-Run / Taxi.
**Line Maintenance Mechanic (Casual – PIT)**
- Performed On-Call and scheduled Line Maintenance services.

1990-1991 Jettall Holdings, Corp. Seattle, WA
Aircraft Type: CV580
Ratings: AWR, RII, Eng-Run / Taxi.
**Lead Mechanic**
- Accomplished Line Maintenance / Inspection work assignments per approved procedures.

1989-1990 Westates Airlines Oakland, CA
Aircraft Type: CV580
Ratings: AWR, RII, Eng-Run / Taxi
**Lead Mechanic**
- Accomplished Line Maintenance / Inspection work assignments per approved procedures.
- Purchased station stock items, handled repairs, and other “stores” related functions.

1988-1989 Laredo Air / American Air Freight Laredo, TX
**Aircraft Mechanic**
- Accomplished Hangar - Line Maintenance / Inspection work assignments per approved procedures.

**Formal Training**
- F.A.A. A.M.S. Suspected Unapproved Parts.
- T.S.C.C. Aircraft Reliability Programs MSG-3.
- Ford & Harrison Employee Diversity and Harassment Seminar.
- American Airlines MD80 Avionics Systems.
- Lloyd Aviation DC9 Avionics Systems.
- Lloyd Aviation DC9 Aircraft Systems Maintenance.
- Charter One DC9 Airframe and Systems.
- USAir Express Out-Station Procedures.
- Jet Engine Training of Dallas Allison 501D-13
NOTE: This questionnaire will be submitted to the DOT in connection with BMAC’s DOT certificate application. Please answer all questions, with a more detailed explanation where requested, sign and date the form, and return it to Nat Breed at Zuckert Scott & Rasenberger via telecopier (202/342-0683) or air express service (888 17th Street, N.W., Washington, D.C. 20006). Please indicate if you desire for any part of your response to be kept confidential.

1. Please state your name and residence address:

   Kurt A. Lugar

   13307 Lake Mary Jane Rd. / Orlando / FL / 32832

2. Title or Position with Company:
   Chief Inspector

3. Number and type of shares of Company stock owned, or to be acquired, if any:
   None

4. Current Position, Business Address and Telephone: (complete only if you are not currently employed on a full-time basis by the Company)

5. Are you a citizen of the United States? Yes X No ___

6. If you are not a U.S. citizen, please indicate your nationality and current immigration status
7. Are you currently an officer, director or major shareholder (5 percent or more of the total stock), or do you have any other significant interest in, any other air carrier, foreign air carrier, common carrier, person substantially engaged in the business of aeronautics, or person whose principal business is the ownership or control of any such transportation or aeronautic activity?  Yes ___ No X

(If your answer is “yes”, please provide detailed information relating to each such relationship or interest in the space provided in Attachment A to this questionnaire).

8. Have you held, in the past, any position with any U.S. or foreign air carrier, or other aviation-related business?  Yes X  No ___

(If “yes”, please provide information regarding all positions held, with dates of employment and responsibilities, and any other relevant information, on Attachment A, or attach a copy of a recent resume to this Questionnaire).

9. Are you the subject of any pending legal action, or outstanding judgment, involving a claim in excess of $5,000?  Yes ___  No X

(If “yes”, please provide date and amount of each claim or judgment, and the name of each claimant or judgment creditor, in the space provided in Attachment A).

10. Are you the subject of any pending legal action, or outstanding judgment, involving a claim of less than $5,000?  Yes ___  No X

(If “yes”, please supply the total number and aggregate amount of all claims and/or judgments outstanding against you in the space provided in Attachment A).

11. Have you been the subject of a formal complaint or enforcement investigation by the DOT or the FAA regarding compliance with the Federal Aviation Act of 1958, or any order, rule, regulation or other requirement issued pursuant to the Act, during the past five (5) years?  Yes ___  No X

(If “Yes”, describe each complaint, and indicate the current status or final disposition of each complaint in the space provided in Attachment A).

12. Have you been charged with any unfair or deceptive or anticompetitive business practices, or any fraud, felony or antitrust violation, during the past ten (10) years?  Yes ___  No X

(If “yes”, please describe, and indicate the disposition or current status of each proceeding in the space provided in Attachment A).
13. Have you been involved in any aircraft accident or incident during the past year, or in the past and which remains the subject of an open investigation by the FAA, NTSB or the Company?  

Yes  No X

(If "yes", please state the date and other details, including the status of any pending investigations, in the space provided in Attachment A).


Signature  01/25/2006

Date

Kurt A. Lugar

Printed Name

Attachments
657282
<table>
<thead>
<tr>
<th>Question No.</th>
<th>Detailed Response</th>
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</thead>
<tbody>
<tr>
<td>8</td>
<td>See resume</td>
</tr>
</tbody>
</table>
The State of New Hampshire

Rockingham COUNTY

Portsmouth District COURT

05-CV-0157 NO.

WRIT OF EXECUTION


TO THE SHERIFF OR DEPUTY SHERIFF OF ANY COUNTY:

The Plaintiff, whose address is C/O Niederman, Stanzel and Lindsey, 55 West Webster Street, Manchester, N. H. 03104 has recovered judgment against Defendant, whose address is Pan American Airline, Inc. and Boston-Maine Airways Corp. 14 Aviation Avenue, Portsmouth, N. H. 03801 on January 12, 2006, in the amount of 5920.83, as follows:

Judgment: 5711.60
Costs: 144.60
Interests: 64.63
TOTAL 5920.83

WE COMMAND you, therefore, that of the money, goods, chattels, lands, personal estate, property interest, right or credit of the said debtor, in your precinct, you cause to be levied and paid to the said creditor the aforesaid sums, with lawful interest thereon, and ____________ more for this writ and your own fees.

Make return of the writ within 90 days from this date.

WITNESS Hon. Sawako T. Gardner, Justice

this 23rd day of February, 2006
LETTER OF DEMAND

TO: Pan American Airlines, Inc / Boston Maine Airways / Fleet Bank

Attached is a true and attested copy of a WRIT OF EXECUTION that has been issued by the Rockingham County Portsmouth District Court Docket #05-CV-157

A WRIT OF EXECUTION is a court order directing the sheriff to enforce the judgement, which it has granted to the plaintiff(s) named below.

DEMAND is hereby MADE that you satisfy JUDGEMENT against you with a bank check, money order or cash (no personal checks accepted) made payable to:

Robert Half International, Inc

for the amount of $ 6,062.14


The plaintiff, and DELIVER to:

Rockingham County Sheriff's Department
101 North Road
Brentwood, NH 03833
Attn: Civil Division

When your check is received by this department, we will forward it along with the original WRIT OF EXECUTION, endorsed "satisfied in full", to the plaintiff, who must notify the court that the judgement against you has been satisfied.

DELIVER payment for the FULL AMOUNT within ten (10) days of today's date.

JUDGEMENT: 5,711.60
COSTS/TAX: 144.60
INTEREST: 64.63
ATT. FEES: 0.00 (court writ fee)
SUB TOTAL: 5,920.83
- PAYMENTS: 0.00
POUNDAGE: 75.21 Sheriff's fee
MILEAGE: 18.10 "
WRIT & COPY FEE: 48.00 "
REGISTRY FEE 0.00 "
TOTAL DUE: $6,062.14

Deputy: Billy Dawson
Date: 

101 North Road
Brentwood, New Hampshire 03833
TEL: (603) 679-2241
FAX: (603) 679-9474
The State of New Hampshire

Rockingham COUNTY

Portsmouth District COURT

WRIT OF EXECUTION

Robert Half International, Inc. V. Pan American Airlines, Inc. and Boston

PLAINTIFF

DEFENDANT

REIN Airways Corp.

TO THE SHERIFF OR DEPUTY SHERIFF OF ANY COUNTY:

The Plaintiff, whose address is: c/o Windham, Stansel and Lindsey, 53 West Webster Street, Manchester, N.H. 03104

has recovered judgment against Defendant, whose address is: Pan American Airlines, Inc. and Boston REIN Airways Corp., 14 Aviation Avenue, Portsmouth, N.H. 03801

on January 12, 2004 , in the amount of $920.83, as follows:

Judgment: $711.62

Costs: $144.60

Intrests: $84.63

TOTAL $920.83

WE COMMAND you, therefore, that of the money, goods, chattels, lands, personal estate, property interest, right or credit of the said debtor, in your precinct, you cause to be levied and paid to the said creditor the aforesaid sums, with lawful interest thereon, and ______ more for this writ and your own fees.

Make return of the writ within 90 days from this date.

WITNESS, Hon. Lazaro T. Gardner, Justice

this 23rd day of February, 2006

[Seal]

A TRUE COPY ATX

1 ACC-376-045 (201)
THE STATE OF NEW HAMPSHIRE

Docket Number: 05-CV-0157

Robert Half International Inc.

v.

Pan American Airlines, Inc. And Boston-Maine Airways Corp.

AFFIDAVIT OF DAMAGES

The undersigned, being duly sworn, respectfully says as follows:

1. I am the plaintiff in the above matter, or a duly authorized agent for the same.

2. Plaintiff is:
   ___ A. A limited liability company organized and existing under the laws of:
   ___ B. A corporation organized and existing under the laws of: Delaware
   ___ C. A registered tradename used by: ________________

   ________________________________________________________________

   ___ D. An unregistered tradename used by: ________________________

   ________________________________________________________________

   ___ E. An individual residing at _________________________________

3. The plaintiff obtained default judgment on or about ____________________

4. The plaintiff has been damaged as a result of:
   ___ Goods and services provided which have not been paid for to date.
   ___ Defendant's default in accordance with the terms of a Promissory Note.
   ___ Defendant's default in accordance with the terms of a Lease Agreement.
   ___ Defendant's default in accordance with the terms of a Personal Guarantee of the debt.
   ___ Defendant's default in accordance with the terms of a Reserve Agreement.
A judgment obtained by plaintiff in the State of ____________________________.

Insurance Subrogation

Defendant's default in payments of a credit card.

Other: ____________________________

5. According to the books and records of the plaintiff, the plaintiff has been damaged in the amount of $5,711.60, plus costs of $144.60 and interest of $35.00 as appears on the annexed Taxation of Costs Form (which is incorporated herein by reference). Pursuant to the enclosed agreement, attorney's fees are taxed in the amount of $ __________.

Dated: 12/21/05

Signature of Affiant

State of California

County of Alameda

Then personally appeared the fore-mentioned Karen Lina on this 21st day of December, 2005 before me who stated under oath that the foregoing is true and accurate to the best of his/her knowledge and belief.

CHERYL L. HICKS
Commission # 1452621
Notary Public - California
Stanislaus County

Notary Public - Justice of the Peace

THIS AFFIDAVIT OF DAMAGES IS BEING FILED SEEKING THE ENTRY OF FINAL JUDGMENT. YOU ARE HEREBY NOTIFIED THAT SHOULD YOU WISH TO FILE A RESPONSE WITH REGARD TO THIS AFFIDAVIT, YOU MAY DO SO WITH THE COURT WITHIN TEN (10) DAYS OF THE DATE OF THIS AFFIDAVIT. IF YOU FAIL TO DO SO, THE COURT MAY ENTER FINAL JUDGMENT AGAINST YOU.

I hereby certify that a copy of the foregoing Affidavit of Damages has this 30 day of December, 2005 been sent to the defendant.

Jay M. Niederman
# TAXATION OF COSTS

Robert Half International Inc. v Pan American Airlines, Inc & Boston-Maine Airways Corp.

DOCKET NUMBER 05-CV-0157

## AMOUNT OF JUDGMENT

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<tr>
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<td>Petition for Weekly Payment Hearing</td>
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<td>Attorney's Fee</td>
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I hereby certify that a copy of the foregoing Taxation of Costs has this 30th day of December, 05 been sent to the defendant.

[Signature]

Jay M. Niederman
Applications of

BOSTON-MAINE AIRWAYS CORP.

for issuance of new or amended certificates of public convenience and necessity pursuant to 49 U.S.C. 41102 (Interstate and Foreign Large-Aircraft Operations)

Docket OST-00-7668 and Docket OST-03-14985

SUPPLEMENT NO. 1 TO RESPONSE OF BOSTON-MAINE AIRWAYS CORP.
TO REQUEST FOR UPDATED FITNESS INFORMATION

Communications with respect to this document should be sent to:

Robert B. Culliford
Senior Vice President and General Counsel
BOSTON-MAINE AIRWAYS CORP.
Pease International Tradeport
14 Aviation Avenue
(603) 766-2002 (tel)
(603) 766-2094 (fax)
rculliford@flypanam.com

Nathaniel P. Breed, Jr.
ZUCKERT SCOUTT & RASENBERGER, L.L.P.
888 17TH Street N.W., Suite 700
Washington DC 20006-3309
(202) 298-8660 (tel)
(202) 342-0683 (fax)
npbreed@zsrlaw.com

Attorneys for
BOSTON-MAINE AIRWAYS CORP.

April 24, 2006