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BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.

DEPT. OF TRANSPORTATION
DOCKET SECTION

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Application of)
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PAN AMERICAN AIRWAYS, INC.)
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for a certificate of Public Convenience)
and Necessity under 49 U. S.C. 41102 to)
engage in interstate scheduled air)
transportation)

DOCKET OST-96-1211 - 4

SUPPLEMENT NO. 2 TO APPLICATION
OF PAN AMERICAN AIRWAYS, INC.

Communications with respect to this document should be sent to:

Martin R. Shugrue, Jr.
President & Chief
Executive Officer
PAN AMERICAN AIRWAYS, I-NC.
9300 N.W. 36th Street
Miami, FL 33178

Berl Bernhard
William C. Evans
John R. Mietus, Jr.
VERNER, LIIPFERT, BERNHARD,
McPHERSON AND HAND, CHARTERED
901 15th Street, N.W.
Washington, D.C. 20005
(202) 371-6000
Attorneys for
PAN AMERICAN AIRWAYS, INC.

April 22, 1996

23 pgs.

BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.

| | | |
|---|---|--------------------|
| Application of |) | |
| |) | |
| PAN AMERICAN AIRWAYS, INC. |) | |
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| for a certificate of Public Convenience |) | DOCKET OST-96-1211 |
| and Necessity under 49 U. S.C. 41102 to |) | |
| engage in interstate scheduled air |) | |
| transportation |) | |

SUPPLEMENT NO. 2 TO APPLICATION
OF PAN AMERICAN AIRWAYS, INC.

Pan American Airways, Inc. ("Pan Am") respectfully supplements its application, filed March 29, 1996, for a certificate of public convenience and necessity.

1. Pan Am has named additional officers and technical personnel. Brief biographical information is provided below, and the addition of these management personnel does not alter the compliance information provided in sections 1, m, o, p, and q of Exhibit 1 to the Application. Resumes for Pan Am's Managing Directors of Quality Control (Chief Inspector) (Mr. Shroyer, previously identified), Safety, and Maintenance and its Chief Pilot (all identified below) are attached hereto as Exhibit 11.

William T. Elio, Vice President Passenger Services and Cargo, U.S. citizen. Mr. Elio holds no Pan Am Parent stock. Mr. Elio is an airline executive with over 25 years of expertise in station operations, passenger services, air freight, sales and marketing at the former Pan American World Airways (1968- 1991, including service as Managing Director - Field Service, responsible for station operations at 127 stations in 52 countries, from 1987 to 1991) and Continental Airlines, where he served as Vice President - Latin America Division from 1991 to 1993. He is President of W.U.S., Inc., a Vermont retail and service corporation and recently served as General Manager - Miami Airport for America Central Corp., which represents foreign airlines, and as Vice President Administration and Operations for Kendall Marketing Associates, a firm specializing in travel award programs.

John D. MacDonald, Managing Director, Safety. Mr. MacDonald, a U.S. citizen, holds no shares of Pan Am Parent stock. Mr. MacDonald has over three decades of experience in all aspects of commercial airline operations, management, and compliance. After serving in the Air Force, he began his airline career at Riddle Airlines (1955-1963) and held managerial and officer positions at Saturn Airways (1963-67), Modern Air Transport (1967-72), Southern Air Transport (1972-74), **TransAmerica** Airlines (1974- 1978) and Arrow Air/Capitol Air (1982-84). He has managed and directed the startup of two airlines -- Air Berlin (1979-81), which he co-founded, and Trans International Airlines (1984-89). Since 1989 he has acted as a consultant (Av-Mac, Inc.) to airline management, working with carriers such as Virgin Atlantic.

Jodhi Vallippan, Managing Director, Maintenance, U.S. citizen. Mr. Vallippan has over 30 years' experience in aviation and commercial **aircraft** maintenance. He began his career in 1963 as an engine quality control inspector at Aerodex of Miami (1963-66), served in the Air Force from 1966 to 1977 in engine maintenance, and held positions of increasing responsibility at Pan American World Airways (Singapore maintenance supervisor 1971-72), KLM Royal Dutch Airlines (Singapore station engineer 1972-77), Air Florida (Manager of Maintenance 1977-1980, Director of Maintenance 1980-84), and Arrow Air (Director of Maintenance 1984). In 1984 he was named Midway Airlines' Vice President of Maintenance and Engineering, a position he held until 1988, when he was appointed Technical Engineer - Special Projects (1988-91) after a corporate reorganization. From 1991 to 1995 he acted as a consultant on **aircraft** maintenance and evaluation. He joined Laker Airways, Inc. in October 1995 as Director of Maintenance and recently resigned from Laker to join Pan Am.

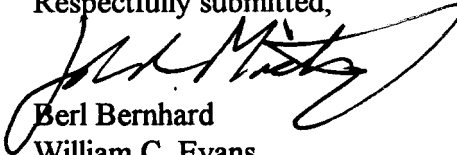
Mr. Valliappan holds FAA Airframe & Powerplant license #1661688. He holds no shares of Pan Am Parent stock.

Walter W. Dukiet, Jr., Chief Pilot, U.S. citizen. Mr. Dukiet holds no shares of Pan Am Parent stock. He began his aviation career in 1963 as a Naval aviator after graduating from the Naval Academy and retired as a Captain, U.S. Naval Reserve in 1988. Since retiring from active duty he has flown for several airlines, including Eastern Airlines (1973- 1991), Saturn Airways (1974-75), **AirLanka** (1992-1994), **Sunbird** Airways (1994), a start-up carrier for which he served as Chief Pilot, and **APA** International Air (1994-present). He has logged over 15,000 hours flight time on a variety of aircraft, including the A300, L- 10 11, B-727, and **L-188/P-3**, and holds FAA Air Transport Pilot certificate # 1895725.

2. Pan Am intends to commence and increase its flight operations in three phases. To clarify Pan Am's operating proposal, Exhibit 12 identifies the markets Pan Am intends to serve in its first year of operations (phases 1 and 2) and corresponding operating statistics (weekly

departures and total available seats, block hours, and aircraft miles) to support the financial projections provided with the original application. Similar supporting statistics for Pan Am's proposed, second-year operations (phase 3) have been provided separately, under seal, and accompanied with a motion for confidential treatment as Confidential Exhibit 4.

Respectfully submitted,



John R. Mietus, Jr.

William C. Evans

John R. Mietus, Jr.

VERNER, LIIPFERT, BERNHARD,

McPHERSON AND HAND, CHARTERED

901 15th Street, N.W.

Washington, D.C. 20005

(202) 371-6000

Attorneys for

PAN AMERICAN AIRWAYS, INC.

April 22, 1996

PAN AMERICAN AIRWAYS, INC.
INDEX TO EXHIBITS FILED WITH SUPPLEMENT NO. 2 TO APPLICATION
APRIL 22, 1996

| <u>Exhibit</u> | <u>Description</u> |
|----------------|---|
| 11 | Resumes for Messrs. Dukiet, MacDonald, Shroyer, and Valliappan |
| 12 | Operating Statistics (for first year of operations) |

INDEX TO CONFIDENTIAL EXHIBITS FILED
APRIL 22, 1996

| <u>Confidential Exhibit</u> | <u>Description</u> |
|---------------------------------|--|
| 4 | Confidential Operating Statistics for Operating Year 2 |

PAN AMERICAN AIRWAYS, INC.

EXHIBIT 11

RESUMES FOR MESSRS. DUKIET, MACDONALD, SHROYER AND VALLIAPPAN

RESUME OF QUALIFICATIONS

JAMES S. SHROYER

**7454 SW 167th Street
Miami Fl. 33157**

305-255-3149

OBJECTIVE

Desire to broaden my horizons and maintain a senior management position. Position must involve a high degree of responsibility, challenge, creativity and people sensitive leadership.

SUMMARY OF ACCOMPLISHMENTS AND RESPONSIBILITIES

Started as an airline fleet service helper with a high school diploma. Progressed to the current position, by strength of hard work, self-paid education and a dedication to the job and a determination to succeed. Currently hold a dual major Masters degree in Business & Management. Highly detailed technical and administrative background as follows: aircraft/engine maintenance (11 years); engineering (5 years); maintenance related management (6 years) and executive management/company officer (10 years).

POTENTIAL

Proven strong managerial and organizational capabilities. Extensive experience in interfacing with people at all levels, within the organization and the community. Ability to generate positive bottom line performance. Recognized reputation for developing successful relationships with the various regulatory agencies. History of developing effective solutions to both employee and financial difficulties.

EDUCATION

| <u>Date</u> | <u>School/Organization</u> | <u>Degrees/Certificates</u> |
|--------------------|---|--|
| 1977 | Webster University St. Louis. MO | MA-Management/Business Administration |
| 1975 | Park College Parkville. MO | BA - Economics/Business Administration |
| 1975 | Maple Woods Comm. College Kansas City, MO. | Accounting Certificate A.A.S.-Business Administration |
| 1969 | Federal Aviation Administration | Jr./Sr. Air Traffic Controller Rating # 1973663 |
| 1967 | Aero Mechanics School Kansas City, MO | Airframe/Powerplant License # 1692772 |

EMPLOYMENT HISTORY

| | | |
|-------------------|--|---|
| 1/96- Present | SABRETECH, INC. | DIRECTOR - QUALITY CONTROL |
| | Responsible for overall Quality Control at the Miami facility. Accountable for the Inspection department, training, technical records control, technical publications, and all internal and external surveillance/auditing aspects of the company. | |
| 1193 - Ongoing | SHROYER 8 ASSOCIATES MANAGEMENT CONSULTANTS | PRINCIPAL |
| | Providing detailed management direction for start up carriers and repair stations for both Maintenance and Operations organizations. Assuring that all aspects meet corporate objectives and are in compliance with regulatory guidelines. | |
| | Independence Air Inc. : Vice President - Maintenance & Engineering Great Western Air : Vice President - Maintenance & Engineering SAT Airlines : Technical Representative Transtar Airlines : Director - Maintenance AirSouth : Technical Representative | |
| 10194 - 4/95 | COMMODORE AVIATION | DIRECTOR - PLANNING & SCHEDULING |
| | Provide short and long range hangar planing. Pricing for all activities. Preparation and flowing of all work packages. Daily performance tracking and corrective actions. Customer interface, project mangement and facility utilization | |

EMPLOYMENT HISTORY (Continued)

**12/91 - 1/93 SUN COUNTRY AIRLINES VICE PRESIDENT
 MAINTENANCE & ENGINEERING**

Responsible for management and direction of all aspects of the maintenance and engineering organizations, including budgeting, monitoring and controlling all costs, coordination and communication of departmental activities, maintaining a dynamic organization and assuring compliance to all Corporate and Government regulations.

**6/90 - 12/91 EASTERN AIRLINES STAFF VICE PRESIDENT
 ENGINEERING & QUALITY**

Responsible for the direction/performance of the technical engineering function including structures, powerplant, systems, avionics, electrical, operational, project, interiors, test equipment and components. Retained the responsibilities previously required as the Staff VP, Procedural Compliance.

**8/89 - 6/90 STAFF VICE PRESIDENT
 PROCEDURAL COMPLIANCE**

Coordinated the redirection of overall compliance. In charge of Quality Assurance, Quality Control, Technical Publication, Reproduction & Distribution, Aircraft, Component and Engine Records, Aircraft Maintenance Programs and Reliability.

**7/87 - 8/89 DIRECTOR - PRODUCTION
 CONTROL**

Responsible for forecasting/scheduling all maintenance activities, engineering modifications, aircraft routing of 280 aircraft, including OWC (overnight workload control), development and control of all routine work documents, hangar planning at the overhaul facility, component shop planning and computer support for the M&E division.

**9/86 - 7/87 PACIFIC SOUTHWEST AIRLINES DIRECTOR - MAINTENANCE
 PLANNING, PROGRAMS &
 SCHEDULING**

Directed the development of innovative/effective maintenance plans, considering manpower, material, facilities and equipment. Prepared, reviewed and revised the various maintenance programs. Implement the plans and programs through efficient scheduling. Developed and controlled the maintenance program for the MD80, DC9, and BAE-146-I 00,-200 aircraft/engines.

EMPLOYMENT HISTORY (Continued)

12/83 - 9/86 TRANS WORLD AIRLINES

**MANAGER - AIRCRAFT
MAINTENANCE PROGRAMS**

Sustained essential maintenance support service by directing the development, preparation, scheduling and distribution of all work instructions for airframe, component and powerplant modifications for system wide usage. Managed the established, review, maintenance and control of all Time Controlled unit inventories, modification records and accomplishment records. Directed the operation of the MOC group, providing around the clock support for records control.

12/79 - 12/83

**SUPERVISOR, TECHNICAL
INFORMATION SUPPORT**

Managed the staff in the preparation, maintenance, revision and control of all technical/administrative manuals used by the M&E division. Upgrade the procedure/equipment to the current state-of-the-art systems. Maintained all manuals in accordance with **ATA** Specification 100 and 200. Represented TWA in all **ATA** forums on Technical documentation.

8/79 - 12/79

**PROJECT ENGINEER - RELIABILITY
CONTROL ANALYSIS**

Developed format and maintained the **TWA** Operations Specification and Maintenance Operations Control Indexes. Prepared and presented seminars on the various Reliability Programs and control processes used at WA. Served on several Industry Steering Committees including Chairman of the MSG-3 Airframe/Components group.

8/64 - 8/79

VARIOUS POSITIONS

Some of the positions held were Master Engineer - Reliability, Senior Engineer - Industrial Engineering, Mechanic and Fleet Service Helper.

**1970 - 1906 MAPLE WOODS COMMUNITY
COLLEGE**

INSTRUCTOR

Developed and presented traditional classroom courses in Business, Personnel Management, Introduction to Business on an evening and weekend basis. Provided various tailored seminars to corporations based upon their operational or administrative requirements.

EMPLOYMENT HISTORY (Continued)

4/67 - 4/70 US ARMY

**AIR TRAFFIC CONTROL
CONTROLLER, SUPERVISOR,
INSTRUCTOR**

Responsible for providing the orderly collision free flow of airborne flights and ground movement. Supervision of three or more subordinate controllers in a VFR tower operation. Instructor in classroom, VFR Tower and **GCA/radar** control activities

ORGANIZATIONS

Wings Club and Boy **Scouts** of America

References will be provided upon request.

1967 to 1972

MODERN AIR TRANSPORT

• West Berlin, Germany

Senior Vice-President / General Manager

Initiated and developed the first scheduled service on the **Berlin-Saarbrücken** sector . . . acquired, developed, and directed all European charter activities . . . conducted all corporate and operational negotiations involving international aviation activities with foreign governments . . . reported directly to the President and CEO . . . member of the Board of Directors.

1963 to 1967

SATURN AIRWAYS

• Europe

Senior Vice President

1955 to 1963

RIDDLE AIRLINES, INC.

- Miami / Berlin / Far East

Assistant Senior Vice-President (1961-63)

General Service Manager (**1960-61**)

Superintendent Flight Operations (**1959-60**)

MILITARY SERVICE

United States Air **Force**

1951 to 1955

LANGUAGES

Fluent in German and Spanish.

Working knowledge of French and Italian.

EDUCATIONAL BACKGROUND

UNIVERSITY OF SANTO DOMINGO

Dominican Republic

Bachelor of Business Administration Degree Program

Walter William Duklet, Jr.
12 Wilkinson Road
Randolph, N J 07869
Tel: (201) 927-7517
Fax: (201) 984-g-

Experience:

- 9194 - Present **APA International Air** - Captain, A-300 and L-101 1
International passenger operations - scheduled service
- 6/94 - 8/94 **Sunbird Airways** - Chid Pilot/Captain, B-727
Start-up airline - ceased operatio 8/94. Requalified on S-727
Flew corporate charter in Europe } 2-3 weeks
- 4/92 - 6/94 **AirLanka Ltd** - Co-Pilot, L-1014 (all models)
International scheduled service - F r East, Asia, Middle East,
Europe 4
- 3/73 - 1/91 **Eastern Airlines** - Captain, 0727, Check Airman and Management
Pilot - Scheduled service
- 8/74 - 3/75 **Saturn Airways** - Co-Pilot L-186
Scheduled and charter freight operations
- 6/63 - 8/88 **US Navy and US Naval Reserve** - US Naval Academy graduate,
Fleet Pilot, Admiral's Aide, F-3 Squadron Commander (VP-66)
Retired as Captain, 1988.

| <u>Flight Data:</u> | <u>Captain</u> | <u>F/O</u> | <u>S/O</u> | <u>T PICa I</u> | <u>Last Flight</u> | <u>Last</u> |
|---------------------|----------------|------------|------------|-----------------|--------------------|-------------|
| A-300 | 1126 | 1598 | 752 | 3476 | 3/4/96 | 12/29/95 |
| L-101 1 | 321 | 693 | 4822 | 5836 | 4/22/95 | 4/29/95 |
| B-727 | 506 | -0- | 248 | 754 | 10/14/94 | 8/3/94 |
| L-188/P-3 | 2480 | 2320 | 224 | 5024 | 1986 | 1986 |
| Totals | 4433 | 4611 | 6046 | 15090 | | |

Never had a violation, incident or accident. Never missed a trip.

Personal Information:

DOB 5/6/45 SS# 1 W-34-7304 us Passport # 090111134
 Height: 6'1" Weight: 215 lbs. Excellent Health, non-smoker
 Married, 2 children

References Furnished Upon Request

RESUME

JODHI VALLIAPPAN
15103 **TATENSHALL TRAIL**
FORT LAUDERDALE, FL 33331
(305) 434-9890

DATE OF BIRTH: FEBRUARY 5.1940
PLACE OF BIRTH: **KLANG, SELANGOR, MALAYSIA**
u S CITIZEN

EDUCATION: **ANGLO CHINESE HIGH SCHOOL, KLANG, MALAYSIA**
FAR EAST FLYING TRAINING SCHOOL
KAITAK AIRPORT - HONG KONG
(AERONAUTICAL SCIENCE)
EMBRY RIDDLE AERONAUTICAL INSTITUTE, DAYTONA, FL.
AIRFRAME AND POWER PLANT TECHNOLOGY

LICENSE: **DC-10, DC-9, DC-8 AND 747 TYPE CERTIFICATION FROM**
KLM ROYAL, DUTCH AIRLINE: LICENSE # A253-72
FAM COURSE 737 - 727
FM A & P LICENSE # 1661688

PROFESSIONAL EXPERIENCE:

OCT/1995-PRESENT DIRECTOR OF MAINTENANCE-LAKER AIRWAYS INC.
HELP SET UP FLAG AND DOMESTIC AIR CARRIER,
DC-10-30 OPERATION.

- 1) **EMPLOYED, TERMINATED, DISCIPLINED MAINTENANCE PERSONNEL.**
- 2) **MAINTAINED AN ADEQUATE STAFF OF QUALIFIED MECHANICS TO PERFORM MAINTENANCE, REPAIRS, AND MODIFICATIONS IN AN APPROVED MANNER.**
- 3) **MAINTAINED COMPANY AIRCRAFT IN AN AIRWORTHY CONDITION AT ALL TIMES, INCLUDING ALL MAINTENANCE, REPAIRS AND MODIFICATIONS PERFORMED.**
- 4) **MAINTAINED COMPANY AIRCRAFT AND ASSURED COMPLETE MAINTENANCE COVERAGE WHEN AIRCRAFT WERE OPERATING AT A LOCATION OTHER THAN COMPANY MAINTENANCE BASE.**
- 5) **REVIEWED, COORDINATED AND RESOLVED ALL PLANNED MAJOR REPAIRS OR MODIFICATIONS WITH INSPECTION DEPARTMENT.**
- 6) **MAINTAINED EFFECTIVE LIAISON AND RESOLVED ALL PLANNED MAJOR REPAIRS OR MODIFICATIONS WITH INSPECTION DEPARTMENT.**
- 7) **PERFORMED SUCH OTHER DUTIES AS MAY BE ASSIGNED TO ME BY THE PRESIDENT.**

**RESUME
JODHI VALLIAPPAN**

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8) **ASSURED** ADEQUATE SUPPLY OF PARTS **AND** EQUIPMENTS NECESSARY **FOR THE** OPERATION OF COMPANY AIRCRAFT **AND** GROUND SUPPORT EQUIPMENT.

9) SERVED AS VICE-CHAIRMAN OF CAS MONTHLY MEETING.

10) ASSEMBLED AND SIGNED FOR MAINTENANCE OPS SPECS PART DANDE.

1991-PRESENT**CONSULTANT - AIRCRAFT MAINTENANCE AND EVALUATION**

1) INSPECTION AND EVALUATION OF NEW AIRLINES SET UP FOR FAR PART 121, 125 AND 129 AIRCRAFT OPERATION.

2) MAINTENANCE PROGRAMS FOR FAR PART 121, 125 AND 129 AIRCRAFT OPERATION.

3) **GENERATE MAINTENANCE MANUALS AND SETTING UP** REPAIR STATIONS UNDER PART 145.

4j) PROVISIONS OF PARTS FOR NEW AIRLINE SET UP.

5) SET UP SYSTEM FOR AIRCRAFT QUALITY CONTROL AND RECORD KEEPING.

6) SET UP PERSONNEL INFRASTRUCTURE TO ACCOMMODATE MAINTENANCE PROGRAM.

7) **REVIEW** AND EVALUATE AIRCRAFT FOR LEASING COMPANIES AND BANK.

8) HELP SET UP AND EXERCISE ADMINISTRATIVE SUPERVISION OF ALL MAINTENANCE AND OPERATION FOR CAMBODIAN INTERNATIONAL AIRLINES INCLUDING STAFF FUNCTION, QUALITY ASSURANCE, ENGINEERING AND PLANNING, PURCHASING AND STORES FOR 727 -737 AIRCRAFT.

1988-NOV/91**MIDWAY AIRLINES**

UNDER THE MERGER, MIDWAY AIRLINES 1984 WITH MIDWAY AIRLINES CHICAGO WAS DESIGNATED AS:

TECHNICAL ENGINEER - SPECIAL PROJECTS

1) RESPONSIBLE FOR ALL THE PROJECTS SUCH AS CONVERSION AND MAJOR WORK SCOPE ON EFIS SYSTEM ON MD 87 AND MD 82 IN McDONNELL DOUGLAS FACTORY AS RESIDENT REP IN LONG BEACH, CALIFORNIA. UPGRADED LEASED AIRCRAFT TO BRING THEM TO 121 SPECIFICATIONS TO BE OPERATED BY MIDWAY AIRLINES MAINLY ALL B737 AIRCRAFT FROM EUROPE.

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JODHI VALLIAPPAN
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NOV/84-JULY/88

● **MIDWAY AIRLINES - VICE PRESIDENT OF MAINTENANCE AND ENGINEERING - 737 AND DC-9 AIRCRAFT.**

1) **RESPONSIBLE FOR THE ADMINISTRATION OF A GROUP OF THREE DIRECTORS WHO ARE RESPONSIBLE FOR APPROXIMATELY 367 EMPLOYEES (MECHANICS, LINE MAINTENANCE AND INSPECTORS) PERFORMING HEAVY MAINTENANCE AND MODIFICATIONS ON MIDWAY AIRLINES AIRCRAFT AND CUSTOMER AIRCRAFT.**

2) **COORDINATES MAJOR PROJECTS SUCH AS CONVERSION, REFURBISHING, PAINTING AND MAJOR WORK SCOPES ON 737 AND DC-9 AIRCRAFT. UPGRADING LEASED AIRCRAFT TO BRING THEM TO 121 SPECIFICATIONS TO BE OPERATED BY MIDWAY AIRLINES.**

3) **DIRECT ALL DEPARTMENTS WITHIN THE ORGANIZATION, ASSURING THAT ALL COMPANY PROCEDURES WILL BE ADHERED TO.**

4) **RESPONSIBLE FOR COORDINATING THOSE DEPARTMENT TO ENSURE A SMOOTH FUNCTIONING OPERATION.**

5) **EXERCISE ADMINISTRATIVE SUPERVISION OF ALL MAINTENANCE AND OPERATION STAFF FUNCTION, INCLUDING QUALITY ASSURANCE, ENGINEERING AND PLANNING, GOVERNMENTAL AGENCY LIAISON, PURCHASING, STORES, AND ACCOUNTING.**

FEB/84-OCT/84

ARROW AIR - DIRECTOR OF MAINTENANCE

1) **RESPONSIBLE FOR CONTINUED AIRWORTHINESS OF ARROW AIR'S FLEET OF DC-10, 707, AND DC-8 AIRCRAFT.**

2) **REVIEW OF MAINTENANCE DELAYS AND SYSTEM PROBLEMS AND SUGGEST IMPROVED MAINTENANCE PROCEDURES.**

3) **DIRECT PERSONNEL TO ESTABLISH AND PERFORM THE TRAINING OF MECHANICS, INSPECTORS AND RELATED MAINTENANCE PROCEDURES.**

4) **ESTABLISH DEPARTMENT WORK STANDARD, HOURS OF WORK AND SHIFT TO BE WORKED.**

OCT/80-FEB/84

AIR FLORIDA - DIRECTOR OF MAINTENANCE - DC-10, 737 AND 727

1) **DIRECTLY RESPONSIBLE FOR ALL PERSONNEL IN MAINTENANCE, SUPERVISE THE FUNCTION OF THE ENTIRE MAINTENANCE ORGANIZATION.**

2) **RESPONSIBLE FOR THE OVERHAUL OF AIRCRAFT AND THEIR COMPONENTS, ASSIST IN THE SELECTION OF ORGANIZATIONS TO ACCOMPLISH SAID WORK**

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3) **INITIATE AND SUPERVISE A SUITABLE MAINTENANCE TRAINING PROGRAM AND ENFORCE COMPLIANCE WITH THE PROGRAM THROUGH THE AID OF SUPERVISORY PERSONNEL.**

4) **RESPONSIBLE FOR THE "ON TIME" COMPLETION OF ALL MAINTENANCE SERVICE.**

5) **COORDINATE WITH MAINTENANCE FOREMAN, A & P MECHANICS, IN ORDER TO ACCOMPLISH WORK PROGRAM AS REQUIRED.**

6) **CONTINUALLY REVIEW THE OVERALL MAINTENANCE EFFORT TO ASSURE MAXIMUM SAFETY AND OPERATION EFFICIENCY AT A MINIMUM COST LEVEL.**

OCT/77-OCT/80

AIR FLORIDA - MANAGER OF MAINTENANCE - DC-10, DC-9, 737, 727

1) **ESTABLISH A DEPARTMENT AND STAFF ABLE TO PROVIDE THE MANPOWER FACILITIES, EQUIPMENT AND TOOLS NECESSARY TO ATTAIN THE GOALS ESTABLISHED FOR AIRCRAFT MAINTENANCE.**

2) **DIRECT STAFF TO ASSURE THAT THEY CARRY OUT ALL MAINTENANCE ACTIVITIES SAFELY, ON TIME WITHIN THE ALLOCATED COST.**

3) **MAINTENANCE TRAINING, MAINTENANCE OPERATION CONTROL, MAINTAIN INTERDEPARTMENTAL COORDINATION BETWEEN MAINTENANCE FUNCTION TO ENSURE AIRCRAFT COMMITMENTS.**

4) **RESPONSIBLE FOR CONTINUED AIRWORTHINESS OF AIR FLORIDA'S FLEET OF DC-10, 737 AND DC-9 AIRCRAFT.**

5) **PERFORMED ADDITIONAL DUTIES AS REQUIRED BY THE VICE PRESIDENT OF MAINTENANCE.**

FEB/72-AUG/77

KLM ROYAL DUTCH AIRLINES - STATION ENGINEER - SINGAPORE

1) **RESPONSIBLE FOR CONTINUED AIRWORTHINESS OF KLM, GARUDA AND UTA AIRCRAFT - 747, DC-10, AND DC-9.**

2) **PERFORMED ENGINE CHANGE AND REVIEW LOG BOOK ON ARRIVING AIRCRAFT TO DETERMINE ANY MAINTENANCE TO BE PERFORMED.**

3) **WAS TYPE-CERTIFIED ON McDONALD DOUGLAS DC-10, DC-9, AND DC-8; LICENSE # 82553-72, AND 747 BASIC FAM COURSE AT KLM, TRAINING CENTER IN SCHIPOL, NETHERLANDS.**

4) **SET UP WORK STANDARDS TO PERFORM MAINTENANCE ON ALL GROUND EQUIPMENTS.**

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5) MAINTAIN STOCKROOM TO **SUPPORT KSSU GROUP, ROTABLE AND AVIONIC POOL ITEMS.**

6) **RESPONSIBLE FOR MAINTENANCE TRAINING FOR LOCAL MECHANICS.**

JULY/71-FEB/72

**PAN AMERICAN WORLD AIRWAYS -
MAINTANANCE SUPERVISOR - SINGAPORE**

1) REVIEW LOG BOOKS ON ALL **ARRIVING AIRCRAFT AT THIS STATION AND DETERMINE ANY MAINTENANCE, IF REQUIRED.**

2) **PERFORM WALK AROUND INSPECTION OF ARRIVING AIRCRAFT.**

3) **SUPERVISE FUELING AS ACCOMPLISHED BY FUELERS AND ENSURE THAT FUELING WAS PERFORMED IN ACCORDANCE WITH PAN AM'S FUELING MANUAL.**

4) DIRECT ALL MAINTENANCE ACTIVITIES **PERFORMED BY CONTRACT LABOR TO ENSURE EFFICIENT UTILIZATION OF ASSIGNED PERSONNEL. QUALITY AND QUANTITY OF PRODUCTION.**

5) ENSURE THAT ALL RECORDS AND REPORTS REQUIRED BY MAINTENANCE WERE **MAINTAINED AND SENT AT APPROPRIATE TIME TO NEW YORK MAIN BASE.**

6) **AIRCRAFT WORKED ON WAS 747 AND 707.**

MAR/66-MAR/70

**U.S.A.F ENGINES SPECIALIST
A1E, A26, U10, H34, F4, C124 AND C135**

APR/63-MAR/66

**AERODEX, INC. . MIAMI INTERNATIONAL AIRPORT, FLORIDA
ENGINE QUALITY CONTROL INSPECTOR**

1) **PERFORMED INSPECTION AND CERTIFICATION OF FINAL ASSEMBLY OF 4360 AND 3350 ENGINES.**

PAN AMERICAN AIRWAYS, INC.

EXHIBIT 12

OPERATING STATISTICS (FOR FIRST YEAR OF OPERATIONS)

Pan American Airways, Inc.

Operating Statistics

| Market | Distance | Daily Flights | | Total Seats | | Total Block Hours | | Total Aircraft Miles | | Total Departures | |
|--------------------------|----------|---------------|-----------|-------------|-----------|-------------------|-----------------------------|----------------------|------------------|------------------|-----------|
| | | 7/96-3/97 | 4/97-6/97 | 7/96-3/97 | 4/97-6/97 | 7/96-3/97 | 4/97-6/97 | 7/96-3/97 | 4/97-6/97 | 7/96-3/97 | 4/97-6/97 |
| | | Phase 1 | Phase 2 | Phase 1 | Phase 2 | Phase 1 | Phase 2 | Phase 1 | Phase 2 | Phase 1 | Phase 2 |
| Months > | | 9 | 3 | 9 | 3 | 9 | 3 | 9 | 3 | 9 | 3 |
| Seats per Aircraft > | | | | 257 | 257 | | | | | | |
| NYC-SFO | 2578 | 2 | 2 | 140,708 | 46,903 | 2,998 | 999 | 1,411,455 | 470,485 | 548 | 183 |
| MIA-NYC | 1090 | 4 | 6 | 281,415 | 140,708 | 2,847 | 1,424 | 1,193,550 | 596,775 | 1,095 | 548 |
| LAX-NYC | 2467 | 2 | 2 | 140,708 | 46,903 | 2,920 | 973 | 1,350,683 | 450,228 | 548 | 183 |
| CHI-MIA | 1199 | | 2 | 0 | 46,903 | na | 516 | na | 218,818 | na | 183 |
| CHI-NYC | 737 | | 2 | 0 | 46,903 | na | 490 | na | 134,503 | na | 183 |
| Total by Phase Period | | 8 | 14 | 562,830 | 328,318 | 8,764.6 | 4,401.3 | 3,955,688 | 1,870,808 | 2,190 | 1,278 |
| Total by Operations Year | | | | 891,148 | | | 13,165.9 | | 5,826,495 | | 3,468 |
| | | | | | | | seats I aircraft | | 257 | | |
| | | | | | | | Available Seats Miles (000) | | 1,497,409 | | |

CERTIFICATE OF SERVICE

I hereby certify that I have, this 22nd day of April, 1996, caused the attached Supplement No. 2 to Application of Pan American Airways, Inc. to be served by first class mail, postage prepaid, on:

Mr. David R. Harrington
Manager, Air Transportation Division
Office of Flight Standards, AFS-200
Federal Aviation Administration
800 Independence Avenue, S. W.
Washington, D.C. 20591

Mr. Duke Briscoe
Acting Director of Airports
San Francisco Int'l. Airport
P.O. Box 8097
San Francisco, CA 94128

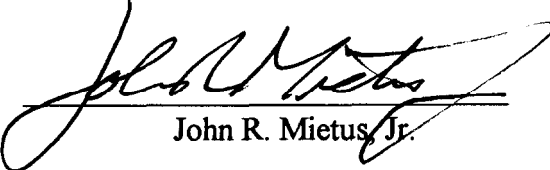
Mr. Robert J. Kelly
General Manager
JFK International Airport
Building 14, Second Floor
Jamaica, NY 11430

Commissioner of Aviation
City of Chicago
Dept. of Aviation
Chicago O'Hare Int'l. Airport
P.O. Box 66142
Chicago, IL 60666

Mr. Gerald K. Lee
Deputy Executive Director
City of Los Angeles
Department of Airports
P.O. Box 92216
Los Angeles, CA 90009-22 16

Dr. Herman Sulsona
Executive Director
Puerto Rico Ports Authority
GPO Box 362829
San Juan, PR 00936-2829

Mr. Gary **Dellapa**
Executive Director
Dade County Aviation Department
Miami International Airport
P.O. Box 592075
Miami, FL 33 159


John R. Mietus, Jr.