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DEPT. OF TRANSPORTATION
DOCKET SECTION

BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.

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Joint Application of)
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 UNITED AIR LINES, INC.)
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 and)
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 AIR CANADA)
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)
 under 49 U.S.C. §§41308 and 41309 for)
 approval of and antitrust immunity for)
 an expanded alliance agreement)

Docket OST-96-1434 - 20

SUPPLEMENTAL JOINT MOTION OF
UNITED AIR LINES, INC. AND AIR CANADA
FOR CONFIDENTIAL TREATMENT UNDER 14 CFR § 302.39

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DATED: July 9, 1997

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**BEFORE THE
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**SUPPLEMENTAL JOINT MOTION OF
UNITED AIR LINES, INC. AND AIR CANADA
FOR CONFIDENTIAL TREATMENT UNDER 14 CFR § 302.39**

By Order 97-6-30, the Department directed Air Canada and United Air Lines, Inc. ("United") to supply the Department with, among other things, documents which would bear on the role the Star Alliance might play in the United-Air Canada alliance. Pursuant to Ordering paragraph 5 (Order 97-6-30 at 33), United and Air Canada submitted documents pertaining to the Star Alliance sought by the Department. See Joint Motion of United Air Lines, Inc. and Air Canada for Confidential Treatment Under 14 CFR § 302.39, filed July 8, 1997 in this docket (hereinafter, the "Joint Motion").

In their Joint Motion, United and Air Canada sought confidential treatment of certain documents, including The Star Alliance License Agreement, dated as of November 7, 1996. Joint Motion at 2. That Agreement included three exhibits which were attached. The exhibits originally submitted with the Agreement

were, however, inadvertently filed in incomplete form. United and Air Canada now file this Supplemental Joint Motion to correct those exhibits. Therefore, United and Air Canada hereby request that the exhibits originally attached to The Star Alliance License Agreement (STAR 000020-STAR 000022) be replaced by the following:

- (a) Exhibit A;
- (b) Exhibit B; and
- (c) Exhibit C.

For the reasons stated in the Joint Motion, United and Air Canada move that these materials be withheld from public disclosure, pursuant to 14 CFR § 302.39 and 49 U.S.C. § 40115, and that access to these materials be limited to counsel and outside experts for interested parties who have filed confidentiality affidavits in this docket.

WHEREFORE, Air Canada and United hereby request that the above-described documents be substituted for those originally filed with the Department and that the Department withhold the confidential information filed concurrently herewith under seal

Supplemental Joint Motion of United and Air Canada
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from public disclosure as requested above, pursuant to 14 CFR §
302.39 and 49 U.S.C. § 40115.

Respectfully submitted,

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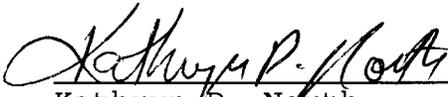
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DATED: July 9, 1997

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CERTIFICATE OF SERVICE

I hereby certify that I have this date served a copy of the foregoing Supplemental Joint Motion of United Air Lines, Inc. and Air Canada for Confidential Treatment Under 14 CFR 302.39 on all persons named on the attached Service List by causing a copy to be sent via first-class mail, postage prepaid.


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