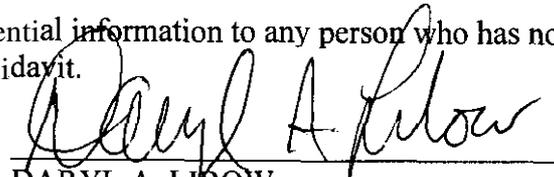


4. I will not disclose the confidential information to any person who has not executed and filed a valid confidentiality affidavit.

Date: May 22nd 1998


DARYL A. LIBOW

Subscribed and sworn to before me this 22nd of May, 1998

DAVIDcYOUNG
NOTARYPUBLIC/DISTRICT OF COLUMBIA
My Commission Expires September 30, 2000

BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.

DEPARTMENT OF TRANSPORTATION
98MAY 27 PM 2:52
DOCKET SECTION

Joint Application of)
)
AMERICAN AIRLINES, INC. and)
LINEA AEREA NACIONAL CHILE, S.A.)
(LAN CHILE)) Docket OST-97-3285
)
Under 49 U.S.C. Sections 41308 and 41309 for approval)
of and antitrust immunity for alliance agreement)
_____)
Application of)
)
LINEA AEREA NACIONAL CHILE, S.A.) Docket OST-97-2982
(LAN CHILE))
)
for an exemption under 49 U.S.C. Section 40109)
_____)

CONFIDENTIALITY AFFIDAVIT

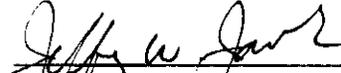
City of Washington)
) ss:
District of Columbia)

Jeffrey W. Jacobs, being duly sworn, states under oath:

1. I am Special Counsel with the law firm of Sullivan & Cromwell and counsel for British Airways Plc, the co-applicant in Docket OST-97-2058, Application of American Airlines, Inc. and British Airways Plc;
2. Pursuant to DOT Order 98-3-3 1, I am submitting this affidavit in order to review confidential materials from this proceeding that may be filed or referenced in Docket OST-97-2058;
3. I will use the confidential information only for the purpose of participating in Docket OST-97-2058; and

4. I will not disclose the confidential information to any person who has not executed and tiled a valid confidentiality affidavit.

Date: May 22, 1998



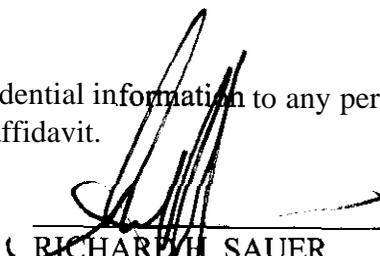
JEFFREY W. JACOBS

Subscribed and sworn to before me this 22nd day of May, 1998

DAVID C YOUNG
NOTARY PUBLIC DISTRICT OF COLUMBIA
My Commission Expires September 30, 2000

4. I will not disclose the confidential information to any person who has not executed and filed a valid confidentiality affidavit.

Date: May 22 1998


RICHARD H. SAUER

Subscribed and sworn to before me this 22 y o f May, 1998



My Commission Expires February 14, 2002

BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.

DEPARTMENT OF TRANSPORTATION

98 MAY 27 PM 2: 56

DOCKET SECTION

Joint Application of)
)
 AMERICAN AIRLINES, INC. and)
 LINEA AEREA NACIONAL CHILE, S.A.)
 (LAN CHILE)) Docket OST-97-3285
)
 Under 49 U.S.C. Sections 41308 and 41309 for approval)
 of and antitrust immunity for alliance agreement)
)
 Application of)
)
 LINEA AEREA NACIONAL CHILE, S.A.) Docket OST-97-2982
 (LAN CHILE))
)
 for an exemption under 49 U.S.C. Section 40109)
)

CONFIDENTIALITY AFFIDAVIT

City of Washington)
) ss:
 District of Columbia)

Bernard A. Joseph, being duly sworn, states under oath:

1. I am an associate with the law firm of Sullivan & Cromwell and counsel for British Airways Plc, the co-applicant in Docket OST-97-2058, Application of American Airlines, Inc. and British Airways Plc;

2. Pursuant to DOT Order 98-3-3 1, I am submitting this affidavit in order to review confidential materials from this proceeding that may be tiled or referenced in Docket OST-97-2058;

3. I will use the confidential information only for the purpose of participating in Docket OST-97-2058; and

4. I will not disclose the confidential information to any person who has not executed and tiled a valid confidentiality affidavit.

Date: May 27, 1998



BERNARD A. JOSEPH

Subscribed and sworn to before me this 27th day of May, 1998

DAVID C. YOUNG
NOTARY PUBLIC DISTRICT OF COLUMBIA
My Commission Expires September 30, 2000

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