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UNITED STATES OF AMERICA
DEPARTMENT OF TRANSPORTATION
OFFICE OF THE SECRETARY
WASHINGTON, D.C.

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Joint Application of

ALITALIA-LINEE AEREE ITALIANE-S.p.A.
KLM ROYAL DUTCH AIRLINES
NORTHWEST AIRLINES, INC.

for approval of and Antitrust Immunity for
Alliance Agreement pursuant to 49 U.S.C.
§§ 41308 and 41309

ORIGINAL

Docket OST-1999-5674 - 20

**AFFIDAVITS OF CONFIDENTIALITY FOR COUNSEL
FOR THE INDEPENDENT ASSOCIATION
OF
CONTINENTAL PILOTS**

Communications with respect to this document should be sent to:

Ernest E. Sowell, Esq.
General Counsel
Independent Ass'n of Cont. Pilots
15710 JFK Boulevard, Suite 250
Houston, TX 77032
(28 1) 987-3636

Roland P. Wilder, Jr.
BAPTISTE & WILDER, P.C.
1150 Connecticut Avenue, N.W.
Suite 500
Washington, D.C. 20036
(202) 223-0723

Dated: July 28, 1999

**UNITED STATES OF AMERICA
DEPARTMENT OF TRANSPORTATION
OFFICE OF THE SECRETARY
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Joint Application of)

ALITALIA-LINEE AEREE ITALIANE-S.p.A.)
KLM ROYAL DUTCH AIRLINES)
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Docket OST-1999-5674

for approval of and Antitrust Immunity for)
Alliance Agreement pursuant to **49** U.S.C.)
§§ **41308** and **41309**)

AFFIDAVIT OF CONFIDENTIALITY

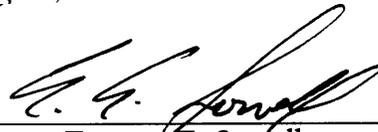
I, Eugene E. Sowell, of **15710** John F. Kennedy Boulevard, Houston, Texas **77032**, being duly sworn do hereby declare and state:

1. This affidavit is being filed to enable your affiant to examine documents accorded confidential treatment in the captioned matter, now and in the future, including those for which confidential treatment is being sought. I am counsel for the Independent Association of Continental Pilots which is an interested party by virtue of being the representative of pilots flying in the service of Continental Airlines, Inc.

2. The information I gain from examining confidential documents will be used by me only for the purpose of participating in this proceeding.

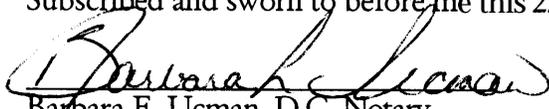
3. I will disclose information obtained from material accorded confidential status in this proceeding only to persons who have filed a valid affidavit in Docket OST-1999-5674.

Executed this 27 day of July **1999** in Washington, D.C.



Eugene E. Sowell

Subscribed and sworn to before me this 27th day of July, 1999.


Barbara E. Uzman, D.C. Notary,
My Commission Expires: 3/14/2003

CERTIFICATE OF SERVICE

I HEREBY CERTIFY on this 28th day of July, 1999, a copy of the foregoing Affidavit of Confidentiality was served by first class mail, postage prepaid, upon the following:

James W. Tello
Filler, Weller & Tello, PC.
117 N. Henry Street
Alexandria, VA 223 14-0784
(Counsel for Air Transport Int ' 1)

William H. Callaway, Jr.
Zuckert, Scoutt & Rasenberger, LLP
888 17th Street, N.W. Suite 600
Washington, DC 20006
(Counsel for Challenge Air Cargo)

Carl B. Nelson, Jr.
Associate General Counsel
American Airlines, Inc.
1101 17th Street, N.W
Suite 600
Washington, DC 20036

R. Bruce Keiner
Lorraine B. Halloway
Crowell & Moring, LLP
1001 Pennsylvania Avenue, N. W.
Washington, DC 20004-2595
(Counsel for Continental and Emery)

William G. Doherty
7337 W. Washington Street
Indianapolis, IN 4625 1-0609

Hershel Kamen
Staff Vice President,
International & Regulatory Affairs
Continental Airlines, Inc.
P.O. Box 4607 – HQSGV
Houston, TX 772 1 O-4607

John L. Richardson
Crispin & Brenner, P.L.L.C.
1100 New York Avenue, N.W.
Suite 850
Washington, DC 20005
(Counsel for Amerijet Int'l)

Robert E. Cohn
Shaw, Pittman, Potts, & Trowbridge
2300 N Street, N.W.
Washington, DC 20037
(Counsel for Delta Air Lines)

Allan W. Markam
2733 36th Street, NW
Washington, DC 20007- 1422
(Counsel for Arrow Air)

R. Tenney Johnson
2121 K Street, N.W.
Suite 800
Washington, DC 20037
(Counsel for DHL)

Williams C. Evans
Vemer, Liipfert, Bernhard, McPherson
and Hand, Chartered
901 15th Street, N.W., Suite 700
Washington, DC 20005
(Counsel for Atlas Air)

Tom Lydon
Director of Government Affairs
Evergreen Int'l, Inc.
1629 K Street, N. W.
Suite 301
Washington, DC 20006

Nathaniel P. Breed, Jr.
Shaw, Pittman, Potts & Trowbridge
2300 N Street, N.W.
Washington, D.C. 20037
(Counsel for Federal Express)

Marshall Sinick
Squire, Sanders & Dempsey
1201 Pennsylvania Avenue, N. W.
Suite 500
Washington, DC 20004
(Counsel for Florida West Int'l)

Moffett B. Roller
Roller & Bauer
1350 Eye Street, N.W., Suite 200
Washington, DC 20005
(Counsel for Gemini Air Cargo)

Robert P. Silverberg
Bagileo, Silverberg, & Goldman
1101 30th Street, N.W.
Suite 120
Washington, DC 20036
(Kitty Hawk International)

Robert Beckman
Bode & Beckman
1150 Connecticut Avenue, N. W.
Ninth Floor
Washington, DC 20036
(Laker Airways)

David Kirstein
Baker & Hostetler, LLP
1050 Connecticut Avenue, N. W.
Suite 1100
Washington, DC 20036
(Counsel for Northern Air Cargo)

Theodore I. Seamon
Hewes, Gelband, Lambert
& Dann, P.C.
1000 Potomac Street, N.W., Suite 300
Washington, DC 20007
(Counsel for Northern Air Cargo)

Jeffrey A. Manley
Kirkland & Ellis
655 15th Street, N.W.
Washington, DC 20005
(Counsel for United and Polar)

Pierre Murphy
One Westin Center
2445 M Street, N.W.
Suite 260
Washington, DC 20037
(Counsel for Fine Air & SAT)

Dennis N. Barnes
Morgan, Lewis & Bockius
1800 M Street, N. W.
Suite 600N
Washington, DC 20036
(Counsel for Sun County Airlines)

Stephen Gelband
Hewes, Gelband, Lambert
and Dann, P.C.
1000 Potomac Street, N.W., Suite 300
Washington, DC 20007
(Counsel for Tower Air)

Richard J. Fahy, Jr.
Consulting Attorney
Trans World Airways
900 1 9th Street, N.W.
Suite 350
Washington, DC 20006

David L. Vaughan
Kelley, Drye & Warren
1200 19th Street, N.W.
Suite 500
Washington, DC 20036
(Counsel for UPS)

Lawrence M. Nagin
Executive Vice President, Corporate
Affairs, and General Counsel
US Airways, Inc., Crystal Park Four
2345 Crystal Drive
Arlington, VA 2222

Malcolm L. Bengé
Zuckert, Scoutt & Rasenberger, LLP
888 1 7th Street, N.W., Suite 600
Washington, DC 20006
(Counsel for World Airways)

Joseph Guerrieri, Jr.
Guerrieri, Edmond, & Clayrnan, P.C.
1331 F Street, N.W.
Washington, DC 20004
(Counsel for International Association
of Machinists)

U.S. Department of Defense
U.S. Transcom TCJ5
Attn: Air Mobility Analysis
508 Scott Drive
Scott AFB, IL 622255357

Richard D. Mathias
Zuckert, Scoutt & Rasenberger, L.L.P.
888 1 7th Street, N.W., Suite 600
Washington, DC 20006-3309

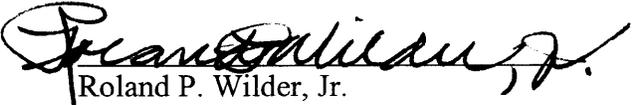
Elliott M. Seiden, David G. Mishkin
& Megan Rae Poldy
Northwest Airlines, Inc.
901 15th Street, N.W.
Suite 3 10
Washington, DC 20005

Roger Fones
Chief, Transportation, Energy and
Agricultural Section
Antitrust Division
U.S. Department of Justice
325 Seventh Street, N.W., Suite 500
Washington, DC 20530

David Marchick
Deputy Assistant Secretary for
Transportation Affairs
U.S. Department of State
2201 C Street, N.W.
Room 5830
Washington, DC 20520

Paul M. Rudin
Senior Vice President
Legal & Industry Affairs
American Society of Travel Agents, Inc.
1101 King Street
Alexandria, VA 223 14

Paul V. Mifsud
VP, Government & Legal Affairs-USA
KLM Royal Dutch Airlines
2501 M Street, N.W.
Washington, DC 20037


Roland P. Wilder, Jr.