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BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.

DEPT. OF TRANSPORTATION
DOCKETS

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Joint Application of)
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DELTA AIR LINES, INC.)
SOCIÉTÉ AIR FRANCE)
ALITALIA-LINEE AEREE ITALIANE-S.P.A.)
 and)
CZECH AIRLINES)
)
)
 under 49 U.S.C. §§ 41308 and 41309 for)
 approval of and antitrust immunity)
 for alliance agreements)
)

Docket OST 01-10429-4

MOTION OF SOCIÉTÉ AIR FRANCE FOR
CONFIDENTIAL TREATMENT OF DOCUMENTS UNDER 14 C.F.R. 302.12

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DATED: August 16, 2001

**BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.**

Joint Application of)	
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DELTA AIR LINES, INC.)	Docket OST 01-10429
SOCIÉTÉ AIR FRANCE)	
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**MOTION OF SOCIÉTÉ AIR FRANCE FOR
CONFIDENTIAL TREATMENT OF DOCUMENTS UNDER 14 C.F.R. 302.12**

On August 15, 2001, Delta Air Lines, Inc. ("Delta"), Société Air France ("Air France"), Alitalia-Linee Aeree Italiane, S.p.A. ("Alitalia"), and Czech Airlines ("CSA"), and their respective affiliates, filed a Joint Application for approval of and antitrust immunity for alliance agreements between Delta and Air France, Delta and Alitalia, and Delta and CSA, and for a coordination agreement among Delta, Air France, Alitalia, and CSA (hereinafter the "Joint Application"). Pursuant to 14 C.F.R. § 302.12, Air France files this Motion requesting that the Department of Transportation ("Department") withhold from public disclosure certain proprietary and commercially sensitive information submitted under seal in connection with the Joint Application, and that access to all such documents be limited to counsel and outside experts for interested parties who have filed an affidavit as described in 14 C.F.R. § 302.12(d)(3). The documents for which such confidential treatment is sought are specifically identified in the

"Index of Confidential Documents" attached hereto. The documents are in response to the Department requests described in "Document Production of Air France" also attached hereto.

I. AIR FRANCE'S CONFIDENTIAL DOCUMENTS SHOULD BE PROTECTED FROM PUBLIC DISCLOSURE

Pursuant to 14 C.F.R. § 302.12, participants in any proceeding before the Department may request that information submitted to the Department not be disclosed to the public if that information falls within one of the exemptions from disclosure in the Freedom of Information Act, 5 U.S.C. § 552(b)(1)-(9)("FOIA"). Air France submits that the information for which it seeks confidential treatment falls within exemptions 3 and 4 of FOIA.

FOIA exemption 4 protects from disclosure "trade secrets and commercial or financial information obtained from a person and privileged or confidential." Exemption 4 has been held to include "information that is not the type usually released to the public and is of the type that, if released to the public, would cause substantial harm to the competitive position of the person from whom the information was obtained." Gulf & Western Industries, Inc. v. United States, 615 F.2d 527, 530 (D.C.Cir. 1980)("Gulf & Western"); see also American Airlines, Inc. v. NMB, 588 F.2d 863, 871 (2nd Cir. 1978); National Parks & Conservation Ass'n. v. Kleppe, 547 F.2d 673, 684 (D.C.Cir. 1976); Joint Application of Delta and Virgin Atlantic, Order 94-5-42 (May 28, 1994); Joint Application of United and Lufthansa, Order 93-12-32 (December 18, 1993); Joint Application of Northwest and KLM, Order 93-1-11 (January 8, 1993). Exemption 4 is designed to protect the confidentiality of information which citizens provide to their government, but which would customarily not be released to the public, and to facilitate citizens' ability to confide

in their government. Sterling Drug, Inc. v. Federal Trade Commission, 450 F.2d 698, 709 (D.C.Cir. 1971); Burke Energy Corp. v. Dept. of Energy, 583 F.Supp. 507, 510 (D.Kan. 1984).

In order to fall within exemption 4, the information at issue must be: (1) commercial or financial in nature; (2) obtained from a person outside the government; and (3) privileged or confidential. Public Citizen Health Research Group v. FDA, 704 F.2d 1280, 1290 (D.C.Cir. 1983); Gulf & Western, *supra*, 615 F.2d at 529. The information for which confidential treatment is sought in this case clearly meets this three-part test.

With respect to the first prong of the test, the documents for which Air France seeks confidential treatment are commercial and/or financial in nature. The documents in question consist of commercially sensitive, privileged marketing and corporate information reflecting the internal decision-making processes of Air France. This type of information is highly proprietary and confidential, and would not normally be made available to the public. However, this information is being submitted with the Joint Application so that the Department can expeditiously evaluate the public benefit that will result from a grant of approval of and antitrust immunity for the proposed alliance and coordination agreements.

With respect to the second prong of the confidentiality test, it is axiomatic that the information at issue has been "obtained from a person outside the government" (it is being provided by a private, foreign entity, Air France).

Finally, with respect to the third element of the test (the "confidential" nature of the information), the D.C. Circuit has held that a commercial or financial matter is "confidential" for purposes of exemption 4 if it would not customarily be released to the public by the person from

whom it was obtained and if disclosure of the information is likely to have either of the following effects: (1) to impair the Government's ability to obtain necessary information in the future; or (2) to cause substantial harm to the competitive position of the person from whom the information was obtained. National Parks & Conservation Ass'n. v. Morton, 498 F.2d 765, 770 (D.C.Cir. 1974). Air France submits that the information for which confidential treatment is sought herein clearly meets the definition of "confidential."

As noted above, the information contained in the documents listed in the "Index of Confidential Documents" is information that is not normally disclosed to the public, and disclosure of this information would cause substantial harm to the competitive position of Air France. Indeed, if the documents listed in the Index were released, competitors would gain valuable insights into the internal strategies, objectives and business plans of Air France, including the strategies, objectives and plans related to the proposed alliance and coordination agreements. Moreover, disclosure of this information might well impair the Government's ability to obtain similar necessary information in the future. Accordingly, the documents that Air France seeks to have the Department withhold from disclosure clearly meet the definition of "confidential" required for such treatment.

Moreover, in addition to exemption 4, FOIA exemption 3 also strongly supports withholding of Air France's confidential commercial documents in this case. Exemption 3 protects from disclosure information that is specifically exempted from disclosure by a statute that either requires such information be withheld from disclosure or that establishes particular criteria for withholding certain information. See 5 U.S.C. § 552(b)(3). Pursuant to 49 U.S.C. §

40115, the Department "shall" withhold from public disclosure, among other things, information that would "have an adverse effect on the competitive position of an air carrier in foreign air transportation." In the instant proceeding, release of the information for which Air France has requested confidentiality clearly would "have an adverse effect on the competitive position of [Air France] in foreign air transportation." Accordingly, the documents listed in the Index hereto should be withheld pursuant to both exemption 3 and exemption 4.

II. ACCESS TO THE CONFIDENTIAL DOCUMENTS SHOULD BE LIMITED TO COUNSEL AND OUTSIDE EXPERTS FOR INTERESTED PARTIES

Air France is submitting highly sensitive internal corporate documents which should be accorded limited access. Such access should be granted only to counsel and outside experts for interested parties who file affidavits pursuant to 14 C.F.R. § 302.12(d)(3) affirming that they will: (1) use the information only for purposes of participating in this proceeding; and (2) not disclose the information to anyone other than counsel or outside experts who have also filed such an affidavit.

The documents in question contain highly sensitive commercial information related to international planning and strategic decision-making by Air France, and none of this information has heretofore been released by Air France to the public. As noted above, if the documents listed in the Index were released, competitors would gain valuable insights into the internal strategies, objectives and business plans of Air France, including the strategies, objectives and plans related to the proposed alliance and coordination agreements.

In order to minimize the risk of harmful disclosure of this sensitive information, access

should be strictly limited. Air France is separately filing, concurrently with this Motion, four sets of this information, in sealed boxes labeled "Confidential Treatment Requested Under 14 C.F.R. § 302.12; Access Is Limited To Counsel Or Outside Experts Who Have Filed Proper Confidentiality Affidavits."

The request to limit disclosure to counsel and outside experts is fully consistent with Department precedent and policy. For instance, in connection with the United/Lufthansa application for antitrust immunity cited above, the Department granted the applicants' request to limit access to certain confidential information to counsel and outside experts for interested parties who had filed appropriate affidavits. See Order 93-12-32, supra. In so limiting access to the information, the Department balanced the policies favoring disclosure of information against the competitive harm to the applicants that would result if access to confidential documents were expanded, and concluded that "the undue competitive harm to the applicants outweighs the commenters' need for expanded access to highly sensitive material . . ." Id. at p. 5. The Department also noted that "interested parties to this proceeding can obtain adequate advice on the merits of the application through outside experts and persons authorized to review the materials." Id.; see also Joint Application of American and Canadian International, Order 96-1-6 (January 11, 1996) at p. 3. Access to Air France's internal documents and data in this proceeding should be similarly restricted in light of the competitive harm to Air France that would result from a broader disclosure of such confidential information.

CONCLUSION

For the foregoing reasons, Air France requests that the documents listed in the attached Index of Confidential Documents be granted confidential treatment and withheld from public disclosure, and that access to such documents be limited to counsel and outside experts for interested parties that have filed proper affidavits as directed by the Department.

Respectfully submitted,



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Counsel for
SOCIÉTÉ AIR FRANCE

DATED: August 16, 2001

DOCUMENT PRODUCTION OF AIR FRANCE

**Confidential Treatment Requested Under 14 CFR 302.12;
Access Is Limited to Counsel or Other Outside Experts
Who Have Filed Proper Confidentiality Affidavits**

1. Complete copies of all “agreements/arrangements,” including joint marketing programs (for example, frequent flyer programs, agency override programs, market share programs, and other associated incentive programs, and prorate agreements), among the partners and their affiliates. Documents should be unredacted except for numeric price and quantity terms.

Such documents are being submitted separately by Delta, accompanied by motion for confidential treatment under 14 CFR 302.12.

2. All studies, surveys, analyses and reports (dated, created or revised since July 31, 1999) completed by or for an officer or director (or individuals exercising similar functions) of Delta, Air France, Alitalia or CSA that identify, examine, forecast, and/or quantify the effects and benefits of the proposed alliance. The documents provided should be complete, with all backup detail, and should include complete analyses with respect to market shares, competition, competitors, fares, markets, potential for traffic growth or expansion into geographic markets. (If not contained in the document itself, include the date of preparation, the name and title of each individual who prepared each document). To the extent such studies, analyses and reports have been prepared, specifically include the following:

- A. studies, surveys, analyses and reports which compare the partners’ schedules before implementation of the proposed alliance with the planned schedules to be implemented after implementation of the proposed alliance (defined as the earliest date at which current alliance service plans are expected to be fully realized). These schedules should include frequency, aircraft type, and number of seats for each operation.**
- B. studies, surveys, analyses and reports which show schedule, frequency, and equipment changes that the parties would expect to make within the first two years of DOT approval of the proposed alliance.**
- C. studies, surveys, analyses and reports discussing any service or operational changes anticipated at the partners’ hub airports, resulting from the proposed alliance.**

- D. studies, surveys, analyses and reports which list all of the new markets that would receive “first on-line service’ as a result of the alliance and which show estimates of the number of passengers that would benefit from this new on-line service and how many of these passengers would be U.S.-originating travelers.**
- E. studies, surveys, analyses and reports which provide a traffic and revenue forecast for all markets that will be affected by the proposed alliance. Studies that identify the extent to which the such existing traffic and revenue forecast(s) for the partners will be the result of stimulation as well as the amount that will be diverted from other U.S. carriers (by carrier) should the proposed alliance be approved.**
- F. studies, surveys, analyses and reports that discuss the impact of the proposed alliance on computer reservations systems displays.**

3. All corporate documents (dated, created or revised since July 31, 1999) that address the subject of competition in air travel between the U.S. and the foreign applicants’ homelands, as well as air travel beyond or behind the Czech Republic, France and Italy from and to the Untied States.

4. All corporate documents (dated, created or revised since July 31, 1999) that involve plans currently under consideration by any of the Joint Applicants to enter into additional immunized international alliances (with airlines other than the Joint Applicants).

5. Identify traffic Air France carries in each overlap transatlantic market.

Documents responsive to Items 2, 3, 4 and 5 are being submitted and are listed on the Index of Confidential Documents.

SOCIÉTÉ AIR FRANCE

INDEX OF CONFIDENTIAL DOCUMENTS

Document #	Title	Date	Bates Range
A - 001	Meeting DL/AF	15-Mar-01	AF-000001 to AF-000004
A-003	Proposals for Development In Americas	9-Mar-01	AF-000005 to AF-000052
A - 007	DL practices in NYC	19-Mar-01	AF-000053 to AF-000056
A - 008	Air France / Delta relationship	13-Feb-01	AF-000057 to AF-000060
A - 009	Impact of free flow with DL on AMN routes	11-Jul-01	AF-000061 to AF-000067
A - 013	Special Prorate Agreement with Delta	16-Feb-00	AF-000068 to AF-000084
A - 014	Special Prorate Agreement with Delta	7-Feb-00	AF-000085 to AF-000099
A - 015	Q & As for the "what's new" Program	22-Jun-99	AF-000100 to AF-000117
B - 002	Joint operation between DL and AF	22-Mar-01	AF-000118 to AF-000120
B - 003	Joint operation between DL and AF	16-Mar-01	AF-000121 to AF-000122
B - 004	Slot swap request	13-Mar-01	AF-000123 to AF-000125
B - 005	Joint operation between DL and AF	13-Dec-00	AF-000126 to AF-000128
B - 006	Slot swap form	14-Nov-00	AF-000129
B - 007	Slot exchange between DL and AF CDG2001	11-Nov-00	AF-000130
B - 008	Slot exchange between DL and AF w2000-2001	9-Jun-00	AF-000131 to AF-000132
B - 009	Joint operation between DL and AF	1-Feb-00	AF-000133 to AF-000134
B - 010	Joint operation between DL and AF	1-Feb-00	AF-000135 to AF-000137
B - 011	Slot swap form	11-Nov-99	AF-000138
B - 012	Slot exchange between DL and AF CDG S2000	17-Nov-99	AF-000139 to AF-000140
B - 013	Slot swap request - slot exchange between DL and AF CDG W99	5-Aug-99	AF-000141 to AF-000143

C - 001	SkyTeam D Team schedules publication	3-Jul-01	AF-000144 to AF-000149
C - 002	Minutes - June SkyTeam schedules meeting	3-Jul-01	AF-000150 to AF-000154
C - 003	Flight mapping adjustments S01	29-Jun-01	AF-000155 to AF-000159
C - 004	AF flight irregular opn messages	20-Jun-01	AF-000160 to AF-000164
C - 005	AF flight irregular opn messages	19-Jun-01	AF-000165 to AF-000168
C - 006	AF flight irregular opn messages	18-Jun-01	AF-000169 to AF-000171
C - 007	AF flight irregular opn messages	15-Jun-01	AF-000172 to AF-000173
C - 008	Changes of AF/DL mappings w01/02	15-Jun-01	AF-000174 to AF-000175
C - 009	AF 1842/DL8524	6-Jun-01	AF-000176
C - 010	AF marketed flights renumber	31-May-01	AF-000177 to AF-000178
C - 011	W 01 Renumbering	31-May-01	AF-000179 to AF-000182
C - 012	AF/DL W01	22-May-01	AF-000183 to AF000184
C - 013	IT Project Benefits	22-May-01	AF-000185
C - 014	AF/DL W01	18-May-01	AF-000186
C - 015	IT Project Benefits	16-May-01	AF-000187
C - 016	Check Schedules	16-May-01	AF-000188 to AF-000189
C - 017	Check Schedules	15-May-01	AF-000190 to AF-000191
C - 018	Schedule change	11-May-01	AF-000192
C - 019	Missing meal codes	9-May-01	AF-000193 to AF-000194
C - 020	Minutes - Paris April 2001 - Schedule Synchronization	4-May-01	AF-000195 to AF-000196
C - 021	Winter 2001 schedule	27-Apr-01	AF-000197 to AF-000198

C - 022	AF on DL code share Flight mapping proposal for winter 01/02	26-Apr-01	AF-000199 to AF-000207
C - 023	AF marketed flights renumber	25-Apr-01	AF-000208 to AF-000210
C - 024	AF marketed flights renumber	25-Apr-01	AF-000211 to AF-000214
C - 025	DL 83 / AF8882 Schedule display with F class	13-Apr-01	AF-000215 to AF-000216
C - 026	Point beyonds US S01	12-Apr-01	AF-000217 to AF-000218
C - 027	AF flight number changes for winter 2001	10-Apr-01	AF-000219 to AF-000225
C - 028	DELT-AMEX PROJECT	21-Mar-01	AF-000226 to AF-000242
C - 029	DELT-AMEX SSM / ASM PRODUCT	21-Mar-01	AF-000243 to AF-000253
C - 030	SSIM DL via SkyTeamnet	9-Feb-01	AF-000254 to AF-000255
C - 031	Bilan du transfert des beyonds CO vers DL	23-Jan-01	AF-000256 to AF-000258
C - 032	Code share AF on DL/OH -S01	5-Dec-00	AF-000259 to AF-000260
C - 033	Code share AF on DL/OH -S01	21-Nov-00	AF-000261 to AF-000264
D - 001	C/R réunion alliance Res/Distribution ATL 8/9 march	13-Mar-00	AF-000265 to AF-000268
D - 002	Global Alliances minutes 27/01/00	27-Jan-00	AF-000269 to AF-000273
D - 003	C/R réunion alliance Res/Distribution 10/11 april	2-May-00	AF-000274 to AF-000280
D - 004	Minutes Res/Dist, 17/18 may 2001	1-May-01	AF-000281 to AF-000287
D - 005	Minutes SkyTeam meeting FFP Group - 7/8 march 01	14-Mar-01	AF-000288 to AF-000292
D - 006	ISP/FFP Seoul meeting Sep. 00	9-Sep-00	AF-000293
D - 007	SkyTeam FFP meeting - 13 dec 2000	13-Dec-00	AF-000294 to AF-000300
D - 010	Implementation plan for global alliance phase 1 Priority items	3-Feb-00	AF-000301 to AF-000338
D - 011	ACS Policy and Procedures Meeting - ATL - Sept 20/21 2000	20-Sep-00	AF-000339 to AF-000343

D - 012	Minutes ACS meeting - sep 00	1-Sep-00	AF-000344 to AF-000352
D - 014	North America Bridge Agreement Summary	Spring 2001	AF-000353
D - 015	Alliance Trade Show Summary - 01 july 2000/31 dec. 2001	6-Jul-00	AF-000354
D - 016	European Alliances sales working group TLS Dec. 99	1-Dec-99	AF-000355 to AF-000361
D - 017	Global Alliances Sales Team Meeting - 02 march 2000	2-Mar-00	Af-000362 to AF-000368
D - 018	Global Alliances Sales Team Meeting - 03 may 2000	3-May-00	AF-000369 to AF-000372
D - 019	Global Alliances Sales Team Meeting - 13 january 2000	13-Jan-00	AF-000373 to AF-000377
D - 020	SkyTeam Europe Sales Working group minutes - 05 jan 2001	5-Jan-01	AF-000378 to AF-000393
D - 021	Commercial Actions update - 18 jan. 2000	18-Jan-00	AF-000394 to AF-000398
D - 022	Global Alliances Sales Team Meeting - 12 jul. 2000	12-Jul-00	AF-000399 to AF-000409
D - 023	Minutes of Global Alliances Sales Team Meeting - 12 Jul 2000	30-Aug-00	AF-000410 to AF-000418
D - 024	European Alliances sales working group FCE - 13 jun. 00	13-Jun-00	AF-000419 to AF-000426
D - 025	European Alliances sales working group LON - 6 april 00	6-Apr-00	AF-000427 to AF-000435
D - 026	European Alliances sales working group CDG - 4 dec. 00	4-Dec-00	AF-000436 to AF-000442
D - 027	European Alliances sales working group CDG - feb. 00	28-Feb-00	AF-000443 to AF-000445
D - 028	European Alliances sales working group PAR - 21 feb. 01	21-Feb-01	AF-000446 to AF-000448
D - 029	European Alliances sales working group MAD - 16 may 00	16-May-01	AF-000449 to AF-000453
D - 030	European Alliances Sales Working group SXB - 10 april 01	10-Apr-01	AF-000454 to AF-000462
D - 031	European Alliances Sales Working group PRG - 10/11 may 2001	10-May-01	AF-000463 to AF-000464
D - 032	SkyTeam Working Group MEX 1/2 march 2001	1-Mar-01	AF-000465 to AF-000476
D - 033	Atlantic region Trade Shows - Jun 00/dec 01	7-Jun-00	AF-000477

D - 034	Alliance Sales Update - PAR 26 may 00	25-May-00	AF-000478 to AF-000490
D - 035	Alliance Sales Blitz	May-00	AF-000491
D - 036	Eductours to ATL	10-Apr-00	AF-000492 to AF-000494
D - 037	Launch plan	16-Jan-00	AF-000495 to AF-000499
D - 038	Minimum standards for new entrants	8-Jun-00	AF-000500 to AF-000502
D - 039	AF/DL Sales Working group PAR - 04 oct 99	4-Oct-99	AF-000503 to AF-000508
D - 040	AF/DL Sales Working group PAR - 21 sep 99	21-Sep-99	AF-000509 to AF-000511
D - 041	AF/DL Sales Working group PAR - 10 sep 1999	10-Sep-99	AF-000512 to AF-000514
D - 042	AF/DL Sales Working group LON - 24 aug 1999	24-Aug-99	AF-000515 to AF-000517
D - 043	SkyTeam Europe Sales Working group minutes - 05 jan 2000	5-Jan-00	AF-000518 to AF-000525
D - 044	SkyTeam Sales Working Group Meeting MEX 1/2 march 2001	1-Mar-01	AF-000526 to AF-000536
D - 045	Global alliance sales working group LAX - 13 jan 2000	13-Jan-00	AF-000540 to AF-000543
D - 046	Global SkyTeam Sales Working group SEL - 7/8 JUN 01	7-Jun-01	AF-000544 to AF-000551
D - 047	AF/DL revised bridge agreement - 27 oct 99	27-Oct-99	AF-000537 to AF-000539
D - 048	Base agreements	1-Nov-99	AF-000552
D - 049	AF/DL Bridge Agreement	1-Nov-99	AF-000553 to AF-000571
D - 050	Alliance update 7 dec 99	7-Dec-99	AF-000572 to AF-000573
D - 051	Eductours in CDG	10-Feb-00	AF-000574 to AF-000586
D - 052	SkyTeam Inflight Product Meeting	25-Sep-00	AF-000587 to AF-000590
D - 053	SkyTeam Inflight Product Meeting - 8/10 jan 2001	8-Jan-01	AF-000591 to AF-000596
D - 054	AF/DL Meeting PAR - 04 nov	4-Nov-00	AF-000597 to AF-000598

D - 055	C/R Réunion Alliance 16 Feb 00	17-Feb-00	AF-000599 to AF-000603
D - 056	Paris meeting March 00	1-Mar-00	AF-000604 to AF-000624
D - 057	AF/DL Interline ET Development - Draft minutes	24-Oct-00	AF-000625 to AF-000626
D - 058	AF/DL ET Interline march 01	13-Mar-01	AF-000627 to AF-000657
D - 059	AF alliance - bridge agreements	1-Jan-00	AF-000658 to AF-000664
D - 060	SkyTeam on board Media Meeting PAR 6/7 nov. 00	Nov-00	AF-000665 to AF-000669
D - 061	SkyTeam Signage Working Group Recommendation may 01	May-01	AF-000670 to AF-000678
D - 062	Alliances meeting minutes 18 nov. 00	18-Nov-00	AF-000679 to AF-000682
D - 063	Alliances meeting minutes NYC 06 april 01	6-Apr-01	AF-000683 to AF-000685
D - 064	SkyTeam reference guide working group 04 may 01	4-May-01	AF-000686 to AF-000689
D - 065	C Team coordinators meeting 15 Nov 00	15-Nov-00	AF-000690 to AF-000694
D - 066	JFK Coordinators meeting 6 oct 00	6-Oct-00	AF-000695 to AF-000699
D - 067	C Team progress report to Steering Committee LAX 30 jan 01	30-Jan-01	AF-000700 to AF-000704
D - 068	C Team Coordinators meeting 29 march 01	29-Mar-01	AF-000705 to AF-000715
D - 069	SkyTeam Customer Benefits summary phase 2 action items - 2 april 01	2-Apr-01	AF-000716 to AF-000723
D - 070	SkyTeam Customer Benefits summary phase 2 action items - 02 may 01	2-May-01	AF-000724 to AF-000732
D - 071	Skyteam Customer Benefits summary phase 2 action items - 27 nov.00	27-Nov-00	AF-000733 to AF-000738
D - 072	SkyTeam Customer Benefits summary phase 2 action items - 05 march 01	5-Mar-01	AF-000739 to AF-000746
D - 073	SkyTeam Customer Benefits summary phase 2 action items - 19 oct 00	19-Oct-00	AF-000747 to AF-000752
D - 074	SkyTeam Customer Benefits summary phase 2 action items - 22 feb. 01	22-Feb-01	AF-000753 to AF-000761
D - 075	SkyTeam Customer Benefits summary phase 2 action items - 22 june 01	22-Jun-01	AF-000762 to AF-000770

D - 076	SkyTeam Customer Benefits summary phase 2 action items - 28 dec 00	28-Dec-00	AF-000771 to AF-000778
D - 077	SkyTeam in 2006 - meeting 28 june 01	28-Jun-01	AF-000779 to AF-000780
D - 078	Competitive alliance Product / Service offerings	Jun-00	AF-000781 to AF-000787
D - 079	Minimum standards for new entrants	8-Jun-00	AF-000788 to AF-000790
D - 080	Interline coupons request within a sell and report environment 22 sep 00	22-Sep-00	AF-000791 to AF-000792
D - 081	Sell and Report on trunk routes	9-Jun-00	AF-000793 to AF-000795
D - 083	Réunion commerce électronique AF/DL 13/14 june 01	Jun-01	AF-000796 to AF-000816
D - 084	AF/DL Distribution meeting action items	Spring 2001	AF-000817 to AF-000819
D - 087	Etude ATI / conséquence commerciale - Réunion 12 dec 00	29-Dec-00	AF-000820 to AF-000827
D - 088	ATI GRID DR US FEB 09 (Pro's and Con's of Alliance)	N/A	AF-000828
D - 089	Fee per refund	13-Jun-01	AF-000829 to AF-000830
D - 090	AF address for prepaids	11-Jan-00	AF-000831 to AF-000832
D - 091	DL PTA	11-Jan-00	AF-000833 to AF-000838
D - 092	AF PNR view	13-Jan-00	AF-000839 to AF-000843
D - 093	DL PNR View in WAW	18-Jan-00	AF-000844
D - 094	Voluntary endorsement waiver agreement	31-Jan-00	AF-000845 to AF-000848
D - 097	Interim Lost ticket replacement	29-Feb-00	AF-000849 to AF-000855
D - 098	Revenue Accounting Procedures - 08 Feb 00	12-Feb-00	AF-000856 to AF-000859
D - 099	Reference guide for AF frontline agents	20-Dec-00	AF-000860 to AF-000885
F - 004	AF/DL meeting in BOM - 08jun00	29-Jun-00	AF-000889 to AF-000890
F - 005	AF/DL ALLIANCE - INDIAN MARKET	30-Jun-99	AF-000886 to AF-000888

G-001	AF Direction of Program - Major Developments for Summer 2000	Early 2000	AF-000891 to AF-000902
G-003	The European Market- Skyteam Network Development Meeting	21-Sep-00	AF-000903 to AF-000924
G-004	AF/DL Cooperation Update	5-May-01	AF-000925 to AF-000929
G-005	AF/DL Five Year Development Plan	18-Jul-00	AF-000930 to AF-000935
G-006	European Outlook and AF Network Development - Skyteam Network Meeting	Mar-01	AF-000936 to AF-000953
G-007	AF Long Haul Network - Main Outlines of 2000/2003 Development Plan	7-Mar-01	AF-000954 to AF-000976
G-008	DL/AF Network Meeting - U.S. Focus Cities	27-Oct-99	AF-000977 to AF-001003
G-009	DL/AF Network Meeting - Europe Focus Cities	27-Oct-99	AF-001004 to AF-001031
G-010	DL/AF Network Meeting - India Strategy	27-Oct-99	AF-001032 to AF-001040
G-011	DL/AF Network Meeting - Africa Strategy	27-Oct-99	AF-001041 to AF-001056
G-012	DL/AF Network Meeting	27-Oct-99	AF-001057 to AF-001068
G-013	DL/AF Network Meeting	4-Oct-99	AF-001069 to AF-001081
K - 001	AIR FRANCE CARGO - Segmentation	N/A	AF-001082 to AF-001098
L - 001	Groupe de travail sur warehouse	13-Jan-00	AF-001099 to AF-001111
L - 004	Rapport final du groupe de travail Global Alliance warehousing	7-Jul-01	AF-001112 to AF-001124
L - 008	SkyTeam warehousing group AF internal memo	13-Feb-01	AF-001125 to AF-001137
N - 002	DL/AF U.S JV Business Plan - DRAFT	10-Jul-00	AF-001138 to AF-001140
N - 003	AF / DL U.S Export Strategy - Executive Review	17-May-00	AF-001141 to AF-001162
N - 004	DL/AF Cooperative Sales Agreement U.S Export Strategy Update	5-May-00	AF-001163 to AF-001177
N - 005	DL/AF Cooperative Sales Agreement U.S. Export Strategy Update	13-Apr-00	AF-001178 to AF-001207
N - 006	DL/AF Cooperative Marketing and Sales Agreement U.S. Export Strategy	20-Mar-00	AF-001208 to AF-001226

N - 007	Delta Air Lines and Air France Cargo Joint Venture - Part I - Executive Summary - DRAFT	1-May-00	AF-001277 to AF-001231
N - 008	DL/AF Business Case - Proposed Table of contents	Jan-00	AF-001232 to AF-001251
N - 009	Creating a Joint Global Cargo Company for the New Millenium	13-Oct-99	AF-001252 to AF-001275
N - 010	Delta Air Logistics Strategy	1-Sep-99	AF-001276 to AF-001305
N - 011	Strategy of Alliance	13-Aug-99	AF-001306 to AF-001314
N - 012	JV working paper	13-Aug-99	AF-001315 to AF-001322
N - 013	US joint venture	1-Sep-99	AF-001323 to AF-001338
N - 014	AF/DL Cargo US Joint-Venture : Presentation to the Steering Committee sept 30th 99	30-Sep-99	AF-001339 to AF-001344
N - 015	AF-DL USA Joint-Venture meeting Oct. 14th 99 at JFK : résumé of AF position	21-Oct-99	AF-001345 to AF-001348
N - 016	Cargo Alliance - Global Alliance Governing Board - Boston 29 oct. 99	29-Oct-99	AF-001349 to AF-001356
N - 017	AF/DL Cargo Alliance Minutes of Steering Committee - Dec. 6 - ATL	6-Dec-99	AF-001357 to AF-001369
N - 018	AF/DL U.S. Cargo Joint Venture : Presentation to the Steering Committee - ATL 6 Dec. 99	6-Dec-99	AF-001370 to AF-001374
N - 019	Minutes of the Global Alliance Working Group - 11 Jan 00	21-Jan-00	AF-001375 to AF-001430
N - 020	Presentation of AF/DL project for a cargo export joint venture in the USA	Jan-00	AF-001431 to AF-001433
N - 021	U.S Joint Venture - résumé of AF/DL meeting - JFK 25 Feb	1-Mar-00	AF-001434 to AF-001438
N - 022	Business Requirements for DL/AF Cargo Joint Venture	10-Jul-00	AF-001439 to AF-001441
N - 023	DL & AF joint venture	10-Aug-00	AF-001442 to AF-001443
N - 024	Cargo JV	29-Aug-00	AF-001444 to AF-001446
N - 025	Meeting Thoury/Shawn/Polizzi/Servant - 18 sept.	15-Sep-00	AF-001447
N - 026	Meeting Thoury/Shawn/Polizzi/Servant - 18 sept.	17-Sep-00	AF-001448
N - 027	In response to Trademark License Agreement by AF	21-Sep-00	AF-001449 to AF-001451

N - 028	In response to Trademark License Agreement by AF	22-Sep-00	AF-001452 to AF-001455
N - 029	Cargo JV Bus review letter	16-Oct-00	AF-001456 to AF-001465
N - 030	JV Cargo	7-Mar-01	AF-001466
N - 031	Cargo JV Implementation	7-Mar-01	AF-001467 to AF-001476
N - 032	DOJ BRL / Cargo JV	9-Mar-01	AF-001477 to AF-001479
O - 001	Opening a new US destination in summer 2001	16-Sep-99	AF-001480 to AF-001488
O - 004	Network seminar document	Oct-99	AF-001489 to AF-001497
Q - 010	Revenue Sharing on Transatlantic Trunk Routes	N/A	AF-001498 to AF-001504
T - 007	AF/DL Meeting minutes - 12 oct. 99 - PARIS	12-Oct-99	AF-001505 to AF-001506
W - 001	ATI - Discussion Package	20-Jul-01	AF-001507 to AF-001520
W - 002	June 7 ATI Discussion Package	18-Jun-01	AF-001521 to AF-001536
W - 003	O & D Mix Graphs	24-Apr-01	AF-001537 to AF-001538
W - 004	Mix Graphs for Conference Call	23-Apr-01	AF-001539 to AF-001543
W - 005	Market Level Results	11-Apr-01	AF-001544 to AF-001548
W - 006	Beaver Creek Meeting	6-Apr-01	AF-001549 to AF-001562
W - 007	Pre ATI Meeting Notes	3-Apr-01	AF-001563 to AF-001567
W - 008	AF/DL Procedures Manual	14-Mar-01	AF-001568 to AF-001591
W - 009	Interline Psgr Settlement Agreement	4-Dec-00	AF-001592 to AF-001595
W - 010	Agenda - Meeting in Paris - November 21, 2000	17-Nov-00	AF-001596 to AF-001597
W - 011	DL/AF pending issues	3-Oct-00	AF-001598 to AF-001606
W - 012	DL/AF pending issues	6-Oct-00	AF-001607 to AF-001611

W - 013	DL/AF pending issues	12-Sep-00	AF-001612
W - 014	RM Action Item Summary Document	24-Jul-00	AF-001613 to AF-001615
W - 015	Discussion document part 1 - AF/DL Network Meeting	12-Jul-00	AF-001616 to AF-001655
W - 016	AF/DL Agenda for July 18-19 meeting	11-Jul-00	AF-001656 to AF-001661
W - 017	AF/DL Agenda for July 18-19 meeting	7-Jul-00	AF-001662 to AF-001665
W - 018	Summary of action items from dec 6/7 meeting	16-Dec-99	AF-001666 to AF-001668
W - 019	Minutes Meeting AF/DL - 07 sep 99	11-Oct-99	AF-001669 to AF-001677
W - 020	Agenda - proposal for our next meeting	Sep-99	AF-001678 to AF-001679
W - 021	DL/AF meeting - BIQ Juillet 99	13-Aug-99	AF-001680 to AF-001683
W - 022	Procedure Manual	2-Aug-99	AF-001684 to AF-001690
W - 023	BIQ Presentation	22-Jul-99	AF-001691 to AF-001709
W - 024	Air France RM and Pricing Organization	15-May-01	AF-001710 to AF-001716
W - 025	Network Management	Apr-01	AF-001717 to AF-001721
W - 026	Defining Strategic Objectives to fully benefit of ATI	Mar-01	AF-001722 to AF-001731
W - 027	Sell and Report test - Success Criteria	11-Jan-01	AF-001732 to AF-001734
W - 028	AF/DL meeting - Paris 21 november - AGENDA	21-Nov-00	AF-001735
W - 029	Report on the AF/DL RM meeting - 21 nov 00	Nov-00	AF-001736 to AF-001742
W - 031	Sell and Report	Jul-00	AF-001743 to AF-001747
W - 032	AF/DL Meeting - July 18-19, 2000	Jul-00	AF-001748 to AF-001751
W - 039	AF & DL - Revenue Management Overview - Oct 99	Oct-99	AF-001752 to AF-001760
W - 040	AF & DL - Revenue Management Overview - Juil. 99	Jul-99	AF-001761 to AF-001767

W - 041	DL & AF - code share revenue management - procedures manual	Jul-99	AF-001768 to AF-001776
W-053	UN From AF When No Association Exists - Ticket Number Transmission	16-Apr-01	AF-001777 to AF-001780
W-054	UN From AF When No Association Exists - Ticket Number Transmission	12-Apr-01	AF-001781 to AF-001782
W-055	UN From AF When No Association Exists - Ticket Number Transmission	4-Apr-01	AF-001783
W-056	Cancellation Due to Ticket Numbers	31-Oct-00	AF-001784 to AF-001787
W-057	Firming Policy	30-Oct-00	AF-001788 to AF-001790
W-058	Cancellation Due to Ticket Numbers	30-Oct-00	AF-001791 to AF-001793
W-059	Cancellation Due to Ticket Numbers	20-Oct-00	AF-001794 to AF-001795
W-060	Cancellation Due to Ticket Numbers	10-Oct-00	AF-001796 to AF-001797
W-283	Revenue Management	26-Jan-00	AF-001798 to AF-001823
W-306	AF/DL Group Bookings	11-Nov-99	AF-001824 to AF-001825
W-312	Supersonic Flights - Code Share Seats	11-Jul-00	AF-001826 to AF-001831
W-313	Supersonic Flights - Code Share Seats	11-Jul-00	AF-001832 to AF-001836
W-314	Supersonic Flights - Code Share Seats	10-Jul-00	AF-001837 to AF-001840
W-315	Supersonic Flights - Code Share Seats	10-Jul-00	AF-001841 to AF-001843
W-316	Supersonic Flights - Code Share Seats	7-Jul-00	AF-001844 to AF-001845
W-321	Supersonic Flights - Code Share Seats	22-Sep-99	AF-001846
W-322	Supersonic Flights - Code Share Seats	5-Aug-99	AF-001847
X - 040	ACTION PLAN - DL/AF Purchasing Meeting	30-Sep-99 to 1-Oct-99	AF-001848 to AF-001922
Y - 004	Scorecard Discussion	29-Mar-01	AF-001923 to AF-001931
AA - 001	SkyTeam Bridge Agreement - Proposed changes for 2001	2000	AF-001932 to AF-001940

AA - 002	Alliance Sales Update - Paris 26 May 2000	26-May-00	AF-001941 to AF-001953
AA - 003	Bridge Agreement - 2000 contract results (1&2Q) - & 2001 Program changes	Fall 2000	AF-001954 to AF-001980
AA - 004	SkytTeam Sales Coordination	Fall 2000	AF-001981 to AF-001983
AA - 007	Alliance Communiqué - issue #1 - May 2000	1-May-00	AF-001984 to AF-001988
AA - 008	Alliance Communiqué - issue #2 - June 2000	1-Jun-00	AF-001989 to AF-001992
AA - 009	Alliance Communiqué - issue #3 - June 2000	21-Jun-00	AF-001993 to AF-001996
AA - 010	Alliance Communiqué - issue 4 - July 2000	17-Jul-00	AF-001997 to AF-001999
AA - 011	SkyTeam Europe Communiqué - Issue #5 - November 2000	3-Nov-00	AF-002000 to AF-002002
AA - 012	SkyTeam Europe Communiqué - Issue #7 - January 2001	16-Jan-01	AF-002003 to AF-002004
AA - 013	SkyTeam Europe Communiqué - Issue #8 - April 2001	12-Apr-01	AF-002005 to AF-002008
AA - 014	SkyTeam Europe Communiqué - Issue #9 - May 2001	18-May-01	AF-002009 to AF-002011
AA - 015	SkyTeam Europe Draft Communiqué - Issue #10 - July 2001	20-Jul-01	AF-002012 to AF-002014
AA - 016	Presentation road show AF/DL	29-Oct-99	AF-002015 to AF-002033
BB - 003	Letter from DL - AF Regional Carriers update	24-May-01	AF-002034 to AF-002037
BB - 005	DL/AF Summit - sales and customer benefits	10-May-01	AF-002038 to AF-002052
BB - 006	DL/AF Summit - Using culture Bridging Fundamentals to ensure a client oriented alliance	10-May-01	AF-002053 to AF-002061
BB - 007	Minutes of the AF/DL Bilateral Summit - ATL	29-Sep-00	AF-002062 to AF-002067
BB - 009	DL/AF Executive Meeting - NYC	18-Apr-01	AF-002068 to AF-002075
BB - 010	ATI Group update	10-May-01	AF-002076 to AF-002088
BB - 011	AF Update	Apr-01	AF-002089 to AF-002096
BB - 012	AF/DL Cooperation updates	10-May-01	AF-002097 to AF-002105

BB - 014	Letter from DL	16-Oct-00	AF-002106 to AF-002107
BB - 017	Sell & Report on trunk routes	9-Jun-00	AF-002108 to AF-002110
BB -019	DL/AF Summit ATL - Minutes	29-Sep-00	AF-002111 to AF-002113
BB - 020	AF/DL Bilateral Relations	Sep-00	AF-002114 to AF-002121
BB -022	Minutes of DL/AF Meeting - CDG	29-Feb-00	AF-002122 to AF-002128
BB - 024	Letter from DL - Regional Jets and the Delta network	23-Mar-00	AF-002129 to AF-002139
BB - 027	Parts de trafic Europe/Amérique nord (Europe/North America Traffic Share)	16-Dec-99	AF-002140 to AF-002148
BB - 028	Working with DL in a Non Antitrust Environment - some general guidelines	10-Dec-99	AF-002149 to AF-002174
BB - 030	Letter to DL (Paul Matsen)	14-Oct-99	AF-002175 to AF-002176
BB - 031	Letter from DL	7-Oct-99	AF-002177 to AF-002179
BB - 032	Letter from DL to P.H. Gourgeon	1-Oct-99	AF-002180 to AF-002182
BB - 033	Building a global alliance	Oct-99	AF-002183 to AF-002190
BB - 035	AF/DL Meeting	13-Sep-99	AF-002191 to AF-002194
BB - 036	Summary minutes AF/DL Meeting	8-Sep-99	AF-002195 to AF-002197
BB - 037	Get together party	27-Aug-99	AF-002198 to AF-002232
BB - 059	Code-Shared Flights Requested	15-May-01	AF-002233 to AF-002235
BB - 065	New U.S. Destinations - Summer 2001	28-Dec-00	AF-002236 to AF-002238
BB - 096	Methodology for Estimation of Extra Revenues and Profits Resulting from Code-Sharing	12-Jul-01	AF-002239 to AF-002251
BB - 099	AF ATI revenue settlement working group	9-Jul-01	AF-002252
BB - 100	ATI Revenue Sharing Settlement	Jul-01	AF-002253 to AF-002259
BB - 105	Antitrust Immunity Process Meeting Summary	29-Jul-01	AF-002260 to AF-002268

BB - 123	Revenue Settlement / main principles	7-Jun-01	AF-002269 to AF-002270
BB - 124	SkyTeam sales code of conduct after ATI	N/A	AF-002271 to AF-002272
BB - 125	SkyTeam sales code of conduct after ATI	N/A	AF-002273 to AF-002276
BB - 137	Defining strategic objectives to fully benefit of ATI	14-Mar-01	AF-002277 to AF-002296
BB - 138	AF/DL Anti trust immunity discussions - Agenda	14-Mar-01	AF-002297 to AF-002310
BB - 142	Cargo Joint Venture Concept	5-Dec-00	AF-002311 to AF-002325
BB - 144	Lignes Europe/USA	Oct-99 to Sep-00	AF-002326 to AF-002328
BB - 146	Frequence AF DL sur routes USA	24-Jan-00	AF-002329 to AF-002333
BB - 147	Antitrust Immunity Discussion - Legal Overview	10-Jan-01	AF-002334 to AF-002361
BB - 150	Minutes of the AF/DL Bilateral Summit - ATL	29-Sep-00	AF-002362 to AF-002367
BB - 151	Customer benefits CDG 29 feb AF/DL meeting	29-Feb-00	AF-002368 to AF-002372
BB - 152	3rd Quarter Results Oct-Dec 99	Feb-00	AF-002373 to AF-002387
BB - 156	AF/DL Network Update	Feb-00	AF-002388 to AF-002394
BB - 157	Integrated service partnership	29-Mar-00	AF-002395 to AF-002405
BB - 158	AF and it's regional partners	29-Feb-00	AF-002406 to AF-002407
BB - 160	Presentation AF Cargo/DL	Spring 2000	AF-002408 to AF-002415
BB - 161	AF/DL Summer99 -codeshare update	Summer 1999	AF-002416 to AF-002429
BB - 162	Strategic overview	24-Oct-99	AF-002430 to AF-002451
BB - 166	Estimated oct 99 results for alliance groups	Dec-99	AF-002452 to AF-002455
BB - 167	Alliance Resources	7-Dec-99	AF-002456 to AF-002465
BB - 168	Voting methodology	28-Nov-99	AF-002466 to AF-002468

BB - 170	Airports strategy	Fall 1999	AF-002469 to AF-002471
BB - 177	Commercial Action Plan -	20-Jan-00	AF-002472 to AF-002476
BB - 178	The Cargo Alliance reporting progress	Spring 2000	AF-002477 to AF-002478
BB - 181	Strategic overview recruiting	21-Jan-00	AF-002479 to AF-002491
BB - 185	DL/AF Moving ahead & bridging the cultural gap	29-Sep-00	AF-002492 to AF-002499
BB - 193	Meeting Minutes Global Alliance Steering Committee	26-Oct-99	AF-002500 to AF-002511
BB - 194	Cargo Alliance	29-Oct-99	AF-002512 to AF-002519
BB - 195	Building the best Customer Experience	29-Oct-99	AF-002520 to AF-002526
BB - 205	SkyTeam	Jan-01	AF-002527 to AF-002544
BB - 207	Creating value in a cargo alliance	Sep-00	AF-002545 to AF-002549
BB - 209	Phase 2 Customer benefits - Summary report	29-Sep-00	AF-002550 to AF-002557
BB - 210	DL and AF moving ahead & bridging the cultural gap	29-Sep-00	AF-002558 to AF-002565
BB - 222	Caring More about You - Skyteam Presentation	N/A	AF-002566 to AF-002569
BB - 231	Scorecard Meeting	20-Feb-01	AF-002570 to AF-002574
BB - 234	Cargo Executive Board	23-Apr-01	AF-002575 to AF-002593
BB - 235	SkyTeam Scorecard	24-May-01	AF-002594 to AF-002611
BB - 236	ATI Revenue Sharing Settlement	30-Jul-01	AF-002612 to AF-002627
BB - 237	AF Traffic Carried in Each Overlap Transatlantic Marker (in Microsoft Excel)	12-Aug-01	AF-002628

CERTIFICATE OF SERVICE

I hereby certify that I have this date served a copy of the foregoing Motion of Air France for Confidential Treatment of Documents Under 14 C.F.R. 302.12 on the persons on the attached Service List by causing a copy to be sent via first-class mail, postage prepaid.


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DATED: August 16, 2001

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