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January 22, 1998

Via Facsimile Transmission
Originals to Follow via U.S. Mail

Gordon Bingham
Department of Transportation
Licensing Division, P-45
Office of Aviation Operations
400 Seventh Street, SW
Washington, DC 20590

Re: Air Foyle Ltd. Emergency Petition for Review of Staff Action

Dear Mr. Bingham:

On behalf of Southern Air Transport, Inc. ("Southern"), we would like to file this, of necessity, very brief Response to the Emergency Petition for Review of Staff Action, filed today by Air Foyle Ltd., as agent for Antonov Design Bureau ("Air Foyle/ADB").

Southern would like to clarify what has transpired these past couple of days and complete the record. After the close of business on Friday, January 16, 1998 at approximately 5:45 pm, the instant Application was served at the commencement of a public holiday weekend.

Approximately twenty-four (24) hours after receiving the oral denial of the Application, the instant Petition was served at approximately 1:15 pm today. Despite to the shortness of time afforded Southern, this answer is being filed as soon as reasonably possible.

As indicated in Southern's Wednesday, January 21, 1998 Reply filed and served at approximately 4:15 pm, the requirements of the shipper and the parameters of the shipment were changed until Southern indicated that it could not meet the shipper's needs.

In response to the Petition, Southern would note that any hardships alleged in ¶¶1-3 of are as a direct result of the shipper's and/or broker's conduct herein.

As regards Air Foyle/ADB's initial application, there is no "confusion" (See Petition at ¶4) and no apology from Air Foyle/ADB to the Department or Southern is necessary. The shipper's requirements were clearly set out in the original application, and the events that have

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transpired since then are now clear after Southern was given the opportunity to complete the record of correspondence between SAT and the broker.

Air Foyle/ADB has attached a letter from the Quintana Mineral Corporation ("QMC"). In order to (once again) complete the record, the Department should also be aware that Southern has been told in no uncertain terms by Paul Cordel, Vice President Finance Control of QMC that if Southern proceeds with this objection, QMC's customers, located in France, Argentina and London, which he says are comparable in size to Exxon, will not use Southern's charter services ever again, and that Southern is in jeopardy of losing all of its international business. Mr. Cordel spoke with Ms. Debbi Bertra in Southern's Charter Sales Department. He made clear that Air Foyle/ADB "outbid" Southern by \$300,000 and he did not think it fair to have to pay \$300,000 more just because Southern is an American Part 121 carrier. Lastly, Mr. Cordel demanded that Southern's President, William G. Langton, call Mr. Cordel back, presumably to repeat these threats. Mr. Langton has not complied with Mr. Cordel's demand.

Southern Air Transport, Inc. respectfully requests that the Department dismiss this Petition for Review of Staff Action, and maintain the denial of Air Foyle/ADB's Application for a Statement of Authorization. Should you have any question or comment, please do not hesitate to contact us.

Sincerely,

Elizabeth C. Collins

Pierre Murphy

Elizabeth C. Collins

Attorneys for Southern Air Transport, Inc.

cc: Sheryl Israel
Crystal Bergstrom