

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED
May 23 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 820446 (3)
 1. Corporation Name
DELTA AIR LINES, INC.

Principal Place of Business 1030 Delta Blvd., Corp Taxes P. O. Box 45852, Dept. 852 Atlanta, GA 30320-0852 US	Mailing Address P. O. Box 45852 Dept. 852 Atlanta, GA 30320-0852 US
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3. Date Incorporated or Qualified 05/12/1967	3a. Date of Last Report 05/01/1996
4. FEI Number	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

9. Name and Address of Current Registered Agent

**C T Corporation System
 1200 S. Pine Island Road
 Plantation, FL 33324**

10. Name and Address of New Registered Agent

81 Name
 82 Street Address (P.O. Box Number is Not Acceptable)
 83
 84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when re-registering) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	D	<input type="checkbox"/> DELETE
NAME	BIEDENHARN, HENRY A. III	
STREET ADDRESS	500 FORSYTH AVENUE	
CITY-ST-ZIP	MONROE, LA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	ARTZ, EDWIN L.	
STREET ADDRESS	9005 CUNNINGHAM ROAD	
CITY-ST-ZIP	CINCINNATI OH	
TITLE	D	<input type="checkbox"/> DELETE
NAME	BROADHEAD, JAMES L.	
STREET ADDRESS	982 LAKE HOUSE DRIVE SOUTH	
CITY-ST-ZIP	NORTH PALM BEACH FL	
TITLE	D	<input type="checkbox"/> DELETE
NAME	ALLEN, RONALD W.	
STREET ADDRESS	402 TOWNSEND PLACE	
CITY-ST-ZIP	ATLANTA, GA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	BUDD, EDWARD H.	
STREET ADDRESS	270 CHESTNUT HILL ROAD	
CITY-ST-ZIP	GLASTONBURY CT	
TITLE	D	<input type="checkbox"/> DELETE
NAME	CARTLEDGE, R. EUGENE	
STREET ADDRESS	8 WESTWIND CT.	
CITY-ST-ZIP	SADDLE RIVER NJ	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

SEE ATTACHED SCHEDULE

Handwritten: 10w
5-23-97

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*****550.00**

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *James G. Mathews* **JAMES G. MATHEWS-TREASURER** **05/08/97 (404) 715-6611**

CR2E034 (9/96)

BOARD OF DIRECTORS - DELTA AIR LINES, INC.

Hartsfield Atlanta International Airport, Atlanta, Georgia 30320

<u>NAME & HOME ADDRESS</u>	<u>OFFICE ADDRESS</u>	<u>DATE EFFECTIVE</u>	<u>TERM OF OFFICE</u>	<u>SOCIAL SECURITY NO.</u>	<u>BIRTH DATE</u>
Ronald W. Allen 60 Finch Forest Trail, N.W. Atlanta, GA 30327	Delta Air Lines, Inc. Hartsfield Atlanta Int'l. Airport Atlanta, GA 30320	10-23-75	*	259-60-3088	11-20-41
Edwin L. Artzi 900 Adams Crossing Apartment #11100 Cincinnati, OH 45243	The Procter & Gamble Company 1 Procter & Gamble Plaza Cincinnati, OH 45202	6-01-91	*	563-32-5931	4-15-30
Henry A. Biedenharn, III 499 Highway 3033 West Monroe, LA 71292	SAME	11-01-86	*	435-58-1999	10-19-42
James L. Broadhead 982 Lake House Drive, South North Palm Beach, FL 33408	FPL Group, Inc. 700 Universe Blvd. Juno Beach, FL 33408	1-24-91	*	023-28-1221	11-28-35
Edward H. Budd 270 Chestnut Hill Rd. Glastonbury, CT 06033	The Travelers Group One Tower Square Hartford, CT 06183-1100	5-01-85	*	269-26-2248	4-30-33
George D. Busbee One Old Hudgens Trail Duluth, GA 30136	SAME	2-01-83	*	260-22-5162	8-07-27
R. Eugene Cartledge 27 Seawatch Drive Savannah, GA 31411	6 Skidaway Village Walk Suite 203B Savannah, GA 31411	4-26-90	*	267-26-2219	6-12-29

DIRECTORS - DELTA AIR LINES, INC.

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<u>NAME & HOME ADDRESS</u>	<u>OFFICE ADDRESS</u>	<u>DATE EFFECTIVE</u>	<u>TERM OF OFFICE</u>	<u>SOCIAL SECURITY NO.</u>	<u>BIRTH DATE</u>
Mary Johnston Evans 920 Fifth Ave., Apt. 14-B New York, NY 10021	SAME	12-28-82	*	446-26-9169	2-28-30
Gerald Grinstein 3630 Evergreen Point Road Medina, WA 98039	1000 Second Avenue Suite 3700 Seattle, WA 98104	2-01-87	*	579-60-8792	6-26-32
Jesse Hill, Jr. 1325 Angel Falls Lane, S.W. Atlanta, GA 30311	SAME	10-23-75	*	498-26-7627	5-30-26
Peter D. Sutherland 68 Eglinton Road Donnybrook Dublin 4, Ireland	SAME	4-23-92	*	1292370D	4-25-46
Andrew J. Young 1088 Velre Circle, S.W. Atlanta, GA 30311	Atlanta Committee for the Olympic Games 250 Williams St., Suite 6000 Atlanta, GA 30303	4-27-94	*	259-58-9404	3-12-32

The Corporation is to have perpetual existence. Annual meeting date, Stockholders: 4th Thursday in October.
* Elected for one (1) year at each annual meeting.

OFFICERS - DELTA AIR LINES, INC.
Hartfield Atlanta International Airport, Atlanta, GA 30320

<u>NAME</u>	<u>TITLE</u>	<u>HOME ADDRESS</u>	<u>SOCIAL SECURITY NO.</u>	<u>BIRTH DATE</u>
Ronald W. Allen	Chairman of the Board, President and Chief Executive Officer	60 Finch Forest Trail, N.W. Atlanta, GA 30327	259-60-3088	11-20-41
Harold C. Alger	Executive Vice President-Operations	1537 Withmere Way Dunwoody, GA 30338	036-24-5368	9-18-38
Robert W. Coggin	Executive Vice President-Marketing	108 LaGrange Street Newnan, GA 30263	255-54-3492	9-25-36
Maurice W. Worth	Executive Vice President-Customer Service	155 Ashland Way Fayetteville, GA 30214	231-52-1374	9-09-40
Robert G. Adams	Senior Vice President-Personnel	2199 Briarcliff Rd., Apt. 7 Atlanta, GA 30329	284-32-6082	2-15-38
Vincent F. Caminiti	Senior Vice President-Sales & International	357 Carriage Trace Roswell, GA 30076	073-34-2728	6-08-43
Walter E. Doll	Senior Vice President-Cargo	175 Habersham Place Fayetteville, GA 30214	267-64-1878	1-23-43
Vicki B. Escarra	Senior Vice President-Airport Customer Service	3632 Blakelord Club Dr. Marietta, GA 30062	252-02-9378	9-01-52
Robert S. Harkey	Senior Vice President-General Counsel & Secretary	16 Cherokee Road, N.W. Atlanta, GA 30305	239-60-6355	12-22-40
Paul G. Matsen	Senior Vice President-Corporate Planning	510 Abbeywood Dr. Roswell, GA 30075	115-44-9306	9-29-59
Jenny R. Poole	Senior Vice President-In-Flight Service	190 Canterbury Lane Fayetteville, GA 30214	257-72-4223	2-24-47

OFFICERS - DELTA AIR LINES, INC.

NAME	TITLE	HOME ADDRESS	SOCIAL SECURITY NO.	BIRTH DATE
Thomas J. Roock, Jr.	Senior Vice President-Finance and Chief Financial Officer	185 Inland Ridge Way Atlanta, GA 30342	560-64-7473	6-21-44
Thomas J. Sloccum	Senior Vice President-Corporate Communications	2332 Goodwood Blvd. Smyrna, GA 30080	331-42-2897	9-23-48
Ray Valeika	Senior Vice President-Technical Operations	11 East Shaker Lane Woodlands, TX 77380	343-34-3774	5-24-42
D. Scott Yohe	Senior Vice President-Government Affairs	5907 Wilson Lane Bethesda, MD 20817	252-78-2514	10-12-52
William E. Barnette	Vice President-Delta Express	508 Lighthouse Lane Peachtree City, GA 30269	267-78-9832	7-27-47
Harold L. Bevis, Jr.	Vice President-Public Affairs	125 Wing Mill Road Atlanta, GA 30350	259-60-5057	9-14-42
John W. Boatright	Vice President-Airport & Corporate Affairs	1934 Tristan Dr. Smyrna, GA 30080	259-68-0568	10-10-50
Gayle M. Bock	Vice President - Consumer Marketing	2100 3rd Ave., Unit 2506 Seattle, WA 98101	470-62-1599	04-25-51
W. Martin Braham	Vice President-Delta Staffing Services Business Unit Development	3315 Stratfield Dr., N.E. Atlanta, GA 30319	332-38-5782	5-13-45
Richard E. Colby	Vice President-Flight Operations	5 West Minister Close, N.W. Atlanta, GA 30327	219-38-7787	4-10-42
Mark A. P. Drusch	Vice President-Marketing Development	4923 Palmetto St. Bellaire, TX 77401	077-48-4020	8-05-60
Michael S. Ellenburg	Vice President-Purchasing	205 Shore Walk Peachtree City, GA 30269	526-15-9820	2-20-56
Terry M. Erskine	Vice President-Personnel Relations	450 S. Peachtree Parkway Peachtree City, GA 30269	476-46-1531	5-21-43

OFFICERS - DELTA AIR LINES, INC.

NAME TITLE HOME ADDRESS SOCIAL SECURITY NO. BIRTH DATE PAGE THREE

John K. Lauber	Vice President-Corporate Safety and Compliance	740 River Gate Dr. Dunwoody, GA 30350	277-36-3791	12-13-42
Lee A. Macenczak	Vice President-Reservation Sales & Distribution Planning	1488 Bristolwood Court Lilburn, GA 30247	258-04-9911	11-28-61
Harold G. McDonald	Vice President-Aircraft and Hangar Maintenance	160 Long Branch Dr. Locust Grove, GA 30248	248-52-0503	4-05-38
Michael G. Mediccott	Vice President-Europe and Asia	7 Glebe Ave. Enfield, Middlesex England EN2 8NZ	YH527935C Nat. Ins. No.	6-02-43
Leon A. Piper	Vice President-Personnel Benefits	6193 Redan Rd. Redan, GA 30074	257-68-0988	11-7-46
Michael M. Young	Vice President-Community Affairs	542 Covered Bridge Trail Fairburn, GA 30213	207-36-1490	6-28-45
Edward H. West	Controller	822 Channing Place Atlanta, GA 30318	591-05-5678	7-23-66
James G. Mathews	Treasurer	6995 Hunters Knoll Atlanta, GA 30328	255-84-2746	1-21-51
Dean C. Arvidson	Assistant Secretary	1112 Dan Johnson Rd., N.E. Atlanta, GA 30307	381-48-1951	8-25-56
Susan T. Hudson	Assistant Secretary	155 Lady Helen Court Fayetteville, GA 30214	258-88-4021	6-09-51
Leslie P. Klemperer	Assistant Secretary	1909 Durand Mill Drive, N.E. Atlanta, GA 30307	055-42-7080	8-09-54

DISTRIBUTION: James G. Mathews

SOURCE: Corporate Taxes

Shirley Kinney - 5-6453
April 1, 1997