

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 856017 (9)

1. Corporation Name

ATLANTIC SOUTHEAST AIRLINES, INC.



Principal Place of Business

Mailing Address

100 HARTSFIELD CENTRE PARKWAY
SUITE 800
ATLANTA GA 30354-1256

100 HARTSFIELD CENTRE PARKWAY
SUITE 800
ATLANTA GA 30354-1256

3. Date Incorporated or Qualified 04/04/1983	3a. Date of Last Report 02/14/1995
4. FEI Number 58-1354495	Applied For 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 type="checkbox"/> Yes <input checked="" 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

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

UNITED STATES CORPORATION COMPANY
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

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

Signature, typed or printed name of registered agent and the if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CEO PICKET, GEORGE F. 824 BRYWYCK RD. ATLANTA GA	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	PD BEISER, JOHN W. 4550 SENTINEL POST RD. ATLANTA GA	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	VP SAPP, RONALD V 8186 DAYON DRIVE JONESBORO GA	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	VP WATTS, SAM 200 SILVERWOOD WAY PEACHTREE CITY GA	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	VP SHANNAHAN, TILDEN 110 RIVER LANDING ATLANTA GA	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	AVD SKINNER, RENEE H. 1244 TO LANI DR. STONE MOUNTAIN GA	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Renée H. Skinner Asst. V. President
Controller 1/26/96 404-766-1400

CR2E034 (12/95)

PS 3/12/96

DIRECTORS

ATLANTIC SOUTHEAST AIRLINES, INC.

Mr. Julius P. Gwin
Vice President - Finance
DELTA AIR LINES, INC.
Hartsfield Atlanta
International Airport
Atlanta, Georgia 30320
(404) 765-6622

Mr. Ralph W. Voorhees
Senior Vice President
PAINE WEBBER, JACKSON & CURTIS INC.
99 Wood Avenue, South
Iselin, New Jersey 08830
(201) 494-2220

Mr. Alan M. Voorhees
SUMMIT ENTERPRISES, INC.
1308 Devils Reach Road
Suite 302
Woodbridge, Virginia 22192
(703) 490-5355

Mr. Parker H. Petit
Chairman and Chief
Executive Officer
HEALTHDYNE, INC.
1850 Parkway Place
One Parkway Center
Marietta, Georgia 30067
(404) 423-4512

Mr. Jean A. Mori, President
Mori Luggage & Gifts, Inc.
3595 McCall Place
Atlanta, Georgia 30340
(404) 451-6674

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Atlantic Southeast Airlines, Inc. - Directors

*Mr. George F. Pickett
Chairman of the Board & Chief Executive Officer
ATLANTIC SOUTHEAST AIRLINES, INC.
100 Hartsfield Centre Parkway
Suite 800
Atlanta, Georgia 30354-1356

*Mr. John W. Beiser
President
ATLANTIC SOUTHEAST AIRLINES, INC.
100 Hartsfield Centre Parkway
Suite 800
Atlanta, Georgia 30354-1356

*Inside Directors