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**CORPORATION
ANNUAL REPORT
1995**



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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 16 12:11:49

DOCUMENT # 856017 (9)

1. Corporation Name
ATLANTIC SOUTHEAST AIRLINES, INC.

Principal Place of Business: **100 HARTSFIELD CENTRE PARKWAY SUITE 800 ATLANTA GA 30354-1256**
Mailing Address: **100 HARTSFIELD CENTRE PARKWAY SUITE 800 ATLANTA GA 30354-1256**

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: **04/04/1983**
3a. Date of Last Report: **05/01/1994**
4. FEI Number: **58-1354495**
5. Certificate of Status Desired: **\$8.75 Additional Fee Required**
6. Election Campaign Financing Trust Fund Contribution: **\$5.00 May Be Added to Fees**
8. This corporation has liability for intangible tax under S. 199.032, Florida Statutes: Yes No

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

9. Name and Address of Current Registered Agent
**UNITED STATES CORPORATION COMPANY
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent
B1 Name: _____
B2 Street Address (P.O. Box Number is Not Acceptable): _____
B3 _____
B4 City: _____ **FL** B5 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: _____ (PRINT) Registered Agent (signature and address) _____ (DATE)

12. OFFICERS AND DIRECTORS	
TITLE: PD	PICKETT, GEORGE F 00 HARTSFIELD CENTER PKWY, SUITE #800 ATLANTA GA
TITLE: VP	BEISER, JOHN W 100 HARTSFIELD CENTRE PKWY, SUITE #800 ATLANTA GA
TITLE: VP	SAPP, RONALD V 8186 DAVON DRIVE JONESBORO GA
TITLE: VP	WATTS, SAM 200 SILVERWOOD WAY PEACHTREE CITY GA
TITLE: VP	SHANNAHAN, TILDEN 110 RIVER LANDING ATLANTA GA

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
11 TITLE: CEO	George F. Pickett <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME: George F. Pickett	
13 STREET ADDRESS: 804 Bayviewck Rd	
14 CITY-ST-ZIP: Atlanta GA 30319	
21 TITLE: PD	John W. Beiser <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME: John W. Beiser	
23 STREET ADDRESS: 4550 Sentinel Post Rd.	
24 CITY-ST-ZIP: Atlanta GA 30327	
31 TITLE: _____	<input type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME: _____	
33 STREET ADDRESS: _____	
34 CITY-ST-ZIP: _____	Attached is a LIST OF Directors & officers <input type="checkbox"/> Change <input type="checkbox"/> Addition
41 TITLE: _____	
42 NAME: _____	
43 STREET ADDRESS: _____	
44 CITY-ST-ZIP: _____	
51 TITLE: _____	<input type="checkbox"/> Change <input type="checkbox"/> Addition
52 NAME: _____	
53 STREET ADDRESS: _____	
54 CITY-ST-ZIP: _____	
61 TITLE: AVP-Controller	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
62 NAME: Renee H Skinner	
63 STREET ADDRESS: 1344 TO-Land Dr.	
64 CITY-ST-ZIP: Stone Mt GA 30083	

14. I, the undersigned, certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 190.07(4)(b), Florida Statutes. I further certify that the information included in 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 of Block 13 of this report, or on an attachment with an address.

SIGNATURE: *Renee H Skinner* **Asst VP Controller** **2/6/95** **404-766-1400**

OFFICERS
ATLANTIC SOUTHEAST AIRLINES, INC.

**George F. Pickett - Chairman of the Board & Chief
Executive Officer**
824 Byrnwyck Road
Atlanta, GA 30319
420-52-3601

John W. Beiser - President
4550 Sentinel Post Road
Atlanta, GA 30327
300-34-5847

Ronald V. Sapp - VP - Finance and Treasurer
9275 Betony Wood Trail
Jonesboro, GA 30236
252-78-9509

Sam Watts - VP - Sales and Customer Services
200 Silverwood Way
Peachtree City, GA 30269
072-38-3742

Tilden M. Shanahan - VP - Operations
110 River Landing
Atlanta, GA 30350
428-56-3901

William H. Hinson, Jr. - VP - Technical Services
2107 Honeybee Creek Drive
Griffin, GA 30223
418-58-4810

Renee H. Skinner - Assistant Vice President/Controller
1244 To-Lani Drive
Stone Mountain, GA 30083
214-68-7621

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. Russell H. Heil
Senior Vice President
Technical Operations
DELTA AIR LINES, INC.
Hartsfield Atlanta
International Airport
Atlanta, Georgia 30320
(404) 715-2347

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