

No. C 40938

**Due no later than May 31, 2001
Annual Report Form**

2. Registered Agent and Office **NO PO BOX**

Return to:

SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

1. Mailing Address - Correct in this box, if applicable

UNITED AIR LINES, INC.
C/O EXOCT
P. O. BOX 66100

PRENTICE-HALL CORP SYSTEM
~~1401 SHORELINE DR STE 2~~
1401 SHORELINE DR STE 2
BOISE, ID 83702

**NO FILING FEE IF
RECEIVED BY DUE DATE**

CHICAGO, IL 60666

3. New Registered Agent Signature

4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

Office held Name

Street or P.O. Address

City

State

Zip

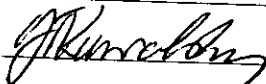
COMPLETE OFFICERS + DIRECTORS LISTING ATTACHED

5. Organized Under the Laws of:

DELAWARE
C 40938

6.

Signature



Date

5/10/01

Name (Typed or Printed)

JEFFREY T. KAWALSKY

Title:

XXXX

ASST. TREASURER

Issued 03/01/2001

Do Not Tape or Staple

UNITED AIR LINES, INC.

OFFICERS

James E. Goodwin	Chairman & Chief Executive Officer	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Rono J. Dutta	President	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Douglas A. Hacker	Executive Vice President - Finance & Planning & Chief Financial Officer	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Andrew P. Studdert	Executive Vice President & Chief Operating Officer	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Graham W. Atkinson	Sr. Vice President - Marketing	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Christopher D. Bowers	Sr. Vice President - North America	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Frederic F. Brace	Sr. Vice President - Finance & Treasurer	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Eric C. Dean	Sr. Vice President Information Services & CIO	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Sara A. Fields	Sr. Vice President - Onboard Services	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Stephen A. Forte	Sr. Vice President- Flight Operations	1200 E. Algonquin Road Elk Grove Twp., IL 60007
William P. Hobgood	Sr. Vice President - People	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Shelley A. Longmuir	Sr. Vice President- Governmental Affairs	1200 E. Algonquin Road Elk Grove Twp., IL 60007

Francesca M. Maher	Sr. Vice President - General Counsel and Secretary	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Stuart I. Oran	Sr. Vice President - International	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Ronald D. Utecht	Sr. Vice President - Maintenance Operations	Maintenance Operations Center San Francisco Int'l Airport San Francisco, CA 94128
Dennis A. Arouca	Vice President - People Services	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Stephen M. Beatus	Vice President - Latin America	95 Merrick Way - Suite 707 Coral Gables, FL 33134
Judith A. Bishop	Vice President - Atlantic	South Side 105 Victoria Street London SW1 E6QT ENGLAND
James C. Brennan	Vice President - Pacific - South	Gloucester Tower - 29 th Floor The Landmark 11 Pedder Street Hong Kong
Montie R. Brewer	Vice President - Alliances	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Larry D. DeShon	Vice President - Customer Satisfaction	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Roger A. Gibson	Vice President - North America	1225 - 17 th St. Suite 2240 Denver, CO 80202
James J. Hartigan, Jr.	Vice President - Worldwide Cargo	1200 E. Algonquin Road Elk Grove Twp., IL 60007
M. Lynn Hughitt	Vice President & Controller	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Gary S. Jefferson	Vice President - Public Affairs	NBC Tower - 31 st Floor 455 N. City Front Plaza Dr. Suite 3100 Chicago, IL 60611

Richard S. Juster	Vice President - Purchasing	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Amos S. Kazzaz	Vice President - Corporate Real Estate	1200 E. Algonquin Road Elk Grove Twp., IL 60007
John D. Kiker	Vice President - Advertising & Communications	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Kevin N. Knight	Vice President - Resource Planning	1200 E. Algonquin Rd Elk Grove Twp., IL 60007
Joseph F. Laughlin	Vice President - North America Sales	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Mark S. Liberman	Vice President - North America	2255 East 220 th Street Long Beach, CA 90810
Rick A. Maloney	Vice President-Flight Operations	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Louis J. Mancini	Vice President - Engineering & Technical Support	Maintenance Operations Center San Francisco Int'l Airport San Francisco, CA 94128
Patricia A. Mash	Vice President - Revenue Management	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Peter D. McDonald	Vice President - Operational Services	1200 E. Algonquin Road Elk Grove Twp., IL 60007
William R. Norman	Vice President - Line Maintenance	Maintenance Operations Center San Francisco Int'l Airport San Francisco, CA 94128
M. Scott Praven	Vice President - E-Commerce	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Mark F. Schwab	Vice President- Pacific- North	United Airlines- TYOVG Kokusai BDLG. 3-1-1 Marunouchi CHIYODA-KU Tokyo 100 Japan

Edmond L. Soliday	Vice President - Corporate Safety, Quality Assurance & Security	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Daniel C. Walsh	Vice President - North America	Glen Pointe Centre West 500 Frank W. Burr Blvd. Teaneck, NJ 07666
Michael G. Whitaker	Vice President - International Affairs	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Glenn S. Wright	Vice President - North America	2550 Golf Road, Suite 777 Rolling Meadows, IL 60008
Mary Jo C. Georgen	Assistant Corporate Secretary	1200 E. Algonquin Road Elk Grove Twp., IL 60007
Christine S. Grawemeyer	Assistant Corporate Secretary	1200 E. Algonquin Road. Elk Grove Twp., IL 60007
Jeffrey T. Kawalsky	Assistant Treasurer	1200 E. Algonquin Road Elk Grove Twp., IL 60007

UNITED AIR LINES, INC.

BOARD OF DIRECTORS

JAMES E. GOODWIN
Chairman &
Chief Executive Officer
United Air Lines, Inc.
1200 East Algonquin Road
Elk Grove Township, Illinois 60007

RONO J. DUTTA
President
United Air Lines, Inc.
1200 East Algonquin Road
Elk Grove Township, Illinois 60007

DOUGLAS A. HACKER
Executive Vice President-
Finance Planning
& Chief Financial Officer
United Air Lines, Inc.
1200 East Algonquin Road
Elk Grove Township, Illinois 60007

ANDREW P. STUDDERT
Executive Vice President &
Chief Operating Officer
United Air Lines, Inc.
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Elk Grove Township, Illinois 60007

CHRISTOPHER D. BOWERS
Senior Vice President - North America
United Air Lines, Inc.
1200 East Algonquin Road
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WILLIAM P. HOBGOOD
Senior Vice President - People
United Air Lines, Inc.
1200 East Algonquin Road
Elk Grove Township, Illinois 60007

STUART I. ORAN
Senior Vice President -
International
United Air Lines, Inc.
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Elk Grove Township, Illinois 60007