

No. C 40938

Due no later than May 31, 2005
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.
TAX DEPT WHQCT
PO BOX 66100
CHICAGO, IL 60666 0100

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

3. New Registered Agent Signature

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

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 5/6/05

Name (Typed or Printed)

KATHRYN A. MIKELL

Title V.P. + TREASURER

Issued 03/01/2005

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UNITED AIR LINES, INC.

BOARD OF DIRECTORS

2005 MAY 16 PM 2:21

STATE OF ILLINOIS

FREDERIC F. BRACE

Executive Vice President &
Chief Financial Officer
United Air Lines, Inc.
1200 East Algonquin Road
Elk Grove Township, Illinois 60007

DOUGLAS A. HACKER

Executive Vice President- Strategy
United Air Lines, Inc.
1200 East Algonquin Road
Elk Grove Township, Illinois 60007

PETER D. MC DONALD

Executive Vice President- Operations
United Air Lines, Inc.
1200 East Algonquin Road
Elk Grove Township, Illinois 60007

JOHN P. TAGUE

Executive Vice President-Customer
United Air Lines, Inc.
1200 East Algonquin Road
Elk Grove Township, Illinois 60007

GLENN F. TILTON

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

UNITED AIR LINES, INC.

OFFICERS

Glenn F. Tilton	Chairman, President & Chief Executive Officer	1200 E. Algonquin Road Elk Grove Township, IL 60007
Frederic F. Brace	Executive Vice President & Chief Financial Officer	1200 E. Algonquin Road Elk Grove Township, IL 60007
Douglas A. Hacker	Executive Vice President - Strategy	1200 E. Algonquin Road Elk Grove Township, IL 60007
Peter D. McDonald	Executive Vice President & Chief Operating Officer	1200 E. Algonquin Road Elk Grove Township, IL 60007
John P. Tague	Executive Vice President - Marketing, Sales and Revenue	1200 E. Algonquin Road Elk Grove Township, IL 60007
Jane G. Allen	Senior Vice President - Onboard Service	1200 E. Algonquin Road Elk Grove Township, IL 60007
Graham W. Atkinson	Senior Vice President- Worldwide Sales and Alliances	1200 E. Algonquin Road Elk Grove Township, IL 60007
Dennis Cary	Senior Vice President- Marketing	1200 E. Algonquin Road Elk Grove Township, IL 60007
Larry D. DeShon	Senior Vice President - Airport Operations	1200 E. Algonquin Road Elk Grove Township, IL 60007
Scott J. Dolan	Senior Vice President and President United Cargo	1200 E. Algonquin Road Elk Grove Township, IL 60007
Sara A. Fields	Senior Vice President - People	1200 E. Algonquin Road Elk Grove Township, IL 60007
Stephen A. Forte	Senior Vice President - Flight Operations	1200 E. Algonquin Road Elk Grove Township, IL 60007
Gregory F. Hall	Senior Vice President - United Services	Maintenance Operations Center San Francisco International Airport San Francisco, CA 94128
Paul R. Lovejoy	Senior Vice President, General Counsel and Secretary	1200 E. Algonquin Road Elk Grove Township, IL 60007
Rosemary R. Moore	Senior Vice President - Corporate and Government Affairs	1200 E. Algonquin Road Elk Grove Township, IL 60007
Richard J. Poulton	Senior Vice President - Strategic Sourcing and Chief Procurement Officer	1200 E. Algonquin Road Elk Grove Township, IL 60007
Gregory T. Taylor	Senior Vice President - Planning	1200 E. Algonquin Road Elk Grove Township, IL 60007

UNITED AIR LINES, INC.

OFFICERS

Mark R. Anderson	Vice President - Governmental Affairs	1025 Connecticut Ave., Suite 1210 Washington, DC 20036
Judith A. Bishop	Vice President - Worldwide Reservations Sales & Services	South Side 105 Victoria St. London SW1 E6QT
Alan A. Butterfield	Vice President- Line Maintenance	Maintenance Operations Center San Francisco International Airport
Joanne D. Calabrese	Vice President - Airport Operations - West	1200 E. Algonquin Road Elk Grove Township, IL 60007
Sean P. Donohue	Vice President - United Express and TED	1200 E. Algonquin Road Elk Grove Township, IL 60007
Marian M. Durkin	Vice President- Deputy General Counsel and Assistant Secretary	1200 E. Algonquin Road Elk Grove Township, IL 60007
Jeffrey T. Foland	Vice President- North American Sales	1200 E. Algonquin Road Elk Grove Township, IL 60007
Barry H. French	Vice President- Corporate Communications	1200 E. Algonquin Road Elk Grove Township, IL 60007
M. Lynn Hughitt	Vice President -Compensation	1200 E. Algonquin Road Elk Grove Township, IL 60007
Peter B. Kain	Vice President - Labor Relations	1200 E. Algonquin Road Elk Grove Township, IL 60007
Amos S. Kazzaz	Vice President - Financial Planning and Analysis	1200 E. Algonquin Road Elk Grove Township, IL 60007
Kevin N. Knight	Vice President - Resource Planning	1200 E. Algonquin Road Elk Grove Township, IL 60007
Henry P. Krakowski	Vice President - Corporate Safety, Security and Quality Assurance	1200 E. Algonquin Road Elk Grove Township, IL 60007
Nirup N. Krishnamurthy	Vice President - Information Services and Chief Information Officer	1200 E. Algonquin Road Elk Grove Township, IL 60007
Arnold J. Lewis	Vice President- Marketing Programs	1200 E. Algonquin Road Elk Grove Township, IL 60007
Alexandria A. Marren	Vice President - Airport Operations - East	1200 E. Algonquin Road Elk Grove Township, IL 60007
Kathryn A. Mikells	Vice President and Treasurer	1200 E. Algonquin Road

UNITED AIR LINES, INC.

OFFICERS

		Elk Grove Township, IL 60007
William R. Norman	Vice President - Base Maintenance	Maintenance Operations Center San Francisco International Airport San Francisco, CA 94128
Mark F. Schwab	Vice President - Pacific	United Airlines - TYOVG Gloucester Tower- 29th Floor The Landmark 11 Peder St. Hong Kong
Cindy Szadokierski	Vice President of Corporate Real Estate	1200 E. Algonquin Road Elk Grove Township, IL 60007
Michael G. Whitaker	International and Regulatory Affairs Affairs	1200 E. Algonquin Road Elk Grove Township, IL 60007
David Wing	Vice President & Controller	1200 E. Algonquin Road Elk Grove Township, IL 60007
Richard L. Wysong	Vice President - Strategic Planning and Budgets	Maintenance Operations Center San Francisco International Airport
Christine S. Grawemeyer	Assistant Corporate Secretary	1200 E. Algonquin Road Elk Grove Township, IL 60007
Deborah S. Porter	Assistant Corporate Secretary	1200 E. Algonquin Road Elk Grove Township, IL 60007
February 14, 2005	I:\OFFICERS\UAOFFICERS.xls\HOME ADD	