

All Star Airlines, Inc. was incorporated as a Delaware Corporation in August of 1982, as a successor in interest to R & B Travel, a Florida Limited Partnership which had obtained CAB authority for world wide FAA 121 Supplemental Air Carrier Operations. In September of that year, All Star purchased a DC-9-15F and applied for an FAA Air Carrier Operating Certificate. This Certificate was issued on April 1, 1983, and All Star's inaugural flight took place on April 2, 1983, carrying the Toronto Blue Jays, from Orlando to Boston for the opening game with the Boston Red Sox. On November 20, 1983, our second DC-9 was delivered from Helsinki, Finland via Keflavik, Iceland and Goose Bay, Labrador. On July 28, 1984, All Star became a "Domestic" (scheduled) FAR 121 Air Carrier in order to initiate service in the northwest pursuant to a wet lease with Horizon Airlines. On October 2, 1984, All Star took delivery of its third DC-9 from Helsinki, Finland.

All Star Airlines, Inc. is a privately held company controlled by the following owners:

Edward G. LeRoux, Jr., age 53, is the *Chairman of the Board of Directors* of All Star Airlines, Inc., and owns one third of the outstanding stock of All Star Airlines, Inc. He is also a general partner of a limited partnership that owns New England Rehabilitation Hospital and one of three general partners of the Boston Red Sox Baseball Club, a Massachusetts Limited Partnership which owns and operates the Boston Red Sox Baseball Team.

Timothy J. Healey, age 50, is *General Counsel, Vice President of Maintenance, Senior Vice President of Operations, and Director* of All Star Airlines, Inc. Owning one third of the outstanding stock of All Star Airlines, Inc., Mr. Healey is the founder and senior partner of the law firm of Healey, Farrell and Lear, with offices in Washington, DC, and the Boston area. He has specialized in the practice of aviation law for twenty years, and has represented various aviation enterprises including airlines such as Northeast (now Delta), North Central (now Republic), Iceland Air, and Cargolux, Europe's largest all cargo airline.

Albert F. Curran, age 58, is *Director* of All Star Airlines, Inc., and owns one third of the outstanding stock of All Star Airlines, Inc. Mr. Curran has been engaged in the practice of law in the Boston area for more than thirty years, and specializes in real estate development, including commercial, apartment, condominium and office properties.