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BEFORE THE  
U.S. DEPARTMENT OF TRANSPORTATION  
WASHINGTON, D.C.

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DOCKET

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Application of )  
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 CHARTER WAY INC. )  
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 For a Certificate of Public Convenience )  
 and Necessity under Section 401(d)(3) )  
 of the Federal Aviation Act to engage )  
 in passenger charter interstate/ )  
 overseas air transportation. )  
\_\_\_\_\_ )

Docket No. 48428

OST-96-1465-7

SECOND SUPPLEMENT TO APPLICATION OF CHARTER WAY INC.  
FOR A CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY

Communications with respect to this document should be sent to:

Maurice J. Gallagher  
ValuJet Airlines, Inc.  
1800 Phoenix Blvd., Suite 126  
Atlanta, Georgia 30349  
(404) 997-9555

Curtis M. Coward, Esq.  
Thomas K. McGowan, Esq.  
**McGuire, Woods, Battle & Boothe**  
8280 Greensboro Drive, Suite 900  
McLean, Virginia 22102  
(703) 712-5355  
Counsel for ValuJet Airlines, Inc.

Date: June 9, 1993

9702

BEFORE THE  
U.S. DEPARTMENT OF TRANSPORTATION  
WASHINGTON, D.C.

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CHARTER WAY INC.	)	Docket No. 48428
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overseas air transportation.	)	
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SECOND SUPPLEMENT TO APPLICATION OF CHARTER WAY INC.  
FOR A CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY

Charter Way Inc. (the “Company”) respectfully submits the following information in support of its application for a Certificate of Public Convenience and Necessity:

1. The Company has amended its Articles of Incorporation to change its name from Charter Way Inc. to **ValuJet** Airlines, Inc. Accordingly, the Company respectfully amends this application to apply for a Certificate of Public Convenience and Necessity under the name **ValuJet** Airlines, Inc.

2. The Company’s shareholders have made an equity contribution in excess of that required in the Company’s business plan. As evidence of their contribution to the Company, please find attached as Exhibit A a copy of the Company’s Account Profile with **PriMerit** Bank which shows a balance of **\$2,943,180.08**. Accordingly, the Company has received sufficient funding to cover its start-up expenses and first three-months of operations.

3. The Company is continuing its efforts to hire its key personnel and has hired Lewis H. Jordan as its President and Chief Operating Officer. Mr. Jordan has over 30 years experience in the aviation industry and is extremely well qualified to serve as the Company's President and Chief Operating Officer. A resume for Mr. Jordan is attached as Exhibit B hereto. Mr. Jordan has replaced Mr. Gallagher as President; however, Mr. Gallagher will serve as the Vice Chairman, the Chief Financial Officer and as a director for the Company.

The Company is continuing its efforts to hire its remaining key personnel. It has interviewed and is actively searching for a person to serve as its Director of Operations, Chief Pilot, Director of Maintenance, and Director of Quality Control.

4. The Company has also re-located its offices from Las Vegas to Atlanta, Georgia. The new mailing address for the Company is:

1800 Phoenix Blvd., Suite 126  
Atlanta, Georgia 30349

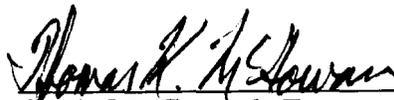
The Company's current telephone number in Atlanta is (404) 997-9555 or 997-4888 which will be replaced with permanent numbers by mid-June which the Company shall provide to the Department as soon as possible.

5. Furthermore, the Company met with the Federal Aviation Administration's Atlanta Flight Standards District Office to initiate the Company's application for an Operating Certificate. The Company anticipates receipt of its FAA Operating Certificate prior to the scheduled initiation of service in October, 1993.

In summary, the Company has made significant progress towards the initiation of scheduled service. The shareholders have made a significant capital contribution to the Company, the Company has hired a well qualified President and Chief Operating Officer, its has re-located its offices to Atlanta to better manage the Company's start-up of operations, and the Company has initiated the process for receiving its FAA Operating Certificate.

WHEREFORE, for the foregoing reasons, Value Jet, Inc. respectfully requests that the Department to continue its expeditious review of its Application for a Certificate of Public Convenience and Necessity.

Respectfully submitted,



Curtis M. Coward, Esq.

Thomas K. McGowan, Esq.

**McGuire, Woods, Battle & Boothe**

8280 Greensboro Drive, Suite 900

McLean, Virginia 22102

(703) 712-5355

Counsel for **ValuJet** Airlines, Inc.

June 9, 1993

CERTIFICATE OF SERVICE

I hereby certify that the foregoing Second Supplement to Application of ValuJet Airlines, Inc. (formerly Charter Way Inc.) For a Certificate of Public Convenience and Necessity dated June 9, 1993 was served by first class mail, postage prepaid, to the following persons this 9th day of June, 1993:

Mr. Maxwell Walker  
Airport Commissioner  
Airport Commissioner's Office  
Hartsfield Atlanta International Airport  
P.O. Box 20509  
Atlanta, Georgia 30320

Mr. Gary LeTellier  
Executive Director  
Orlando International Airport  
One Airport Blvd.  
Orlando, Florida 32827

  
Thomas K. McGowan

EXHIBIT A

BANK ACCOUNT PROFILE

**PRIMERIT**  
BANK

Primerit Bank, Federal Savings Bank  
Post Office Box 98599  
Las Vegas, Nevada 89193-8599  
702 362-5555

TLA 2714 A MADH 252 BRANCH 29 DATE 06/08/93 POSTING 06/08/93 11:11 AM

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BAL 06/08/93 ND 35023738 CHARTER WAY INC  
ND-ADCT-BAL 2,943,180.08  
CHECK HOLDS  
ND AVAILABLE 2,443,280.08  
ND COLLECTED BAL 2,443,180.08  
BT-LAST-ACT 06/07/93  
ADCT-TYPE 52  
ACRUE-INT 1,190.29  
ND FLASS ON  
#

.....  
BAL 06/08/93 ND 35034455 CHARTER WAY INC  
ND-ADCT-BAL 5,981.25  
ND AVAILABLE 5,981.25  
BT-LAST-ACT 06/01/93  
ADCT-TYPE 68  
ACRUE-INT .00  
ND FLASS ON  
#

Primerit Bank, Federal Savings Bank

*Alan Hinsdale*  
A.V.P. & Manager

Primerit Bank, Federal Savings Bank  
103 South Rainbow Boulevard  
Las Vegas, Nevada 89128  
702 365-3731  
Pager: 702 222-5793  
Fax: 702 365-3733

**PRIMERIT**  
BANK

**Alan E. Hinsdale**  
Assistant Vice President  
Branch Sales Manager

EXHIBIT B

RESUME

LEWIS H. JORDAN

**LEWIS H. JORDAN**  
**President and COO**

**Experience**

7/86-3/93	CONTINENTAL AIRLINES, INC. Positions Held: President & Chief Operating Officer Member of the Board of Directors	8/91-3/93
	Executive Vice President & System General Manager	7/90-7/91
	Executive Vice President & Chief Operating Officer	10/86-6/90
	Executive Vice President, Operations	7/86-9/86
3/84-7/86	FLYING TIGERS (World's Largest Air Cargo Carrier) Positions Held: Executive Vice President & Chief Operating Officer	3/84-10/85
	President & Chief Operating Officer	1 0/85-7/86
7/82-3/84	AIR TREADS, INC. Atlanta, Georgia Positions Held: Executive Vice President & Chief Operating Officer	
4/79-10/80	FLYING TIGERS Position Held: Senior Vice President - Operations	
1962-1979	SOUTHERN AIRWAYS, INC. Atlanta, Georgia	

**Education**

Bachelor of Aerospace Engineering, 1967  
Georgia Institute of Technology  
Atlanta, Georgia