

GLOBAL NOTES REGARDING DEBTORS' BANKRUPTCY SCHEDULES AND STATEMENTS

NOTES PERTAINING TO ALL DEBTORS

General Notes

The Schedules of Assets and Liabilities (the “Schedules”) and Statements of Financial Affairs (the “Statements” and, collectively with the Schedules, the “Bankruptcy Materials”) of Delta Air Lines, Inc. (“Delta”) and its affiliated debtors in the above-captioned, jointly administered chapter 11 cases (collectively, the “Debtors”) prepared pursuant to 11 U.S.C. § 521 and Rule 1007 of the Federal Rules of Bankruptcy Procedure by management of the Debtors and are unaudited. While the Debtors’ management has made reasonable efforts to ensure that the Bankruptcy Materials are accurate and complete, based upon information that was available to them at the time of preparation, subsequent information may result in material changes to the Bankruptcy Materials. Moreover, because the Bankruptcy Materials contain unaudited information which is subject to further review and potential adjustment, there can be no assurance that these Bankruptcy Materials are complete. The Debtors reserve all rights to amend the Bankruptcy Materials from time to time, in all respects, as may be necessary or appropriate, including, but not limited to, the right to dispute or otherwise assert offsets or defenses to any claim reflected on the Bankruptcy Materials as to amount, liability or classification, or to otherwise subsequently designate any claim as “disputed,” “contingent” or “unliquidated.” Furthermore, nothing contained in the Bankruptcy Materials shall constitute a waiver of rights with respect to these Chapter 11 cases and specifically with respect to any issues involving substantive consolidation, equitable subordination or causes of action arising under the provisions of Chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws to recover assets or avoid transfers. These Global Notes Regarding Debtors’ Bankruptcy Materials (“Global Notes”) comprise an integral part of the Bankruptcy Materials and should be referred to and considered in connection with any review of the Bankruptcy Materials.

Basis of Presentation. For financial reporting purposes, Delta and its subsidiaries file audited consolidated financial statements annually with the Securities and Exchange Commission (the “SEC”). Unlike the consolidated financial statements, the Bankruptcy Materials (except as indicated herein) reflect the separate assets and liabilities of each individual Debtor. The Bankruptcy Materials do not purport to represent financial statements prepared in accordance with U.S. Generally Accepted Accounting Principles (“GAAP”), nor are they intended to fully represent the consolidated financial statements filed by Delta with the SEC.

Causes of Action. The Debtors, despite their efforts, may not have listed all of their causes of action against third parties as assets in the Bankruptcy Materials. The Debtors reserve all of their rights with respect to any causes of action they may have

and neither these Global Notes nor the Bankruptcy Materials shall be deemed a waiver of any such causes of action.

Claims Paid Pursuant to Court Orders. Certain of the Bankruptcy Materials may list creditors and set forth the Debtors' estimate of the claims of creditors as of the Petition Date. The Bankruptcy Court authorized the Debtors to pay various pre-petition claims, including claims of customers, employees, critical vendors, foreign vendors, critical service providers, credit card processors, warehousemen and shippers. Consequently, certain pre-petition fixed, liquidated and undisputed unsecured claims have been paid as of the date of the filing of the Bankruptcy Materials. Accordingly, the actual unpaid claims of creditors that may be allowed in these cases may differ from the amounts set forth in the Bankruptcy Materials.

Confidentiality. In a limited number of instances within the Bankruptcy Materials, amounts have been left blank or listed as "confidential." Due to the confidential nature of certain agreements between the Debtors and third parties, the Debtors have deemed it appropriate and necessary to avoid listing such amounts.

Consolidation of Certain Information. The Debtors have sought to isolate business operations in order to file Bankruptcy Materials for each entity on an individual basis. However, in certain instances, the separation of information for some entities would be unduly burdensome and an inefficient use of estate resources. In those cases, information is provided on a consolidated basis.

Customer-Related Agreements; Foreign Vendor Contracts. The Debtors are parties to customer-related agreements for, among other things, corporate sales programs, cargo sales programs, charter flights, leisure sale programs, meeting and incentive sales programs, revenue guaranty programs and other similar programs (the "Customer-Related Agreements"). The Debtors are also parties to contracts with numerous vendors in many foreign jurisdictions ("Foreign Vendor Agreements"). The Bankruptcy Court entered "first day" orders granting the Debtors authority to perform and honor their prepetition obligations in connection with their Customer-Related Agreements and Foreign Vendor Agreements. Accordingly, most of the Debtors' contracts and liabilities as of the Petition Date concerning the Customer-Related Agreements and Foreign Vendor Agreements have been excluded from the Bankruptcy Materials.

Dates. Unless otherwise indicated, all asset and liability information is listed as of September 14, 2005 (the "Petition Date").

Employee Claims. The Bankruptcy Court entered "first day" orders granting authority to the Debtors to pay prepetition employee wages, salaries, benefits and other obligations in the ordinary course of business. The Debtors employed more than 60,000 persons in the United States and internationally prior to the filing of the Chapter 11 cases. Accordingly, only employee claims against the Debtors for prepetition amounts that have not been paid as of the time that the Bankruptcy

Materials were prepared (such as employee litigation claims pending against the Debtors as of the Petition Date) have been included in the Bankruptcy Materials.

Estimates. To close the books and records of the Debtors as of the Petition Date, management was required to make estimates and assumptions that affect the reported amounts of assets and liabilities.

Excluded Assets and Liabilities. The Debtors have excluded certain categories of assets and liabilities from the Bankruptcy Materials including goodwill, pension assets, deferred compensation, accrued salaries, employee benefit accruals, future aircraft rent accruals, post retirement benefits, air traffic liability and deferred gains. In addition, immaterial assets and liabilities may also have been excluded.

Foreign Currency. Unless otherwise indicated, all amounts are reflected in U.S. dollars, and translated from other currencies as of the Petition Date where applicable.

Future Aircraft Purchases. The Debtors have not included in the Bankruptcy Materials any future purchase commitments or the related amounts to be paid in connection with the purchase of aircraft.

Inventory. Unless otherwise disclosed, inventories of expendable parts related to flight equipment are carried at moving average cost and charged to operations as consumed. An allowance for obsolescence for the cost of these parts is provided over the remaining useful life of the related fleet. Inventory is presented without consideration for any potential warehousemen's or mechanics liens. The Debtors perform periodic cycle counts of spare parts inventories.

Leases. The Debtors have not included in the Bankruptcy Materials the future obligations of any capital or operating leases. However, assets under a capital lease have been included in the Bankruptcy Materials.

Litigation. Certain litigation and environmental actions reflected as claims against Delta may relate to any of the other Debtors. The Debtors have made reasonable efforts to accurately record these actions in the Bankruptcy Materials of the Debtor that is the party to the action. In addition, the Debtors have excluded details relating to federal and state agency discrimination charges, labor arbitration and grievance claims, and government civil penalty actions. Discrimination charges have been excluded to protect the privacy interests of the charging parties and because the majority of such claims generally will not result in actual litigation. Labor arbitration and grievance claims are omitted to protect the privacy interests of the grieving party. Government civil penalty actions were excluded due to confidentiality and privacy concerns.

Payments. The financial affairs and businesses of the Debtors are extremely large and complex. Prior to the Petition Date, the Debtors participated in a consolidated cash management system through which certain payments were made by one entity

on behalf of another. As a result, certain payments in the Bankruptcy Materials may have been made by Delta Air Lines, Inc. or Comair, Inc. on behalf of a subsidiary through the operation of the consolidated cash management system.

Property and Equipment. Owned property and equipment is stated at cost. Interest expenses related to the acquisition of certain property and equipment are capitalized as an additional cost of the asset or as a leasehold improvement if the asset is leased. Costs of major improvements that enhance the usefulness of the asset are capitalized and depreciated over the estimated useful life of the asset or the modifications, whichever is less. Depreciation and amortization expense for principal asset classifications are calculated on a straight-line basis to an estimated residual value. Depreciable lives are 11 to 30 years for operating flight equipment, 20 to 30 years for facilities and 3 to 10 years for other ground property and equipment. Rotable parts and assemblies are depreciated over the estimated fleet life of the associated aircraft, on a group basis. Improvements to leased assets are depreciated over the term of the lease on a straight-line basis.

Totals. All totals that are included in the Bankruptcy Materials represent totals of all the known amounts included in the tables.

Trade Accounts Receivable and Accounts Payable. Trade Accounts Receivable are presented net of allowance for doubtful accounts, but without consideration for any liabilities related to mutual counterparty accounts payable, open or terminated contract liabilities, liquidated damages, setoff rights or collateral held by the Debtors, unless otherwise stated. Likewise, Accounts Payable are shown without consideration for accounts receivable, open or terminated contracts, liquidated damages, setoff rights or collateral that has been posed on behalf of the counterparty.

Umbrella Agreements. A number of supplier contracts listed in the Bankruptcy Materials are umbrella agreements that cover some or all of the Debtors. Where relevant, such agreements have been listed in the Bankruptcy Materials only of the Debtor that signed the original umbrella agreement.

Valuation. It would be prohibitively expensive, unduly burdensome and an inefficient use of estate assets for the Debtors to obtain current market valuations of all of their assets. Accordingly, unless otherwise indicated, net book values as of the Petition Date are reflected on the Bankruptcy Materials. For this reason, amounts ultimately realized will vary from net book value, and such variance may be material. In addition, the amounts shown for total liabilities exclude items identified as “unknown” or “undetermined” and, thus, ultimate liabilities may differ materially from those stated in the Bankruptcy Materials.

Workers Compensation. Workers Compensation claims have also been excluded from the Bankruptcy Materials and Statements due to their voluminous nature and by virtue of the fact the Debtors are performing their obligations as required by law and

in accordance with the “first day” orders granting authority to the Debtors to pay these obligations in the ordinary course.

Schedules of Assets and Liabilities

Schedule B: Personal Property. The Debtors operate a fleet of several hundred aircraft and have summarized in Schedule B the airframes, engines, and other components in the Debtors’ fleets.

Schedule D: Creditors Holding Secured Claims. Except as otherwise agreed pursuant to a stipulation, agreed order or general order entered by the Bankruptcy Court, the Debtors reserve the right to dispute or challenge the validity, perfection or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a secured creditor listed on Schedule D of any Debtor. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor’s claim or the characterization of the structure of any such transaction or any document or instrument (including, without limitation, any intercompany agreement) related to such creditor’s claim. In certain instances, a Debtor may be a co-obligor, co-mortgagor or guarantor with respect to scheduled claims of other Debtors, and no claim set forth on Schedule D of any Debtor is intended to acknowledge claims of creditors that are otherwise satisfied or discharged by other entities. The descriptions provided in Schedule D are intended only to be a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in the Global Notes or the Bankruptcy Materials shall be deemed a modification or interpretation of the terms of such agreements. Except as specifically stated herein, real property and airport lessors, utility companies and other parties which may hold security deposits have not been listed on Schedule D. Certain of the Debtors’ agreements listed on Schedule G may be in the nature of conditional sales agreements or secured financing agreements. No attempt has been made to identify such agreements for purposes of Schedule D.

Schedule E: Creditors Holding Unsecured Priority Claims. All claims listed on the Debtors’ Schedule E are claims owing to various taxing authorities to which the Debtors may potentially be liable. However, certain of such claims may be subject to on-going audits and the Debtors are otherwise unable to determine with certainty the amount of many, if not all, of the claims listed on Schedule E. Therefore, the Debtors have listed all such claims as unknown in amount, pending final resolution of on-going audits or other outstanding issues. The Debtors reserve their right to dispute or challenge whether such claims are entitled to priority.

Schedule F: Creditors Holding Unsecured Priority Claims. Schedule F does not include certain deferred charges, deferred liabilities or general reserves. Such amounts are general estimates of liabilities and do not represent specific claims as of

the Petition Date; however, they are reflected on the Debtors' books and records as required in accordance with GAAP.

The claims listed in Schedule F arose or were incurred on various dates. In certain instances, the date on which a claim arose is an open issue of fact. While commercially reasonable efforts have been made, determining the date upon which each claim in Schedule F was incurred or arose would be unduly burdensome and cost prohibitive and, therefore, the Debtors do not list a date for each claim listed on Schedule F.

Schedule F contains information regarding potential, pending and closed litigation involving the Debtors. In certain instances, the Debtor that is the subject of the litigation is unclear or undetermined. However, to the extent that litigation involving a particular Debtor has been identified, such information is contained in the Schedule for that Debtor.

Schedule G: Executory Contracts. The businesses of the Debtors are complex. While commercially reasonable efforts have been made to ensure the accuracy of Schedule G regarding executory contracts and unexpired leases, inadvertent errors, omissions or over-inclusions may have occurred. The Debtors reserve all of their rights to dispute the validity, status or enforceability of any contracts, agreements or leases set forth in Schedule G and to amend or supplement such Schedule as necessary. The contracts, agreements and leases listed on Schedule G may have expired or may have been modified, amended and supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letter and other documents, instruments and agreements which may not be listed therein.

In some cases, the same supplier or provider appears multiple times in Schedule G. This multiple listing is to reflect distinct agreements between the applicable Debtor and such supplier or provider.

Certain of the leases and contracts listed on Schedule G may contain certain renewal options, guarantees of payment, options to purchase, rights of first refusal and other miscellaneous rights that are embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments and other such agreements. Such rights, powers, duties and obligations are not set forth on Schedule G. In addition, the Debtors may have entered into various other types of agreements in the ordinary course of their business, such as easements, right of way, subordination, nondisturbance and attornment agreements, supplemental agreements, amendments/letter agreements, title agreements and confidentiality agreements. Such documents are also not set forth on Schedule G.

Certain of the agreements listed on Schedule G may be in the nature of conditional sales agreements or secured financings. The presence of a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or unexpired lease. The Debtors reserve all of their rights, claims

and causes of action with respect to the contracts and agreements listed on Schedule G, including the right to dispute or challenge the characterization or the structure of any transaction, or any document or instrument (including, without limitation, any intercompany agreement) related to a creditor's claim. Executory agreements that are oral in nature have not been included in Schedule G.

Schedule G includes the collective bargaining agreements and employment agreements with directors and current and former officers, but does not include other employee agreements, such as superseded agreements or individual agreements with employees working in foreign countries.

Certain of the contracts, agreements and leases listed on Schedule G may have been entered into by more than one of the Debtors. Such contracts, agreements and leases are listed on Schedule G of each such Debtor.

Schedule H: Co-Debtors. In the ordinary course of their businesses, the Debtors are involved in pending or threatened litigation and claims arising out of the conduct of their businesses. These matters may involve multiple plaintiffs and defendants, some or all of whom may assert cross-claims and counter-claims against other parties. Because such claims are listed elsewhere in the Bankruptcy Materials, they have not been set forth individually on Schedule H.

Schedule H also reflects guarantees by various Debtors. The Debtors may not have identified certain guarantees that are embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments and other such agreements. Further, the Debtors believe that certain of the guarantees reflected on Schedule H may have expired or no longer enforceable. Thus, the Debtors reserve their right to amend the Schedules to the extent that additional guarantees are identified or such guarantees are discovered to have expired or unenforceable.

Statements of Financial Affairs

Question 2: Other Income. The answer to Question 2 represents the sum of all nonoperating income/(expense) items. This would include items such as interest income and expense, foreign exchange gains and losses, and equity earnings in affiliates.

Question 7: Gifts. The Debtors have provided a summary of the number and value of several hundred charitable gifts made during the reporting period and while reasonable efforts have been made to ensure that the list of gifts provided in response to Question 7 is accurate, certain gifts may have inadvertently been omitted from the Bankruptcy Materials. Delta uses its charitable foundation as the primary conduit of its charitable giving, and the amounts shown in the response to Question 7 for Delta Air Lines, Inc. reflect only direct donations by Delta and not by The Delta Foundation.

Question 8: Losses. The losses listed exclude those incurred in the ordinary course of business or those where the amount is de minimis.

Question 9: Payments Related to Debt Counseling or Bankruptcy. Unless otherwise disclosed, all professional fees relating to restructuring and bankruptcy counseling were paid by Delta Air Lines, Inc.

Question 13: Setoffs. The Debtors routinely incur setoffs from third parties during the ordinary course of business. Setoffs in the ordinary course can result from various routine transactions, including intercompany transactions, counterparty settlements (in particular, interline ticketing setoffs with other carriers), pricing discrepancies, and other disputes between the Debtors and third parties. These normal setoffs are consistent with the ordinary course of business in the Debtors' industries. Therefore, such ordinary course setoffs are excluded from the Debtors' responses to Question 13 of the SOFAs.

Question 14: Property Held for Another. The response to Question 14 discloses aircraft parts owned by a supplier and held on consignment by the Debtors. The response excludes property borrowed on a temporary basis from other carriers since, in the ordinary course of business, the Debtors exchange parts with other airlines for brief periods to address urgent operational needs. Aircraft equipment provided under a formal lease is listed with the contracts disclosed in Schedule G.

Question 17: Environmental Information. The Debtors have devoted substantial internal and external resources to identify and provide the requested information for as many responsive sites and proceedings as reasonably possible in response to Question 17 using records that were reasonably accessible and reviewable. The Debtors placed first priority on identifying all active or open matters. Due to the great number of potentially responsive matters, the practical burdens in compiling information on inactive matters and the presumably lower relevance of information on inactive matters, the Debtors in general have attempted to compile information on inactive matters only for such matters initiated within the last ten years, to the extent documents were available.

Specifically, with respect to Questions 17(a) and 17(b), the Debtors have attempted to provide the requested information only where the "notice" was dated on or after ten years prior to Petition Date, to the extent documents were available.

With respect to Question 17(c), the Debtors have attempted to list all "proceedings, including settlements or orders" initiated on or after ten years prior to Petition Date, and proceedings initiated before that date where the proceeding remains unresolved, or where the terms of a judgment, settlement or order may not be fully completed.

In those instances where certain requested categories of information were not reasonably available for a listed "site" or "proceeding," the Debtors' responses provide as much information as was available.

Where a site is the subject of a proceeding, settlement or order listed in the response to Question 17(c), the site and notices related to it may not also be listed in the responses to Questions 17(a) or 17(b). Similarly, sites that are listed in the response to Question 17(a) (sites for which the Debtors have received notice from a governmental unit) may not be repeated in the response to Question 17(b) (sites at which the Debtors have provided notice to a governmental unit).

Where a site identified in Tables 17(a) and/or 17(b) has received multiple notices, or notices that preceded and were related to proceedings listed in the response to Question 17(c), all such notices may not be listed.

The response to Question 17(b) (concerning notices by the Debtors of releases) does not list routine reports and submissions concerning discharges resulting from normal operations where such reports and submissions were made in compliance with regulatory requirements, such as discharge monitoring reports, toxic release inventory submissions and submissions concerning air emissions.

For purposes of Question 17, the Debtors do not consider entities or organizations operating airports, nor governmental units outside of the United States, to be among the “governmental units” contemplated by this question.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re DELTA LOYALTY MANAGEMENT SERVICES, LLC

Debtor

Case No. 05-17939

Chapter 11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts from Schedules D, E, and F to determine the total amount of the debtor's liabilities.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	AMOUNTS SCHEDULED		
			ASSETS	LIABILITIES	OTHER
A - Real Property	No		N/A		
B - Personal Property	No		N/A		
C - Property Claimed As Exempt	No				N/A
D - Creditors Holding Secured Claims	No			N/A	
E - Creditors Holding Unsecured Priority Claims	No			N/A	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	3		\$408,238,998.73	
G - Executory Contracts and Unexpired Leases	No				
H - Codebtors	No				
I - Current Income of Individual Debtor(s)	No				N/A
J - Current Expenditures of Individual Debtor(s)	No				N/A
Total Number of Sheets of ALL Schedules		3			
			Total Assets	\$0.00	
				Total Liabilities	\$408,238,998.73

AMENDED

In re DELTA LOYALTY MANAGEMENT SERVICES, LLC

Case No. 05-17939

Debtor

(if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Report total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Check this box if debtor has no creditors holding unsecured nonpriority claims to report on this Schedule F.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY		UNLIQUIDATED			
	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.		DISPUTED			
ACCOUNT NO.						
AMERICAN EXPRESS TRAVEL RELATED SERVICES COMPANY, INC. ATTN: SENIOR VICE PRESIDENT, CARD BUSINESS DEVELOPMENT 200 VESEY STREET NEW YORK, NY 10285-3500		AMEX PREPAY DUE 2007	X	X	X	UNKNOWN
ACCOUNT NO.						
GE CORPORATE FINANCIAL SERVICES WILLIAM R. DOOLITTLE VICE PRESIDENT 1100 ABERNATHY ROAD SUITE 900 ATLANTA, GA 30328		GE REVOLVER DUE 2007	X	X	X	UNKNOWN

Subtotal (Total of this page)	\$0.00
Total (Use only on the last page of the completed Schedule F)	

(Report total also on Summary of Schedules)

AMENDED

In re DELTA LOYALTY MANAGEMENT SERVICES, LLC

Case No. 05-17939

Debtor

(if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	UNLIQUIDATED			
			DISPUTED			
ACCOUNT NO.						
INTERCOMPANY PAYABLES DELTA AIR LINES, INC. DEPT 981 1030 DELTA BLVD. ATLANTA, GA 30354		INTERCOMPANY PAYABLES				\$408,206,807.04
ACCOUNT NO. 0010002062						
JACKSON SPALDING INC COMMUNICATIONS MANAGEMENT 1201 PEACHTREE ST.,NE SUITE 500 ATLANTA, GA 30361-6302		A/P VENDOR	X	X	X	UNKNOWN
ACCOUNT NO. 0010022182						
MERKLE DIRECT MARKETING, INC 8400 CORPORATE DRIVE LANDOVER, MD 20785		A/P VENDOR				\$250.00
ACCOUNT NO. 0010006858						
PACE COMMUNICATIONS INC PREFORMAT 000706 FOR 0185 ONLY - 1301 CAROLINA ST STE 100 GREENSBORO, NC 27401-1022		A/P VENDOR				\$2,221.69
ACCOUNT NO. 0010006856						
PACE COMMUNICATIONS INC PREFORMAT 000706 FOR 0185 ONLY P.O. BOX 60014 CHARLOTTE, NC 28260		A/P VENDOR	X	X	X	\$29,720.00

Sheet no. 2 of 3 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

\$408,238,998.73

Total

(Use only on the last page of the completed Schedule F)

(Report total also on Summary of Schedules)

AMENDED

In re DELTA LOYALTY MANAGEMENT SERVICES, LLC

Case No. 05-17939

Debtor

(if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	UNLIQUIDATED		DISPUTED	
ACCOUNT NO. 0010015175 POINTS INTERNATIONAL F/C ROYAL BNK CA 00300002 ACCT 400-291-1 TORONTO, QC M5T 1X4 CA	A/P VENDOR	Deleted				\$0.00
ACCOUNT NO. 0010021866 PROSPERITI, LLC ATTN: KIM SMITHSON 11 S. LASALLE, 9TH FLOOR CHICAGO, IL 60603	A/P VENDOR					\$0.00

Subtotal (Total of this page)	\$0.00
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Total (Use only on the last page of the completed Schedule F)	\$408,238,998.73
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