

February 28, 2007

Gregory E. Davidowitch, President
United Master Executive Council
Association of Flight Attendants
6250 N. River Road, Suite 4020
Rosemont, IL 60018

Re: Success Sharing

Dear Mr. Davidowitch:

On January 8, 2005, the Company and the Association entered into a Tentative Agreement, entitled, "Modifications to the 2003-2009 Flight Attendant Agreement Pursuant to Bankruptcy Code Section 1113(c)," which was subsequently ratified by the Company's Flight Attendants. That document contains a provision regarding Success Sharing that reads as follows:

"Success Sharing Modify Success Sharing Program (Section 5.J.1.e.): cash incentive payments for Flight Attendants based on United's actual performance under the annual incentive program will be:

Target Performance	
2005	1.0 % of Wages
2006	1.0 % of Wages
2007	1.0 % of Wages
2008	1.0 % of Wages
2009	1.0 % of Wages

The incentive payments for Threshold Performance will be 50% of Target Performance and for Maximum Performance will be 200% of Target Performance."

The Association's position is that in 2010, Success Sharing reverts to the percentages in Section 5.J.1.e. of the 2003-2009 Flight Attendant Agreement. The Company's position is that 2009 Success Sharing percentages are a status quo term and condition of employment after 2009, subject to change only by amendment of the Flight Attendant Agreement.

Please sign below to confirm that this letter accurately states the Association's position.

Sincerely,

/s/John D. Nelson
John D. Nelson
Managing Director Labor Strategy

/s/ Gregory E. Davidowitch
Gregory E. Davidowitch, President
United Master Executive Council
Association of Flight Attendants – CWA