

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

**Date of Report: December 21, 2004**  
(Date of earliest event reported)

**UAL CORPORATION**  
(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**1-6033**  
(Commission File Number)

**36-2675207**  
(I.R.S. Employer Identification No.)

**1200 East Algonquin Road, Elk Grove Township, Illinois 60007**  
(Address of principal executive offices)

**(847) 700-4000**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events.**

On December 21, 2004 UAL Corporation filed its monthly operating report for the period November 1, 2004 through November 30, 2004 with the United States Bankruptcy Court for the Northern District of Illinois, Eastern Division, in

connection with its voluntary petitions for reorganization under Chapter 11 of Title 11 of the United States Bankruptcy Code in Case Nos. 02-48191 through 02-48218. A copy of the monthly operating report is provided hereunder as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(c)	Exhibits	Description
	99.1	Monthly Operating Report of UAL Corporation for the period November 1, 2004 through November 30, 2004
	99.2	Press Release

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

UAL CORPORATION

By: /s/ Paul R. Lovejoy  
Name: Paul R. Lovejoy  
Title: Senior Vice President,  
General Counsel and Secretary

Dated: December 21, 2004

IN RE:  
UAL CORPORATION, ET AL.  
DEBTORS

CHAPTER 11  
CASE NUMBERS : 02-48191 through 02-48218  
Jointly Administered  
Hon. Eugene R. Wedoff

## **MONTHLY OPERATING REPORT FOR THE PERIOD November 1, 2004 THROUGH November 30, 2004**

<sup>1</sup> The information contained in the Debtors' monthly operating report (the "MOR") is unaudited, is limited to the Debtors and their filing subsidiaries, is limited to the time period indicated and is presented in a format prescribed by the bankruptcy court. The MOR does not purport to represent financial statements prepared in accordance with GAAP nor is it intended to fully reconcile to the financial statements filed by UAL Corporation or United Air Lines, Inc. with the Securities and Exchange Commission. Additionally, while every effort has been made to assure its accuracy and completeness, errors or omissions may have inadvertently occurred and the Debtors reserve the right to amend their MOR as necessary.

UAL CORPORATION ET AL.  
DEBTORS

CHAPTER 11  
CASE NUMBERS : 02-48191 through 02-48218  
Jointly Administered  
Hon. Eugene R. Wedoff

**MONTHLY OPERATING REPORT FOR THE PERIOD  
November 1, 2004 THROUGH November 30, 2004**

DEBTOR'S ADDRESS: UAL Corporation  
1200 East Algonquin Road

DEBTOR'S ATTORNEYS: James H. M. Sprayregen, P.C. (ARDC No. 6190206)  
Marc Kieselstein (ARDC No. 6199255)  
David R. Seligman (ARDC No. 6238064)  
KIRKLAND & ELLIS  
200 East Randolph Street  
Chicago, IL 60601  
(312) 861-2000 (telephone)  
(312) 861-2200 (facsimile)  
*Counsel for the Debtors and Debtors In Possession*

REPORT PREPARER: UAL Corporation et al

I declare under penalty of perjury that the information contained in this monthly operating report (including attached schedules) is true and correct to the best of my knowledge, information and belief.

Dated: 12/21/2004 DEBTOR-IN-POSSESSION

Print Name/Title: Frederic F. Brace  
Executive Vice President & Chief Financial Officer

Signature: /s/ Frederic F. Brace

Address: 1200 East Algonquin Road  
Elk Grove Township, IL 60007

Phone:

- I. Table of Contents
- II. UAL Corporation, et al. Unaudited Financial Statements
  - A. Condensed Consolidating Statement of Operations (Discloses only filing entities)
  - B. Statements of Consolidated Financial Position (Form 10Q to be filed by February 15, 2005)
  - C. Statements of Consolidated Cash Flows (Form 10Q to be filed by February 15, 2005)
- III. Summary of Cash Receipts and Cash Disbursements
  - A. Unaudited Consolidated Receipt Summary
  - B. Unaudited Disbursements by Legal Filing Entity and Summary
- IV. Additional Schedules
  - A. Insurance - - Certifications
  - B. Payments to Insiders - Certification
  - C. Description of Tax Trusts / Escrows
  - D. Payments to Secured Creditors and Lessors
  - E. Professional Fee Payments
  - F. Accounts Receivable Schedule and Accounts Payable Schedule

G. Bank Accounts and Financial Institution Relationships

V. Tax Questionnaire

**UAL Corporation, et al. -Filing Entities**

<b>Legal Filing Entity</b>	<b>Reporting Structure</b>
1 UAL Corporation	X-1
2 United Air Lines, Inc.	X-1
3 UAL Company Services, Inc.	X-1
4 UAL Loyalty Services, Inc.	X-1
5 Confetti Inc.	X-4
6 Mileage Plus Holdings, Inc.	X-4
7 Mileage Plus Marketing, Inc.	X-6
8 MyPoints.com, Inc.	X-4
9 Cybergold, Inc.	X-8
10 iTarget.com, Inc.	X-8
11 MyPoints Offline Services, Inc.	X-8
12 UAL Benefits Management Inc.	X-1
13 United BizJet Holdings, Inc.	X-1
14 BizJet Charter, Inc.	X-13
15 BizJet Fractional, Inc.	X-13
16 BizJet Services, Inc.	X-13
17 Kion Leasing, Inc.	X-2
18 Premier Meeting and Travel Services, Inc.	X-2
19 United Aviation Fuels Corporation	X-2
20 United Cogen, Inc.	X-2
21 Mileage Plus, Inc.	X-2
22 United GHS, Inc.	X-2
23 United Worldwide Corporation	X-2
24 United Vacations, Inc.	X-2
25 Four Star Leasing, Inc.	X-1
26 Air Wis Services, Inc.	X-1
27 Air Wisconsin, Inc.	X-26
28 Domicile Management Services, Inc.	X-26

UAL CORPORATION AND SUBSIDIARY COMPANIES (filing entities only)  
CONDENSED CONSOLIDATING STATEMENT OF OPERATIONS<sup>1</sup>  
**FOR THE MONTH ENDED November 30, 2004**  
(\$ amounts in 000's)

	UAL CONSOLIDATING
<b>Total operating revenues</b>	1,424,657
<b>Total operating expenses</b>	1,613,075
<b>Earnings (loss) from operations</b>	(188,418)
<b>Non-operating income (expenses):</b>	
Net interest expense	(37,622)
Gain on the sale of Orbitz	157,624
Other income (expenses), net:	945

<b>Total non-operating income (expenses):</b>	120,947
<b>Net Earnings (loss) before Reorganization items</b>	(67,471)
Reorganization items	(20,002)
<b>Net earnings (loss)</b>	<u>(87,473)</u>

CASE NAME: UAL Corporation et al.

CASE NUMBERS : 02-48191 through 02-48218

**Filed Entities of UAL Corporation <sup>2</sup>**

SUMMARY OF CASH RECEIPTS AND CASH DISBURSEMENTS

**For The Period Ending November 30, 2004**

(Amounts in US dollar \$)

BEGINNING BALANCE (ending balance October 31,2004)

Operating Accounts - DOM	\$70,491,874
Operating Accounts - INT	\$27,751,850
London Overnight Investment Balance	\$2,169,636
Liquidity Pool	\$1,343,108,110
Restricted Cash <sup>3</sup>	\$837,019,077
<i>Subsidiaries:</i>	
a. Mileage Plus, Inc.	\$604,229
b. Premier Meeting and Travel Services, Inc.	\$1,227,839
c. MyPoints.com, Inc.	\$4,053,541
d. Domicile Management Services, Inc.	\$514,474
e. UAL Loyalty Services, Inc.	\$2,347,449
f. United Aviation Fuel Corporation	\$976,019
<b>TOTAL BEGINNING BALANCE</b>	<b>\$2,290,264,099</b>

RECEIPTS (Summary of all domestic and international bank accounts):

1. Receipts from operations ( <i>net of Intercompany receipts</i> )	\$1,395,503,741
2. Other receipts	\$226,065,663
<b>TOTAL RECEIPTS</b>	<b>(A) \$1,621,569,404</b>

DISBURSEMENTS (Summary of all accounts):

1. Net payroll <sup>4</sup>	
a. Officers	\$816,954
b. Non-Officer	\$181,123,471
2. Taxes paid or deposited:	
a. Federal Income Tax and FICA withholdings	\$61,097,539
b. State income tax w/held	\$8,998,643
c. State sales or use tax	\$179,308
d. Other <sup>5</sup>	\$158,857,197
3. Necessary Operational Disbursements <sup>6</sup>	
a. Operating Disbursements ( <i>net of Intercompany disbursements</i> )	\$1,109,016,996
b. Transferred to escrows / restricted cash	\$0
<b>TOTAL DISBURSEMENTS</b>	<b>(B) \$1,520,090,108</b>

NET RECEIPTS (Line (A) less Line (B))	\$101,479,296
ENDING BALANCE (BEGINNING BALANCE PLUS NET RECEIPTS)	\$2,391,743,395
Bank One Overnight Investment Account (month over month change) <sup>7</sup>	(\$4,516,815)
<b>TOTAL ENDING BALANCE <sup>8</sup></b>	<b>\$2,387,226,580</b>







Air Wisconsin Services, Inc.	-
Air Wisconsin , Inc.	-
Domicile Management Services, Inc.	-

(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	16,476,023
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NET RECEIPTS	<b>\$1,582,423,279</b>
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1 Includes receipt activity for all filing entities of UAL Corporation (refer to page 4) except those receipts collected by MyPoints.com, Inc., Premier Meeting & Travel Services, Inc. Mileage Plus, Inc., United Aviation Fuels Corporation, UAL Loyalty Services, Inc. and Domicile Management Services, Inc. in operating bank accounts outside of the Liquidity Pool.

2 Includes net activity related to the London overnight investment account, interest income, aircraft and other asset sales, local station bank activity, and transfers to restricted cash.

ENTITY:	<b>PREMIER MEETING &amp; TRAVEL SERVICES, INC.</b>	BANK ACCTS: <b>Bank One 55-78531</b> (see schedule F for details)
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RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	280,408
Domestic Operational Receipts	NON BANK ONE / JP MORGAN CHASE ACTIVITY	-
		-
		-
Total Non-Bank One Receipts		-
International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	280,408
Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	1,111
Less, Non-filing entities	NONE FOR THIS PERIOD	-
	GROSS RECEIPTS (tie to bank statement)	281,519
	(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	-
	NET RECEIPTS	<b>281,519</b>

BANK STATEMENT RECONCILIATION:

Beginning Balance	\$1,227,839
Receipts	281,519
Disbursements	(337,533)
Reconciled Ending Balance	\$1,171,825
Reported Ending Balance	\$1,171,825
Difference	\$0

MYPOINTS.COM, INC.

BANK

Silicon Valley Bank #3300066117, 3300042163

ENTITY: AND SUBSIDIARIES <sup>1</sup>

ACCTS:

Silicon Valley Bank #3700276606

(see schedule F for details)

RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	
Domestic Operational Receipts	NON BANK ONE / JP MORGAN CHASE ACTIVITY (see above for accounts)	2,503,180
		-
		-
		-
Total Non-Bank One Receipts		2,503,180
International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	2,503,180
Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	31,147
Less, Non-filing entities	NONE FOR THIS PERIOD	-
	GROSS RECEIPTS (tie to bank statement)	2,534,327
	(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	-
	NET RECEIPTS	<b>2,534,327</b>

BANK STATEMENT RECONCILIATION:

Beginning Balance	\$4,053,541
Receipts	2,534,327
Disbursements	(2,213,215)
Reconciled Ending Balance	\$4,374,653
Reported Ending Balance	\$4,374,653
<i>Difference</i>	<i>\$0</i>

<sup>1</sup> Includes receipt activity for Cybergold, Inc., iTarget.com, Inc., MyPoints Offline Services, Inc.

BANK

ENTITY: MILEAGE PLUS, INC.

ACCTS: SHORE BANK #17331100/17331200/17511000

(see schedule F for details)

RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	-
Domestic Operational Receipts	SHORE BANK	\$2,000,000
		-
		-
		-
Total Non-Bank One Receipts		2,000,000
International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	2,000,000

Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	6,752
Less, Non-filing entities	NONE FOR THIS PERIOD	-
	GROSS RECEIPTS (tie to bank statement)	2,006,752
	(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	2,000,000
	NET RECEIPTS	<b>6,752</b>

BANK STATEMENT RECONCILIATION:

Beginning Balance	\$604,229
Receipts	2,006,752
Disbursements	(2,329,170)
Reconciled Ending Balance	\$281,811
Reported Ending Balance	\$281,811
<i>Difference</i>	\$0

ENTITY: **UNITED AVIATION FUELS CORPORATION** BANK ACCTS: **NORTHERN TRUST ACCT. 792705**  
(see schedule F for details)

RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	118,025,972
Domestic Operational Receipts	NORTHERN TRUST COMPANY	-
		-
		-
Total Non-Bank One Receipts		-
International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	118,025,972
Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	-
Less, Non-filing entities	NONE FOR THIS PERIOD	-
	GROSS RECEIPTS (tie to bank statement)	118,025,972
	(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES (Provide detail above)	81,985,500
	NET RECEIPTS	<b>36,040,472</b>

BANK STATEMENT RECONCILIATION:

Beginning Balance	\$976,019
Receipts	118,025,972
Disbursements	(116,205,885)
Reconciled Ending Balance	\$2,796,106



International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	10/31/2004	271,110
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY		271,110
Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.		11,945
Less, Non-filing entities	NONE FOR THIS PERIOD		-
GROSS RECEIPTS (tie to bank statement)			283,055
(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES			-
NET RECEIPTS			<b>283,055</b>

**BANK STATEMENT RECONCILIATION:**

Beginning Balance	\$283,997
Receipts	283,055
Disbursements	(269,479)
Reconciled Ending Balance	\$297,573
Reported Ending Balance	\$297,573
Difference	\$0

ENTITY: **DISBURSEMENT SUMMARY**<sup>1</sup>      BANK ACCTS: **See Schedule F for list of bank accounts**

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

	NOTES:	AMOUNT:
xxx PAYROLL OFFICER		816,954 ( A )
xxx PAYROLL NON-OFFICER		181,123,471 ( B )
04 AVIATION FUEL <sup>2</sup>	(SEE FUEL SUMMARY BELOW)	403,192,930
06 CATERING		29,728,781
03 RECURRING RENT		61,261,084
01 GENERAL PAYABLES		592,141,930
17 INSURANCE		46,172,178
18 LANDING FEES		21,396,085
xxx OTHER		59,200,228
SUBTOTAL EXCLUDING PAYROLL		1,213,093,217 ( C )

<b>GROSS DISBURSEMENTS (tie to bank statement)</b>	1,395,033,642
(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES	104,076,221 ( D )
TAXES:	
a. Federal Income Tax and FICA withholdings	61,097,539
b. State income tax w/held	8,998,643
c. State sales or use tax	179,308
d. Other <sup>3</sup>	158,857,197
TOTAL TAXES	229,132,687 ( E )

**NET MONTHLY DISBURSEMENTS**      \$ 1,520,090,108

**Forward to MOR Summary:**



**BY APO DISBURSEMENT TYPE**

*(based on Cleared Check Date):*

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER		816,954
xxx	PAYROLL NON-OFFICER		180,052,343
04	AVIATION FUEL	(Includes intercompany transfer to UAFC, see below)	286,987,045
06	CATERING		29,728,781
03	RECURRING RENT		61,261,084
01	GENERAL PAYABLES		582,711,466
17	INSURANCE		46,172,178
18	LANDING FEES		21,396,085
xxx	OTHER <sup>2</sup>		59,200,228
	SUBTOTAL EXCLUDING PAYROLL		1,087,456,867

**GROSS DISBURSEMENTS (tie to bank statement) 1,268,326,164**

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES

MyPoints.com, Inc.	-
Premier Meeting and Travel Services, Inc.	-
Mileage Plus, Inc.	2,000,000
United Aviation Fuels Corporation	81,985,500
UAL Loyalty Services, Inc.	3,614,698
Domicile Management Services, Inc.	-
<b>TOTAL TRANSFERS TO OTHER ACCOUNTS / ENTITIES</b>	<b>87,600,198</b>

TAXES:

a. Federal Income Tax and FICA withholdings	60,881,939
b. State income tax w/held	8,983,653
c. State sales or use tax	178,870
d. Other (specify) <sup>3</sup>	158,852,711
<b>TOTAL TAXES</b>	<b>228,897,173</b>

**NET MONTHLY DISBURSEMENTS \$ 1,409,623,139**

1 Includes activity for United Airlines, Inc., UAL Company Services, Inc., United GHS, Inc., UAL Benefits Management, Inc. and Air Wisconsin, Inc.

2 Includes corporate volume agreements (APO8), maintenance (APO 9), crew housing (APO 11), damaged bags (APO 12), GSA's (APO14), group deposits (APO 15), tour payables (APO 16), lost baggage claims (APO 19), ORD JJ (APO 21), passenger facility charges (APO 22), cargo claims APO 23), property work orders (APO 24), travel agency incentives (APO 25), back end commissions (APO 26), cargo correspondence (APO 29), employee travel expenses (APO 45), DIP fees and interest, 401K, pilot directed account plan and sick leave trust payments.

3 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **UAL LOYALTY SERVICES, INC <sup>1</sup>**

BANK **BANK ONE ACCT. 11-01955, 11-02250, 10-61639,**  
ACCTS: **11-33545**

(see schedule F for details)

**BY APO DISBURSEMENT TYPE**

*(based on Cleared Check Date):*

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	Payroll disbursed through United Airlines	-
xxx	PAYROLL NON-OFFICER		-
04	AVIATION FUEL		-
06	CATERING		-
03	RECURRING RENT		-

01	GENERAL PAYABLES	5,236,102
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	5,236,102
	<b>GROSS DISBURSEMENTS (tie to bank statement)</b>	<b>5,236,102</b>
	(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES	-
	TAXES:	
	a. Federal Income Tax and FICA withholdings	-
	b. State income tax w/held	-
	c. State sales or use tax	-
	d. Other <sup>2</sup>	-
	TOTAL TAXES	-
	<b>NET MONTHLY DISBURSEMENTS</b>	<b>\$ 5,236,102</b>

1 Includes disbursement activity for Confetti, Inc., Mileage Plus Holdings, Inc. and Mileage Plus Marketing, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **MILEAGE PLUS HOLDINGS, INC <sup>1</sup>**                      BANK ACCTS: **See Schedule F for list of bank accounts**

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

	NOTES:	AMOUNT:
xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-
	<b>GROSS DISBURSEMENTS (tie to bank statement)</b>	<b>-</b>
	(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES	-
	TAXES:	
	a. Federal Income Tax and FICA withholdings	-
	b. State income tax w/held	-
	c. State sales or use tax	-
	d. Other <sup>2</sup>	-
	TOTAL TAXES	-
	<b>NET MONTHLY DISBURSEMENTS</b>	<b>-</b>

1 Disbursement activity conducted through UAL Loyalty Services, Inc.



2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **MILEAGE PLUS MARKETING, INC**<sup>1</sup> BANK ACCTS: **See Schedule F for list of bank accounts**

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

	NOTES:	AMOUNT:
xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-
	<b>GROSS DISBURSEMENTS (tie to bank statement)</b>	-
	(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES	-
	TAXES:	
	a. Federal Income Tax and FICA withholdings	-
	b. State income tax w/held	-
	c. State sales or use tax	-
	d. Other <sup>2</sup>	-
	TOTAL TAXES	-
	<b>NET MONTHLY DISBURSEMENTS</b>	-

1 Disbursement activity conducted through UAL Loyalty Services, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **CONFETTI, INC**<sup>1</sup> BANK ACCTS: **See Schedule F for list of bank accounts**

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

	NOTES:	AMOUNT:
xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

**GROSS DISBURSEMENTS (tie to bank statement)** -

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:

a. Federal Income Tax and FICA withholdings -

b. State income tax w/held -

c. State sales or use tax -

d. Other <sup>2</sup> -

TOTAL TAXES -

**NET MONTHLY DISBURSEMENTS** -

1 Disbursement activity conducted through UAL Loyalty Services, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **UAL COMPANY SERVICES, INC. <sup>1</sup>**

BANK  
ACCTS: **See Schedule F for list of bank accounts**

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

NOTES:

AMOUNT:

xxx PAYROLL OFFICER -

xxx PAYROLL NON-OFFICER -

04 AVIATION FUEL -

06 CATERING -

03 RECURRING RENT -

01 GENERAL PAYABLES -

17 INSURANCE -

18 LANDING FEES -

xxx OTHER -

SUBTOTAL EXCLUDING PAYROLL -

**GROSS DISBURSEMENTS (tie to bank statement)** -

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:

a. Federal Income Tax and FICA withholdings -

b. State income tax w/held -

c. State sales or use tax -

d. Other <sup>2</sup> -

TOTAL TAXES -

**NET MONTHLY DISBURSEMENTS** -

1 Disbursement activity conducted through UAL Loyalty Services, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **MYPOINTS.COM, INC.  
AND SUBSIDIARIES <sup>1</sup>**

BANK  
ACCTS:

**Fleet Bank # 55157711  
Wells Fargo #449-6837055, 10765100  
Silicon Valley Bank #3300066117, 3300042163  
Silicon Valley Bank #3700276606  
(see schedule F for details)**

**BY APO DISBURSEMENT TYPE  
(based on Cleared Check Date):**

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	
xxx	PAYROLL NON-OFFICER	384,530
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	1,828,685
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	<b>SUBTOTAL EXCLUDING PAYROLL</b>	<b>1,828,685</b>

**GROSS DISBURSEMENTS (tie to bank statement) 2,213,215**

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES 27,122

TAXES:

a. Federal Income Tax and FICA withholdings	-
b. State income tax w/held	-
c. State sales or use tax	-
d. Other <sup>2</sup>	-
<b>TOTAL TAXES</b>	<b>-</b>

**NET MONTHLY DISBURSEMENTS \$ 2,186,093**

1 Includes disbursement activity for Cybergold, Inc., iTarget.com, Inc., MyPoints Offline Services, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **CYBERGOLD, INC. <sup>1</sup>**

BANK  
ACCTS:

**Fleet Bank # 55157711  
Wells Fargo #449-6837055, 10765100  
Silicon Valley Bank #3300066117, 3300042163  
Silicon Valley Bank #3700276606  
(see schedule F for details)**

**BY APO DISBURSEMENT TYPE  
(based on Cleared Check Date):**

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-

18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

**GROSS DISBURSEMENTS (tie to bank statement) -**

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:		
a. Federal Income Tax and FICA withholdings		-
b. State income tax w/held		-
c. State sales or use tax		-
d. Other <sup>2</sup>		-
TOTAL TAXES		-

**NET MONTHLY DISBURSEMENTS -**

1 Disbursement activity conducted through MyPoints.com, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: iTARGET.COM, INC. <sup>1</sup>

**Fleet Bank # 55157711**  
**Wells Fargo #449-6837055, 10765100**  
 BANK **Silicon Valley Bank #3300066117, 3300042163**  
 ACCTS: **Silicon Valley Bank #3700276606**  
 (see schedule F for details)

**BY APO DISBURSEMENT TYPE**  
**(based on Cleared Check Date):**

	NOTES:	AMOUNT:
xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

**GROSS DISBURSEMENTS (tie to bank statement) -**

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:		
a. Federal Income Tax and FICA withholdings		-
b. State income tax w/held		-
c. State sales or use tax		-
d. Other <sup>2</sup>		-
TOTAL TAXES		-

**NET MONTHLY DISBURSEMENTS -**

1 Disbursement activity conducted through MyPoints.com, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

**Fleet Bank # 55157711**

**Wells Fargo #449-6837055, 10765100**

BANK **Silicon Valley Bank #3300066117, 3300042163**

ACCTS: **Silicon Valley Bank #3700276606**

(see schedule F for details)

ENTITY: **MYPOINTS OFFLINE SERVICES, INC. <sup>1</sup>**

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

**GROSS DISBURSEMENTS (tie to bank statement)** -

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:

a. Federal Income Tax and FICA withholdings -

b. State income tax w/held -

c. State sales or use tax -

d. Other <sup>2</sup> -

TOTAL TAXES -

**NET MONTHLY DISBURSEMENTS** -

<sup>1</sup> Disbursement activity conducted through MyPoints.com, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **UAL BENEFITS MANAGEMENT, INC.<sup>1</sup>**

BANK

ACCTS: **List Accounts per attached list**

(see schedule F for details)

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-

17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

**GROSS DISBURSEMENTS (tie to bank statement)** -

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:		
a. Federal Income Tax and FICA withholdings		-
b. State income tax w/held		-
c. State sales or use tax		-
d. Other <sup>2</sup>		-
TOTAL TAXES		-

**NET MONTHLY DISBURSEMENTS** -

1 Disbursement activity conducted through MyPoints.com, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY:	<b>UNITED BIZJET HOLDINGS, INC.<sup>1</sup></b>	BANK	
		ACCTS:	<b>Bank One #10-96072</b>
			(see schedule F for details)

<b>BY APO DISBURSEMENT TYPE</b>		NOTES:	AMOUNT:
<i>(based on Cleared Check Date):</i>			
xxx	PAYROLL OFFICER		-
xxx	PAYROLL NON-OFFICER		-
04	AVIATION FUEL		-
06	CATERING		-
03	RECURRING RENT		-
01	GENERAL PAYABLES		-
17	INSURANCE		-
18	LANDING FEES		-
xxx	OTHER		-
	SUBTOTAL EXCLUDING PAYROLL		-

**GROSS DISBURSEMENTS (tie to bank statement)** -

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:		
a. Federal Income Tax and FICA withholdings		-
b. State income tax w/held		-
c. State sales or use tax		-
d. Other <sup>2</sup>		-
TOTAL TAXES		-

**NET MONTHLY DISBURSEMENTS** -

1 Includes disbursement activity for BizJet Fractional, Inc., BizJet Charter, Inc., and BizJet Services, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,



SUBTOTAL EXCLUDING PAYROLL -

**GROSS DISBURSEMENTS (tie to bank statement) -**

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:

a. Federal Income Tax and FICA withholdings -

b. State income tax w/held -

c. State sales or use tax -

d. Other <sup>2</sup> -

TOTAL TAXES -

**NET MONTHLY DISBURSEMENTS -**

1 Disbursement activity conducted through United BizJet Holdings, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **BIZJET SERVICES, INC.** <sup>1</sup> BANK  
ACCTS: **List Accounts per attached list**  
(see schedule F for details)

**BY APO DISBURSEMENT TYPE**  
**(based on Cleared Check Date):**

NOTES:

AMOUNT:

xxx PAYROLL OFFICER -

xxx PAYROLL NON-OFFICER -

04 AVIATION FUEL -

06 CATERING -

03 RECURRING RENT -

01 GENERAL PAYABLES -

17 INSURANCE -

18 LANDING FEES -

xxx OTHER -

SUBTOTAL EXCLUDING PAYROLL -

**GROSS DISBURSEMENTS (tie to bank statement) -**

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:

a. Federal Income Tax and FICA withholdings -

b. State income tax w/held -

c. State sales or use tax -

d. Other <sup>2</sup> -

TOTAL TAXES -

**NET MONTHLY DISBURSEMENTS -**

1 Disbursement activity conducted through United BizJet Holdings, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.



ENTITY: **KION LEASING, INC.** <sup>1</sup> BANK  
 ACCTS: **List Accounts per attached list**  
 (see schedule F for details)

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

	NOTES:	AMOUNT:
xxx	PAYROLL OFFICER	
	Payroll disbursed through United Airlines	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

**GROSS DISBURSEMENTS (tie to bank statement)** -

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:

a.	Federal Income Tax and FICA withholdings	-
b.	State income tax w/held	-
c.	State sales or use tax	-
d.	Other <sup>2</sup>	-
	TOTAL TAXES	-

**NET MONTHLY DISBURSEMENTS** -

<sup>1</sup> Approximated from Income Statement for the month ended November 30, 2004.

<sup>2</sup> Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **PREMIER MEETING AND TRAVEL SERVICES, INC.** BANK  
 ACCTS: **Bank One 5578531**  
 (see schedule F for details)

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

	NOTES:	AMOUNT:
xxx	PAYROLL OFFICER	
	Payroll disbursed through United Airlines	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	337,533
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	337,533

**GROSS DISBURSEMENTS (tie to bank statement) 337,533**

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES 79,117

TAXES:

a. Federal Income Tax and FICA withholdings -  
b. State income tax w/held -  
c. State sales or use tax -  
d. Other <sup>1</sup> -  
TOTAL TAXES -

**NET MONTHLY DISBURSEMENTS \$ 258,416**

1 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **UNITED AVIATION FUELS CORPORATION** BANK ACCTS: **NORTHERN TRUST ACCT. 792705**  
(see schedule F for details)

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

NOTES: AMOUNT:

xxx PAYROLL OFFICER Payroll disbursed through United Airlines -  
xxx PAYROLL NON-OFFICER -  
04 AVIATION FUEL 116,205,885  
06 CATERING -  
03 RECURRING RENT -  
01 GENERAL PAYABLES -  
17 INSURANCE -  
18 LANDING FEES -  
xxx OTHER -  
SUBTOTAL EXCLUDING PAYROLL 116,205,885

**GROSS DISBURSEMENTS (tie to bank statement) 116,205,885**

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES 16,271,000

TAXES:

a. Federal Income Tax and FICA withholdings -  
b. State income tax w/held -  
c. State sales or use tax -  
d. Other <sup>1</sup> -  
TOTAL TAXES -

**NET MONTHLY DISBURSEMENTS \$ 99,934,885**

1 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **UNITED COGEN , INC.** BANK ACCTS: **List Accounts per attached list**  
(see schedule F for details)

**BY APO DISBURSEMENT TYPE**  
**(based on Cleared Check Date):**

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	Payroll disbursed through United Airlines	-
xxx	PAYROLL NON-OFFICER		-
04	AVIATION FUEL		-
06	CATERING		-
03	RECURRING RENT		-
01	GENERAL PAYABLES		220,052
17	INSURANCE		-
18	LANDING FEES		-
xxx	OTHER		-
	SUBTOTAL EXCLUDING PAYROLL		220,052

**GROSS DISBURSEMENTS (tie to bank statement) 220,052**

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:

a. Federal Income Tax and FICA withholdings	-
b. State income tax w/held	-
c. State sales or use tax	-
d. Other <sup>1</sup>	-
TOTAL TAXES	-

**NET MONTHLY DISBURSEMENTS 220,052**

<sup>1</sup> Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **MILEAGE PLUS, INC.** BANK  
 ACCTS: **SHORE BANK #17331100/17331200/17511000**  
 (see schedule F for details)

**BY APO DISBURSEMENT TYPE**  
**(based on Cleared Check Date):**

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER		
xxx	PAYROLL NON-OFFICER		675,609
04	AVIATION FUEL		-
06	CATERING		-
03	RECURRING RENT		-
01	GENERAL PAYABLES		1,418,358
17	INSURANCE		-
18	LANDING FEES		-
xxx	OTHER		-
	SUBTOTAL EXCLUDING PAYROLL		1,418,358

**GROSS DISBURSEMENTS (tie to bank statement) 2,093,967**

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES 98,784

TAXES:

a. Federal Income Tax and FICA withholdings	215,600
---	---------

b. State income tax w/held	14,990
c. State sales or use tax	128
d. Other <sup>1</sup>	4,486
<b>TOTAL TAXES</b>	<b>235,204</b>

**NET MONTHLY DISBURSEMENTS** \$ 2,230,387

<sup>1</sup> Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **UNITED GHS, INC.** <sup>1</sup>      BANK  
ACCTS: **List Accounts per attached list**  
(see schedule F for details)

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

	NOTES:	AMOUNT:
xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

**GROSS DISBURSEMENTS (tie to bank statement)** -

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:

a. Federal Income Tax and FICA withholdings	-
b. State income tax w/held	-
c. State sales or use tax	-
d. Other <sup>2</sup>	-
<b>TOTAL TAXES</b>	<b>-</b>

**NET MONTHLY DISBURSEMENTS** -

<sup>1</sup> Disbursement activity conducted through United Airlines, Inc.

<sup>2</sup> Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **UNITED WORLDWIDE CORPORATION** <sup>1</sup>      BANK  
ACCTS: **List Accounts per attached list**  
(see schedule F for details)

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

NOTES: AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

**GROSS DISBURSEMENTS (tie to bank statement) -**

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

- TAXES:
- a. Federal Income Tax and FICA withholdings -
  - b. State income tax w/held -
  - c. State sales or use tax -
  - d. Other <sup>2</sup> -
- TOTAL TAXES -

**NET MONTHLY DISBURSEMENTS -**

1 Approximated from Income Statement for the month ended November 30, 2004.  
2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **UNITED VACATIONS, INC. <sup>1</sup>**      BANK ACCTS: **List Accounts per attached list**  
(see schedule F for details)

<b>BY APO DISBURSEMENT TYPE</b>	<b>NOTES:</b>	<b>AMOUNT:</b>
<i>(based on Cleared Check Date):</i>		
xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

**GROSS DISBURSEMENTS (tie to bank statement) -**

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

- TAXES:
- a. Federal Income Tax and FICA withholdings -
  - b. State income tax w/held -
  - c. State sales or use tax -
  - d. Other <sup>2</sup> -

TOTAL TAXES

-

**NET MONTHLY DISBURSEMENTS**

-

1 Approximated from Income Statement for the month ended November 30, 2004.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **FOUR STAR LEASING, INC.** <sup>1</sup>

BANK

ACCTS: **List Accounts per attached list**  
(see schedule F for details)

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

**GROSS DISBURSEMENTS (tie to bank statement)** -

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:

a. Federal Income Tax and FICA withholdings	-
b. State income tax w/held	-
c. State sales or use tax	-
d. Other <sup>2</sup>	-
TOTAL TAXES	-

**NET MONTHLY DISBURSEMENTS** -

1 Approximated from Income Statement for the month ended November 30, 2004.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **AIR WISCONSIN, INC.** <sup>1</sup>

BANK

ACCTS: **See Schedule F for Details**

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-

04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

**GROSS DISBURSEMENTS (tie to bank statement)** -

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:

a.	Federal Income Tax and FICA withholdings	-
b.	State income tax w/held	-
c.	State sales or use tax	-
d.	Other <sup>2</sup>	-
	TOTAL TAXES	-

**NET MONTHLY DISBURSEMENTS** -

1 Disbursement activity conducted through United Airlines, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY:	<b>AIR WISCONSIN SERVICES, INC <sup>1</sup></b>	BANK	ACCTS:	<b>List Accounts per attached list</b>
				(see schedule F for details)

<b>BY APO DISBURSEMENT TYPE</b>	NOTES:	AMOUNT:
<i>(based on Cleared Check Date):</i>		

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

**GROSS DISBURSEMENTS (tie to bank statement)** -

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:

a.	Federal Income Tax and FICA withholdings	-
b.	State income tax w/held	-
c.	State sales or use tax	-
d.	Other <sup>2</sup>	-
	TOTAL TAXES	-

**NET MONTHLY DISBURSEMENTS**

-

1 Disbursement activity conducted through United Airlines, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY: **DOMICILE MGMT SERVICES, INC.** BANK ACCTS: **Citibank #0-157487-016**

**BY APO DISBURSEMENT TYPE**  
*(based on Cleared Check Date):*

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	10,989
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	258,180
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	<b>SUBTOTAL EXCLUDING PAYROLL</b>	<b>258,180</b>

**GROSS DISBURSEMENTS (tie to bank statement)** 269,169

(MINUS ) TRANSFERS TO OTHER ACCOUNTS / ENTITIES -

TAXES:

a. Federal Income Tax and FICA withholdings	-
b. State income tax w/held	-
c. State sales or use tax	310
d. Other <sup>1</sup>	-
<b>TOTAL TAXES</b>	<b>310</b>

**NET MONTHLY DISBURSEMENTS** **\$ 269,479**

1 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax, quarterly payments made to the INS, and US Custom Fees and Department of Agriculture.

**SCHEDULE A and B - Payments to Insiders and Insurance**

**Insurance**

The undersigned verifies that, to the best of my knowledge, all insurance premiums for the policies held by all legal entities of UAL Corporation have been paid to the proper insurance company or broker when due, and that all insurance policies are in force as of November 30, 2004

/s/ Jeffrey T. Kawalsky  
Signature

Jefferey T. Kawalsky



Vice President - Treasurer

Print Name and Title

12/21/2004

Date

### **Insider Payments**

The undersigned verifies that, all payments made to insiders, as defined in 11 U.S.C. Section 101 of the U.S. Bankruptcy Code, during the reporting period have been made in the ordinary course of business or in accordance with the provisions of an Order entered by the U.S. Bankruptcy Court.

/s/ Lynn Hughitt

Signature

Lynn Hughitt

Vice President & Controller

Print Name and Title

12/21/2004

Date

### **SCHEDULE C - Description of Tax Trusts**

#### **Escrow Accounts**

The Debtors have created an escrow account to ensure that adequate funds are available to pay outstanding fiduciary tax obligations owed to the federal government as well as state and local jurisdictions in the event that the Debtors cease operations. These trust funds are described below.

#### **Escrow Fund**

This escrow fund was established with LaSalle Bank on November 29, 2002 and funded on December 5, 2002 with an initial funding of \$200 million to account for the estimated tax liability of UAL Corporation, UAL Loyalty Services, Inc., Confetti, Inc., Mileage Plus Holdings, Inc., Mileage Plus Marketing, Inc., MyPoints.com, Inc., Cybergold, Inc., itarget.com, Inc., MyPoints Offline Services, Inc., UAL Company Services, Inc., Four Star Leasing, Inc., Air Wisconsin Services, Inc., Air Wisconsin, Inc., Domicile Management Services, Inc., UAL Benefits Management, Inc., United BizJet Holdings, Inc., BizJet Charter, Inc., BizJet Fractional, Inc., BizJet Services, Inc., United Air Lines, Inc., Kion Leasing, Inc., Premier Meeting and Travel Services, Inc., United Aviation Fuel Corporation, United Cogen, Inc., Mileage Plus, Inc., United GHS, Inc., United Worldwide Corporation, and United Vacations, Inc. No subsequent funding or payments are made from the escrow account.

The components of the Escrow fund:

- w Federal payroll withholding taxes, FICA (employee portion), and Medicare;
- w Federal air transportation excise taxes;
- w Federal security charges;
- w Federal Animal and Plant Health Inspection Service of the U.S. Department of Agriculture ("APHIS");
- w Federal Immigration and Naturalization Service (INS) fees;
- w Federal customs fees;
- w State and local income tax withholding;
- w Disability taxes;
- w Passenger facility charges ("PFC");
- w State sales and use taxes;
- w Federal and state fuel taxes

**SCHEDULE D - Payments to Secured Creditors and Lessors**

Name of Creditor or Lessor	Type	Date Regular Payment is Due	Amount of Regular Payment	Check # of Payments	Number of Payments Delinquent*	Amount of Payments * Delinquent
CORPORATE TRUST SERVICES	AIRCRAFT	11/1/04	110,000.00			
US BANK	AIRCRAFT	11/1/04	1,306,407.40			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	11/1/04	75,000.00			
WILMINGTON TRUST COMPANY	AIRCRAFT	11/1/04	385,000.00			
CIT GROUP	AIRCRAFT	11/1/04	135,000.00			
SOCIETE GENERALE PARIS	AIRCRAFT	11/1/04	75,000.00			
US BANK	AIRCRAFT	11/2/04	308,361.11			
US BANK	AIRCRAFT	11/5/04	270,000.00			
IAE	AIRCRAFT	11/8/04	1,620,000.00			
RBS AEROSPACE LIMITED	AIRCRAFT	11/8/04	170,000.00			
US BANK	AIRCRAFT	11/8/04	1,030,000.00			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	11/8/04	80,000.00			
WILMINGTON TRUST COMPANY	AIRCRAFT	11/8/04	1,005,333.33			
AIE VI	AIRCRAFT	11/9/04	3,630,000.00			
US BANK	AIRCRAFT	11/10/04	326,305.56			
WILMINGTON TRUST COMPANY	AIRCRAFT	11/10/04	1,273,333.33			
US BANK	AIRCRAFT	11/12/04	893,444.45			
WILMINGTON TRUST COMPANY	AIRCRAFT	11/12/04	1,208,889.89			
US BANK	AIRCRAFT	11/15/04	347,000.00			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	11/15/04	2,775,000.00			
US BANK	AIRCRAFT	11/16/04	2,400,000.00			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	11/16/04	4,000,000.00			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	11/17/04	8,325,000.00			
WILMINGTON TRUST COMPANY	AIRCRAFT	11/17/04	258,777.78			
BNP PARIBAS, TOKYO BRANCH	AIRCRAFT	11/18/04	504,833.33			
US BANK	AIRCRAFT	11/18/04	1,048,500.00			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	11/19/04	654,200.80			
WILMINGTON TRUST COMPANY	AIRCRAFT	11/19/04	1,256,632.50			
US BANK	AIRCRAFT	11/23/04	425,000.00			
WILMINGTON TRUST COMPANY	AIRCRAFT	11/23/04	191,333.33			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	11/26/04	2,147,784.16			
US BANK	AIRCRAFT	11/29/04	589,610.99			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	11/29/04	5,780,598.24			
WILMINGTON TRUST COMPANY	AIRCRAFT	11/29/04	384,333.34			
HELADEFF	AIRCRAFT	11/29/04	1,284,041.19			
CUMBERLAND LEASE CORP	AIRCRAFT	11/30/04	296,083.33			
MIZUHO CORPORATE BANK	AIRCRAFT	11/30/04	650,000.00			
PHILIP MORRIS CAPITAL CORPORATION	AIRCRAFT	11/30/04	2,340,000.00			
US BANK	AIRCRAFT	11/30/04	17,426,407.40			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	11/30/04	17,508,315.81			
WESTDEUTSCHE LANDESBANK GIROZCENTRALE	AIRCRAFT	11/30/04	1,337,843.04			

<b>WILMINGTON TRUST COMPANY</b>	<b>AIRCRAFT</b>	<b>11/30/04</b>	<b>1,416,333.33</b>
<b>CIT GROUP</b>	<b>AIRCRAFT</b>	<b>11/30/04</b>	<b>135,000.00</b>
<b>WELLS FARGO BANK</b>	<b>AIRCRAFT</b>	<b>11/30/04</b>	<b>81,820.56</b>
<b>NORTHWEST, N.A.</b>			
<b>UT FINANCE</b>	<b>AIRCRAFT</b>	<b>11/30/04</b>	<b>185,234.37</b>
	<b>ENGINE</b>		
<b>Total</b>			<b>87,651,758.56</b>

## SCHEDULE E - Professional Payments <sup>1</sup>

PROFESSIONAL GROUP	MONTH AMOUNT AUTHORIZED	MONTH AMOUNT PAID
Babcock & Brown	52,500	52,500
Cognizant Associates	160,884	160,884
Computershare Investor	5,047	5,047
FTI Consulting / PWC	82,076	82,076
Gordian Group	6,995	6,995
Huron Consulting Group	373,354	373,354
Jenner & Block	89,044	89,044
KPMG LLP	995,602	995,602
Kirkland & Ellis	2,560,925	2,560,925
Leaf Group	24,657	24,657
McKinsey & Co (OCP)	2,500,896	2,500,896
Marr Hipp Jones & Wang	2,688	2,688
Mayer, Brown	155,343	155,343
MBT & LeBoeuf	58,138	58,138
Mercer Management Consulting	82,583	82,583
Paul Hastings	9,317	9,317
Piper Rudnick	8,637	8,637
Poorman-Douglas	291,527	291,527
Rothschild Inc	168,129	168,129
Saybrook Capital	401,249	401,249
Sonnenschein Nath & Rosenthal	1,174,687	1,174,687
Sperling & Slater	39,196	39,196
Transportation Planning, Inc	42,158	42,158
Vedder Price	831,137	831,137
Retired SAM Committee	52	52
Committee of Unsecured Creditors	15,692	15,692
<b>Total</b>	<b>\$ 10,132,512.79</b>	<b>\$ 10,132,512.79</b>

<sup>1</sup> Professionals, for the purpose of this report, are defined as those who have filed a Professional Retention with the Federal Bankruptcy Court and whom are subject to the Interim Compensation Motion. All professional fees and expenses incurred in November have been accrued and reported on the Debtor's Balance Sheet. In instances in which fee applications have been received and the associated payments have been made, the accrual has been adjusted and the actual activity has been reflected in the Debtor's Accounts Payable.

## SCHEDULE F - Accounts Receivable and Accounts Payable Schedule

### STATEMENT OF AGED RECEIVABLES

	Tie -out	Consol. A/R	Filed Entities	Non-Filed Entities
Beginning of month balance <sup>1</sup>	\$1,194,661,224	\$1,063,484,351	\$1,051,829,312	\$11,655,039
Add: sales on account	\$1,422,067,574			

Less: collections	(\$1,563,363,554)
Less: Write-offs and Clearing	(\$1,535,932)
End of month balance	\$1,051,829,312

0 - 30 Days <sup>2</sup>	31 - 60 Days <sup>2</sup>	61 - 90 Days <sup>2</sup>	Over 90 Days <sup>2</sup>	End of Month Total
\$943,206,316	\$44,259,449	\$13,567,714	\$50,795,833	\$1,051,829,312

1 Includes accruals for unprocessed sales for which the Debtor has not sent an invoice during the reporting period.

2 Accounts receivable aging based upon the previous month's aging percentage.

#### STATEMENT OF ACCOUNTS PAYABLE

Consolidated Filing Entities	Tie -out	Consol. A/P	Filed Entities	Non-Filed Entities
Beginning of month balance <sup>1</sup>	\$428,320,000	\$400,539,000	\$395,598,000	\$4,941,000
Add: credit extended	(\$1,429,825,350)			
Less: payments on account	\$1,397,103,350			
End of month balance	\$395,598,000			

  

0 - 30 Days	31 - 60 Days <sup>2</sup>	61 - 90 Days <sup>2</sup>	Over 90 Days <sup>2</sup>	End of Month Total
\$394,588,218	\$259,600	\$750,182	\$0	\$395,598,000

1 Includes accruals for goods and services received for which the Debtor has not yet received an invoice during the reporting period.

2 All trade payables over 30 days old are available upon request.

#### SCHEDULE G - - Bank Accounts and Financial Institution Relationships

The Debtors' businesses and financial affairs require the collection, disbursement and movement of funds through numerous bank accounts.

In addition to the 171 domestic bank accounts, the Debtor operates 113 accounts in approximately 47 countries around the world.

A list of the Debtor's bank accounts is detailed below:

(\*denotes new account for this monthly operating report as compared to prior monthly operating report)

##### DOMESTIC BANK ACCOUNTS

Financial Institution	Account Location	Acct #
1ST SOURCE BANK	South Bend, IN	n/a
AMSOUTH BANK	Birmingham, AL	n/a
AMSOUTH BANK	Knoxville, TN	n/a
ASSOCIATED BANK -WI	Madison, WI	n/a
BANK OF AMERICA	North Charleston, SC	n/a
BANK OF AMERICA	Baltimore, MD	n/a
BANK OF AMERICA	Savannah, GA	n/a

BANK OF AMERICA	Greenville, SC	n/a
BANK OF AMERICA	Richmond, VA	n/a
BANK OF AMERICA	Greensboro, NC	n/a
BANK OF AMERICA	Wichita, KS	n/a
BANK OF AMERICA	Springfield, MO	n/a
BANK OF AMERICA	Kansas City, MO	n/a
BANK OF AMERICA	Portland, OR	n/a
BANK OF AMERICA	Austin, TX	n/a
BANK OF AMERICA	San Antonio, TX	n/a
BANK OF AMERICA	San Francisco, CA	n/a
BANK OF AMERICA	San Francisco, CA	n/a
BANK OF AMERICA	San Francisco, CA	n/a
BANK OF AMERICA	San Francisco, CA	n/a
BANK OF AMERICA CALIF PZ	San Francisco, CA	n/a
Bank of America PZ-CA	DeKalb, Ga	n/a
BANK OF AMERICA SFOTK	San Francisco, CA	n/a
BANK OF AMERICA -SILVER WINGS	San Francisco, CA	n/a
BANK OF AMERICA WASHINGTON	Seattle, WA	n/a
BANK OF HAWAII	Honolulu, HI	n/a
BANK OF ILLINOIS (Air Wisconsin)	Normal, IL	n/a
BANK OF NEW YORK	White Plains, NY	n/a
BANK OF OKLAHOMA	Tulsa, OK	n/a
BANK OF THE WEST	San Jose, Ca	n/a
BANK ONE	Chicago, IL (Miami Cluster)	n/a
BANK ONE	Grand Rapids, MI	n/a
BANK ONE (Tickets By Mail)	Detroit, MI	n/a
BANK ONE	Detroit, MI	n/a
BANK ONE	Lexington, KY	n/a
BANK ONE	Chicago, IL	n/a
BANK ONE (AirWisconsin)	Traverse City, MI	n/a
BANK ONE (CAFETERIA)	Chicago, IL	n/a
BANK ONE	Chicago, IL	n/a
BANK ONE	Chicago, IL	n/a
BANK ONE	Chicago, IL	n/a
BANK ONE	Chicago, IL	n/a
BANK ONE INDIANAPOLIS	Indianapolis, IN	n/a
BANK ONE OF OKLAHOMA	Oklahoma City, OK	n/a
CANADIAN IMPERIAL	Toronto, Ontario Canada	n/a
CANANDAIGUA NAT BANK & TRUST	Pittsford, NY	n/a
CAPITAL CITY BANK & TRUST CO	Atlanta, Ga	n/a
CAPITAL SAVINGS BANK	El Paso, TX	n/a
Charter One Bank	Binghamton, NY	n/a
CHASE BANK	New York, NY	n/a
CHASE MANHATTAN BANK (FirstBank)	St. Thomas, USVI	n/a
CHASE MANHATTAN BANK	New York, NY (LGA)	n/a
CHITTENDEN TRUST CO	Burlington, VT	n/a
CITIBANK	New York, NY	n/a
CITIBANK	New York, NY	n/a
CITIBANK (EMP WELFARE)	New York, NY	n/a
CITIBANK, N.A.	Jamaica, NY (JFK)	n/a
City National Bank	Charleston, WV	n/a
COMERICA	Detroit, MI	n/a
COMERICA (AirWisconsin)	Lansing, MI	n/a
COMMUNITY BANK OF COLORADO CO	Gunnison, CO	n/a
FIFTH THIRD BANK	Florence, KY	n/a
FIFTH THIRD BANK	Kalamazoo, MI	n/a
FIRST BANK OF AVON	Avon, CO	n/a
FIRST CITIZENS BANK	Raleigh, NC	n/a
FIRST CITIZENS BK-RALEIGH	Charlotte, NC	n/a
FIRST HAWAIIAN BANK	Honolulu, HI	n/a
FIRST MIDWEST BANK	Moline, IL	n/a
FIRST NATIONAL BANK OF ROCKIES	Hayden, CO	n/a
FIRST UNION	Philadelphia, PA	n/a
FIRST UNION BANK	Allentown, PA	n/a
FIRST UNION BANK	Roanoke, VA	n/a
FIRST UNION BANK	Newark, NJ	n/a
FIRST UNION BANK	Newark, NJ	n/a
FIRSTAR BANK	Cedar Rapids, IA	n/a
FIRSTAR BANK	St. Louis, MO	n/a
FIRSTAR, N.A.	Cleveland, OH	n/a
FLEET	Boston, MA	n/a
FLEET BANK	Manchester, NH	n/a
FLEET NATIONAL BANK	Providence, RI	n/a
FREELAND STATE BANK	Freeland, MI	n/a
FVB COLONIAL	Richmond, VA	n/a
HARRIS BANK	Chicago, IL	n/a
HSBC	Buffalo, NY	n/a
JACKSON STATE BANK-WY	Jackson Hole, WY	n/a
JP MORGAN CHASE	New York, NY	n/a
JP MORGAN CHASE	New York, NY	n/a
KEY BANK	Newburgh, NY	n/a

KEY BANK	Dayton, OH	n/a
KEY BANK OF CENTRAL N.Y.	Syracuse, NY	n/a
KEY BANK OF EASTERN N.Y.	Albany, NY	n/a
M & I BANK	Milwaukee, WI	n/a
M & I BANK FOX VALLEY	Appleton, WI	n/a
M & I BANK OF MOSINEE	Mosinee, WI	n/a
M & I MARSHALL & ILSLEY	Green Bay, WI	n/a
M & T BANK	Middletown, PA	n/a
MONTROSE BANK CO	Montrose, CO	n/a
NATIONAL CITY	Columbus, OH	n/a
NATIONAL CITY BANK	Pittsburgh, PA	n/a
NATIONAL CITY BANK OF INDIANA	Fort Wayne, IN	n/a
NATIONAL CITY BANK OF MI/IL	Peoria, IL	n/a
NATIONAL CITY BANK OF MI/IL (AW)	Springfield, IL	n/a
NORTHERN TRUST	Chicago, IL	n/a
NORTHERN TRUST	Chicago, IL	n/a
NORTHERN TRUST BANK (WHQ Deposits)	Chicago, IL	n/a
NORTHERN TRUST CO 15 & 16	Chicago, IL	n/a
NORTHERN TRUST CONTROL ACCT	Chicago, IL	n/a
NORTHERN TRUST FIELD REFUNDS	Chicago, IL	n/a
NORTHERN TRUST LOCAL DISB	Chicago, IL	n/a
PEOPLES HERITAGE	Portland, ME	n/a
PNC Bank	Avoca, PA	n/a
PNC Bank	State College, PA	n/a
SUN TRUST	Washington, DC	n/a
SUN TRUST BANK	Nashville, TN	n/a
SUN TRUST BANK	Orlando, FL	n/a
THE NORTHERN TRUST	Chicago, IL	n/a
TIDEWATER BANK	Norfolk, VA	n/a
U.S. BANK OF MINNESOTA	Medford, OR	n/a
UNION BANK OF CALIFORNIA	San Diego, CA	n/a
UNIZAN BANK	North Canton, OH	n/a
US BANK	Aspen, CO	n/a
US BANK	Rapid City, SD (Mileage Plus)	n/a
US BANK (HELENA, MONTANA)	Billings, MT	n/a
US BANK (MINNESOTA)	Lincoln, NE	n/a
WACHOVIA	Chicago, IL	n/a
Wachovia Bank & Trust	Charlottesville, VA	n/a
Wachovia Bank & Trust	Cayce, SC	n/a
WACHOVIA BK & TRST 230 OPER	Chicago, IL	n/a
WACHOVIA BK & TRST 231 PZ	Chicago, IL	n/a
WACHOVIA: "MPI"	Chicago, IL	n/a
WACHOVIA: "OFFICERS"	Chicago, IL	n/a
WACHOVIA: "PREMIER"	Chicago, IL	n/a
WACHOVIA: "Washington Dulles"	Washington, DC	n/a
WEBSTER BANK	Hartford, CT	n/a
WELLS FARGO	Los Angeles, CA	n/a
WELLS FARGO	Seattle, WA	n/a
WELLS FARGO	Grapevine, TX	n/a
WELLS FARGO	Anchorage, AK	n/a
WELLS FARGO BANK	Phoenix, AZ	n/a
WELLS FARGO BANK	Houston, TX	n/a
WELLS FARGO BANK IOWA	Des Moines, IA	n/a
WELLS FARGO BANK N. DAKOTA	Bismarck, ND	n/a
WELLS FARGO BANK WEST	Denver, CO	n/a
WELLS FARGO BANK WEST	Ignacio, Colorado	n/a
WELLS FARGO BANK WEST	Colorado Springs, CO	n/a
WELLS FARGO BANK, N.A.	Boise, ID	n/a
WELLS FARGO BANK, NA	Las Vegas, NV	n/a
WELLS FARGO BANK-NE	Omaha, NE	n/a
WELLS FARGO-LAS VEGAS	Las Vegas, NV	n/a
WELLS FARGO-MINNESOTA	Minneapolis, MN	n/a
WELLS FARGO-NEW MEXICO	Albuquerque, NM	n/a
WELLS FARGO-SOUTH DAKOTA	Sioux Falls, SD	n/a
WESTAMERICA BANK	Suisun, CA	n/a
WHITNEY NATIONAL	New Orleans, LA	n/a
ZIONS BANK:AW	Salt Lake City, UT	n/a

## SCHEDULE G - Bank Accts and Financial Institution Relationships

### EUROPEAN BANK ACCOUNTS

Financial Institution	Location	Bank Acct #
BANK OF BERMUDA	BERMUDA	n/a
KREDIETBANK	Belgium	n/a
CITIBANK	England	n/a

CITIBANK	England	n/a
CITIBANK	England	n/a
CITIBANK	Belgium	n/a
CITIBANK	Ireland	n/a
CITIBANK	France	n/a
CITIBANK	Netherlands	n/a
CITIBANK	Germany	n/a
COMMERZ BANK	Germany	n/a
COMMERZ BANK	Germany	n/a
COMMERZ BANK	Germany	n/a
BANQUE NATIONALE de PARIS	France	n/a
BANQUE NATIONALE de PARIS	France	n/a
BANQUE NATIONALE de PARIS	France	n/a
NATIONAL WESTMINSTER BANK (Royal Bank of Scotland)	England	n/a
NATIONAL WESTMINSTER BANK (Royal Bank of Scotland)	England	n/a
NATIONAL WESTMINSTER BANK (Royal Bank of Scotland)	England	n/a
NATIONAL WESTMINSTER BANK (Royal Bank of Scotland)	England	n/a
BANK OF IRELAND	Ireland	n/a
ABN AMRO BANK	Netherlands	n/a
CREDIT SUISSE	Switzerland	n/a
CITIBANK (USD)	Vietnam	n/a

#### ASIA-PACIFIC BANK ACCOUNTS

Financial Institution	Location	Bank Acct #
AUSTRALIA & NEW ZEALAND BANKING GROUP	Australia	n/a
CITIBANK AUSTRALIA	Australia	n/a
CHINA CONSTRUCTION BANK	China	n/a
BANK OF CHINA	China	n/a
BANK OF CHINA	China	n/a
BANK OF CHINA	China	n/a
BANK OF CHINA	China	n/a
CHINA CONSTRUCTION BANK	China	n/a
CITIBANK	Hong Kong	n/a
CITIBANK	Hong Kong	n/a
CITIBANK	Hong Kong	n/a
HONGKONG & SHANGHAI BANK	Hong Kong	n/a
CITIBANK	India	n/a
THE BANK OF TOKYO MITSUBISHI	Japan	n/a
THE BANK OF TOKYO MITSUBISHI	Japan	n/a
THE BANK OF TOKYO MITSUBISHI	Japan	n/a
THE BANK OF TOKYO MITSUBISHI	Japan	n/a
THE BANK OF TOKYO MITSUBISHI	Japan	n/a
CITIBANK	Japan	n/a
CITIBANK	Japan	n/a
BANK OF AMERICA	Korea	n/a
CITIBANK	Korea	n/a
KOREA EXCHANGE BANK	Korea	n/a
KOREA EXCHANGE BANK	Korea	n/a
KOREA EXCHANGE BANK	Korea	n/a
BANK OF AMERICA	Korea	n/a
BANK OF AMERICA	Korea	n/a
CITIBANK	New Zealand	n/a
CITIBANK	Singapore	n/a
BANK OF AMERICA	Singapore	n/a
CITIBANK	Thailand	n/a
CITIBANK	Taiwan	n/a

#### LATIN AMERICA BANK ACCOUNTS

Financial Institution	Location	Bank Acct #
CITIBANK	Argentina	n/a
BANCO DE BOSTON	Argentina	n/a
BANCO DE LA NACION	Argentina	n/a
BANCO RIO DE LA PLATA	Argentina	n/a
CARIBBEAN MERCANTILE BANK	Aruba	n/a
CARIBBEAN MERCANTILE BANK	Aruba	n/a
BANCO SAFRA	Brazil	n/a
BANCO SAFRA	Brazil	n/a
UNIBANCO	Brazil	n/a
BANCO DE BRASIL	Brazil	n/a
BANCO BOSTON	Brazil	n/a
BANCO SAFRA	Brazil	n/a
BANCO SAFRA	Brazil	n/a
BANCO DE CHILE	Chile	n/a
BANCO DE CHILE	Chile	n/a
BANCO DE COSTA RICA	Costa Rica	n/a
BANCO DE COSTA RICA	Costa Rica	n/a
BANCO DE SAN JOSE	Costa Rica	n/a

BANCO DE SAN JOSE	Costa Rica	n/a
BANCO DE OCCIDENTE	Guatemala	n/a
CITIBANK	Guatemala	n/a
NATIONAL COMMERCIAL BANK	Jamaica	n/a
BANCA SERFIN	Mexico	n/a
BANCA SERFIN	Mexico	n/a
BANCO CUSCATLAN	El Salvador	n/a
CITIBANK	El Salvador	n/a
SUDAMERIS BANK	Uruguay	n/a
SUDAMERIS BANK	Uruguay	n/a
BANCO MERCANTIL	Venezuela	n/a
BANCO PROVINCIAL	Venezuela	n/a
BANCO MERCANTIL	Venezuela	n/a

#### OFFLINE BANK ACCOUNTS

Financial Institution	Location	Bank Acct #
BANCO POPULAR	PUERTO RICO	n/a
CANADIAN INTERNATIONAL BANK OF COMMERCE	CANADA	n/a
CANADIAN INTERNATIONAL BANK OF COMMERCE	CANADA	n/a
CITIBANK	PANAMA	n/a
CITIBANK	PHILIPPINES	n/a
CITIBANK	PHILIPPINES	n/a
CITIBANK	HUNGARY	n/a
PRODUBANCO	ECUADOR	n/a
ISLANDSBANKI	ICELAND	n/a
MERITA BANK	FINLAND	n/a
BANCO POPULAR ESPANOL-ESP	SPAIN	n/a
SKANDINAVISKA	SWEDEN	n/a
National Bank of Kuwait	Kuwait	n/a
BANK AUSTRIA AG	AUSTRIA	n/a
DANSKE BANK	DENMARK	n/a
CHRISTIANA BANK (NORDEA BANK NORGE ASA)	NORWAY	n/a
CREDIT LYONNAIS	VIETNAM	n/a
CAYMAN NATIONAL BANK	BRITISH WI	n/a
NED BANK	SOUTH AFRICA	n/a
BANK HANDLOWY	POLAND	n/a
BANCO COMERCIAL PORTUGAL	PORTUGAL	n/a
BANCO COLPATRIA	COLOMBIA	n/a
BANCO COLPATRIA	COLOMBIA	n/a
CANADIAN INTERNATIONAL BANK OF COMMERCE	CANADA	n/a

#### SUBSIDIARY BANK ACCOUNTS

Financial Institution	Country	Bank Acct #
<b>UNITED AVIATION FUELS CORP.</b>		
NOTHERN TRUST BANK	USA	n/a
<b>UNITED WORLDWIDE CORP.</b>		
JP MORGAN CHASE	USA	n/a
<b>MILEAGE PLUS, INC.</b>		
SHORE BANK	USA	n/a
<b>PREMIER MEETING &amp; TRAVEL SERVICES, INC.</b>		
BANK ONE	USA	n/a
BANK ONE	USA	n/a
<b>MY POINTS.COM, INC.</b>		
SILICON VALLEY BANK	USA	n/a
SILICON VALLEY BANK	USA	n/a
SILICON VALLEY BANK	USA	n/a
FLEET BANK	USA	n/a
WELLS CAPITAL MANAGEMENT	USA	n/a
WELLS FARGO BANK	USA	n/a
<b>UAL LOYALTY SERVICES</b>		
BANK ONE	USA	n/a
BANK ONE	USA	n/a
BANK ONE	USA	n/a
BANK ONE	USA	n/a
<b>KION DE MEXICO</b>		
BANCA SERFIN, S.A.	MEXICO	n/a
BANCA SERFIN, S.A.	MEXICO	n/a
CITIBANK	USA	n/a

#### TAX QUESTIONNAIRE

Debtors in possession and trustees are required to pay all taxes incurred after the filing of their Chapter 11 petition as the taxes come



due. Please indicate whether the following post-petition taxes have been paid or deposited as they came due.

( ) Check here if no employees.

TAX	YES	NO	NOT REQUIRED	WHEN DUE
Federal income tax withholding	X			
FICA withholding	X			
Employer's share FICA	X			
Federal Unemployment Taxes	X			
State Income Tax Withholding	X			
Sales Tax	X			
Other Tax	X			

If any taxes have not been paid when due complete this table:

TAX NOT PAID	AMOUNT NOT PAID	DATE OF LAST PAYMENT
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Note: Tax related payments withheld from UAL and its subsidiaries' employee in the United States of America wages are paid to a third party payroll service, Deloitte & Touche LLP., with the exception of Mileage Plus who pays such tax related payments to Automatic Data Processing.

Worldwide Communications:**Media Relations Office: 847.700.5538****Evenings/Weekends: 847.700.4088****UAL REPORTS NOVEMBER RESULTS****Reports Operating Loss of \$188 Million**

**CHICAGO, December 21, 2004** - UAL Corporation (OTCBB: UALAQ.OB), the holding company whose primary subsidiary is United Airlines, today filed its November Monthly Operating Report with the United States Bankruptcy Court. The company reported an operating loss of \$188 million for November 2004. Mainline passenger unit revenue decreased 1% year-over-year. Unit costs were up 9% over last year. Excluding fuel, unit costs were flat year-over-year. The company reported a net loss of \$87 million, including a \$158 million gain from the sale of Orbitz shares and \$20 million of reorganization expenses.

United continued to deliver strong operational results in November, with an on-time :14 arrival performance rate of 83.2% and a load factor of 76.1%. Employees also exceeded the company's goals for November for customer satisfaction, as measured by definite intent to repurchase.

"Due to harsh industry conditions, we must urgently implement additional cost reduction initiatives so that the durable, long-lasting savings required are in place by mid-January," said Jake Brace, executive vice president and chief financial officer. "We have reached a tentative agreement with the Air Line Pilots Association (ALPA), and we look forward to productive negotiations with our other unions. While United continues to face some very difficult challenges, once these savings are in place, no other network carrier is better positioned to be profitable and competitive for the long term."

UAL ended November with a cash balance of about \$2.4 billion, which included \$843 million in restricted cash (filing entities only). The cash balance increased approximately \$97 million during the month of November, driven by \$185 million in cash proceeds from the sale of Orbitz shares. Because of the gain from the sale of Orbitz shares, the company met its November EBITDAR covenant.

United, United Express and Ted operate more than 3,500 flights a day on a route network that spans the globe. News releases and other information about United may be found at the company's website at [www.united.com](http://www.united.com).

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