To the Bankrupt:

You are required to carefully and accurately complete this form and the applicable attachments, showing the state of your affairs on the date of your bankruptcy, May 13, 2005. When completed, this form and the applicable attachments will constitute your Statement of Affairs and must be verified by oath or solemn declaration:

Liabilities	Assets
Liadinues	Assets

(as stated and estimated by bankrupt)

(as stated and estimated by bankrupt)

1. Unsecured creditors as per list 'A'	120,017,180.38	1. Inventory	2,000,000.00
2. Secured creditors as per list 'B'	8,700,268.30	2. Trade fixtures, fittings, utensils, etc	NIL
3. Preferred creditors as per list 'C'	NIL	3. Accounts Receivable, etc. as per list 'E'	
4. Contingent or other liabilities as per list 'D'	NIL	Good	7,855,898.00
estimated to be reclaimable for		Doubtful	NIL
Total Liabilities	\$128,717,448.68	Bad	NIL
Surplus	\$126,717,446.06 NIL	Estimated to produce	NIL
Surprus	MIL	4. Bills of exchange, promissory notes, etc. as	
		per list 'F'	NIL
		5. Deposits in Financial Institutions	4,007,255.00
		6. Cash	NIL
		7. Livestock	NIL
		8. Machinery, equipment and plant	30,000,000.00
		9. Real property as per list 'G'	NIL
		10. Furniture	NIL
		11. RRSPs, RRIFs, Life Insurance, etc	NIL
		12. Securities (Shares, bonds, debentures, etc)	NIL
		13. Interest under wills	NIL
		14. Vehicles	NIL
		15. Other Property as per list 'H'	
		Dépenses payées d'avance (sujettes à compensation	0.00
		Dépôts de sécurité (sujet à compensation)	0.00
		Investissement à court terme (sujet à lien-collaté	2,200,000.00

SWORN before me in the City of Montreal in the Province of Quebec this 13th day of May, 2005.

(s) André Deslauriers

(s) Pierrette Baril

Pierrette Baril No. 140,903 Commissioner for oaths

for the judicial district of Montreal

Signature of Bankrupt or Officer

Dépenses différées et impôts à recevoir (entrées d

Total Assets .....

If Bankrupt is a Corporation add: Amount of capital subscribed

Balance subscribed and unpaid

Amount paid thereon

Estimated to produce

0.00

NII.

NIL

28,365,000.00

28,365,000.00

\$38,207,255.00

#### List 'A' Unsecured Creditors

No	Name	Address	Account No.	Amount of claim
1	Canadian Airport Security Taxes	Receveur Général du Canada 305 René Lévesque Ouest Montréal Qc H2Z 1A6		3,047,000.00
2	Employee (Severence)-see lists attached			2,500,000.00
3	Loan payable - M.Leblanc			2,863,000.00
4	Loans Payable - Pilots-see attached list			2,858,330.00
5	Non-Refundable Passenger Credits	list available on database approxim. 73,000 individual creditors		12,330,248.00
6	Trade over \$5,000 (see attached list)		List "1"	37,184,888.40
7	Trade under \$5,000 (see attached list)		List "2"	506,325.98
8	Travel Agencies (see attached list)			952,732.00
9	Unearned Revenue	list available on database approximat. 96,000 individual creditors		51,304,656.00
10	US Naturalization Taxes	User Fee Team US Customs Border Protection National Finance Center, 6026 Lakeside Indianapolis IN 46278		870,000.00
11	US Transportation Taxes	Financial Agent / FTD Processing Federal Reserve Bank - St. Louis 3830 South Grant Avenue St. Louis MI 63118		4,200,000.00
12	Various Sub-Contractors/Repair Shops	(see attached list) - estimated		1,400,000.00
	*TOTAL*			\$ 120,017,180.33

Dated:

May 13, 2005

#### List 'B' Secured Creditors

No	Name & Address Nature of Claim Particulars of Security	Amount of Claim	When Given	Estimated Value of Security	Estimated Surplus from Security	Balance of Claim Unsecured
1	Rolls Royce Inc. * P.O. Box 31, Moor Lane Mail code 126 Derby, England, DE24 8BJ	3,186,195.80		>: .		
2	IAI (MD-83) * Ben-Gurion International Airport 70100 Israel	1,989,463.10				
3	Nordtech 795 Stuart Graham Dorval Qc H4Y 1E9	950,000.00				
4	Exceltech (MD-83) 795 Stuart Graham Dorval Qc H4Y 1E9	1,348,775.00				
5	Payroll Deductions at Source - Federal	Unknown				
6	Payroll Deductions at Source (Provincial) Minsitère du Revenu du Québec C.P. 4000 Succursale Desjardins Montréal Qc H5B 1A5	170,000.00				
7	*US exchange	1,055,834.40				
8	National Bank of Canada (letters of credit)	Unknown				
				****		
					a promoved of	
		8,700,268.30				0.00

May 13, 2005

Dated:

### List 'C' Preferred Creditors for Wages, Rent, Etc.

No	Name of Creditor Address and Occupation	Nature of Claim	Period During Which Claim Accrued	Amount of Claim	Amount Payable in Full	Ranking for Dividend
   *TC	DTAL*			\$ 0.00		

Dated:

May 13, 2005

(s) André Deslauriers

### List 'D' Contingent or Other Liabilities

No	Name of Creditor or Claimant Address and Occupation	Amount of Liability or Claim	Amount Expected to Rank for Dividend	Date Liab Incurred Mo Yr	Nature of Liability
1	Locateurs d'aéronefs	à déterminer	0.00		
	*TOTAL*		\$0.00		

Dated: May 13, 2005

(s) André Deslauriers

### List 'E' Debts Due to the Estate

No	Name, Address & Occupation of Debtor	Nature of Debt  Particulars of Security  Folio Ledger for Particulars	Amount of Debt Good Doubtful Bad	Contracted Yr Mo	Estimated to Produce
1	Divers (valeur aux livres) (sujets à lien-compensations)		Doubtful	Yr Mo	0.00
	*TOTAL*				\$0,00

Dated: May 13, 2005

## List 'F' Bills of Exchange, Promissory Notes, Lien Notes Chattel Mortages, etc., Available as Assets

No	Name of all Promissors, Acceptors, Endorsers, Mortgagors and Guarantors Address and Occupation	Amount of Bill or Note	Date When Due	Estimated to Produce	Particulars held as Security for Payment of Bills or Notes
	Address and Occupation	Note			of Bills of Notes
				ı	
*	*TOTAL*			\$0.00	

May 13, 2005 (s) André Deslauriers

Dated:

#### List 'G' Real Property Owned byBankrupt

No	Description of Property Nature of Bankrupt's Interest In Whose Name Does Title Stand	Total Value	Particular of Mortgages, Hypotl	hecs or other Encumbrances	Equity or
	III WHOSE Name Does Thie Stand		Name & Address	Amount	Surplus
				0.00	
			_		
*TOT.	AL*	0	00		

Dated: May 13, 2005

#### List 'H' Property

Give full particulars of property of every description that is in the bankrupt's possession, or that may devolve on the bankrupt in accordance with section 67 of the act and that are not included in any other list.

Nature of Property	Location Details of Property	Original Cost	Estimated to Produce
(a) Stock-in-Trade	Toronto, Vancouver, Montreal et Québec Inventaire et divers équipement	26,423,145.00	2,000,000.00
(b) Trade fixtures, etc.			NIL
(c) Cash in financial institutions	Espèces en banque	4,007,255.00	4,007,255.00
(d) Cash on hand			NIL
(e) Livestock			NIL
(f) Machinery, equipment and plant	Québec Avions (sujet à lien)	15,243,159.00	30,000,000.00
(g) Furniture			NIL
(h) Life insurance policies, RRSPs, etc.			NIL
(i) Securities			NIL
(j) Interests under wills, etc.			NIL
			NIL
(k) Vehicles			NIL
(l) Taxes			NIL
(m) Other property	Dépenses payées d'avance (sujettes à	3,698,190.00	NIL
- <del>-</del> -	compensationcontre payables)		
	Dépôts de sécurité (sujet à compensation)	4,070,706.00	NIL
	Investissement à court terme (sujet à lien-collatéral	2,200,000.00	2,200,000.00
	Banque Nationale)	2 795 200 00	NIL
	Dépenses différées et impôts à recevoir (entrées de journal)	2,785,309.00	INIL
*TOTAL*			\$ 38,207,255.00

May 13, 2005

Dated:

(s) André Deslauriers