

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Feb 26 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 855378 (6)

1. Corporation Name
US AIRWAYS, INC.

Principal Place of Business 2345 CRYSTAL DRIVE TAX DEPT. 8TH FLOOR ARLINGTON VA 22227	Mailing Address 2345 CRYSTAL DRIVE TAX DEPT. 8TH FLOOR ARLINGTON VA 22227
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24	29

3. Date Incorporated or Qualified 01/31/1983	
4. FEI Number 53-0218143	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name	
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	85 Zip Code

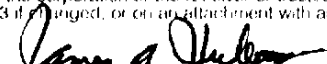
11. Pursuant to the provisions of Sections 607.0602 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent I am familiar with, and accept the obligations of Section 607.0605, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		
TITLE NAME STREET ADDRESS CITY - ST - ZIP	SVP HARPER, JOHN W. 2345 CRYSTAL DR. ARLINGTON VA	<input checked="" type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	EVP NAGIN, LAWRENCE 2345 CRYSTAL DRIVE ARLINGTON VA	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	C HULTQUIST, JAMES A. 2345 CRYSTAL DRIVE ARLINGTON VA	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	PCOO GANGWAL, RAKESH 2345 CRYSTAL DRIVE ARLINGTON VA	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	EV LAGOW, W. THOMAS 2345 CRYSTAL DR. ARLINGTON VA	<input checked="" type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	CCEO WOLF, STEPHEN 2345 CRYSTAL DRIVE ARLINGTON VA	<input type="checkbox"/> DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP	Senior V.P. & CFO Terry L. Hall 2345 Crystal Drive Arlington, VA 22227	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP	Executive V.P. John R. Long III 2345 Crystal Drive Arlington, VA 22227	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address

SIGNATURE:  James A. Hultquist 2/18/98 703/872-5153

CR2E034 (10/97)

OFFICERS OF US AIRWAYS, INC.

Stephen M. Wolf	Chief Executive Officer
Rakesh Gangwal	President and Chief Operating Officer
John R. Long III	Executive Vice President-Human Resources
Lawrence M. Nagin	Executive Vice President-Corporate Affairs & General Counsel
N. Bruce Ashby	Senior Vice President-Planning
Christopher Doan	Senior Vice President-Maintenance Operations
Terry L. Hall	Senior Vice President-Finance & Chief Financial Officer
James G. Boland	Vice President-Information Services & Chief Information Officer
Michelle V. Bryan	Vice President, Deputy General Counsel & Secretary
Alan W. Crellin	Vice President-Customer Services
Rita M. Cuddihy	Vice President
Greg B. Gibson	Vice President-Flight Operations
Gary M. Harig	Vice President-Pricing and Inventory Management
Bonita C. Hathcock	Vice President-Human Resources and Development
Robert A. Hazel	Vice President-Properties & Facilities
John M. Hedblom	Vice President-Labor Relations
Robert J. LeBeau	Vice President-Powerplant Maintenance
Fred A. Poole	Vice President-Base Maintenance
J. Ronald Reeves	Vice President-Government Affairs
John N. Selvaggio	Vice President-Express Division
Frederick W. Sine	Vice President-Line Maintenance
George H. Snyder, Jr.	Vice President-Corporate Safety and Regulatory Compliance
Steven Tracas	Vice President-Sales
Martin C. White	Vice President-Marketing Programs and Services
Thomas A. Fink	Treasurer
James A. Hultquist	Controller