

1.) CORPORATION NAME:

**Atlas Air, Inc.**

DUE DATE: **10/31/2013**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:

**CT CORPORATION SYSTEM  
4701 COX ROAD, SUITE 285  
GLEN ALLEN, VA**

SCC ID NO: **F1840588**

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	100

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

**HENRICO COUNTY**

4.) STATE OR COUNTRY OF INCORPORATION:

**DE**

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 2000 WESTCHESTER AVENUE

CITY/ST/ZIP: PURCHASE, NY 10577

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

<p>NAME: SPENCER SCHWARTZ TITLE: VICE PRESIDENT ADDRESS: 2000 WESTCHESTER AVENUE CITY/ST/ZIP/CO: PURCHASE, NY 10577</p>	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
<p>NAME: ROBERT F AGNEW TITLE: DIRECTOR ADDRESS: 2000 WESTCHESTER AVENUE CITY/ST/ZIP/CO: PURCHASE, NY 10577</p>	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
<p>NAME: TIMOTHY J BERNLOHR TITLE: DIRECTOR ADDRESS: 2000 WESTCHESTER AVENUE CITY/ST/ZIP/CO: PURCHASE, NY 10577</p>	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
<p>NAME: EUGENE I DAVIS TITLE: DIRECTOR ADDRESS: 2000 WESTCHESTER AVENUE CITY/ST/ZIP/CO: PURCHASE, NY 10577</p>	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
<p>NAME: WILLIAM J FLYNN TITLE: DIRECTOR ADDRESS: 2000 WESTCHESTER AVENUE CITY/ST/ZIP/CO: PURCHASE, NY 10577</p>	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
<p>NAME: JAMES S GILMORE III TITLE: DIRECTOR ADDRESS: 2000 WESTCHESTER AVENUE CITY/ST/ZIP/CO: PURCHASE, NY 10577</p>	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR

NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	CAROL B HALLETT DIRECTOR 2000 WESTCHESTER AVENUE PURCHASE, NY 10577	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	FREDERICK MCCORKLE DIRECTOR 2000 WESTCHESTER AVENUE PURCHASE, NY 10577	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	DUCAN J. MCNABB DIRECTOR 2000 WESTCHESTER AVENUE PURCHASE, NY 10577	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.			
/s/ SPENCER SCHWARTZ SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	SPENCER SCHWARTZ, VICE PRESIDENT PRINTED NAME AND CORPORATE TITLE	10/17/2013 DATE	
It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.			