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Proposed Counsel For Non-Pilot Retirees

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

DELTA AIR LINES, INC., et al.,

Debtors.

Chapter 11 Case No.

05-17923 (PCB)

(Jointly Administered)

**DECLARATION OF RICHARD J. BUTLER IN SUPPORT OF DELTA AIR LINES
RETIREMENT COMMITTEE'S REPLY RE: APPLICATION FOR ORDER TO
APPOINT A RETIREMENT COMMITTEE PURSUANT TO 11 U.S.C. § 1114(d)**

1. My name is Richard J. Butler, and I am a retired employee of Delta Air Lines, Inc. Unless otherwise stated in this declaration, I have personal knowledge of the facts stated in this declaration, and if called as a witness, I could competently testify to each of the matters I have stated below.

2. I retired from Delta in November 1992, after nearly 34 years of service. I am 69 years old and have diabetes. My left leg was amputated in May 2004.

3. I understand that Delta is proposing changes to its non-pilot retiree benefits that would include an increase of individual and family coverage out of pocket costs by as much as \$2,000 to \$3,000 and the possible elimination of some other benefits altogether.

4. The changes Delta is proposing would have a devastating impact on me. If Delta were to take away or reduce our benefits, because of my condition, I am un-insurable. It is a worrisome position to be in.

5. My monthly income is roughly \$1058 from my Delta pension and about \$1100 from social security. I currently spend \$250 per month on medications. If my benefits are cut, these costs would go up to almost \$900 a month – nearly half of my monthly income.

6. In addition, as a diabetic amputee, I need to see my diabetes doctor once every three months, my kidney doctor every two months, and a vascular surgeon twice a year. I do not know how I would be able to afford these doctor visits if my benefits are cut or reduced.

I declare under penalty of perjury under the laws of the State of Georgia that the foregoing declaration is true and correct and that this declaration was executed on October 24, 2005, at Mableton, Georgia.

Richard J. Butler
Richard J. Butler