

EXHIBIT C



Leonidas Update February 1, 2013

on 01 February 2013.

We have been compelled to remain rather quiet over the last few months to allow merger-related events to play out without making overt demands of the parties. Furthermore, negotiations have taken place under a cloak of secrecy as a result of the required non-disclosure agreements. This is normal for large transactions.

Now that we have had the opportunity to evaluate the Memorandum of Understanding and contemplate the legal ramifications relating to our mission, Leonidas, LLC is prepared to offer our guidance and recommendations.

It is clear that the negotiators of this document took great pains to make it as “seniority neutral” as humanly possible. Thus, the document offers no definitive “poison pill” which might cause one side or the other to reject it. In other words, the parties have done their dead-level best to conceal the ever-present elephant in the room. US Airways hopes its pilots will play along and ignore their nagging unanswered questions in the hope that the seniority dispute will be resolved in their favor as a consequence of yet another merger.

Our attorneys believe the ratification of this MOU moves us toward the “ripeness” which USAPA has long sought to forestall. In 2010, the Ninth Circuit ruled that our DFR claim was not ripe (in part) because USAPA had not entered into a contract that would allow integrated pilot operations. That will no longer be the case once the MOU is ratified and approved by all parties. There will be little left to impair ripeness. If (or when) USAPA or the company act to dishonor the Nicolau Award our DFR claim(s) will be actionable. Thus, the MOU will bring us closer to ripeness.

We are confident the MOU will eliminate contingencies the Ninth Circuit believed must be resolved before our claim could be brought. Moreover, the MOU does not affect our right to fair representation and it does not change USAPA's duty to use the Nicolau Award (unless it has legitimate purpose to do otherwise). The MOU and a merger with another carrier do not provide such a purpose. Any statements by others to the contrary are either misinformed or are intended to mislead.

We will act when the time is right to compel implementation of the Nicolau Award. But, until it is time to act, we will not telegraph our legal moves or argue the merits of our position. Suffice it to say, we believe that ratification of the MOU will bring us closer to implementation on the Nicolau Award.

Do not hesitate to vote to ratify the MOU out of concern that it could impair our right to the implementation of the Nicolau. It won't. We recommend that West pilots vote yes if they want to see a merger with American Airlines according to the terms of the MOU.

Sincerely,

Leonidas, LLC

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