

UNITED STATES BANKRUPTCY COURT

In re: AMR Corporation, et. al.

Case No.:11-15464

TRANSFER OF CLAIMS OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the Claims referenced in this evidence and notice.

TACONIC OPPORTUNITY MASTER FUND LP

TACONIC OPPORTUNITY FUND L.P.

Name of Transferee

Name of Transferor

Name and Address where notices to Transferee should be sent:

Name and Current Address of Transferor:

Taconic Opportunity Master Fund LP
c/o Taconic Capital Advisors LP
450 Park Avenue, 9th Floor
New York, NY 10022
Attn: Alexandra Grigos
Phone: 212-209-3125
Fax: 212-209-3189
Email: agrigos@taconiccap.com

Taconic Opportunity Fund L.P.
c/o Taconic Capital Advisors LP
450 Park Avenue, 9th Floor
New York, NY 10022
Attn: Alexandra Grigos
Phone: 212-209-3125
Fax: 212-209-3189
Email: agrigos@taconiccap.com

Name and Address where transferee payments should be sent (if different from above):

Court Claim # (if known): 5498
Total Amount of Claim: \$14,704,842.87
Transferred Amount: \$6,750,958.78 (corresponding to (i) \$6,528,731.20 principal amount, (ii) \$84,766.49 amount of interest, (iii) \$130,574.62 of Make Whole amount, and (iv) \$6,886.47 in fees), together with any and all further interest and other amounts payable in respect thereto.
Date Claim Filed: June 25, 2012

Court Claim # (if known): 5499
Total Amount of Claim: \$16,653,998.40
Transferred Amount: \$7,645,811.48 (corresponding to (i) \$7,285,719.43 principal amount, (ii) \$207,491.20 amount of interest, (iii) \$145,714.38 of Make Whole amount, and (iv) \$6,886.47 in fees), together with any and all further interest and other amounts payable in respect thereto.
Date Claim Filed: June 25, 2012

Court Claim # (if known): 5500

Total Amount of Claim: \$11,544,817.42

Transferred Amount: \$588,910.94 (corresponding to (i) \$567,364.91 principal amount, (ii) \$9,433.58 amount of interest, (iii) \$11,347.29 of Make Whole amount, and (iv) \$765.16 in fees), together with any and all further interest and other amounts payable in respect thereto.

Date Claim Filed: June 25, 2012

Court Claim # (if known): 5501

Total Amount of Claim: \$11,725,275.59

Transferred Amount: \$5,383,046.44

(corresponding to (i) \$5,208,106.53 principal amount, (ii) \$63,891.31 amount of interest, (iii) \$104,162.14 of Make Whole amount, and (iv) \$6,886.46 in fees), together with any and all further interest and other amounts payable in respect thereto.

Date Claim Filed: June 25, 2012

Court Claim # (if known): 5496

Total Amount of Claim: \$12,076,866.69

Transferred Amount: \$5,544,461.10 (corresponding to (i) \$5,342,427.39 principal amount, (ii) \$88,298.69 amount of interest, (iii) \$106,848.55 of Make Whole amount, and (iv) \$6,886.47 in fees), together with any and all further interest and other amounts payable in respect thereto.

Date Claim Filed: June 25, 2012


Court Claim # (if known): 5497

Total Amount of Claim: \$15,135,663.10

Transferred Amount: \$6,948,747.34 (corresponding to (i) \$6,528,731.27 principal amount, (ii) \$282,554.97 amount of interest, (iii) \$130,574.63 of Make Whole amount, and (iv) \$6,886.47 in fees), together with any and all further interest and other amounts payable in respect thereto.

Date Claim Filed: June 25, 2012

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By:  Date: 06/21/13
Transferee/Transferee's Agent

~DEADLINE TO OBJECT TO TRANSFER~

The alleged transferor of the Claims is hereby notified that objections must be filed with the court within twenty-one (21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.

Date: _____

CLERK OF THE COURT

EVIDENCE OF PARTIAL TRANSFER OF CLAIMS

TO: Clerk, United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”)

TACONIC OPPORTUNITY FUND L.P., as assignor (the “**Assignor**”), for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign to **TACONIC OPPORTUNITY MASTER FUND LP** (along with its successors and assigns, the “**Assignee**”), a portion of its rights, title and interest in its general unsecured claim or claims (the “**Assigned Claims**”) against American Airlines, Inc. specified on **Schedule 1** attached hereto in the respective purchased amounts specified on such **Schedule 1**.

The Assignee has the following business address:

c/o Taconic Capital Advisors LP
450 Park Avenue, 9th Floor
New York, NY 10022

Assignor hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, applicable local bankruptcy rules or applicable law and stipulates that an order may be entered recognizing this Assignment of Claim as an unconditional assignment and the Assignee herein as the valid owner of the Assigned Claims. You are hereby requested to make all future payments and distributions in respect of the transferred portion of the Assigned Claims set forth on **Schedule 1** and to give all notices and other communications in respect of the Assigned Claims to the Assignee.

IN WITNESS WHEREOF, dated the 21 day of JUNE, 2013.

TACONIC OPPORTUNITY FUND L.P., as Assignor

By: Taconic Capital Advisors LP, as Investment Advisor

By: 
Name: **Kevin P. Kavanagh**
Title: **Principal**

Acknowledged and Agreed:

TACONIC OPPORTUNITY MASTER FUND LP, as Assignee

By: Taconic Capital Advisors LP, as Investment Advisor

By: 
Name: **Kevin P. Kavanagh**
Title: **Principal**

SCHEDULE 1
TO THE EVIDENCE OF PARTIAL TRANSFER OF CLAIMS

Column 1	Column 2	Column 3	Column 4	Column 5	Column 6	Column 7	Column 8
Date Claim Filed/ Claim #	Aircraft (FAA No./MSN)	Principal Included in Claim	Accrued Interest as of 11/29/11	Make- Whole	Total of Columns 3, 4 and 5	Fees	Total Amount Asserted
6/25/2012/ 5498	N77080/626	\$6,528,731.20	\$84,766.49	\$130,574.62	\$6,744,072.31	\$6,886.47	\$6,750,958.78
6/25/2012/ 5499	N59081/639	\$7,285,719.43	\$207,491.20	\$145,714.38	\$7,638,925.01	\$6,886.47	\$7,645,811.48
6/25/2012/ 5500	N7082A/643	\$5,106,284.18	\$84,902.18	\$102,125.68	\$5,293,312.04	\$6,886.46	\$5,300,198.50
6/25/2012/ 5501	N7083A/645	\$5,208,106.53	\$63,891.31	\$104,162.14	\$5,376,159.98	\$6,886.46	\$5,383,046.44
6/25/2012/ 5496	N34078/615	\$5,342,427.39	\$88,298.69	\$106,848.55	\$5,537,574.63	\$6,886.47	\$5,544,461.10
6/25/2012/ 5497	N70079/619	\$6,528,731.27	\$282,554.97	\$130,574.63	\$6,941,860.87	\$6,886.47	\$6,948,747.34
Totals		\$36,000,000.00	\$811,904.84	\$720,000.00	\$37,531,904.84	\$41,318.80	\$37,573,223.64