

EXHIBIT B

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
TWA INC. POST CONFIRMATION)	
ESTATE,)	Case No. 01-00056 (PJW)
)	
)	
Debtor.)	

STATE OF MISSOURI)
)
COUNTY OF ST. LOUIS)

**AFFIDAVIT OF MICHAEL J. LICHTY IN SUPPORT OF THE TWA INC. POST
CONFIRMATION ESTATE'S MEMORANDUM IN SUPPORT OF ITS FIFTH
OMNIBUS OBJECTION TO CLAIMS AS IT RELATES TO CERTAIN FORMER
EMPLOYEES OF TRANS WORLD AIRLINES, INC. [Re Docket No. 4278]**

MICHAEL J. LICHTY, being duly sworn, deposes and states:

1. I am the Plan Administrator for the TWA Inc. Post Confirmation Estate (the "Estate"). Prior to June 25, 2002, the effective date (the "Effective Date") of the Third Amended Joint Liquidating Plan of Reorganization of the Debtors and the Official Committee of Unsecured Creditors Pursuant to Chapter 11 of the United States Bankruptcy Code (the "Plan"), I was the President and Chief Executive Officer of the Trans World Airlines, Inc. ("TWA"), a Delaware corporation, and twenty-six of its wholly owned, direct or indirect subsidiaries. I am duly authorized to execute this affidavit on behalf of the Estate. Prior to the Effective Date, I worked for TWA for over twenty-five years, occupying a number of positions, including Assistant General Counsel/Assistant Corporate Secretary, Vice President of Corporate Finance, and Vice President/Deputy General Counsel. In my varied positions, I have gained experience working on a wide range of projects. I have been involved with equipment acquisition, financing activities, credit operations, real estate and general corporate matters. Immediately before the

Petition Date, I participated in virtually all of the major corporate acquisitions and restructuring activities. My experience also includes participating in the restructuring of TWA during its prior bankruptcies. As President and Chief Executive Officer and now as the Plan Administrator, I have overseen the operation and administration of TWA and the Estate in every major aspect of their liquidation.

2. I submit this affidavit in support of the TWA Inc. Post Confirmation Estate's Memorandum in Support of its Fifth Omnibus Objection to Claims as it Relates to Certain Former Employees of Trans World Airlines, Inc. (the "Memorandum"). All capitalized terms not expressly defined herein shall have the meaning ascribed to such terms in the Plan or the Memorandum. All facts set forth in this Affidavit are based on my personal knowledge, upon my review of relevant documents, upon my opinion based upon my experience and knowledge of TWA's operations and financial condition, or upon information provided to me by others at TWA or the Estate and third party professionals retained by TWA or the Estate. If I were called upon to testify, I could and would testify competently to the facts set forth herein.

3. My duties as the Plan Administrator, among other things, include the responsibility for making and filing objections to administrative, secured, priority, and unsecured claims, and equity interests (collectively, the "Claims") and ultimately making distributions on account of Allowed Claims. In that capacity, I have reviewed the Fifth Omnibus Objection and am, directly or through the Estate's personnel and attorneys, familiar with the information contained therein and in the exhibits annexed thereto.

4. On December 20, 2002, the Estate filed its Fifth Omnibus Objection, wherein the Estate objected to approximately 132 claims, seeking to disallow, reclassify and/or reduce such claims. As part of the Fifth Omnibus Objection, the Estate objected to certain claims (the

“Employee Claims”) filed by former employees of TWA who lived and worked in Italy (the “Employees”), seeking to reclassify such claims as general unsecured claims.

5. Prior to the Petition Date, TWA had business operations in Italy, both in Milan and Rome. In the Fall of 1999, because of the prolonged financial losses suffered in relation to its Italian operations, TWA determined it was necessary to terminate its operations in Rome. Accordingly, on January 10, 2000, TWA terminated its business operations in Rome. Of the total of 67 Employee Claims, 11 of these were filed by former Employees who lived and worked in Rome.

6. In the Fall of 2000, because of continuing serious financial difficulties and in an effort to salvage its overall business operations, TWA concluded it would be necessary to terminate business operations in Milan. On October 26, 2000, TWA gave the relevant labor unions (the “Unions”) notice of its intent to terminate its remaining operations in Italy by initiating a “reduction in personnel” procedure under section 223 of the Italian Civil Code. By virtue of this procedure, TWA gave notice to its Milan employees of the imminent termination of their employment. Notwithstanding TWA’s dire financial condition at the time and the imminent cessation of all business activity in Italy, TWA did attempt to comply with the requirements of Italian law in terminating its remaining employees. During the months of November and December of 2000, TWA participated in settlement discussions with representatives of the Unions in an effort to reach severance agreements. However TWA was unable to reach agreements with its Milan employees prior to the Petition Date.

7. On January 14, 2001, TWA ceased business operations in Milan. On February 5, 2001, following the expiration of the required 90 day notice period, TWA and the Unions attended a hearing before the Italian Ministry of Labor and Social Security regarding the

“reduction in personnel” process initiated by TWA on October 26, 2000. During that hearing, the Ministry of Labor concluded the Section 223 process based upon the inability of TWA and the Unions to reach severance agreements. On or about February 7, 2001, the Debtors sent official termination notices to all of their Milan employees, except those on sick leave and those few employees deemed necessary for the closure, informing them that because of TWA’s cessation of remaining business operations in Italy their employment with TWA was officially terminated as of February 14, 2001.

8. As noted above, the Debtors terminated their remaining business operations in Italy on or about January 14, 2001. As a result, although some of the Employees may not have received formal termination letters until early February of 2001, few of the Employees actually rendered services to the Debtors after January 14, 2001. There were a few employees who provided services to the Debtors after the Petition Date in the capacity of assisting the Debtors in the final winding down of operations and disposal of assets. Upon information and belief, the Debtors paid the salaries of their Italian employees who did actually render services to the Debtors after the Petition Date.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Michael J. Lichty
MICHAEL J. LICHTY
Plan Administrator of the TWA Inc.
Post Confirmation Estate

Subscribed and sworn before me
This 21st day of February, 2003

Jill M. Farmer
Notary Public
My Commission Expires 6-17-2003



JILL M. FARMER
NOTARY PUBLIC
State of Missouri
My Comm. Expires June 17, 2003
St. Louis County