

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF ILLINOIS

_____X	:	
SYNFUEL TECHNOLOGIES, LLC, Individually	:	
and on Behalf of All Others Similarly Situated,	:	
	:	Case No: 02-324-DRH
Plaintiff,	:	
	:	CLASS ACTION
v.	:	
	:	
AIRBORNE EXPRESS, INC.,	:	
	:	
Defendant.	:	
_____X	:	

NOTICE OF PROPOSED CLASS ACTION SETTLEMENT AND RELEASE OF CLAIMS

THIS NOTICE IS BEING PROVIDED BY ORDER OF THE COURT TO INFORM YOU THAT YOU MAY BE ELIGIBLE FOR BENEFITS FROM THE PROPOSED SETTLEMENT OF A LAWSUIT FILED ON YOUR BEHALF. IT DESCRIBES THE PROPOSED SETTLEMENT OF A CLASS ACTION. YOUR RIGHTS MAY BE AFFECTED BY THE LEGAL PROCEEDINGS DESCRIBED BELOW.

IN ORDER TO RECEIVE SETTLEMENT BENEFITS YOU WILL NEED TO COMPLETE A VALID PROOF OF CLAIM. IF YOU DO NOT WANT TO BE PART OF THE SETTLEMENT, YOU MUST TAKE THE STEPS DESCRIBED IN THIS NOTICE BY APRIL 3, 2004. OTHERWISE, YOU MAY BE BOUND BY ALL OF THE TERMS OF THE PROPOSED SETTLEMENT.

IF YOU HAVE QUESTIONS ABOUT ANY PORTION OF THIS NOTICE OR WANT TO OBTAIN A PROOF OF CLAIM FORM, YOU MAY WRITE TO DEFAULT SETTLEMENT, P.O. BOX 9000 #6176, MERRICK, NY 11566-9000 OR VISIT WWW.LEDEFAULTSETTLEMENT.COM, WHERE YOU MAY VIEW THE COURT DOCUMENTS, SETTLEMENT AGREEMENT, AND OTHER PERTINENT MATERIALS.

PLEASE DO NOT CONTACT THE COURT, THE CLERK OF THE COURT, OR AIRBORNE EXPRESS, INC.

This Notice is provided as part of the proposed settlement of a class action lawsuit brought in the federal court for the Southern District of Illinois (the "Court"), against Airborne Express, Inc. (hereafter referred to as "Airborne" or "Defendant").

The lawsuit concerns Plaintiff's claim that Airborne's application of a five pound default weight to Letter Express packages, that do not include a package type or package weight on the airbill, violates the federal common law prohibition against a contractual penalty. Airborne has denied and continues to deny all of the material allegations made in the Litigation.

The Plaintiff and Airborne have concluded that settlement is in the best interests of Airborne's customers, because of the uncertainties, expenses, risks, and delays of litigation. The parties have reached a proposed settlement, which provides both monetary benefits and future relief. Settlement benefits will be available only if the Court approves the settlement. On April 23, 2004, the Court will hold a hearing (the "Fairness Hearing") to decide whether to do so.

The Court has certified a Settlement Class for injunctive, equitable and monetary relief.

The Class is defined as: All customers of Airborne who mailed a Letter Express package and failed to record the package type and package weight on the airbill, but otherwise satisfied the requirements for securing a Letter Express rate, and who as a result were charged and paid a five-pound default weight rate charge on such Letter Express package at any time after April 11, 1992 to November 30, 2003. It also includes such customers' current and former parent corporations, subsidiaries, divisions, affiliated and related entities, and each of their fiduciaries, administrators, executors, directors, officers, members, employees, agents, insurers, representatives, attorneys, trustees, conservators, successors in interest and assigns, including such entities' spouses, representatives, heirs, administrators, executors, beneficiaries, conservators, attorneys and assigns, as applicable and without limitation.

If you are a Class Member, you need to decide whether to decline further participation in the Settlement.

If you do not want to be in the Class, you must send written notice of your intent to opt out of the Settlement to the address set forth below so that it is received by April 3, 2004. If you exclude yourself, you will not receive any benefits available under the proposed settlement, and you will not be bound by any orders or judgments entered in this case. To be excluded, you must send your written notice to the following address:

Default Settlement
P.O. Box 9000 #6176
Merrick, NY 11566-9000

Your written notice to opt out must be filed in an individual capacity, not by any representative. Failure to comply with any of these requirements may result in your written notice being declared invalid.

If you want to remain in the Class, you do not need to respond to this Notice. If you remain in the Class, your interests will be represented without additional cost by class counsel, and you will be bound by all orders and judgments entered by the Court, whether favorable or unfavorable to the Class.

Benefits and Consequences. If the settlement is approved and you do not send a written notice excluding yourself from the Class, you will be entitled to submit a proof of claim in order to obtain a Settlement payment. Benefits dispersed under the Settlement are based on the number of shipments made by a Class Member during the Class period. A full explanation of those benefits can be found at www.ledefaultsettlement.com.

All orders concerning the administration or interpretation of the settlement after final approval are final and non-appealable by the Class Members.

The Court has designated the following counsel to represent the Class for purposes of settlement of this lawsuit:

Steven A. Katz
Douglas R. Sprong
Korein Tillery LLC
10 Executive Woods Court
Belleville, IL 62226

You will not be separately charged for the services of these or any other counsel representing the Class in this lawsuit. You have the right to retain your own attorney in this matter, but if you do, you will be responsible for paying your own attorney's fees and expenses.

Airborne has agreed to pay Plaintiff's attorneys' fees in an amount not to exceed \$4,950,000.00. Plaintiff will apply to the Court for an award of these attorneys' fees and costs (not to exceed \$4,950,000.00) on behalf of counsel who have represented the Class in this action.

The Court will hold the Fairness Hearing on April 23, 2004, to consider, inter alia, whether to approve the proposed settlement and the amount of attorneys' fees and expenses to award to the Plaintiff's counsel, in the courtroom of the Honorable David R. Herndon, Court Room _____, United States District Court for the Southern District of Illinois.

Unless you request exclusion, you may file a written objection by April 3, 2004, to any aspect of the proposed settlement, but you will be bound by the orders and judgments entered in this case, even if the Court does not agree with your objections. In order to be valid, each written objection should include (i) a statement of your objection(s), as well as the specific reasons you have for each objection, including any legal support you wish to bring to the Court's attention and any evidence you wish to introduce in support of your objection(s); (ii) your name, address and telephone number; (iii) information sufficient to identify your claim (including but not limited to: shipment information, any and all airbills or invoices referencing shipments affected by this Litigation).

Objections must be sent to all of the following addresses in order to be valid:

Clerk of the Court
Southern District of Illinois
P.O. Box 249
East St. Louis, IL 62202

Steven A. Katz
Douglas R. Sprong
Korein Tillery LLC
10 Executive Woods Court
Belleville, IL 62226

Jeff Lennard
Sonnenschein Nath &
Rosenthal LLP
8000 Sears Tower
233 South Wacker Drive
Chicago, IL 60606

Your written objection(s) must be received no later than April 3, 2004. If you file and serve a timely written objection, you may appear at the Fairness Hearing, either in person or through an attorney retained and paid by you. If you or your attorney intend to appear at the Fairness Hearing, you or your attorney must file a notice of intention to appear with the Clerk of the Court by April 3, 2004, with copies received by the Plaintiff's counsel and Airborne's counsel, at the addresses provided above, no later than April 3, 2004. Failure to comply with any of these requirements may result in your objection being declared invalid.

To obtain a Proof of Claim Form or to obtain additional information about the Settlement you may visit the website located at www.ledefaultsettlement.com.

THIS NOTICE IS ONLY A SUMMARY. PLEASE VISIT THE WEBSITE TO VIEW THE SETTLEMENT DOCUMENTS AND OBTAIN ADDITIONAL INFORMATION REGARDING THE SETTLEMENT. YOU HAVE THE RIGHT TO INSPECT THE COURT FILE DURING REGULAR BUSINESS HOURS.

PLEASE DO NOT CALL THE COURT, THE CLERK OF THE COURT, OR AIRBORNE.

DATED: October 28, 2003

David R. Herndon
Judge, Southern District of Illinois