

FILED
JUL 22 2008

POWER OF ATTORNEY

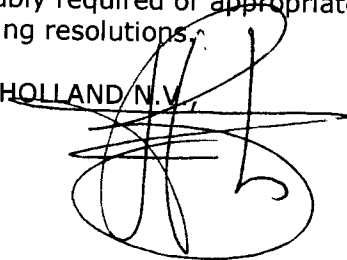
NANCY MAYER WHITTINGTON, CLERK
U.S. DISTRICT COURT

The undersigned, Mr. R.C. de Fluiter Balledux, Chief Financial Officer of Martinair Holland N.V. (the "Company") and Mr. G. van Schaik, Chairman of the Supervisory Board of the Company,

herewith decide,

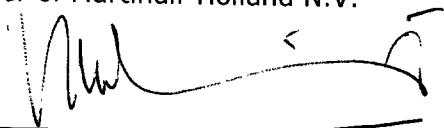
- That Mr. R.C. de Fluiter Balledux, is authorized, empowered and directed to execute and deliver, in the name of and on behalf of the Company, the Plea Agreement between the Company and the United States of America and the Cooperation Agreement in substantially the form of the drafts appended hereto;
- That Mr. R.C. de Fluiter Balledux, Chief Financial Officer of the Company, Mr. Daniel G. Swanson, a partner of the firm of Gibson, Dunn & Crutcher LLP (the "Law Firm"), Mr. Jarrett Arp, also a partner of the Law Firm, Mr. Gary R. Spratling, also a partner of the Law Firm, Mr. Stephen C. McKenna, an associate of the Law Firm, and any other member of the Law Firm may represent the Company at any hearing in order to waive indictment and plead guilty in accordance with the provisions of the above-referenced Plea Agreement; and further
- That Mr. R.C. de Fluiter Balledux, Chief Financial Officer of the Company, Mr. Daniel G. Swanson, a partner of the Law Firm, Mr. Gary R. Spratling, also a partner of the Law Firm, Mr. Stephen C. McKenna, an associate of the Law Firm, and any other member of the Law Firm are hereby authorized and empowered on behalf of the Company to waive the preparation of a presentence report and proceed immediately to sentencing, to provide information to the Court in conjunction with sentencing, and to represent the Company at any sentencing hearing; and further
- That Mr. R.C. de Fluiter Balledux, Chief Financial Officer of the Company, any of the officers of the Company, Mr. Daniel G. Swanson, a partner of the Law Firm, Mr. Gary R. Spratling, also a partner of the Law Firm, Mr. Stephen C. McKenna, an associate of the Law Firm, and any other member of the Law Firm are hereby authorized and empowered to take any and all actions reasonably required or appropriate in order to carry out the intent and purpose of the preceding resolutions.

MARTINAIR HOLLAND N.V.



By:

R.C. de Fluiter Balledux, Chief Financial Officer of Martinair Holland N.V.



By:

G. van Schaik, Chairman of the Supervisory Board of Martinair Holland N.V.