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ATLAS AIR WORLDWIDE HOLDINGS INC  
Form 8-K  
June 28, 2002

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

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FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): JUNE 28, 2002

Atlas Air Worldwide Holdings, Inc.

-----  
(Exact name of registrant as specified in its charter)

Delaware	0-25732	13-4146982
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

2000 Westchester Avenue, Purchase, New York	10577
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (914) 701-8000  
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(Former name or former address, if changed since last report)

Atlas Air, Inc.

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(Exact name of registrant as specified in its charter)

Delaware	0-25732	84-1207329
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

2000 Westchester Avenue, Purchase, New York	10577
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (914) 701-8000  
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(Former name or former address, if changed since last report)

This combined Form 8-K is separately filed by Atlas Air Worldwide Holdings, Inc. and Atlas Air, Inc. Information contained herein relating to any individual registrant is filed by such registrant on its behalf. No registrant makes any representation as to information relating to any other registrant.

ITEM 5. OTHER EVENTS.

See Atlas Air, Inc.'s press release, issued on June 28, 2002, which is attached hereto as Exhibit 99.1 and incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) The following Exhibit is filed as part of this report:

EXHIBIT NO.	DESCRIPTION
99.1	Atlas Air, Inc. press release, issued on June 28, 2002.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, each Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ATLAS AIR WORLDWIDE HOLDINGS, INC.  
(Registrant)

Dated: June 28, 2002

By: /s/ Douglas A. Carty

-----  
Name: Douglas A. Carty  
Title: Senior Vice President and  
Chief Financial Officer

ATLAS AIR, INC.  
(Registrant)

Dated: June 28, 2002

By: /s/ Douglas A. Carty

-----  
Name: Douglas A. Carty  
Title: Senior Vice President and  
Chief Financial Officer

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EXHIBIT INDEX

EXHIBIT NO. -----	DESCRIPTION -----
99.1	Atlas Air, Inc. press release, issued on June 28, 2002.