

ASI Wings LLC
151 Farmington Avenue, RT32
Hartford, CT 06156

July 26, 2011

Freedom Air International, Inc.
103 Foulk Road, Suite 202
Wilmington, Delaware 19803
Attn: Darren K. Indyke

Re: Sikorsky S-76C Helicopter,
Manufacturer's Serial No. 760472,
U.S. Registration No. N162AE
and
Two (2) Turbomeca Arriel 2S1 Engines
Bearing Manufacturer's Serial Nos.
20040 and 20533TEC

Ladies and Gentlemen:

Reference is made to the Aircraft Purchase Agreement dated as of July 18, 2011, between ASI Wings LLC, as Seller and Freedom Air International, Inc. as Purchaser (the "Agreement"). Capitalized terms used herein shall have the meanings assigned to said terms in the Agreement.

The primary purpose of this letter agreement is to modify Section 3(d) of the Agreement, which provides for Seller's obligation to correct the Inspection Discrepancies identified in the Inspection Report on or before the Completion Deadline at Seller's sole cost and expense. Notwithstanding the language of Section 3(d) the Agreement, Purchaser and Seller hereby agree that the sole discrepancies to be corrected are those described in Schedule 1 attached hereto, and that said discrepancies will not be corrected until after the Closing. Schedule 1 attached hereto includes written estimates of the costs to repair certain of the discrepancies noted. Purchaser and Seller further agree that the total costs which Seller shall incur in repairing the discrepancies noted in Schedule 1 shall not exceed the sum of \$20,000.00, and that any repair costs in excess of said limit of \$20,000.00 shall solely be the obligation of Purchaser.

Any signature on this letter agreement may be transmitted via facsimile or email (in pdf format), which signatures shall be deemed originals for all purposes. This letter agreement may be executed in any number of counterparts and by the parties hereto on separate counterparts, each

Freedom Air International, Inc.

July 26, 2011

Page 2

of which counterparts when executed and delivered shall be an original but all of which shall together constitute one and the same instrument.

If you concur with the above and foregoing provisions of this letter agreement, please acknowledge your approval by signing in the spaces below.

ASI WINGS, LLC

By: Aetna Inc., Managing Member

By: Melinda Westbrook
Name: Melinda Westbrook
Title: Assistant Corporate Secretary

The above letter agreement dated July 26, 2011, is hereby approved and agreed to by:

FREEDOM AIR INTERNATIONAL, INC.

By: _____
Name: _____
Title: _____

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