

PAY PROCEEDS LETTER

BANC OF AMERICA LEASING & CAPITAL, LLC
One Financial Plaza
Providence, Rhode Island 02903-2448

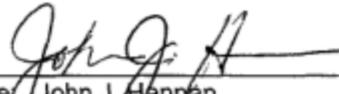
We, the undersigned, hereby authorize Banc of America Leasing & Capital, LLC ("BALC") to pay the following Payee(s) from the proceeds of financial accommodations provided to us by BALC as evidenced by that certain **LOAN AND AIRCRAFT SECURITY AGREEMENT (S/N 681)** dated as of August 31, 2011. Make disbursements directly to said Payee(s) as follows:

PAYEE	Amount of Payment
On the date hereof, remit to:	
Insured Aircraft Title Services	\$26,100,000.00
International Bank of Commerce	
ABA: 114 902 528	
Insured Aircraft Title Service, Inc.	
Acct. No: 0717213717	
Re: s/n 681	
Attn: Brenda Cobb	
TOTAL:	\$26,100,000.00

[SIGNATURE PAGE FOLLOWS]

This Pay Proceeds Letter by the undersigned to BALC is dated as of August 31, 2011.

AVIONETA HOLDINGS LLC, a Customer

By: 
Name: John J. Hannan
Title: President and a Member

RANCE ACQUISITIONS, LLC, as EAT, a Customer and Lessor

By: TVPEAT, Inc.
Its: Managing Member

By: _____
Name: Jeffrey Towers
Title: Vice President

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION, not in its individual capacity,
but solely as Owner Trustee, a Customer and Lessee

By: _____
Name: Scott Rosevear
Title: Vice President

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WELLS FARGO BANK NORTHWEST,
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but solely as Owner/Trustee, a Customer and Lessee

By: _____
Name: Scott Rosevear
Title: Vice President