



E-SYSTEMS INC.

Corporate Offices

P. O. Box 6030 • Dallas, Texas 75222 • Telephone: (214) 742-9471

November 15, 1974

9-18000A/4L-209

Clyde S. Carter, Esq.
Senior Vice President
Air America, Inc.
1725 K Street, N.W.
Washington, D. C. 20006

Re: Agreement for Sale of Shares/Air
Asia Company Limited

Dear Mr. Carter:

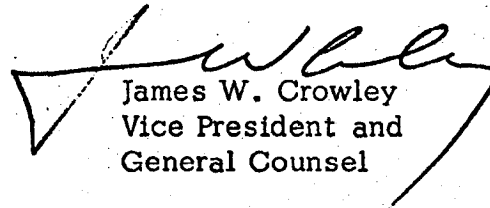
Pursuant to the discussions between Mr. James M. Bolding of my office and yourself, E-Systems has prepared a second amendment to the referenced Agreement and a new Letter Agreement and Escrow Agreement relating to the escrow account. The new Letter Agreement and Escrow Agreement merely revise the expiration of the escrow account from January 18, 1975 to March 14, 1975.

Enclosed please find 7 copies of the second amendment to the Agreement for Sale of Shares. In addition, please find 3 executed copies of the new Letter Agreement along with 5 executed copies of the Escrow Agreement.

Inasmuch as the Letter Agreement and Escrow Agreement constitute part of the consideration for E-Systems entering into the Agreement for Sale of Shares, the effectiveness of the execution by E-Systems, Inc. of the amendment to the referenced Agreement is expressly contingent upon Air America executing the enclosed Letter Agreement and the Escrow Agreement. Should you have any questions, please contact Mr. Bolding or the undersigned.

Very truly yours,

APPROVED FOR
RELEASE DATE:
20-Oct-2009


James W. Crowley
Vice President and
General Counsel

/jg
Enc.

cc: Kenneth M. Smith