

E-SYSTEMS

K. M. Smith
President
Aircraft Systems Group

Group Divisions:
Greenville, Donaldson, Serv-Air, Inc.,
Air Asia Company Limited

21 January 1976

TO : Mr. Clyde S. Carter
Air America, Inc.
1725 K Street, N.W.
Washington, D.C. 20006

REFERENCE : (a) E-Systems' letter of September 29, 1975
from James W. Crowley to Henry P. Bevans

(b) Air America's telecopy message of October 23,
1975 from Clyde S. Carter to James W. Crowley

(c) Discussions between Clyde S. Carter and James
W. Crowley on November 4, 1975

(d) Discussions among M. P. Herman, J. M. Bolding,
Clyde S. Carter, and Lindsey Herd on January 7
and 8, 1976

Dear Clyde:

Pursuant to the reference (c) and (d) discussions, E-Systems Inc. hereby agrees that the computed net amount due to Air America is U.S. \$23,831 rather than the U.S. \$83,305.71 reflected in the reference (b) telecopy. Please confirm at your earliest convenience Air America's agreement to the computed net amount due to Air America as reflected above. Please arrange through M. P. Herman the timing for the procedure and the settlement of the above amount due to Air America.

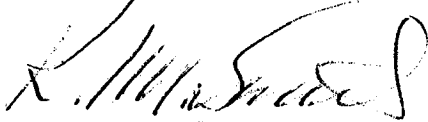
It is understood that settlement of the above amounts due are only to settle those items as reflected on the reference (b) telecopy message and is not in any way intended to relieve either E-Systems Inc., Air America, Inc., or The Pacific Corporation from the continuing obligations as reflected in the Agreement for Sale of Shares dated August 21, 1974, the Maintenance and Support Agreement dated January 31, 1975, as amended, and other agreements entered into between E-Systems and Air America and The Pacific Corporation.

APPROVED FOR RELEASE DATE: 17-Nov-2009

Mr. Clyde S. Carter
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Should you have any questions, please contact M. P. Herman or
J. M. Bolding.

Sincerely,

A handwritten signature in dark ink, appearing to read "K. M. Smith". The signature is written in a cursive style with a large, looping initial "K".

K. M. Smith

KMS:dw

cc: J. M. Bolding
M. P. Herman