Pebruary 27, 1975 Ref.: WB-75-0411

Manufacturers Hanover Trust Company 40 Wall Street New York, New York 10015

ATTN: Mr. Leslie H. Savran

Gentlemen:

In accordance with our telephone conference of today, we enclose three originals of an Escrow Agreement that has been executed on behalf of Air America, Inc. and E-Systems, Inc. Will you kindly execute all three on behalf of Manufacturers and return two of them to me, one for onward transmission to E-Systems.

Upon receipt of said two originals Air America will furnish you with a Chase Manhattan Bank check in the amount of \$900,000.

Yours truly,

AIR AMERICA, INC.

by Henry P. Bevans Vice President - Law

cc: E-Systems, Inc. ATTN: James M. Bolding, Esquire

Enclosure as stated.

AIR AMERICA, INC.

bcc: CEO WAS SVP-OCA WAS VP-T WAS MAAL HKG

APPROVED FOR RELEASE □DATE: 20-Oct-2009