**HSI****Helicopter Support, Inc.**

A Sikorsky Company

124 Quarry Road, P.O. Box 111068, Trumbull, CT 06611-0868 Phone: (203) 416-4000

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November 18, 2008

Mr. Fred Wells  
Alliance Aviation Group  
6145 Crescent Drive  
Delta B.C., Canada V4K 2G1

**Re: S-61 Discount Opportunity**

Dear Fred,

The purpose of this correspondence is to confirm that HSI, working in conjunction with the Alliance Aviation Group, is pleased to offer S-61 operators a valuable opportunity to purchase S-61 parts at a substantial discount. We are delighted to work with Alliance Aviation Group on their exciting new S-61 provisioning program. The program is simple, transparent, and designed to leverage the collective purchasing power of the S-61 operator community.

HSI would like to take this opportunity to confirm the following:

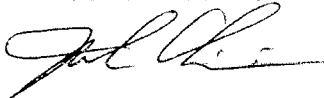
1. HSI will extend a 10% discount on all orders for S-61 parts listed in HSI's current Catalog Price List provided that:
  - a. The aggregate value of each order exceeds USD \$1,000,000, excluding taxes, transportation, etc.; and
  - b. The order makes reference to its participation in Alliance Aviation Group's purchasing program; and
  - c. Delivery for all ordered parts is scheduled within 3 years after the placement of the order.
2. The 10% CPL discount applies to all S-61 parts listed in HSI's current CPL. For clarification purposes, the below listed components are not included in this program, but HSI is willing to consider, on a case-by-case basis, some other form of discount associated with:
  - Main Rotor Blades
  - Tail Rotor Blades
  - Main Gearboxes
  - Intermediate Gearboxes
  - Tail Gearboxes
3. Each operator is entitled to return, in accordance with the terms and conditions listed in HSI's current CPL, up to 3% of the value of S-61 parts ordered under this program.
4. Under this program, HSI will not be providing any fee, compensation, commission, benefit, or other form of consideration to Alliance Aviation Group. The payment of commissions and fees associated with Alliance Aviation Group's efforts under this program are the sole and exclusive province of the operator and Alliance Aviation Group.

5. All orders placed under this program shall be placed by the operator directly with HSI, make reference to the operator's participation in this program, and shall be subject to HSI's Standard Logistics Terms and Conditions of Sale, a copy of which HSI will provide upon request.
6. Operators shall only be eligible for participation in this program if their account is, in HSI's discretion, in good standing at the time that the operator submits their order to HSI. HSI reserves the right to decline an operator an opportunity to participate in the program based upon the operator's account standing.

Should you have any questions or concerns with regard to this program or if operators would like independent confirmation of our cooperation, please feel free to contact myself or Sam Mehta.

Sincerely yours,

**HELICOPTER SUPPORT INC.**



John Chimini  
Executive Vice President

cc: Mr. Samir Mehta  
Vice President, Business Operations  
Helicopter Support, Inc.