13 July 2020

David Rankin, President

Peregrine Avionics, LLC

7385 South Peoria Street, Unit C4
Englewood, CO 80112

David,

AviaGlobal Group is pleased to accept the terms of the July 10, 2020, Peregrine “Marketing Launch Proposal” with the following clarifications:

“Under this agreement, AGG’s role will be to build Peregrine’s brand and bring prospects into its sales funnel. AGG will conduct all marketing planning and execution activities approved by Peregrine necessary to reach its strategic goals to include, but not limited to, the following:

• Website facelift by 8/15

* + AGG will continue work with current peregrine.aero website to ensure continuity and availability of information
		- Update and maintain with current and evolving announcements
		- Post press releases and news information to the website
		- Incorporate Constant Contact “landing pages” to correlate the emailed message
		- Webinar announcements and webinar archive
		- While maintaining and improving the current website, the new website will be active by 10/10/20

• At least monthly email campaigns (Constant Contact & LinkedIn) per agreed schedule .

• Up to ten Press Releases per agreed schedule and as frequently as bi-weekly by 12/31/2020.

* + AGG will draft press release information featuring Peregrine announcements for approval by Peregrine prior to filing.
	+ Peregrine will provide essential press contacts for AGG to include in press release distribution

• As frequently as monthly, AGG proposes three webinars per agreed schedule by 12/31/2020.

* + Possible Topics (compelling webinar titles to be developed):
		- COVID-19 Solutions: ACA STC, presentation and Q&A w/David Rankin and ACA principals
		- Cockpit Retrofits - EMB-120 G700 TXi (begin with video, short pitch, interview with David Rankin)
		- Welcome to our ODA!
		- Or other topics as mutually agreed to

• Transmit to Peregrine all sales inquiries and prospects.

• Where appropriate, arrange Zoom meetings with significant sales prospects.

AGG will conduct weekly 1 hour meetings with the Peregrine executive team to review progress and obtain approval of proposed actions.

In exchange for its services hereunder, AGG will be paid a flat fee of $6,000 per month covering July 1, 2020 through the end of December 31, 2020, to be paid on the first day of the following month. At the end of this year, Peregrine and AGG will discuss the possibility of extending this arrangement into the future. This letter agreement replaces the agreement between the two companies signed February 13, 2020, entitled “Letter Agreement Regarding AviaGlobal Group LLC Sales Support” and that agreement is hereby terminated.”

AGG suggests that a commission program be developed for AGG work that is performed in pursuit of airline, transport aircraft OEM, transport aircraft owner, and transport aircraft MRO retrofit sales of the ACA system as future addendum to this agreement.

Thanks for letting us be a part of Peregrine Avionics, LLC’s business.

Very best regards

/s/

Lee Carlson

*Co-Founder & Managing Partner*

*AviaGlobal Group, LLC*

**2020 Rate Sheet**

**Fees: (based on principle location of services)**

*Rates presented for consulting services are shown for short term (less than one year) duration. AviaGlobal Group will be pleased to provide a custom quotation for long-term customer engagements*

**Consultation Services: (exclusive of expenses) Project-based:**

AviaGlobal Group will provide custom quotations based on a mutually agreed Statement of Work (SOW)

**Consultation Services: (exclusive of expenses) time and material:**

**North America and Europe**

Hourly: $125 / hour / principal

Off-Site Daily: $1,000 / day / principal

Convention Booth: $1,000 / day / principal

Monthly: $20,000 / month / principal

**Retainer: (exclusive of expenses)**

Hourly: $120 / hour / principal (8 hour / month, 3 months minimum)

**ROW:**

Custom quotation in USD

**Expenses:**

**Third-party Services:** Quoted separately and preapproved

**Travel (AviaGlobal Group LLC will arrange and bill or Client pre-pay and arrange):**

*AviaGlobal Group will make Reasonable efforts to secure competitive air fare, lodging, ground transportation and incidentals and will provide estimates for preapproval:*

Domestic air travel: Actuals (“Coach+, Economy Plus, Premium Economy” seating)

International air travel: Actuals (Business class > 8 hrs total flight time)

Rental Car: Actuals, Intermediate

Tolls & Parking: Actuals

Ground transportation: Actuals – Uber, taxi, train, bus, boat, ferry;
Personal vehicle: $.75 / mile

Lodging: Actuals

**Meals, Entertainment and Incidentals:**

Meals & Incidentals: Actuals or as applicable, GSA Rates

Entertainment: Actuals, preapproved by client

**Incidentals:**

Conference & Convention fees: Actuals (or client pre-pay and arrange)

Membership & subscriptions: Actuals (or client pre-pay and arrange)

Unique software: Client to extend license, access or actual costs

Printing: FedEx Office rates

Shipping: Actuals (in and out)

**Travel Only Days:**

Domestic: $500/ day 48 States, $700 day/ Alaska & Hawaii
$500/ day intra-Europe

International: $800/ day international for each cumulative 24 hours between departure site and final arrival site.

**Terms:** Net 15, United States Dollars, wire transfer, ACH or credit card, free of fees or bill-back transaction feesEx Works Supplier Facility AviaGlobal Group LLC, Phoenix, AZ

**Details:**

EIN: 83-3660810

DUNS: 117014653

CAGE:

**Payment:**

Mailing Address: 33210 North 12th Street
Phoenix, AZ USA 85085
623-434-1750

ACH: Preferred and will be provided