

14 July 2020

Reference: Peregrine Marketing Launch Proposal, 10 July 2020

David Rankin, President
Peregrine Avionics, LLC
7385 South Peoria Street, Unit C4
Englewood, CO 80112

David,

Thank you very much for the marketing relaunch proposal of 10 July 2020 regarding AviaGlobal Group marketing support services for Peregrine. We appreciate your confidence in our ability to add value to the Peregrine business.

The referenced original proposal is clear and represents the situation. We have proposed some changes for clarification that we believe keeps the intent and substance of the proposal intact, without impacting the commercial terms. Please see the attached.

The Marketing Relaunch Proposal clearly sets the expectations for our marketing support services. At the same time, the sales commission proposal of 13 February 2020 is replaced by this marketing support services agreement. We agree with you in this approach, given the current overall market situation. The marketing relaunch efforts will position Peregrine and enhance its ability to leverage even more business as the overall market conditions recover.

As such, and so as to immediately focus on executing the marketing support services effort, we propose to revisit and enter into good faith negotiations, at an appropriate time, with Peregrine for engagement of our commission sales services. The timing of discussions and negotiations will necessarily be market dependent.

Specifically, AGG foresees significant sales activity related to the ACA program and ODA service sales. As the pace of these activities increase, AGG can provide subject and market knowledge and the ability to engage in direct sales pursuits that would best be addressed on a separate commission program.

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

Very best regards



Lee Carlson

Co-Founder & Managing Partner
AviaGlobal Group, LLC

14 July 2020
David Rankin

AGG Peregrine Marketing Relaunch Proposal
Peregrine Avionics, LLC

AviaGlobal Group respectfully proposes the following **modifications** to the reference Marketing Relaunch Proposal, date 10 July 2020, from Dave Rankin. We have inserted the entire original referenced proposal from Peregrine, indicating **proposed additions in bold**.

Marketing Relaunch Proposal

This proposal outlines the terms of an agreement for marketing services through the rest of this year. As Peregrine pursues its growth initiatives and responds to changes in market demand and economic conditions, it needs to engage a progressive, current and highly effective marketing campaign. Peregrine believes AviaGlobal Group (“AGG”) is capable of providing such level of service and Peregrine desires to hire AGG to do so for the remainder of 2020.

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**

- 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.

We look forward to a productive and successful relationship with AGG. If this agreement is acceptable, please sign and return a copy of this document.

Best regards,

David Rankin, President, Peregrine Avionics, LLC

Date

Agreed and accepted,

Lee Carlson, a Managing Member, AviaGlobal Group, LLC

Date

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 fees
Ex 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