

CORPORATE RESOLUTION OF FLORIDA WEST INTERNATIONAL AIRWAYS, INC.

At a special meeting held on April 27, 2012, in Washington, D.C., we the undersigned Directors (hereafter "the Board") of Florida West International Airways, Inc. (hereafter "the Company"), made the following corporate resolution:

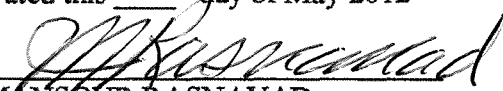
WHEREAS, the Board has considered the advisability of entering a plea of *nolo contendere* in the pending criminal antitrust prosecution by the United States Department of Justice against the Company in the matter styled *United States of America vs. Florida West International Airways, Inc. et al.*, Case No.: 10-cr-20864-Scola/Bandstra (hereafter "criminal antitrust case"); and

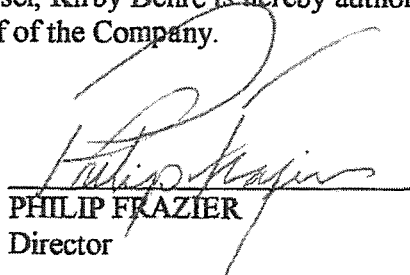
WHEREAS, the Board has decided that for a variety of factors, pleading *nolo contendere* rather than proceeding to trial is in the best interest of the Company, the Board has adopted the following resolutions by a unanimous consent of its undersigned Directors:

RESOLVED, that the Company plead *nolo contendere* in the criminal antitrust case if permitted by the Court; and

FURTHER RESOLVED, that the Company's counsel, Kirby Behre is hereby authorized and appointed to enter the plea of *nolo contendere* on behalf of the Company.

Dated this 29th day of May 2012


MANSOUR RASNAVAD
President, CEO and Director


PHILIP FRAZIER
Director