

[CERTIFIED TRANSLATION]

AGREEMENT ON NOV. 11 CMA

TABLE B.- NOVEMBER ELEVENTH, TWO-THOUSAND ELEVEN,

THE JUDGE IS NOTIFIED OF THE STATUS OF THE PROCEEDINGS. CERTIFIED. MEXICO CITY, FEDERAL DISTRICT, ON NOVEMBER ELEVENTH, TWO-THOUSAND ELEVEN. NOTIFIED WITH THESE PROCEEDINGS OF A THOROUGH REVIEW OF THE FILE IN QUESTION, NOTICE IS GIVEN OF AN INCONSISTENCY BETWEEN THE CERTIFICATION OF THE MINISTRY REGARDING THE NINETY-DAY TERM GRANTED AS AN EXTENSION FOR THE RECONCILIATION PERIOD OF THE BANKRUPTCY PROCEEDINGS AND THE DECISION ISSUED MARCH TWENTY-NINTH, TWO-THOUSAND ELEVEN, WHICH ESTABLISHED THAT THE TERMS IN THE RECONCILIATION STAGE ARE BUSINESS DAYS.

IN EFFECT, IN SAID DECISION, AN EXTENSION TO THE RECONCILIATION STAGE WAS GRANTED FOR NINETY BUSINESS DAYS. SAID EXTENSION WAS CHALLENGED THROUGH AN APPEAL FOR RECONSIDERATION FILED BY THE CREDITOR, BANCO NACIONAL DE COMERCIO EXTERIOR, S.N.C., DEVELOPMENT BANKING INSTITUTE, WHICH WAS RESOLVED IN INTERLOCUTORY PROCEEDINGS ISSUED ON JUNE SECOND OF THIS YEAR, IN WHICH THE UNDERSIGNED ARGUED -- AMONG OTHER ASPECTS -- THAT THE LAW UNDOUBTEDLY GRANTS THE JUDGE DISCRETIONARY AUTHORITIES THROUGH THE RECTORATE OF THE PROCEDURE AND THAT IT WAS A NOTARIZED FACT THAT THE FAILED MERCHANT IS ONE OF THE MOST IMPORTANT AIRLINES IN THE COUNTRY AND THAT A LARGE NUMBER OF WORKERS, CREDITORS AND USERS ARE AFFECTED BY ITS CURRENT CIRCUMSTANCES AND THAT MEXICAN AIRSPACE CONSTITUTES A STRATEGIC AREA FOR THE NATION. IT IS ESSENTIAL TO DETERMINE ALL THE MEASURES THAT GRANT THE POSSIBILITY OF RETURNING ITS ACTIVITIES TO A STABLE ECONOMIC SITUATION AND THAT IS WHY BUSINESS DAYS WERE GRANTED TO BE ABLE TO SUBMIT A BANKRUPTCY AGREEMENT;

THE IMPACT ON THE NATIONAL ECONOMY AND THE SPIRIT OF THE LAW, WHICH IS TO PRESERVE SOURCES OF EMPLOYMENT, AND BEING IN THE FITNESS TO SIGN SAID BANKRUPTCY AGREEMENT AND SPECIFY AN INVESTOR THAT CAPITALIZES THE COMPANY, WERE ALSO CONSIDERED. THIS DETERMINATION WAS NOT CHALLENGED THROUGH EXTRAORDINARY DEFENSE MEASURES, AND THEREFORE IS FIRM AND MANDATORY FOR THE PARTIES. IN CONSISTENCY WITH THE INVOKED RATIONALE IN THIS MATTER, THE DAYS REFERRED TO HEREIN ARE BUSINESS DAYS. THEREFORE, THE ONE-HUNDRED EIGHTY FIVE DAYS OF THE FIRST PERIOD AND THE NINETY FOLLOWING DAYS THAT WERE GRANTED AS AN EXTENSION MUST BE CALCULATED AS BUSINESS DAYS. IN THIS MATTER, THE CALCULATION MADE BY THE MINISTRY IS INVALID AND ANOTHER IS ORDERED TO BE MADE UNDER THE TERMS PROVIDED HEREIN; GIVE NOTICE WITH THE SAME.

TABLE B.- SINGLE. THE INCIDENT OF SEPARATION OF PROPERTY FILED BY IMPECO, CONSTRUCTORA E INMOBILIARIA PERINORTE, INMUEBLES NUEVO LEÓN, INMOBILIARIA ROCHEFERRE, GRUPO CORPORATIVO AMODHER, PROMOTORA RIÓ BAKER E INPRONE, ALL VARIABLE STOCK CORPORATIONS, IN THE FILE REGARDING BANKRUPTCY PROCEEDINGS 432/2010-B, OF MEXICANA DE AVIACIÓN COMPANY, VARIABLE STOCK CORPORATION, IS UNFOUNDED.

I, Miguel Angel Cardenas C., Expert Translator, authorized by the Supreme Court of Justice of Mexico City, by resolution published in the Official Gazette dated February 9, 2010, DO HEREBY CERTIFY that the foregoing translation in 1 page is, to the best of my knowledge, true and correct.

Mexico City, November 28, 2011

