UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

Case No. 14-cv-60363-MIDDLEBROOKS

CARUCEL INVESTMENTS, L.P.,	)
Plaintiff,	)
v.	)
GOGO, INC., *et al.*,	)
Defendants.	)

STIPULATION OF DISMISSAL

Plaintiff Carucel Investments, L.P. ("Carucel") and Defendants Gogo, Inc.; Gogo Intermediate Holdings LLC; Gogo LLC; Gogo Business Aviation LLC, f/k/a Aircell Business Aviation Services LLC; ASG Aerospace, LLC; Banyan Air Services, Inc.; Duncan Aviation, Inc.; American Airlines, Inc.; and Delta Air Lines, Inc. (collectively, "Defendants") by and through their respective counsel, based upon their mutual agreement, consent, and approval, HEREBY STIPULATE as follows:

1. All claims asserted by Carucel against Defendants are hereby dismissed with prejudice pursuant to Rule 41(a)(1)(A)(ii) of the Federal Rules of Civil Procedure.

2. All counterclaims asserted by Gogo, Inc.; Gogo Intermediate Holdings LLC; Gogo LLC; and Gogo Business Aviation LLC, f/k/a Aircell Business Aviation Services LLC against Carucel are hereby dismissed with prejudice pursuant to Rule 41(a)(1)(A)(ii) of the Federal Rules of Civil Procedure.

3. All counterclaims asserted by ASG Aerospace, LLC; Banyan Air Services, Inc.; Duncan Aviation, Inc.; American Airlines, Inc.; and Delta Air Lines, Inc. against Carucel are hereby dismissed without prejudice pursuant to Rule 41(a)(1)(A)(ii).

4. Each party shall bear its own costs and attorneys' fees associated with this Action.

AGREED TO AND ACCEPTED:

Date: Oct 14, 2014

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