

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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:
In re: : Chapter 11
:
AVIANCA HOLDINGS S.A., *et al.*,¹ : Case No. 20-11133 (MG)
:
Debtors. : (Jointly Administered)
:
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**DECLARATION AND DISCLOSURE STATEMENT OF DAVID HEFFERNAN,
ON BEHALF OF COZEN O'CONNOR**

STATE OF NORTH CAROLINA)
)s.s.:
COUNTY OF DARE)

David Heffernan declares, pursuant to 28. U.S.C. § 1746, as follows:

1. I am a shareholder of Cozen O'Connor, located at 1200 19th Street NW, Washington, DC 20036 (the "Firm").
2. Avianca Holdings S.A. and certain of its above-captioned affiliates, as debtors and debtors in possession (collectively, the "Debtors") have requested that the Firm provide U.S.

¹ The Debtors in these Chapter 11 Cases, and each Debtor's federal tax identification number (to the extent applicable), are as follows: Avianca Holdings S.A. (N/A); Aero Transporte de Carga Unión, S.A. de C.V. (N/A); Aeroinversiones de Honduras, S.A. (N/A); Aerovías del Continente Americano S.A. Avianca (N/A); Airlease Holdings One Ltd. (N/A); America Central (Canada) Corp. (00-1071563); America Central Corp. (65-0444665); AV International Holdco S.A. (N/A); AV International Holdings S.A. (N/A); AV International Investments S.A. (N/A); AV International Ventures S.A. (N/A); AV Investments One Colombia S.A.S. (N/A); AV Investments Two Colombia S.A.S. (N/A); AV Taca International Holdco S.A. (N/A); Avianca Costa Rica S.A. (N/A); Avianca Leasing, LLC (47-2628716); Avianca, Inc. (13-1868573); Avianca-Ecuador S.A. (N/A); Aviaservicios, S.A. (N/A); Aviateca, S.A. (N/A); Avifreight Holding Mexico, S.A.P.I. de C.V. (N/A); C.R. Int'l Enterprises, Inc. (592240957); Grupo Taca Holdings Limited (N/A); International Trade Marks Agency Inc. (N/A); Inversiones del Caribe, S.A. (N/A); Isleña de Inversiones, S.A. de C.V. (N/A); Latin Airways Corp. (N/A); Latin Logistics, LLC (41-2187926); Nicaraguense de Aviación, Sociedad Anónima (Nica, S.A.) (N/A); Regional Express Américas S.A.S. (N/A); Ronair N.V. (N/A); Servicio Terrestre, Aereo y Rampa S.A. (N/A); Servicios Aeroportuarios Integrados SAI S.A.S. (92-4006439); Taca de Honduras, S.A. de C.V. (N/A); Taca de México, S.A. (N/A); Taca International Airlines S.A. (N/A); Taca S.A. (N/A); Tampa Cargo S.A.S. (N/A); Technical and Training Services, S.A. de C.V. (N/A). The Debtors' principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.



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aviation regulatory legal services to the Debtors, and the Firm has consented to provide such services (the “Services”).

3. The Services include, but are not limited to, the following: U.S. aviation regulatory issues, including representation involving matters before the U.S. Transportation Security Administration.

4. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these cases, for persons that are parties in interest in the Debtors’ cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these cases. The Firm does not perform services for any such person in connection with these cases, except that the Firm represents a creditor and contract counterparty, ATR Americas Inc., in connection with the Debtors’ chapter 11 cases. In addition, the Firm does not have any relationship with any such person, such person’s attorneys, or such person’s accountants that would be adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

5. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than principals and regular employees of the Firm.

6. Neither I nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest materially adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

7. As of the commencement of these cases, the Debtors owed the Firm USD \$3,126.00 in respect of prepetition services rendered to the Debtors.

8. The Firm is conducting further inquiries regarding its retention by any creditors of

the Debtors, and upon conclusion of this inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this Declaration and Disclosure Statement was executed on June 22, 2020, at Dare Co., North Carolina.

A handwritten signature in dark ink, appearing to read "David Heffernan", with a long horizontal flourish extending to the right.

David Heffernan

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RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED by Avianca Holdings S.A. and certain of its above-captioned affiliates, as debtors and debtors in possession (collectively, the “Debtors”) in these cases.

All questions **must** be answered. Please use “none, not applicable,” or “N/A,” as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and Address of firm:
Cozen O’Connor
1200 19th Street NW
Washington, DC 20036
2. Date of retention: April 25, 2018
3. Type of services to be provided: U.S. aviation regulatory legal representation

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4. Brief description of services to be provided: legal advice and representation regarding U.S. aviation regulatory issues, including representation involving matters before the U.S. Transportation Security Administration.
5. Arrangements for compensation (hourly, contingent, etc.):
Hourly compensation based on the hourly rates in effect at the time services are rendered.
 - (a) Average hourly rate (if applicable): Hourly rates range from \$295 to \$835.
 - (b) Estimated average monthly compensation based on prepetition retention (if company was employed prepetition): 2018:\$12,000 per month; 2019: \$2,500 per month; 2020 (as of May 10, 2020): \$2,000 per month (all averages are approximate).
6. Prepetition claims against the Debtors held by the company:

Amount of claim: USD \$3,126.00

Date claim arose: March 1, 2020-April 30, 2020

Nature of claim: Legal fees
7. Prepetition claims against the Debtors held individually by any member, associate, or professional employee of the company: None
8. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates for the matters on which the company is to be employed: As stated in Exhibit 3, the Firm represents a creditor and contract counterparty, ATR Americas Inc., in connection with the Debtors' chapter 11 cases, but that representation is not related to matters on which Cozen O'Connor is to be employed.
9. Name and title of individual completing this form: David Heffernan, Cozen O'Connor

Dated: June 22, 2020