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*Counsel for Debtors and  
Debtors-In-Possession*

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

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In re: : Chapter 11  
: :  
AVIANCA HOLDINGS S.A., *et al.*,<sup>1</sup> : Case No. 20-11133 (MG)  
: :  
Debtors. : (Jointly Administered)  
: :  
-----X

**SUPPLEMENTAL DECLARATION OF EVAN R. FLECK  
IN SUPPORT OF DEBTOR'S APPLICATION FOR ENTRY OF  
ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF  
MILBANK LLP AS ATTORNEYS FOR DEBTORS AND DEBTORS  
IN POSSESSION *NUNC PRO TUNC* TO PETITION DATE**

<sup>1</sup> The Debtors in these chapter 11 cases (the "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. (59-2240957); 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.



Pursuant to 28 U.S.C. § 1746, I, Evan R. Fleck, declare that the following is true to the best of knowledge, information and belief:

1. I am a partner in the Financial Restructuring Group of the firm Milbank LLP (“Milbank”), counsel to Avianca Holdings S.A. and its affiliated debtors in possession (the “Debtors”) in the above-captioned Chapter 11 Cases. I am admitted in, practicing in, and a member in good standing of, the bar of the State of New York and the bar of the United States District Court for the Southern District of New York. I am duly authorized to make this supplemental declaration (the “Supplemental Declaration”) on behalf of Milbank in connection with the *Debtors’ Application for Entry of Order Authorizing Employment and Retention of Milbank LLP as Counsel to Debtors and Debtors in Possession Nunc Pro Tunc to Petition Date* [Docket No. 173] (the “Application”),<sup>2</sup> filed by the above-captioned debtors and debtors-in-possession (the “Debtors”) on May 28, 2020, the initial declaration in support of the Application (the “Initial Declaration”) filed therewith. On June 9, 2020, the Court entered the *Order Authorizing Employment and Retention of Milbank LLP as Attorneys for Debtors and Debtors in Possession Nunc Pro Tunc to Petition Date* [Docket No. 259].

2. Except as otherwise noted, I have personal knowledge of the facts set forth herein and, if called as a witness, I would testify thereto. As previously noted, Milbank has reviewed and will review its files periodically during the pendency of these Chapter 11 Cases to ensure that no conflicts or other disqualifying circumstances arise. If any new relevant facts or relationships are discovered or arise, Milbank will use reasonable efforts to identify such developments and will promptly file a supplemental declaration, as required by Bankruptcy Rule 2014(a) and Local Bankruptcy Rule 2014-1(a).

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<sup>2</sup> Capitalized terms used but not otherwise defined herein have the respective meanings ascribed to them in the Application.

3. In connection with the Initial Declaration, Milbank obtained from the Debtors and their agents the names of individuals and entities that may be parties in interest in these Chapter 11 Cases, and such parties were listed on **Schedule 1** attached to the Initial Declaration. Since the Petition Date, Milbank received or otherwise identified the names of additional entities that may be parties in interest in these Chapter 11 Cases. A list of the names of these entities is attached hereto as **Schedule 1** (the “Supplemental Potential Parties in Interest List”). Milbank conducted a search on its electronic database for its connections to individuals, entities, or their affiliates listed in **Schedule 1**. Based upon this search, Milbank has identified individuals, entities or their affiliates that Milbank represents, or has represented within the last three (3) years, in matters unrelated to the Debtors, the Chapter 11 Cases, or such entities’ claims against and interests in the Debtors. The list on **Schedule 2** sets forth the entities identified and the status of matters in which Milbank represents them.

4. None of the additional parties found on the Supplemental Potential Parties in Interest List comprised greater than 1% of Milbank’s revenues for the years ending December 31, 2018 or December 31, 2019. Additionally, Milbank does not presently, has not in the past and will not in the future, represent such entities in connection with the Debtors, and Milbank does not have, to my knowledge, any current relationship with any such entity, attorney or accountant which would be adverse to the Debtors or their respective estates.

5. Based upon the internal review, Milbank believes that it is a “disinterested person,” as such term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and, as required by section 327(a) and referenced by section 328(c) of the Bankruptcy Code, neither holds nor represents any interest adverse to the Debtors or their estates, in that Milbank, its partners, counsel and associates:

- (a) are not creditors, equity security holders or insiders of the Debtors;
- (b) are not and were not, within two years before the date of the filing of the Debtors' chapter 11 petitions, a director, officer or employee of the Debtors; and
- (c) do not hold or represent any interest that is materially adverse to the interests of the Debtors' estates, any class of creditors or equity security holders of the Debtors, by reason of Milbank's direct or indirect relationship to, connection with, or interest in, the Debtors or for any other reason, other than as set forth herein.

6. Subject to the foregoing, to the best of my knowledge, neither I, Milbank, nor any partner, counsel, or associate of Milbank has any material connection with the Debtors, their creditors, the United State Trustee or any of its employees, any other party in interest, or their respective attorneys or accountants in these Chapter 11 Cases, except as set forth in this Supplemental Declaration or Initial Declaration.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: New York, New York  
September 2, 2020

Respectfully submitted,

/s/ Evan R. Fleck

Evan R. Fleck  
Partner, Milbank LLP

**Schedule 1**

**Supplemental Potential Parties In Interest**

**Additional Parties**

TATA CONSULTANCY SERVICES LIMITED  
ADVENT INTERNATIONAL COLUMBIA S.A.S.  
AI LOYALTY (CAYMAN) LIMITED  
CITADEL ADVISORS, LLC  
STS AVIATION GROUP, INC.  
APF 1 PROJEKT NR. 11 GMBH  
APF 3 PROJEKT NR. 2 GMBH  
JEFFERSON /HARRIS COUNTY  
ORACLE AMERICA, INC.  
DELAWARE TRUST COMPANY  
LIBERTY SEGUROS SA  
UNITED AIRLINES, INC.  
AMADEUS IT GROUP, S.A.  
UNISYS DE CENTRO AMERICA L.L.C  
KELLY TRACTOR COMPANY  
MENZIES AVIATION (UK) LIMITED  
MUFG BANK LTD.  
DASI LLC  
REPUBLIC OF COLOMBIA  
AIRLINES REPORTING CORPORATION  
SODEXO OPERATIONS, LLC  
SODEXO, INC.  
SECURITAS S.A.C.  
SECURITAS ECUADOR CIA LTDA  
SECURITAS COLOMBIA S.A.  
GLOBAL SECURITY CONSULTING GROUP, INC.  
SECURITAS AIRLINE SERVICES GMBH & CO KG  
SECURITAS S.A.  
KINGSLAND INTERNATIONAL GROUP, S.A.  
UNITED STATES FIRE INSURANCE COMPANY  
MICROSOFT ONLINE, INC.  
MICROSOFT LICENSING, GP  
BAC SALVADOR  
CREDOMATIC OF FLORIDA, INC.  
TAMWEEL AVIATION FUNDING L.P.  
MC ENGINE LEASING LTD  
BANK UNITED N.A.

**Professionals**

ARNOLD & PORTER KAYE SCHOLER LLP  
AUDREY STRAUSS, Acting United States Attorney  
BALLARD SPAHR LLP  
BARNES & THORNBURG LLP

BOND, SCHOENECK & KING, PLLC  
BROWN & CONNERY, LLP  
BRYAN CAVE LEIGHTON PAISNER LLP  
BUCHALTER, A PROFESSIONAL CORPORATION  
CADWALADER, WICKERSHAM & TAFT LLP  
CARLTON FIELDS, P.A.  
CHIESA SHAHINIAN & GIANTOMASI PC  
CLIFFORD CHANCE LLP  
CULLEN AND DYKMAN LLP  
DAVID R. SOFTNESS P.A.  
DAVIS POLK LLP  
DEBEVOISE & PLIMPTON LLP  
DECHERT LLP  
DORSEY & WHITNEY LLP  
EVERCORE INC.  
EVERSHEDS SUTHERLAND (US) LLP  
FOLEY & LARDNER LLP  
FOX ROTHSCHILD LLP  
HAHN & HESSEN LLP  
HINCKLEY, ALLEN & SNYDER LLP  
HOLLAND & KNIGHT LLP  
JEFFERIES GROUP LLC  
KASOWITZ BENSON TORRES LLP  
KELLEY DRYE & WARREN LLP  
LATHAM & WATKINS LLP  
LINEBARGER GOGGAN BLAIR & SAMPSON, LLP  
MARKOWITZ, RINGEL, TRUSTY & HARTOG, P.A.  
MAYER BROWN LLP  
MCELROY, DEUTSCH, MULVANEY & CARPENTER, LLP  
MORRISON & FOERSTER LLP  
NORTON ROSE FULBRIGHT US LLP  
PAUL HASTINGS LLP  
PERELLA WEINBERG PARTNERS L.P.  
PERKINS COIE LLP  
PILLSBURY WINTHROP SHAW PITTMAN LLP  
PORT AUTHORITY LAW DEPARTMENT  
PRYOR CASHMAN LLP  
REED SMITH LLP  
SHAWN M. CHRISTIANSON, ESQ.  
SIDLEY AUSTIN LLP  
SIMPSON THACHER & BARTLETT LLP  
SIRLIN LESSER & BENSON, P.C.  
SQUIRE PATTON BOGGS (US) LLP  
STEVENS & LEE, P.C.  
TRAURIG LAW LLC  
VEDDER PRICE P.C.

WARNER NORCROSS + JUDD LLP  
WEIL, GOTSHAL & MANGES LLP  
WHITE & CASE LLP  
WHITE AND WILLIAMS LLP  
STEPHEN CHA-KIM, Assistant United States Attorney



**Schedule 2**

**Connections to Supplemental Potential Parties in Interest**

<b>Party Name<sup>1</sup></b>	<b>Relationship to Debtors<sup>2</sup></b>	<b>Relationship to Milbank<sup>3</sup></b>
ADVENT INTERNATIONAL COLUMBIA S.A.S.	Affiliate of minority equity owner of non-debtor affiliate of the debtors.	Affiliate of current client on a matter unrelated to the Debtors or these Chapter 11 Cases
CITADEL ADVISORS, LLC	Lender	Current client on a matter unrelated to the Debtors or these Chapter 11 Cases
JEFFERIES GROUP LLC	Bankruptcy Professional	Affiliate of current client on a matter unrelated to the Debtors or these Chapter 11 Cases
MICROSOFT LICENSING, GP	Creditor / Contract counter-party	Affiliate of current client on a matter unrelated to the Debtors or these Chapter 11 Cases
MICROSOFT ONLINE, INC.	Creditor / Contract counter-party	Affiliate of current client on a matter unrelated to the Debtors or these Chapter 11 Cases
MUFG BANK LTD.	Lessor / Contract counter-party	Current client on a matter unrelated to the Debtors or these Chapter 11 Cases

<sup>1</sup> Where a party and the Debtors maintain multiple relationships, the Debtors listed such parties under each applicable category on the Debtors' Supplemental Potential Parties In Interest. Where numerous affiliated entities appeared in the Debtors' Supplemental Potential Parties In Interest, the Debtors performed a conflicts search for all such entities, yet herein list only the most generic and generally applicable name for such affiliated entities.

<sup>2</sup> This column lists the relationship(s) between the party and the Debtors as reported on the Debtors' Supplemental Potential Parties In Interest.

<sup>3</sup> A "current client" is an entity on which Milbank is engaged; a "former client" is an entity for which there were no active matters as of the date hereof, but there may in the future be active matters. Use of the word "potential" before such designations signifies entities for which Milbank was unable to determine whether any similarities of names were a coincidence or whether the party in interest is related to a client in Milbank's databases. Milbank does not represent any "potential" clients in matters related to the Debtors or these Chapter 11 Cases. Please note that the identification of a party in interest herein is not an admission of a conflict, disabling or otherwise.

<b>Party Name<sup>1</sup></b>	<b>Relationship to Debtors<sup>2</sup></b>	<b>Relationship to Milbank<sup>3</sup></b>
PERELLA WEINBERG PARTNERS L.P.	Bankruptcy Professional	Former client on a matter unrelated to the Debtors or these Chapter 11 Cases
TATA CONSULTANCY SERVICES LIMITED	Creditor / Contract counter-party	Current client on a matter unrelated to the Debtors or these Chapter 11 Cases