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*Proposed Special Litigation Counsel to the Debtors and Debtors in Possession*

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

-----X	:	
	:	Chapter 11
In re: AVIANCA HOLDINGS S.A., <u>et al.</u> ,	:	
	:	Case No. 20-11133 (MG)
Debtors. <sup>1</sup>	:	
-----X	:	(Jointly Administered)
	:	
AVIANCA HOLDINGS S.A., AEROVÍAS DEL	:	
CONTINENTE AMERICANO S.A. AVIANCA,	:	Adv. Proc. No. 20-01244 (MG)
TACA, INTERNATIONAL AIRLINES, S.A.,	:	
AVIANCA COSTA RICA S.A., and TRANS	:	<b>PLAINTIFFS' WITNESS</b>
AMERICAN AIRLINES, S.A.,	:	<b><u>AND EXHIBIT LIST</u></b>
	:	
	:	
Plaintiffs,	:	
	:	
v.	:	
	:	
USAVFLOW LIMITED and CITIBANK, N.A.,	:	
	:	
Defendants.	:	
-----X	:	

<sup>1</sup> The Debtors in these cases and their federal tax identification number (if applicable), are: 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.



The Plaintiffs in the above-captioned adversary proceeding identify the following witnesses whom they intend to call at the hearing regarding Plaintiffs' Motion, Pursuant to 11 U.S.C. §§ 105(a), 362(a), and 365(e), and Fed. R. Bankr. P. 7065, for a Temporary Restraining Order and Preliminary Injunction and Hearing [ECF No. 2] (the "**Motion**"), which is scheduled to be heard at the October 20-21, 2020 hearing pursuant to the Court's order [ECF No. 12]:

1. Adrian Neuhauser, Chief Financial Officer of Avianca Holdings S.A.  
(Direct examination via declaration [ECF No. 4])
2. Jaime Alberto Arrubla-Paucar, Founding Partner of Arrubla Devis<sup>2</sup>  
(Direct examination via declaration [ECF No. 5]).

Plaintiffs reserve the right to identify additional witnesses in response to replies or witness lists filed by other parties.

Plaintiffs submit the following exhibits in support of the Motion:

<u>EXHIBIT</u>	<u>DESCRIPTION</u>
1	Declaration of James C. Tecce in Support of Motion, Pursuant to 11 U.S.C. §§ 105(a), 362(a), and 365(e), and Fed. R. Bankr. P. 7065, for a Temporary Restraining Order and Preliminary Injunction and Hearing [ECF No. 6]
1.1	Super-Priority Debtor-in-Possession Term Loan Agreement among Avianca Holdings, S.A. [ECF No. 6, Ex. 1]
1.2	Contract Rights and Receivables Sale, Purchase and Servicing Agreement among Aerovías as Seller, USAV as Purchaser, dated December 12, 2017 [ECF No. 6, Ex. 2]
1.3	USAV Loan Agreement, entered into between certain Lenders, certain Debtors as Guarantors, and Citibank as Administrative Agent and Collateral Agent, dated December 12, 2017 [ECF No. 6, Ex. 3]

<sup>2</sup> Nancy I. Adler will provide Spanish-language interpreter services for Dr. Arrubla.

1.4	Cash Management Agreement among Aerovías as Seller, USAV, as Purchaser, and Citibank as Administrative Agent and Collateral Agent, dated December 12, 2017 [ECF No. 6, Ex. 4]
1.5	Letter from Citibank, N.A. to USAVflow Limited, Aerovías del Continente Americano S.A. Avianca, Avianca Holdings S.A., Taca International Airlines, S.A., Avianca Costa Rica S.A., and Trans American Airlines S.A., dated March 31, 2020 [ECF No. 6, Ex. 5]
1.6	Letter from Citibank, N.A., to USAVflow Limited and Aerovías del Continente Americano S.A. Avianca, dated May 11, 2020 [ECF No. 6, Ex. 6]
1.7	Letter from Aaron L. Renenger, counsel to Avianca Holdings S.A. and its affiliated debtors-in-possession, dated May 15, 2020 [ECF No. 6, Ex. 7]
1.8	Security Trust Deed between Citibank, N.A., London Branch as Collateral Trustee and USAV as Company and others dated December 2017 (Execution Version) [ECF No. 6, Ex. 8]
1.9	E-mail from Miriam Molina of Citibank, N.A. to Guillermo Peña Castro of Avianca, dated June 8, 2020 at 5:05 PM [ECF No. 6, Ex. 9]
2	Declaration of Adrian Neuhauser in Support of Motion, Pursuant to 11 U.S.C. §§ 105(a), 362(a), and 365(e), and Fed. R. Bankr. P. 7065, for a Temporary Restraining Order and Preliminary Injunction and Hearing [ECF No. 4]
3	Declaration of Jaime Alberto Arrubla-Paucar in Support of Motion, Pursuant to 11 U.S.C. §§ 105(a), 362(a), and 365(e), and Fed. R. Bankr. P. 7065, for a Temporary Restraining Order and Preliminary Injunction and Hearing [ECF No. 5]

Plaintiffs reserve the right to identify additional exhibits in response to replies or exhibit lists filed by other parties.

Dated: October 19, 2020  
New York, New York

**QUINN EMANUEL URQUHART  
& SULLIVAN, LLP**

By: /s/ James C. Tecce

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