

Hearing Date & Time: March 17, 2021 at 10:00 a.m. (prevailing Eastern Time)
Objection Deadline: March 10, 2021 at 4:00 p.m. (prevailing Eastern Time)

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*Counsel for Debtors and
Debtors-In-Possession*

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

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

**NOTICE OF HEARING ON DEBTORS' MOTION FOR ENTRY OF ORDER
AUTHORIZING THE FILING OF CERTAIN INFORMATION UNDER SEAL IN
CONNECTION WITH DEBTORS' MOTION FOR AN ORDER, PURSUANT TO
SECTIONS 105(a), 363(b) AND 365(a) OF THE BANKRUPTCY CODE, AUTHORIZING
THEM TO (I) ENTER INTO NEW AIRCRAFT LEASES AND LETTERS OF INTENT
AND (II) ASSUME EXISTING AIRCRAFT LEASES, AS AMENDED**

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. (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); Nicaragüense 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); AV Loyalty Bermuda Ltd. (N/A); Aviacorp Enterprises S.A. (N/A). The Debtors' principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.



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PLEASE TAKE NOTICE that a hearing (the “Hearing”) will be held at **10:00 a.m. (prevailing Eastern Time) on March 17, 2021** before the Honorable Martin Glenn, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004 to consider the *Debtors’ Motion for Entry of Order Authorizing the Filing of Certain Information Under Seal in Connection with Debtors’ Motion for an Order, Pursuant to Sections 105(a), 363(b) and 365(a) of the Bankruptcy Code, Authorizing Them to (I) Enter into New Aircraft Leases and Letters of Intent and (II) Assume Existing Aircraft Leases, as Amended* (the “Motion”).

PLEASE TAKE FURTHER NOTICE that, in accordance with General Order M-543 dated March 20, 2020, the Hearing will be conducted telephonically. Any parties wishing to participate must do so telephonically through CourtSolutions (www.court-solutions.com). Instructions to register for CourtSolutions are attached to General Order M-543.

PLEASE TAKE FURTHER NOTICE that, any objections or responses to the relief requested in the Motion shall: (a) be in writing; (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, all General Orders applicable to chapter 11 cases in the United States Bankruptcy Court for the Southern District of New York, and the Case Management Order; (c) be filed electronically with this Court on the docket of *In re Avianca Holdings S.A.*, Case 20-11133 (MG) by registered users of this Court’s electronic filing system and in accordance with the General Order M-399 (which is available on this Court’s website at <http://www.nysb.uscourts.gov>) by **March 10, 2021 at 4:00 p.m., prevailing Eastern Time**; and (d) be promptly served on the following parties: (i) the Chambers of the Honorable Martin Glenn, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004; (ii) the Debtors, c/o Richard Galindo

(richard.galindo@avianca.com); (iii) Milbank LLP, 55 Hudson Yards, New York, NY 10001 (Attn: Evan R. Fleck, Esq., Gregory A. Bray, Esq., and Benjamin Schak, Esq. (efleck@milbank.com, gbray@milbank.com, and bschak@milbank.com)), counsel for the Debtors; (iv) Morrison & Foerster LLP, 250 West 55th Street, New York, NY 10019 (Attn: Brett H. Miller, Esq. and Todd M. Goren, Esq. (brettmiller@mofo.com and tgoren@mofo.com)), counsel to the Official Committee of Unsecured Creditors (the “Committee”); (v) William K. Harrington, U.S. Department of Justice, Office of the U.S. Trustee, 201 Varick Street, Room 1006, New York, NY 10014 (Attn: Brian Masumoto, Esq. and Greg Zipes, Esq.); (vi) the Securities and Exchange Commission, 100 F Street NE, Washington, DC 20549; and (vii) the Federal Aviation Administration, 800 Independence Ave. SW, Washington, DC 20591 (Attn: Office of the Chief Counsel); and (viii) Latham & Watkins LLP, 885 3rd Ave, New York, NY 10022 (Attn: Adam Goldberg, Esq. (adam.goldberg@lw.com)), counsel to GE Capital Aviation Services Ltd.

PLEASE TAKE FURTHER NOTICE that copies of the Motion and other pleadings for subsequent hearings may be obtained free of charge by visiting the KCC website at <http://www.kccellc.net/avianca>. You may also obtain copies of any pleadings by visiting at <http://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

PLEASE TAKE FURTHER NOTICE that *your rights may be affected*. You should read the Motion carefully and discuss it with your attorney, if you have one. If you do not have an attorney, you may wish to consult with one.

PLEASE TAKE FURTHER NOTICE that the Hearing may be continued or adjourned from time to time without further notice other than an announcement of the adjourned date or dates at the Hearing or at a later hearing.

PLEASE TAKE FURTHER NOTICE that you need not appear at the Hearing if you do not object to the relief requested in the Motion.

PLEASE TAKE FURTHER NOTICE that if you do not want the Court to grant the relief requested in the Motion, or if you want the Court to consider your view on the Motion, then you or your attorney must attend the Hearing. If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the Motion and may enter orders granting the relief requested in the Motion with no further notice or opportunity to be heard.

Dated: February 24, 2021
New York, New York

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

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In re: : Chapter 11
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AVIANCA HOLDINGS S.A., *et al.*,¹ : Case No. 20-11133 (MG)
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Debtors. : (Jointly Administered)
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**DEBTORS' MOTION FOR ENTRY OF ORDER AUTHORIZING THE FILING
OF CERTAIN INFORMATION UNDER SEAL IN CONNECTION WITH DEBTORS'
MOTION FOR AN ORDER, PURSUANT TO SECTIONS 105(a), 363(b) AND 365(a) OF
THE BANKRUPTCY CODE, AUTHORIZING THEM TO (I) ENTER INTO NEW
AIRCRAFT LEASES AND LETTERS OF INTENT AND (II) ASSUME EXISTING
AIRCRAFT LEASES, AS AMENDED**

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. (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); Nicaragüense de Aviación, Sociedad Anónima (Nica, S.A.) (N/A); Regional Express Américas S.A.S. (N/A); Ronair N.V. (N/A); Servicio Terrestre, Aéreo 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); AV Loyalty Bermuda Ltd. (N/A); Aviacorp Enterprises S.A. (N/A). The Debtors' principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.

Avianca Holdings S.A. and its direct and indirect subsidiaries in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), as debtors and debtors in possession (collectively the “Debtors”) respectfully represent as follows in support of this motion (the “Motion”):

RELIEF REQUESTED

1. By this Motion, pursuant to section 107(b) of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (as amended, the “Bankruptcy Code”) and rule 9018 of the Federal Rules of Bankruptcy Procedure (as amended, the “Bankruptcy Rules”) and rules 9013-1(a) and 9018-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (as amended, the “Local Bankruptcy Rules”), the Debtors request authority to file under seal certain information in connection with *Debtors’ Motion for an Order, Pursuant to Sections 105(a), 363(b) and 365(a) of the Bankruptcy Code, Authorizing Them to (I) Enter into New Aircraft Leases and Letters of Intent and (II) Assume Existing Aircraft Leases, as Amended* (the “Initial GECAS Motion”).² The Debtors propose to provide unredacted copies of the GECAS Motion and the LOIs to (A) this Court, (B) the Office of the United States Trustee for the Southern District of New York (the “United States Trustee”) on a strictly confidential basis, and (C) the Committee (as defined below) through its advisors on a strictly confidential basis.

2. A proposed form of order granting the relief requested herein is attached hereto as **Exhibit A** (the “Proposed Order”).

JURISDICTION

3. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

² Capitalized terms not otherwise defined herein shall have the meanings given to them in the Initial GECAS Motion.

4. The bases for the relief requested herein are sections 105(a) and 107(b) of the Bankruptcy Code, Bankruptcy Rule 6004, and Local Bankruptcy Rules 9013-1(a) and 9018-1.

BACKGROUND

5. On May 10, 2020 (the “Initial Petition Date”), certain of the Debtors (the “Initial Debtors”) filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code (the “Initial Chapter 11 Cases”). On September 21, 2020 (together with the Initial Petition Date, as applicable to each Debtor, the “Petition Date”), each of AV Loyalty Bermuda Ltd. and Aviacorp Enterprises S.A. (collectively, the “Subsequent Debtors”) filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code (the “Subsequent Chapter 11 Cases” and together with the Initial Chapter 11 Cases, the “Chapter 11 Cases”).

6. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Chapter 11 Cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and the *Amended Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief* [Docket No. 73] and the *Order Directing Certain Orders in Chapter 11 Cases of Avianca Holdings S.A., et al Be Made Applicable to Subsequent Debtors* [Docket No. 1030].

7. On May 22, 2020, the United States Trustee appointed an official committee of unsecured creditors (the “Committee”). See *Notice of Appointment of Official Committee of Unsecured Creditors* [Docket No. 154]. No trustee or examiner has been appointed in these cases.

8. Additional information regarding the Debtors’ business, capital structure, and the circumstances leading to the filing of these cases is set forth in the *Declaration of Adrian Neuhauser in Support of the Debtors’ Chapter 11 Petitions and First Day Orders* [Docket No. 20].

Summary of Relief Requested

9. As described in more detail in the GECAS Motion, filed contemporaneously herewith, the Debtors seek entry of an order authorizing Aerovías del Continente Americano S.A. Avianca or its designated affiliate (the “Lessee”) and Avianca Holdings S.A. (the “Guarantor”) to (i) enter into new lease agreements with the Lessors with respect to six A320-200neo aircraft (the “New Aircraft Leases”); (ii) amend and assume, as so amended, the unexpired aircraft leases, dated August 4, 2010 and December 30, 2010, with respect to two A320-200 aircraft (as currently in effect, the “Existing Leases”; as amended, the “Amended Leases”; and, together with the New Aircraft Leases, the “Leases”); and (iii) execute letters of intent (the “LOIs”) with respect to the foregoing. Furthermore, the Debtors anticipate filing an amendment to the Initial GECAS Motion in the coming days, seeking approval of one additional LOI and its associated leases with GECAS (the “Amended GECAS Motion” and, together with the Initial GECAS Motion, the “GECAS Motions”).

10. The LOIs, annexed as exhibits to the GECAS Motions, contain sensitive, confidential, commercial information of the Debtors, including information relating to Debtors’ agreements with GECAS over key terms of the Leases, including the length of each Lease and the pricing structures and levels (the “Confidential Information”). The text of the GECAS Motions also discloses certain pieces of Confidential Information.

11. As explained in the Initial GECAS Motion and in the Debtors’ recent status report to the Court, the Debtors are in the midst of negotiations with many potential lease counterparties. If the Leases are disclosed to the public, their terms would effectively become the starting place for future negotiations. Thus, the Debtors would be unlikely to obtain terms that are superior to those it has negotiated with GECAS. Because of this harm to the Debtors—which would be both

probable and severe—the LOIs and the Confidential Information contained therein should not be publicly disclosed.

12. Accordingly, pursuant to section 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018, the Debtors seek entry of the Proposed Order, attached hereto, authorizing them to file under seal the LOIs and the portions of the GECAS Motions that summarize or disclose Confidential Information. The Debtors intend to provide unredacted copies of the GECAS Motions and the LOIs to the Court, the U.S. Trustee and the Committee through its advisors on a strictly confidential basis.

THE REQUESTED RELIEF SHOULD BE GRANTED

13. The Bankruptcy Code provides strong support for sealing the LOIs and the portions of the GECAS Motions. Pursuant to section 107(b)(1) of the Bankruptcy Code, the Court may authorize the Debtors to file the LOIs and the portions of the GECAS Motions under seal by permitting the issuance of an order that protects entities from potential harm that may result from the disclosure of certain confidential information. See 11 U.S.C. § 107(b). Specifically, section 107(b) provides, in relevant part, that:

On request of a party in interest, the bankruptcy court shall, and on the bankruptcy court's own motion, the bankruptcy court may—
(1) protect an entity with respect to a trade secret or confidential research, development, or commercial information

11 U.S.C. § 107(b).

14. Bankruptcy Rule 9018 sets forth the procedures by which a party may obtain a protective order authorizing the filing of a document under seal. Bankruptcy Rule 9018 provides, in relevant part, that “[o]n motion, or on its own initiative, with or without notice, the court may make any order which justice requires (1) to protect the estate or any entity in respect of a trade secret or other confidential research, development, or commercial information.” Fed. R. Bankr.

P. 9018. See also Local Bankruptcy Rule 9037-1 (“[A] motion, reply or other document may initially be filed under seal if the filing party simultaneously files a motion requesting that the document be maintained under seal.”).

15. Unlike its counterpart in Rule 26(c) of the Federal Rules of Civil Procedure, section 107(b) of the Bankruptcy Code does not require an entity seeking such protection to demonstrate “good cause.” See, e.g., Video Software Dealers Ass’n v. Orion Pictures Corp. (In re Orion Pictures Corp.), 21 F.3d 24, 28 (2d Cir. 1994) (holding that a license agreement authorizing a licensee “to reproduce, manufacture, distribute, and sell videocassettes” of three films contained confidential commercial information). Rather, if the material sought to be protected satisfies one of the categories identified in section 107(b), the court is required to protect a requesting party and has no discretion to deny the application. See id. at 27 (holding that once a court determines that a party in interest is seeking protection of information that falls within the ambit of section 107(b) of the Bankruptcy Code, “the court is required to protect a requesting interested party and has no discretion to deny the application.”).

16. The Second Circuit has noted that section 107(b)(1) of the Bankruptcy Code creates an exception to the general rule that court records are open to examination by the public. Id. Thus, under this exception, an interested party has to show only that the information it wishes to seal is “‘confidential’ and ‘commercial’ in nature.” Id. Commercial information, however, need not rise to the level of a trade secret to be protected under section 107(b) of the Bankruptcy Code. Id. at 28.

17. Courts have further held that the resulting sealing order should be broad (i.e., “any order which justice requires”). See, e.g., In re Glob. Crossing, Ltd., 295 B.R. 720, 724 (Bankr. S.D.N.Y. 2003) (citing Fed. R. Bankr. P. 9018). “Courts have supervisory powers over their

records and files and may deny access to those records and files to prevent them from being used for an improper purpose.” In re Kaiser Aluminum Corp., 327 B.R. 554, 560 (D. Del. 2005). Indeed, the “authority goes not just to the protection of confidential documents, but to other confidentiality restrictions that are warranted in the interests of justice.” In re Glob. Crossing, Ltd., 295 B.R. at 724. Moreover, section 105(a) of the Bankruptcy Code codifies the bankruptcy court’s inherent equitable powers and empowers it to “issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title.” 11 U.S.C. § 105(a).

18. The Debtors submit that the Confidential Information falls within the scope of commercial information that may be protected by the Court pursuant to section 107(b)(1) of the Bankruptcy Code and Bankruptcy Rule 9018. In granting motions to seal “commercial information,” courts have defined this term as “information which would result in ‘an unfair advantage to competitors by providing them information as to the commercial operations of the debtor.’” In re Alterra Healthcare Corp., 353 B.R. 66, 75 (Bankr. D. Del. 2006); In re Glob. Crossing, Ltd., 295 B.R. at 725 (finding that the purpose of Bankruptcy Rule 9018 is to “protect business entities from disclosure of information that could reasonably be expected to cause the entity commercial injury”).

19. There is good cause to grant the Motion. The LOIs and the GECAS Motions contain sensitive commercial information that, if publicly disclosed, could jeopardize the Debtors’ goals in these Chapter 11 Cases by encouraging other aircraft parties who are still negotiating with the Debtors to insist on terms at least as favorable as the terms in the filed documents, even if the economics of their own arrangements with the Debtors are not comparable.

20. Accordingly, by this Motion, the Debtors respectfully requests that the Court enter an order authorizing the Debtors to file the LOIs and the portions of the GECAS Motions that

disclose or reference Confidential Information under seal in accordance with Bankruptcy Rule 9018, and directing that such filing remain confidential and under seal, and that no such information shall be made available to anyone, other than as set forth in the order approving this Motion.

WAIVER OF BANKRUPTCY RULE 6004(a) AND 6004(h)

21. To implement the foregoing successfully, the Debtors respectfully request that the Court enter an order providing that the notice of the relief requested herein satisfies Bankruptcy Rule 6004(a) and that the Debtors have established cause to exclude the relief requested herein from the fourteen (14) day stay period provided under Bankruptcy Rule 6004(h), to the extent that it applies.

NOTICE

22. Notice of this Motion has been provided in accordance with the procedures set for in the *Order Implementing Certain Notice and Case Management Procedures* [Docket No. 47]. The Debtors respectfully submit that no further notice is required.

NO PRIOR REQUEST

23. No prior request for the relief sought in this motion has been made to this or any other court.

[Remainder of page intentionally left blank]

WHEREFORE the Debtors respectfully request that the Motion be granted and that they be granted such other and further relief as is just.

Dated: New York, New York
February 24, 2021

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Counsel for Debtors and Debtors-in-Possession

Exhibit A

Proposed Order

**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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**ORDER AUTHORIZING THE FILING OF CERTAIN INFORMATION UNDER SEAL
IN CONNECTION WITH DEBTORS' MOTION FOR AN ORDER, PURSUANT TO
SECTIONS 105(a), 363(b) AND 365(a) OF THE BANKRUPTCY CODE, AUTHORIZING
THEM TO (I) ENTER INTO NEW AIRCRAFT LEASES AND LETTERS OF INTENT
AND (II) ASSUME EXISTING AIRCRAFT LEASES, AS AMENDED**

Upon the Motion (the "Motion")² of Avianca Holdings S.A. and its direct and indirect subsidiaries in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors") for entry of an order (this "Order") pursuant to sections 105(a) and 107(b) of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Bankruptcy Rules 9013-1(a) and 9018-1, to file under seal certain information in connection with the GECAS Motions, all as more fully set forth in the Motion; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing

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² Capitalized terms used herein but not defined shall have the meanings ascribed to them in the Motion.

that venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion; and upon any hearing held on the Motion; and all objections, if any, to the Motion having been withdrawn, resolved, or overruled; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Motion is in the best interests of the Debtors and their respective estates and creditors; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor, IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The Debtors are authorized to file the LOIs and the portions of the GECAS Motions that summarize or disclose Confidential Information (the “Sealed Information”) under seal pursuant to section 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018.
3. The Debtors are authorized to file redacted versions of the GECAS Motions on the docket maintained in these Chapter 11 Cases.
4. The unredacted LOIs and the portions of the GECAS Motions containing Confidential Information are confidential and shall remain under seal, and shall not be made available to anyone other than this Court, the Clerk of the Court, the United States Trustee, and the Committee. The United States Trustee, the Committee and their advisors shall keep the Confidential Information on a strictly confidential basis. Any party who receives the Confidential Information in accordance with this Order shall not disclose or otherwise disseminate such information to any other person or entity without the prior consent of the Debtors.

5. Upon closure of the Chapter 11 Cases, the Clerk's Office is directed to release any hard copies or electronic storage device of the Confidential Information to the Debtors for disposal.

6. Notice of the Motion is adequate under Bankruptcy Rule 6004(a).

7. Notwithstanding the provisions of Bankruptcy Rule 6004(h), this Order shall be immediately effective and enforceable upon its entry.

8. The Debtors are authorized to take all actions necessary or appropriate to carry out the relief granted in this Order.

9. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: _____, 2021
New York, New York

THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE