

Fill in this information to identify the case:

Debtor 1 Heli-one Canada

Debtor 2 _____
(Spouse, if filing)

United States Bankruptcy Court for the: Northern District of Texas

Case number 16-31854

FILED

JUL 20 2016

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CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

JUL 21 2016

Official Form 410

Proof of Claim

KURTZMAN CARSON CONSULTANTS

04/16

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor? AAR Airlift Group
Name of the current creditor (the person or entity to be paid for this claim)

Other names the creditor used with the debtor _____

2. Has this claim been acquired from someone else?
 No
 Yes. From whom? _____

3. Where should notices and payments to the creditor be sent?
Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)

Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)
Name: <u>AAR Corp.</u>	Name: _____
Number Street: <u>1100 N. Wood Dale Rd.</u>	Number Street: _____
City State ZIP Code: <u>Wood Dale IL 60191</u>	City State ZIP Code: _____
Contact phone: <u>630-227-2049</u>	Contact phone: _____
Contact email: <u>don.vilim@aacorp.com</u>	Contact email: _____

Uniform claim identifier for electronic payments in chapter 13 (if you use one):

4. Does this claim amend one already filed?
 No
 Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY

5. Do you know if anyone else has filed a proof of claim for this claim?
 No
 Yes. Who made the earlier filing? _____



Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? No
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: _____

7. How much is the claim? \$ 199,697.98 Does this amount include interest or other charges?
 No
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
 Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
 Limit disclosing information that is entitled to privacy, such as health care information.

Goods Sold

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9. Is all or part of the claim secured? No
 Yes. The claim is secured by a lien on property.

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Nature of property:

- Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
- Motor vehicle
- Other. Describe: _____

Basis for perfection: _____

Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

Value of property: \$ _____

Amount of the claim that is secured: \$ _____

Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)

Amount necessary to cure any default as of the date of the petition: \$ _____

Annual Interest Rate (when case was filed) _____ %

- Fixed
- Variable

10. Is this claim based on a lease? No
 Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? No
 Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

No

Yes. Check one:

Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

Amount entitled to priority

\$ _____

Up to \$2,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

\$ _____

Wages, salaries, or commissions (up to \$12,850*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

\$ _____

Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

\$ _____

Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

\$ _____

Other. Specify subsection of 11 U.S.C. § 507(a)() that applies.

\$ _____

* Amounts are subject to adjustment on 4/01/19 and every 3 years after that for cases begun on or after the date of adjustment.

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

I am the creditor.

I am the creditor's attorney or authorized agent.

I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

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I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date

7/15/2016
MM / DD / YYYY

D. J. Vilim
Signature

Print the name of the person who is completing and signing this claim:

Name Donald J. Vilim
First name Middle name Last name

Title Assistant Secretary

Company AAR Airlift Group


Identify the corporate servicer as the company if the authorized agent is a servicer.

Address c/o AAR CORP
1100 N. Wood Dale
Number Street

Wood Dale ILLINOIS 60191
City State ZIP Code

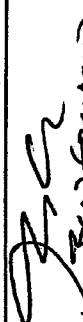
Contact phone 630-227-2449 Email don.vilim@aarcorp.com

COMMERCIAL INVOICE

		INVOICE NO: IM-16-11240		INVOICE DATE: 12-May-2016		CONTRACT NO.:		PORT OF EXPORT:		PORT OF ENTRY:			
		SUPPLIER INVOICE NO.:		INTERNAL REF NO.:		CONTRACT ORDER NO.:		AWB NO.:		BILL OF LADING:			
		CURRENCY: USD		INCOTERMS:		PAYMENT TERMS:		PROGRAM:		RELATED:			
		SHIP FROM/SUPPLIER: TEXEL AIR C/O BICS KANOO CTF-53 US Navy / AMC Air Terminal Aradous Highway Muharrag BAHRAIN Contact Information Name: Phone97332224925 Email: jcrisostomo@heli-one.ca		SHIP TO: Heli-One Canada 4300-80th Street Delta BC CANADA V4K 3N3 Contact Information Name: Jerry Crisostomo Phone:6049528085 Email: jcrisostomo@heli-one.ca		FREIGHT FORWARDER/CARRIER: DHL Express 1200 South Pine Island Rd Suite 600 Plantation, Florida FL UNITED STATES 33324 Mode of Transport: Flight No./Carrier/Vessel:							
INSTRUCTIONS: BILL TO: AAR AIRLIFT 2301 COMMERCE PARK DRIVE PALM BAY FLORIDA 32905													
INV ITEM	PART NO.	SERIAL NO	DESCRIPTION	MANUFACTURER	COO	HTS NO	HTS UOM	QTY/UOM	UNIT PRICE	INVOICE VALUE	ADDITIONS TO VALUE	DEDUCTIONS TO VALUE	LINE ITEM VALUE
FOR RO 103542, 103543, 103544, 103545 FOR REPAIR AND RETURN													
1	LM307SA6	112609	Engine MountC/O-US Civil Aircraft C Export Classification: 9A991.d		US	8302496055	KG	1.00 PCS	12,502.36	12,502.36	0.00	0.00	12,502.36
2	LM307SA7	O A V 1216	OUTBOARD ENGINE MOUNT ASSEMBLY C/O - USCivil Aircraft C Export Classification: 9A991.d		US	8302496055	KG	1.00 PCS	12,346.63	12,346.63	0.00	0.00	12,346.63
3	LM307SA6	V T C 87-121	Engine MountC/O-US Civil Aircraft C Export Classification: 9A991.d		US	8302496055	KG	1.00 PCS	12,502.36	12,502.36	0.00	0.00	12,502.36
4	LM307SA7	426092	OUTBOARD ENGINE MOUNT ASSEMBLY C/O - USCivil Aircraft C Export Classification: 9A991.d		US	8302496055	KG	1.00 PCS	12,346.63	12,346.63	0.00	0.00	12,346.63


COMMERCIAL INVOICE

AAR CORP.		INVOICE NO: IM-16-11240	INVOICE DATE: 12-May-2016	CONTRACT NO.:	PORT OF EXPORT:	PORT OF ENTRY:							
		SUPPLIER INVOICE NO.:	INTERNAL REF NO.:	CONTRACT ORDER NO.:	AWB NO.:	BILL OF LADING:							
		CURRENCY: USD	INCOTERMS:	PAYMENT TERMS:	PROGRAM:	RELATED:							
INV ITEM	PART NO.	SERIAL NO	DESCRIPTION	MANUFACTURER	COO	HTS NO	HTS UOM	QTY/UOM	UNIT PRICE	INVOICE VALUE	ADDITIONS TO VALUE	DEDUCTIONS TO VALUE	LINE ITEM VALUE
Total Entered Value : 49,697.98													


 Ben Lawson
 5/10/16

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COMMERCIAL INVOICE

		INVOICE NO: IM-16-11240	INVOICE DATE: 12-May-2016	CONTRACT NO.:	PORT OF EXPORT:	PORT OF ENTRY:							
		SUPPLIER INVOICE NO.:	INTERNAL REF NO.:	CONTRACT ORDER NO.:	AWB NO.:	BILL OF LADING:							
		CURRENCY: USD	INCOTERMS:	PAYMENT TERMS:	PROGRAM:	RELATED:							
		SHIP FROM/SUPPLIER: TEXEL AIR C/O BIGS KANOO CTF-53 US Navy / AMC Air Terminal Aradous Highway Muharraq BAHRAIN Contact Information Name: Phone97332224925 Email: jcrisostomo@heli-one.ca											
SHIP TO: Heli-One Canada 4300-80th Street Delta BC CANADA V4K 3N3 Contact Information Name: Jerry Crisostomo Phone:6049528085 Email: jcrisostomo@heli-one.ca		FREIGHT FORWARDER/CARRIER: DHL Express 1200 South Pine Island Rd Suite 600 Plantation, Florida FL UNITED STATES 33324 Mode of Transport: Flight No./Carrier/Vessel:											
INSTRUCTIONS: BILL TO: AAR AIRLIFT 2301 COMMERCE PARK DRIVE PALM BAY FLORIDA 32905													
INV ITEM	PART NO.	SERIAL NO	DESCRIPTION	MANUFACTURER	COO	HTS NO	HTS UOM	QTY/UOM	UNIT PRICE	INVOICE VALUE	ADDITIONS TO VALUE	DEDUCTIONS TO VALUE	LINE ITEM VALUE
FOR RO 103542, 103543, 103544, 103545 FOR REPAIR AND RETURN													
1	LM307SA6	112809	Engine MountC/O-US Civil Aircraft C Export Classification: 9A991.d		US	8302496055	KG	1.00 PCS	12,502.36	12,502.36	0.00	0.00	12,502.36
2	LM307SA7	O A V 1216	OUTBOARD ENGINE MOUNT ASSEMBLY C/O - USCivil Aircraft C Export Classification: 9A991.d		US	8302496055	KG	1.00 PCS	12,346.63	12,346.63	0.00	0.00	12,346.63
3	LM307SA6	V T C 87-121	Engine MountC/O-US Civil Aircraft C Export Classification: 9A991.d		US	8302496055	KG	1.00 PCS	12,502.36	12,502.36	0.00	0.00	12,502.36
4	LM307SA7	426092	OUTBOARD ENGINE MOUNT ASSEMBLY C/O - USCivil Aircraft C Export Classification: 9A991.d		US	8302496055	KG	1.00 PCS	12,346.63	12,346.63	0.00	0.00	12,346.63

COMMERCIAL INVOICE



INVOICE NO: IM-16-11240	INVOICE DATE: 12-May-2016	CONTRACT NO.:	PORT OF EXPORT:	PORT OF ENTRY:
	SUPPLIER INVOICE NO.:	INTERNAL REF NO.: IRN10281	CONTRACT ORDER NO.:	BILL OF LADING:
	CURRENCY: USD	INCOTERMS:	PAYMENT TERMS:	PROGRAM:
			RELATED:	

INV ITEM	PART NO.	SERIAL NO	DESCRIPTION	MANUFACTURER	COO	HTS NO	HTS UOM	QTY/UOM	UNIT PRICE	INVOICE VALUE	ADDITIONS TO VALUE	DEDUCTIONS TO VALUE	LINE ITEM VALUE

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Total Entered Value : 49,697.98
 [Signature]
 5/16/16

COMMERCIAL INVOICE

FINAL

AAR CORP.	INVOICE NO: IM-16-11229	INVOICE DATE: 09-May-2016	CONTRACT NO.:	PORT OF EXPORT:	PORT OF ENTRY:
	SUPPLIER INVOICE NO.:	INTERNAL REF NO.:	CONTRACT ORDER NO.:	AWB NO.:	BILL OF LADING:
	CURRENCY: USD	INCOTERMS:	PAYMENT TERMS:	PROGRAM:	RELATED:

SHIP FROM/SUPPLIER:
 ATTACHE DE DEFENSE (DAO)
 Ambassador des Etats Unis (USA)
 NIAMEY
 NIGER

SHIP TO:
 Heli-One Canada
 4300-80th Street
 Delta BC
 CANADA V4K 3N3

SHIP FORWARDER/CARRIER:
 NATIONAL AIR CARGO
 350 Windward Drive
 Orchard Park, New York NY
 UNITED STATES 14127

Contact Information

Name: Phone: Name: Jerry Crisostomo Phone: 6049528085

Email: Email: jcrisostomo@heli-one.ca

Mode of Transport: *HALAROU*

Flight No./Carrier/Vessel: *10/05/16*

INSTRUCTIONS:
 BILL TO: AAR AIRLIFT 2301 COMMERCE PARK DRIVE PALM BAY FLORIDA 32905

INV ITEM	PART NO.	SERIAL NO	DESCRIPTION	MANUFACTURER	COO	HTS NO	HTS UOM	QTY/UOM	UNIT PRICE	INVOICE VALUE	ADDITIONS TO VALUE	DEDUCTIONS TO VALUE	LINE ITEM VALUE
FOR TO 103427													
1	CT-58-140-2	295-197C	ENGINE/C/O - US Export Classification: 9A991		US		NO	1.00 PCS	150,000.00	150,000.00	0.00	0.00	150,000.00
											Total Entered Value : 150,000.00		

These commodities, technology or software items are destined for Canada. Diversion contrary to U.S. law is prohibited.

Deals
 Terry Scollery 5/9/16