

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:

EOS AIRLINES, INC.

Debtor

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: **CHAPTER 11**  
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: **CASE NO. 08-22581 (ASH)**  
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**NOTICE OF (I) CONFIRMATION HEARING AND OBJECTION  
DEADLINE WITH RESPECT TO THE JOINT PLAN, (II) CERTAIN BAR  
DATES UNDER THE PLAN AND (III) SOLICITATION AND VOTING PROCEDURES**

TO ALL CREDITORS, EQUITY INTEREST HOLDERS AND PARTIES IN INTEREST:

**1. Approval of Disclosure Statement and Solicitation Procedures.** On December 18, 2008, the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") entered an order (the "Disclosure Statement Order") approving the Disclosure Statement, dated December 18, 2008 (as amended from time to time and including all exhibits and supplements, the "Disclosure Statement") for the Joint Plan of Liquidation of Eos Airlines, Inc. Under Chapter 11 of the United States Bankruptcy Code (as amended from time to time and including all exhibits and supplements, the "Plan"), as containing adequate information, as required under section 1125(a) of title 11 of the United States Code (the "Bankruptcy Code"), and authorized Eos Airlines, Inc., the debtor and debtor-in-possession (the "Debtor") and the Official Committee of Unsecured Creditors of Eos Airlines, Inc. (the "Committee") to solicit votes with regard to the acceptance or rejection of the Plan.<sup>1</sup>

**2. Confirmation Hearing.** A hearing to confirm the Plan (the "Confirmation Hearing") will commence at 11:00 a.m. prevailing Eastern Time on **January 28, 2009** before the Honorable Adlai S. Hardin, United States Bankruptcy Judge, located at 300 Quarropas Street, White Plains, New York 10601. The Confirmation Hearing may be continued from time to time by announcing such continuance in open court or otherwise, without further notice to parties in interest. The Bankruptcy Court, in its discretion and prior to the Confirmation Hearing, may put in place additional procedures governing the Confirmation Hearing. The Plan may be modified, if necessary, prior to, during, or as a result of the Confirmation Hearing, without further notice to interest parties.

**3. Voting Deadline.** If you hold a Claim against the Debtor as of November 25, 2008, the Voting Record Date, and are entitled to vote to accept or reject the Plan, you have received a Ballot and voting instructions for your Claim(s). For your vote to accept or reject the Plan to be counted, you must complete all required information on the Ballot, execute and return the completed Ballot to the address indicated on the Ballot by 5:00 p.m. Pacific Time on **January 21, 2009** (the "Voting Deadline"). Any failure to follow the voting instructions included with the Ballot may disqualify your Ballot and your vote.

**4. Objection to the Plan.** The Bankruptcy Court has established **January 23, 2009** at 4:00 p.m. prevailing Eastern Time, as the last date and time for filing and serving objections to the confirmation of the Plan (the "Plan Objection Deadline"). Any objections to the Plan must be in writing, and state the name and address of the objecting party and the amount and nature of the Claim or Equity Interest of such party, provide a concise statement of the basis for such objection or proposed modification, conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court and shall be served and filed, together with proof of service, with the Bankruptcy Court so that they are received no later than 4:00 p.m. prevailing Eastern Time, on **January 23, 2009** by (a) the Clerk of the Bankruptcy Court, Judge Adlai S. Hardin's Chambers, Room 530, 300 Quarropas Street, White Plains, New York 10601; (b) Eos Airlines, Inc., P.O. Box 598, Purchase, New York 10577; (c) Squire, Sanders and Dempsey L.L.P., 2000 Huntington Center, 41 South High Street, Columbus, Ohio 43215, Attn: Tim J.

<sup>1</sup> All capitalized terms used, but not defined herein, shall have the meanings ascribed to such terms in the Plan or the Disclosure Statement, as applicable.



Robinson, attorneys for the Debtor; (d) Cohen Tauber Spievack & Wagner P.C., 420 Lexington Avenue, Suite 240, New York, New York 10170, Attn: Joseph M. Vann, attorneys for the Official Committee of Unsecured Creditors; (e) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21<sup>st</sup> Floor, New York, New York 10004, Attn: Brian Masumoto; and (f) Eos Airlines Processing, c/o Kurtzman Carson Consultants LLC, 2335 Alaska Ave., El Segundo, California 90245, the Voting Agent (collectively, the "Notice Parties").

**5. Bar Dates.** The Plan establishes dates by which certain Claims must be filed. Specifically, (i) all Administrative Claims must be filed on or prior to the Effective Date; (ii) all Claims for Professional Fees must be filed and served within thirty (30) business days of the Effective Date; and (iii) Claims arising from the rejection of executory contracts pursuant to the Plan must be filed and served within thirty (30) business days after the Effective Date.

**6. Inquiries.** The Plan, Disclosure Statement, Disclosure Statement Order, and all other materials in the Debtor's Solicitation Package may be obtained from the Voting Agent's website [www.kccllc.net/eosairlines](http://www.kccllc.net/eosairlines) (except the Ballots) or by contacting the Debtor's Voting Agent in writing at Eos Airlines Processing, c/o Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245 or calling 1-866-381-9100. The Debtor will serve copies of the Disclosure Statement Order, the Disclosure Statement, and all exhibits to the Disclosure Statement, including the Plan, on all parties on the 2002 List as of the Voting Record Date and all parties entitled to vote to accept or reject the Plan. Creditors who are entitled to vote to accept or reject the Plan shall receive a Solicitation Package containing copies of this Confirmation Hearing Notice, Ballot(s) and the Solicitation Procedures.

**7. Temporary Allowance of Claims for Voting Purposes.** Holders of Claims and Equity Interests that are subject to a pending objection by the Debtor as of the Voting Record Date cannot vote on the Plan unless one or more of the following has taken place at least five (5) Business Days before the Voting Deadline: (a) an order is entered by the Bankruptcy Court allowing such Disputed Claim or Disputed Equity Interest pursuant to section 502(b) of the Bankruptcy Code, after notice and a hearing; (b) an order is entered by the Bankruptcy Court temporarily allowing such Disputed Claim or Disputed Equity Interest for voting purposes only pursuant to Bankruptcy Rule 3018(a), after notice and a hearing; (c) a stipulation or other agreement is executed between the holder of the Disputed Claim or Disputed Equity Interest and the Debtor resolving the objection and allowing the Disputed Claim or Disputed Equity Interest in an agreed upon amount; (d) a stipulation or other agreement is executed between the holder of the Disputed Claim or Disputed Equity Interest and the Debtor temporarily allowing the holder of the Disputed Claim or Disputed Equity Interest to vote its Claim or Equity Interest in an agreed upon amount; or (e) the pending objection to the Disputed Claim or Disputed Equity Interest is voluntarily withdrawn by the Debtor (each, a "Resolution Event"). If an objection to a Claim or Equity Interest is filed by the Debtor after the Voting Record Date but before 15 days prior to the Confirmation Hearing, any vote by the holder of such Disputed Claim or Disputed Equity Interest will not be counted unless there is a Resolution Event.

**8. Release, Exculpation, and Injunction Language in the Plan.** PLEASE BE ADVISED THAT THE PLAN CONTAINS CERTAIN RELEASE, EXCULPATION AND INJUNCTION PROVISIONS. YOU ARE ADVISED TO CAREFULLY REVIEW AND CONSIDER THE PLAN, INCLUDING THE RELEASE, EXCULPATION AND INJUNCTION PROVISIONS, AS YOUR RIGHTS MIGHT BE AFFECTED.

Dated: December 18, 2008

<p>SQUIRE, SANDERS &amp; DEMPSEY L.L.P.  /s/ Tim J. Robinson  Stephen D. Lerner (SL - 7598)  Tim J. Robinson (OH 0046668)  Nicholas J. Brannick (OH 0079642)  1095 Avenue of the Americas, 31st Floor  New York, New York 10036  Phone: 212.872.9800  Fax: 212.872.9815  <i>Counsel for the Debtor and Debtor-in-Possession</i></p>	<p>COHEN TAUBER SPIEVACK &amp; WAGNER L.L.P.  /s/ Joseph M. Vann  Joseph M. Vann (JV-7601)  Robert A. Boghosian (RB-5822)  Ira R. Abel (IA-1869)  420 Lexington Avenue, 24th Floor  New York, New York 10170  Ph: (212) 586-5800  Fx: (212) 586-5095  <i>Counsel to the Official Committee of Unsecured Creditors of Eos Airlines, Inc.</i></p>
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