

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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In re : Chapter 11
: :
SOUTHERN AIR HOLDINGS, INC., : Case No. 12-12690 (CSS)
: :
Debtor. : :
: :
Tax I.D. No. 26-0816605 : :
-----X

In re : Chapter 11
: :
CARGO 360, INC., : Case No. 12-12691 (CSS)
: :
Debtor. : :
: :
Tax I.D. No. 20-1974233 : :
-----X

In re : Chapter 11
: :
SOUTHERN AIR INC., : Case No. 12-12692 (CSS)
: :
Debtor. : :
: :
Tax I.D. No. 31-1642187 : :
-----X

In re : Chapter 11
: :
AIR MOBILITY INC., : Case No. 12-12693 (CSS)
: :
Debtor. : :
: :
Tax I.D. No. 20-0493824 : :
-----X



-----X
In re :
21110 LLC, :
Debtor. :
Tax I.D. No. 20-2603761 :
-----X

Chapter 11
Case No. 12-12694 (CSS)

In re :
21111 LLC, :
Debtor. :
Tax I.D. No. 04-3738100 :
-----X

Chapter 11
Case No. 12-12695 (CSS)

In re :
21221 LLC, :
Debtor. :
Tax I.D. No. 20-5621567 :
-----X

Chapter 11
Case No. 12-12696 (CSS)

In re :
21550 LLC, :
Debtor. :
Tax I.D. No. 04-3738103 :
-----X

Chapter 11
Case No. 12-12697 (CSS)

In re :
21576 LLC, :
Debtor. :
Tax I.D. No. 20-8396341 :
-----X

Chapter 11
Case No. 12-12698 (CSS)

-----X
In re :
21590 LLC, :
Debtor. :
Tax I.D. No. 04-3738105 :
-----X

Chapter 11
Case No. 12-12699 (CSS)

In re :
21787 LLC, :
Debtor. :
Tax I.D. No. 20-2590617 :
-----X

Chapter 11
Case No. 12-12700 (CSS)

In re :
21832 LLC, :
Debtor. :
Tax I.D. No. 20-5577893 :
-----X

Chapter 11
Case No. 12-12701 (CSS)

In re :
23138 LLC, :
Debtor. :
Tax I.D. No. 06-1777192 :
-----X

Chapter 11
Case No. 12-12702 (CSS)

In re :
24067 LLC, :
Debtor. :
Tax I.D. No. 20-4466360 :
-----X

Chapter 11
Case No. 12-12703 (CSS)

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<i>In re</i>	:	Chapter 11
46914 LLC,	:	Case No. 12-12704 (CSS)
	:	
Debtor.	:	
	:	
Tax I.D. No. 04-3600322	:	
-----X	:	
<i>In re</i>	:	Chapter 11
AIRCRAFT 21255, LLC,	:	Case No. 12-12705 (CSS)
	:	
Debtor.	:	
	:	
Tax I.D. No. 20-1035500	:	
-----X	:	
<i>In re</i>	:	Chapter 11
AIRCRAFT 21380, LLC,	:	Case No. 12-12706 (CSS)
	:	
Debtor.	:	
	:	
Tax I.D. No. 20-1081753	:	
-----X	:	
<i>In re</i>	:	Chapter 11
CF6-50, LLC,	:	Case No. 12-12707 (CSS)
	:	
Debtor.	:	
	:	Re: Docket No. 2
Tax I.D. No. 06-1619733	:	
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**ORDER DIRECTING JOINT ADMINISTRATION
OF CHAPTER 11 CASES PURSUANT TO RULE 1015(b)
OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Upon the motion, dated September 28, 2012 (the “Motion”),¹ of Southern Air Holdings, Inc., Cargo 360, Inc., Southern Air Inc., Air Mobility Inc., 21110 LLC, 21111 LLC, 21221 LLC, 21550 LLC, 21576 LLC, 21590 LLC, 21787 LLC, 21832 LLC, 23138 LLC, 24067 LLC, 46914 LLC, Aircraft 21255, LLC, Aircraft 21380, LLC, and CF6-50, LLC, as debtors and debtors in possession (collectively, the “Debtors”), requesting entry of an order directing joint administration of the Debtors’ chapter 11 cases pursuant to Bankruptcy Rule 1015(b), as more fully set forth in the Motion; and upon consideration of the McHugh Declaration; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated as of February 29, 2012; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the parties listed therein, and it appearing that no other or further notice need be provided; and the Court having reviewed the Motion; and the 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 the Court and after due deliberation and sufficient cause appearing therefor,

¹ All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by the Court under Case No. 12-12690 (CSS).
3. Nothing contained in this Order shall be deemed or construed as directing or otherwise affecting the substantive consolidation of any of the above-captioned cases.
4. The caption of the jointly administered cases should read as follows:

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

-----X	
<i>In re</i>	:
	:
SOUTHERN AIR	:
HOLDINGS, INC., et al.,	:
	:
Debtors.¹	:
	:
-----X	

5. A docket entry shall be made in each of the above-captioned cases substantially as follows:

An order has been entered in this case directing the procedural consolidation and joint administration of the chapter 11 cases of Southern Air Holdings, Inc., Cargo 360, Inc., Southern Air Inc., Air Mobility Inc., 21110 LLC, 21111 LLC, 21221 LLC, 21550 LLC, 21576 LLC, 21590 LLC, 21787 LLC, 21832 LLC, 23138 LLC, 24067 LLC, 46914 LLC, Aircraft 21255, LLC, Aircraft 21380, LLC, and CF6-50, LLC. The docket in Case No. 12-12690 (CSS) should be consulted for all matters

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: (i) Southern Air Holdings, Inc., 6605; (ii) Cargo 360, Inc., 4233; (iii) Southern Air Inc., 2187; (iv) Air Mobility Inc., 3824; (v) 21110 LLC, 3761; (vi) 21111 LLC, 8100; (vii) 21221 LLC, 1567; (viii) 21550 LLC, 8103; (ix) 21576 LLC, 6341; (x) 21590 LLC, 8105; (xi) 21787 LLC, 0617; (xii) 21832 LLC, 7893; (xiii) 23138 LLC, 7192; (xiv) 24067 LLC, 6360; (xv) 46914 LLC, 0322; (xvi) Aircraft 21255, LLC, 5500; (xvii) Aircraft 21380, LLC, 1753; and (xviii) CF6-50, LLC, 9733. The address for all Debtors is 117 Glover Avenue, Norwalk, Connecticut 06850.

affecting this case.

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

Dated: 9/28, 2012
Wilmington, Delaware



CHRISTOPHER S. SONTCHI
UNITED STATES BANKRUPTCY JUDGE