

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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In re : Chapter 11
:
SOUTHERN AIR : Case No. 12-12690 (CSS)
HOLDINGS, INC., et al., :
:
Debtors.1 : Jointly Administered
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: Objection Deadline: October 18, 2012 at 4:00 p.m. (ET)
: Hearing Date: October 25, 2012 at 1:00 p.m. (ET)
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: RE: Docket Nos. 5, 6, 7, 10, 12,
: 46, 47, 48, 71, 72, 75, and 77
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OMNIBUS NOTICE OF ENTRY OF
INTERIM ORDERS AND FINAL HEARING THEREON

PLEASE TAKE NOTICE that on September 28, 2012, Southern Air Holdings, Inc., et al. ("Southern Air"), the above-captioned debtors and debtors in possession (collectively, the "Debtors"), filed, among others, the following pleadings with this Court (collectively, the "First Day Pleadings):

- 1. Motion of Debtors for Entry of Interim and Final Orders Authorizing (I) Fuel Suppliers to Apply Prepetition Prepayments and Credits to Prepetition and Postpetition Obligations Under Fuel Supply Arrangements, (II) Debtors to Pay Prepetition Amounts Owed to Fuel Suppliers, (III) Debtors to Perform and Exercise Their Rights and Obligations Under Fuel Supply Arrangements, and (IV) Financial Institutions to Honor and Process Related Checks and Transfers Pursuant to Sections 105(a), 362, 363, and 553 of the Bankruptcy Code [D.I. 5, 9/28/12]
2. Motion of Debtors for Interim and Final Authority to Pay Prepetition Obligations of Certain (I) Critical Vendors, (II) Foreign Creditors, (III) Possessory Lien Holders, and (IV) Priority Vendors Pursuant to Sections

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 of the Debtors is 117 Glover Avenue, Norwalk, Connecticut 06850.



105(a), 361, 363(b), 503(b)(9), 507(a)(2), and 542 of the Bankruptcy Code [D.I. 6, 9/28/12]

3. Motion of Debtors for Entry of Interim and Final Orders (I) For Authority to Pay (A) Certain Employee Obligations and (B) Prepetition Claims of Independent Contractors and (II) Authorizing and Directing Financial Institutions to Honor and Process Checks and Transfers Related to Such Obligations Pursuant to Sections 105(a), 363(b), and 507(a) of the Bankruptcy Code [D.I. 7, 9/28/12]
4. Motion of Debtors for Entry of Interim and Final Orders (I) Prohibiting Any Utility Company From Altering, Refusing, or Discontinuing Service, (II) Approving the Debtors' Proposed Adequate Assurance, and (III) Establishing Procedures to Determine Additional Adequate Assurance of Payment Pursuant to Sections 105(a) and 366 of the Bankruptcy Code [D.I. 10, 9/28/12]
5. Motion of Debtors for an Order (I) Authorizing Postpetition Financing, (II) Granting Liens and Providing Superpriority Administrative Expense Priority, (III) Authorizing Use of Cash Collateral and Approving Adequate Protection, and (IV) Modifying the Automatic Stay Pursuant to Sections 105, 361, 362, 363, and 364 of the Bankruptcy Code and Bankruptcy Rule 4001 [D.I. 12, 9/28/12]

**PLEASE TAKE FURTHER NOTICE** that hearings on the First Day Pleadings were held on September 28, 2012 and October 1, 2012, at which time the First Day Pleadings were approved on an interim basis [D.I. 46, 47, 48, 71, 72, 75, and 77].

**PLEASE TAKE FURTHER NOTICE** that a hearing to consider final approval of the First Day Pleadings is scheduled for **October 25, 2012 at 1:00 p.m. (ET)** at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 5<sup>th</sup> Floor, Courtroom No. 6, Wilmington, Delaware 19801, before the Honorable Christopher S. Sontchi, United States Bankruptcy Judge for the District of Delaware.

**PLEASE TAKE FURTHER NOTICE** that any objections to the entry of final orders approving the First Day Pleadings must be filed on or before **October 18, 2012 at 4:00 p.m. (ET)** (the "**Objection Deadline**") with the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 Market Street, Wilmington, Delaware 19801. At the same time, you must serve a copy of the response(s) so as to be received on or before the Objection Deadline upon the following parties: (a) counsel to the Debtors: (i) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10156 (Attn: Brian S. Rosen, Esq.) and (ii) Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, Delaware 19801 (Attn: M. Blake Cleary, Esq.); (b) counsel to the DIP Agent: (i) Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005, (Attn: Matthew S. Barr, Esq.) and (ii) Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Mark D. Collins, Esq.); (c) the Office of the United States Trustee, J. Caleb Boggs Federal Bldg., 844 North King Street, Room 2207,

Lockbox 35, Wilmington, Delaware 19801 (Attn: Jane M. Leamy, Esq.); and (d) any counsel to the Creditors' Committee, if one has been appointed.

IF NO OBJECTIONS TO ANY OF THE FIRST DAY PLEADINGS ARE TIMELY FILED, SERVED, AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN CONNECTION WITH SUCH FIRST DAY PLEADINGS WITHOUT FURTHER NOTICE OR HEARING.

Dated: Wilmington, Delaware  
October 1, 2012

/s/ Jaime Luton Chapman  
M. Blake Cleary (No. 3614)  
Maris J. Kandestin (No. 5294)  
Jaime Luton Chapman (No. 4936)  
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*Proposed Attorneys for the  
Debtors and Debtors in Possession*