

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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<i>In re</i>	:	Chapter 11
	:	
TECT AEROSPACE GROUP HOLDINGS,	:	Case No. 21-10670 (KBO)
INC., <i>et al.</i> ,	:	
	:	Jointly Administered
Debtors. ¹	:	
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**NOTICE OF AMENDED² AGENDA OF MATTERS SCHEDULED FOR HEARING
ON JULY 13, 2021 AT 1:00 P.M. (PREVAILING EASTERN TIME)³**

**THIS HEARING WILL BE HELD BY VIDEO VIA ZOOM. BOTH VIDEO AND
AUDIO WILL BE THROUGH ZOOM. COURTCALL WILL NOT BE USED.
ALL PARTIES MUST REGISTER THEIR ZOOM APPEARANCE
NO LATER THAN 11:00 A.M. (ET) ON JULY 13, 2021 USING THE LINK BELOW:**

<https://debuscourts.zoomgov.com/meeting/register/vJIsdOisqDIuHVsv1MxU1mD1PQsJcOfHMI>

YOU MUST USE YOUR FULL NAME WHEN LOGGING INTO ZOOM.

I. CONTINUED MATTER:

1. Debtors’ Motion for Entry of Orders (I) (A) Establishing Bidding Procedures for the Sale of the Debtors’ Everett, WA Assets, (B) Authorizing Entry into the Stalking Horse Agreement and Granting Bid Protections, (C) Scheduling an Auction and Sale Hearing, (D) Approving the Form and Manner of Notice Thereof, (E) Approving Assumption and Assignment Procedures, and (F) Granting Related Relief, and (II) (A) Approving Sale of the Debtors’ Everett, WA Assets Free and Clear of all Liens, Claims, Interests, and Encumbrances, (B) Approving Assumption and Assignment of Executory Contracts and Unexpired Leases and (C) Granting Related Relief (REDACTED) [[D.I. 152](#) – filed May 7, 2021]

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: TECT Aerospace Group Holdings, Inc. (9338); TECT Aerospace Kansas Holdings, LLC (4241); TECT Aerospace Holdings, LLC (9112); TECT Aerospace Wellington Inc. (4768); TECT Aerospace, LLC (8650); TECT Hypervelocity, Inc. (8103); and Sun Country Holdings, LLC (6079). The Debtors’ mailing address is 300 W. Douglas, Suite 100, Wichita, KS 67202.

² Amended agenda items appear in bold.

³ All motions and other pleadings referenced herein are available online at the following address: www.kcellc.net/TECTAerospace.



Cure Objection/Response Deadline: June 10, 2021 at 4:00 p.m. (ET)

Supplemental Cure Objection/Response Deadline: June 21, 2021 at 4:00 p.m. (ET)

Remaining Cure Objections/Responses Received:

- A. Objection of Future Metals, LLC to Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Everett, WA Assets [[D.I. 263](#) – filed June 9, 2021]
 - i. Notice of Withdrawal of Objection of Future Metals, LLC to Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Everett, WA Assets [[D.I. 351](#) – filed July 9, 2021]
- B. Rexnord Industries, LLC's Objection to Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Everett, WA Assets [[D.I. 268](#) – filed June 10, 2021]
- C. Limited Objection of Magparts, Consolidated Foundries, Inc., Onamac Industries, Inc., Cast Parts, Inc., PAC Foundries, Inc. and PAC-Rancho, Inc. to the Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Everett, WA Assets [[D.I. 271](#) – filed June 10, 2021]

Related Documents:

- i. Debtors' Motion for Entry of Orders (I) (A) Establishing Bidding Procedures for the Sale of the Debtors' Everett, WA Assets, (B) Authorizing Entry into the Stalking Horse Agreement and Granting Bid Protections, (C) Scheduling an Auction and Sale Hearing, (D) Approving the Form and Manner of Notice Thereof, (E) Approving Assumption and Assignment Procedures, and (F) Granting Related Relief, and (II) (A) Approving Sale of the Debtors' Everett, WA Assets Free and Clear of all Liens, Claims, Interests, and Encumbrances, (B) Approving Assumption and Assignment of Executory Contracts and Unexpired Leases, and (C) Granting Related Relief (SEALED) [D.I. 151– filed May 7, 2021]
- ii. Order (I) Establishing Bidding Procedures for the Sale of the Debtors' Everett, WA Assets, (II) Authorizing Entry into the Stalking Horse Agreement and Granting Bid Protections, (III) Scheduling an Auction and Sale Hearing, (IV) Approving the Form and Manner of Notice Thereof, (V) Approving Assumption and Assignment Procedures, and (VI) Granting Related Relief [[D.I. 206](#) – entered May 25, 2021]
- iii. Notice of Proposed Sale, Bidding Procedures, Auction and Sale Hearing [[D.I. 214](#) – filed May 27, 2021]

- iv. Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Everett, WA Assets [[D.I. 215](#) – filed May 27, 2021]
- v. Affidavit of Publication of the Notice of Proposed Sale, Bidding Procedures, Auction and Sale Hearing in The Wall Street Journal [[D.I. 222](#) – filed June 1, 2021]
- vi. Affidavit of Publication of the Notice of Proposed Sale, Bidding Procedures, Auction and Sale Hearing in The Seattle Times [[D.I. 223](#) – filed June 1, 2021]
- vii. Notice of (I) Cancellation of Auction and (II) Designation of the Stalking Horse Bidder as the Successful Bidder [[D.I. 275](#) – filed June 11, 2021]
- viii. Supplemental Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Everett, WA Assets [[D.I. 276](#) – filed June 11, 2021]
- ix. Order (I) Approving the Sale of the Debtors' Everett, WA Assets Free and Clear of Liens, Claims, Interests, and Encumbrances, (II) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (III) Granting Related Relief [[D.I. 313](#) – entered June 24, 2021]

Status: The Debtors are working to resolve the remaining cure objections. All remaining unresolved cure objections will be continued by agreement to the next omnibus hearing.

II. MATTER GOING FORWARD:

2. Debtors' Motion for Entry of Orders (I) (A) Establishing Bidding Procedures for the Sale of the Debtors' Kansas Assets, (B) Scheduling an Auction and Sale Hearing, (C) Approving the Form and Manner of Notice Thereof, (D) Approving Assumption and Assignment Procedures, and (E) Granting Related Relief, and (II) (A) Approving Sale of the Debtors' Kansas Assets Free and Clear of all Liens, Claims, Interests, and Encumbrances, (B) Approving Assumption and Assignment of Executory Contracts and Unexpired Leases and (C) Granting Related Relief [[D.I. 192](#) – filed May 27, 2021]

Sale Objection/Response Deadline: July 6, 2021 at 4:00 pm. (ET); extended to July 8, 2021 at 12:00 p.m. (ET) for the Official Committee of Unsecured Creditors (the "Committee") and the United States of America.

Sale Objections/Responses Received:

- A. Objection of NWI Wellington, LLC, NWI Park City, LLC, NWI Admin, LLC, SPEF Carriage Assembly, LLC, SPEF Monolithic, LLC, Utica Realty Park City, LLC and Utica Realty Wellington, LLC to Motion for Entry of Orders (I) (A) Establishing Bidding Procedures for the Sale of the Debtors' Kansas Assets, (B) Scheduling an Auction and Sale Hearing, (C) Approving the Form and Manner of

Notice Thereof, (D) Approving Assumption and Assignment Procedures, and (E) Granting Related Relief, and (II) (A) Approving Sale of the Debtors' Kansas Assets Free and Clear of all Liens, Claims, Interests, and Encumbrances, (B) Approving Assumption and Assignment of Executory Contracts and Unexpired Leases, and (C) Granting Related Relief [[D.I. 343](#) – filed July 6, 2021]

B. Objection of the Official Committee of Unsecured Creditors to Proposed Sale of the Debtors' Kansas Assets [[D.I. 348](#) – filed July 7, 2021]

i. **Notice of Withdrawal of Objection of the Official Committee of Unsecured Creditors to Proposed Sale of the Debtors' Kansas Assets** [[D.I. 360](#) – filed July 12, 2021]

C. Informal comments received from the United States of America

D. Informal comments received from the United States Environmental Protection Agency

Cure Objection/Response Deadline: June 24, 2021 at 4:00 p.m. (ET); extended to July 1, 2021 at 4:00 p.m. (ET) for Textron Aviation Inc.; extended to July 2, 2021 at 4:00 p.m. (ET) for Lift Parts Service, LLC; extended to July 8, 2021 at 12:00 p.m. (ET) for Nance Manufacturing, Inc.

Supplemental Cure Objection/Response Deadline: July 6, 2021 at 4:00 p.m. (ET)

Cure Objections/Responses Received:

A. Objection and Reservation of Rights of Apex Engineering International, LLC, to Debtors' Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Kansas Assets [[D.I. 314](#) – filed June 24, 2021]

B. Limited Objection of Stony Point Group, Inc. to Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Kansas Assets [[D.I. 316](#) – filed June 24, 2021]

C. Limited Objection of Office Support Services, Inc. to Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Kansas Assets [[D.I. 317](#) – filed June 24, 2021]

D. Limited Objection of Textron Aviation Inc. to Notice and Supplemental Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Kansas Assets [[D.I. 330](#) – filed July 1, 2021]

- E. Limited Objection and Reservation of Rights of WM. F. Hurst Co., LLC to Supplemental Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Kansas Assets [[D.I. 339](#) – filed July 6, 2021]
- F. Informal response received from Lift Parts Service, LLC
- G. Informal response received from Mechatronics, Inc. (d/b/a National Precision Bearing)
- H. Informal response received from Nance Manufacturing, Inc.
- I. Informal response received from Spirit AeroSystems, Inc.

Related Documents:

- i. Order (I) Establishing Bidding Procedures for the Sale of the Debtors' Kansas Assets, (II) Scheduling an Auction and Sale Hearing, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving Assumption and Assignment Procedures, and (V) Granting Related Relief [[D.I. 256](#) – entered June 7, 2021]
- ii. Notice of Proposed Sale, Bidding Procedures, Auction and Sale Hearing [[D.I. 261](#) – filed June 9, 2021]
- iii. Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Kansas Assets [[D.I. 262](#) – filed June 9, 2021]
- iv. Affidavit of Publication of the Notice of Proposed Sale, Bidding Procedures, Auction and Sale Hearing in The Wall Street Journal [[D.I. 284](#) – filed June 14, 2021]
- v. Affidavit of Publication of the Notice of Proposed Sale, Bidding Procedures, Auction and Sale Hearing in The Wichita Eagle [[D.I. 285](#) – filed June 14, 2021]
- vi. Supplemental Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Kansas Assets [[D.I. 320](#) – filed June 25, 2021]
- vii. Notice of Adjournment of Auction [[D.I. 322](#) – filed June 26, 2021]
- viii. Notice of Selection of Successful Bidder and Back-up Bidder [[D.I. 329](#) – filed June 30, 2021]
- ix. Notice of Filing of Asset Purchase Agreement with Successful Bidder for Kansas Assets [[D.I. 336](#) – filed July 2, 2021]

- x. Notice of Filing of Transcript of Auction Held on June 30, 2021 at 10:00 a.m. (EDT) [[D.I. 352](#) – filed July 9, 2021]
- xi. Notice of Filing of Revised Order (I) Approving Sale of Debtors’ Kansas Assets Free and Clear of all Liens, Claims, Interests and Encumbrances, (II) Approving Assumption and Assignment of Executory Contracts and Unexpired Leases, and (III) Granting Related Relief [[D.I. 353](#) – filed July 9, 2021]
- xii. **Declaration of Buyer Representative Edward J. Neveril in Support of Good Faith Findings Under Section 363(m)** [[D.I. 357](#) – filed July 9, 2021]
- xiii. **The Boeing Company’s Reply Brief in Support of the Motion of Debtors for Orders Approving Sale of the Debtors’ Kansas Assets** [[D.I. 358](#) – filed July 12, 2021]
- xiv. **Motion for Entry of an Order Granting the Boeing Company Leave and Permission to File the Boeing Company’s Reply Brief in Support of the Motion of Debtors for Orders Approving Sale of the Debtors’ Kansas Assets** [[D.I. 359](#) – filed July 12, 2021]
- xv. **Order Granting the Boeing Company Leave and Permission to File the Boeing Company’s Reply Brief in Support of the Motion of Debtors for Orders Approving Sale of the Debtors’ Kansas Assets** [[D.I. 361](#) – filed July 12, 2021]
- xvi. **Declaration of David E. Burns in Support of Debtors’ Kansas Sale Motion and Entry of Order (I) Approving the Sale of the Debtors’ Kansas Assets Free and Clear of all Liens, Claims, Interests, and Encumbrances, (II) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (III) Granting Related Relief** [[D.I. 362](#) – filed July 12, 2021]
- xvii. **Declaration of Jean King in Support of Debtors’ Kansas Sale Motion and Entry of Order (I) Approving the Sale of the Debtors’ Kansas Assets Free and Clear of all Liens, Claims, Interests, and Encumbrances, (II) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (III) Granting Related Relief** [[D.I. 363](#) – filed July 12, 2021]
- xviii. **Debtors’ Reply in Support of the Sale of the Debtors’ Kansas Assets to the Successful Bidder** [[D.I. 364](#) – filed July 12, 2021]
- xix. **Motion of Debtors for Leave to File Debtors’ Reply in Support of the Sale of the Debtors’ Kansas Assets** [[D.I. 365](#) – filed July 12, 2021]

Witness Information:

- a. The Debtors intend to offer testimony by declaration of David Burns of Imperial Capital, LLC, the Debtors’ investment banker. If necessary, Mr. Burns will testify by video from Oyster Bay, New York.

- b. The Debtors intend to offer testimony by declaration of Jean King, the Debtors' independent director. If necessary, Ms. King will testify by video from Southampton, New York.
- c. The Boeing Company and Central Kansas Aerospace Manufacturing, LLC intend to offer testimony by declaration of Edward J. Neveril of The Boeing Company. If necessary, Mr. Neveril will testify by video.

Status: The Debtors have resolved all informal responses **and the Committee's sale objection. The hearing with respect to the cure objections of Apex Engineering International, LLC, Office Support Services, Inc., Stony Point Group, Inc., and Textron Aviation Inc. is continued to a date to be determined.** The hearing on this matter with respect to the approval of the sale will go forward.

Dated: July 12, 2021
Wilmington, Delaware

/s/ Christopher M. De Lillo
RICHARDS, LAYTON & FINGER, P.A.
Daniel J. DeFranceschi (No. 2732)
Paul N. Heath (No. 3704)
Amanda R. Steele (No. 5530)
Zachary I. Shapiro (No. 5103)
Christopher M. De Lillo (No. 6355)
One Rodney Square
920 N. King Street
Wilmington, DE 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701
E-mail: defranceschi@rlf.com
heath@rlf.com
steele@rlf.com
shapiro@rlf.com
delillo@rlf.com

Attorneys for the Debtors and Debtors in Possession