

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 | : | |
| ----- | X | Re: D.I. 12, 174, 372 |

**CERTIFICATE OF COUNSEL REGARDING ORDER AMENDING
(I) FINAL DEBTOR-IN-POSSESSION FINANCING ORDER AND
(II) DEBTOR-IN-POSSESSION CREDIT AGREEMENT**

The undersigned hereby certifies as follows:

1. On April 5, 2021, TECT Aerospace Group Holdings, Inc. and its debtor affiliates in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the “**Debtors**”), filed the *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Post-Petition Financing, and (B) Use Cash Collateral; (II) Granting Adequate Protection to Prepetition Secured Parties; and (III) Granting Related Relief* [D.I. 12] (the “**Motion**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

2. On May 13, 2021, the Court entered the *Final Order Pursuant to Sections 105, 361, 362, 363, 364 and 507 of the Bankruptcy Code, Bankruptcy Rule 4001 and Local Rule 4001-2, (I) Authorizing Debtors to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II)*

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.



Granting Adequate Protection to Prepetition Secured Parties, and (III) Granting Related Relief [D.I. 174] (the “**Final DIP Order**”).²

3. On July 13, 2021, the Court entered the *Order (I) Approving the Sale of the Debtors’ Kansas 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. 372], pursuant to which the Court, among other things, amended the Final DIP Order and modified the Maturity Date.

4. The Debtors and the DIP Lenders have agreed to extend the Maturity Date of the DIP Facility from August 6, 2021 through August 27, 2021. Accordingly, the Debtors have prepared an order amending the Final DIP Order and the DIP Agreement (the “**Amended Final DIP Order**”) to extend the Maturity Date. A copy of the Amended Final DIP Order is attached hereto as **Exhibit A**.

5. The Amended Final DIP Order has been circulated to counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) and the Office of the United States Trustee for the District of Delaware (the “**U.S. Trustee**”). The Committee has no objection to the entry of the Amended Final DIP Order. The U.S. Trustee takes no position with respect to entry of the Amended Final DIP Order.

² Capitalized terms used but not otherwise defined herein have the meanings given to them in the Final DIP Order.

WHEREFORE, the Debtors respectfully request that the Amended Final DIP Order be entered at the earliest convenience of the Court.

Dated: August 6, 2021
Wilmington, Delaware

/s/ Christopher M. De Lillo
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Attorneys for the Debtors and Debtors in Possession

Exhibit A

Amended Final DIP Order

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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|--|---|--|
| <i>In re</i> TECT AEROSPACE GROUP HOLDINGS, INC., <i>et al.</i>, <p style="text-align: center;">Debtors.¹ </p> | X : : : : : : : X | Chapter 11 Case No. 21–10670 (KBO) Jointly Administered Re: D.I. 12, 174, 372 |
|--|---|--|

**ORDER AMENDING (I) FINAL DEBTOR-IN-POSSESSION FINANCING ORDER AND
(II) DEBTOR-IN-POSSESSION CREDIT AGREEMENT**

Upon consideration of the motion [D.I. 12], the final debtor-in-possession financing order [D.I. 174] (as amended by D.I. 372 ¶ 40) (the “**Final DIP Order**”),² and the certification of counsel regarding an amendment to the Final DIP Order and the DIP Agreement; and this Court having previously entered the Final DIP Order; and the Court having jurisdiction to consider the relief granted herein in accordance with 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 the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and upon the record of all proceedings before the Court; and after due deliberation thereon; and the Court having determined that there is good and sufficient cause for the relief granted in this order,

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 Capitalized terms used but not otherwise defined herein have the meanings given to them in the Final DIP Order.

IT IS HEREBY ORDERED THAT:

1. The terms of the Final DIP Order are incorporated herein and made part of this Order.
2. The Final DIP Order is hereby amended so that sub-paragraph 9(i) of the Final DIP Order is stricken and replaced with “August 27, 2021”.
3. The DIP Agreement is hereby amended so that part (a) of the definition of “Maturity Date” in Article I of the DIP Agreement is stricken and replaced with “August 27, 2021”.
4. Other than as set forth above, and as may have been amended previously, the terms of the Final DIP Order and DIP Agreement are not altered and shall remain in full force and effect.
5. The Debtors are authorized to take any actions necessary to implement the terms of this Order.
6. The provisions of this Order shall be effectively immediately upon the entry hereof.
7. This Court retains jurisdiction to interpret and enforce the terms of this Order and the Final DIP Order.