Docket #0975 Date Filed: 9/7/2022

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re	:	**Chapter 11**
TECT AEROSPACE GROUP HOLDINGS, INC., *et al.*,	:	**Case No. 21–10670 (KBO)**
	:	**Jointly Administered**
Debtors.[1]	:	**Obj. Deadline: September 21, 2022 at 4:00 p.m. (ET)**
	:	**Hearing Date: October 12, 2022 at 3:00 p.m. (ET)**

MOTION OF LIQUIDATION TRUST FOR ENTRY OF AN ORDER EXTENDING THE DEADLINE TO OBJECT TO CLAIMS UNDER THE PLAN

The Liquidation Trust,[2] as the representative of the Debtors' estates pursuant to the Plan, respectfully represents as follows in support of this motion (the "**Motion**"):

RELIEF REQUESTED

1. By this Motion, the Liquidation Trust requests the entry of an order, substantially in the form attached hereto as **Exhibit A** (the "**Proposed Order**"), (i) extending the deadline to object to claims (the "**Claims Objection Bar Date**") by 180 days, through and including March 6, 2023,[3] without prejudice to the right of the Trusts to request additional extensions, and (ii) granting certain related relief, as described more fully herein.

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[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 TECT Aerospace Group Holdings, Inc., c/o Riveron RTS, LLC, Attn: Shaun Martin, 265 Franklin Street, Suite 1004, Boston, MA 02110.

[2] Capitalized terms used but not otherwise defined herein have the meanings given to them in the Plan (as defined below).

[3] Pursuant to Rule 9006-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "**Local Rules**"), the filing of this Motion prior to the expiration of the current Claims Objection Bar Date (*i.e.*, September 7, 2022) automatically extends the deadline until such time as the Court rules on this Motion. *See* Del. Bankr. L.R. 9006-2.

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BACKGROUND

A. General Background

2. On April 5, 2021, the Debtors commenced with this Court voluntary cases under chapter 11 of title 11 of the United States Code (the "**Bankruptcy Code**"). The Debtors were authorized to continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner was appointed in these chapter 11 cases. On April 20, 2021, the Office of the United States Trustee for the District of Delaware (the "**U.S. Trustee**") appointed an official committee of unsecured creditors (the "**Committee**"). *See* D.I. 76.[4]

3. The Debtors' chapter 11 cases are being jointly administered for procedural purposes pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**") and Local Rule 1015-1.

4. Additional information regarding the Debtors' businesses, capital structures, the circumstances leading to the commencement of these chapter 11 cases and the chapter 11 cases are set forth in the *Declaration of Shaun Martin in Support of Chapter 11 Petitions and First Day Pleadings* [D.I. 13] and the Disclosure Statement, which are incorporated herein by reference.

5. On March 8, 2022, the Court entered the *Findings of Fact, Conclusions of Law and Order Confirming Chapter 11 Plan of Liquidation* [D.I. 812], confirming the *Joint Chapter 11 Plan of Liquidation for TECT Aerospace Group Holdings, Inc. and Its Affiliated Debtors* [D.I. 790] (the "**Plan**"). The Plan provided that the Liquidation Trust would be formed on the Effective Date for the purposes of "(1) liquidating the Liquidation Trust Assets; (2) reviewing, objecting to, and resolving all Disputed Claims, including Disputed Class 5 Claims but excluding

[4] On the Effective Date (as defined below), except for certain limited purposes that are not relevant to this Motion, the Committee dissolved. Plan § XI.A.

Disputed Class 4 Claims; (3) making distributions to Holders of Allowed Claims, other than Holders of Allowed General Unsecured Claims in accordance with the terms of the Plan; and (4) otherwise implementing the Plan." Plan § IV.F.1.a. Pursuant to the Plan, "[t]he Liquidation Trust and the Liquidation Trustee will each be a 'representative' of the Estates under section 1123(b)(3)(B) of the Bankruptcy Code." *Id.* at § IV.F.1.f. In addition, pursuant to the Plan, on the Effective Date, the GUC Distribution Trust was also formed to, among other things, reconcile Class 4 Claims and make distributions to the Holders of Allowed Class 4 Claims. *See id.* at § IV.G.1.a.

6. The Plan became effective on March 11, 2022 (the "**Effective Date**"). *See* D.I. 822. The Plan provides that the Claims Objection Bar Date is "the first Business Day that is 180 days after the Effective Date or such later date as may be permitted pursuant to an order of the Bankruptcy Court." *Id.* § I.A.21. Accordingly, the current Claims Objection Bar Date is September 7, 2022.

B. Claims Reconciliation

7. On April 7, 2021, the Court entered an order authorizing the Debtors to appoint Kurtzman Carson Consultants, LLC ("**KCC**") as claims and noticing agent in the chapter 11 cases [D.I. 29]. KCC is authorized and directed to, among other things, (i) perform noticing services and to receive, maintain, record, and otherwise administer the proofs of claim filed in these chapter 11 cases, (ii) serve as the custodian of court records, (iii) serve as the authorized repository for all proofs of claim filed in these chapter 11 cases, and (iv) maintain official claims registers for each of the Debtors.

8. On May 3 and 4, 2021, the Debtors filed their schedules of assets and liabilities and statements of financial affairs. D.I. 92-104. On May 11, 12 and 18, 2021, the Debtors filed their

amended schedules of assets and liabilities and statements of financial affairs (as amended, the "**Schedules**"). D.I. 117, 165, 166, 170, 178.

9. As of the date of this Motion, approximately 263 proofs of claim have been filed in the Debtors' chapter 11 cases. As of the date hereof, the Debtors have filed two omnibus claims objections [D.I. 800, 801] with respect to 53 claims and two notices of satisfaction [D.I. 797, 798] with respect to 12 claims. The majority of the claims filed against the Debtors have been objected to, resolved and/or reconciled. However, the process of reviewing and reconciling the claims and comparing them with the Debtors' books and records and the Schedules remains ongoing.

JURISDICTION

10. The Court has jurisdiction to consider this matter 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 February 29, 2012. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

11. Pursuant to Local Rule 9013-1(f), the Liquidation Trust consents to the entry of a final order by the Court in connection with this Motion to the extent it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution. Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

BASIS FOR RELIEF REQUESTED

12. The Plan authorizes this Court to enter an order extending the Claims Objection Bar Date. *See* Plan, § I.A.1.21. Bankruptcy Rule 9006(b)(1) also provides that:

> when an act is required or allowed to be done at or within a specified period . . . by order of the court, the court for cause shown may at any time in its discretion . . . with or without motion or notice order the period enlarged if the request thereof is made before the expiration of the period originally prescribed or as extended by a previous order . . .

Fed. R. Bankr. P. 9006(b)(1). This request is being made before the expiration of the Claims Objection Bar Date and therefore Bankruptcy Rule 9006(b)(1) permits extension of such deadline.

13. Moreover, section 105(a) provides that "[t]he court may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title," 11 U.S.C. § 105(a), and it is generally recognized that section 105(a) "authorizes the bankruptcy court . . . to fashion such orders as are required to further the substantive provisions of the [Bankruptcy] Code." *See* 11 U.S.C. § 105(a); *Thomas v. City of Phila.*, 759 F. App'x. 110, 111 (3d Cir. 2019) (quoting *In re Morristown v. Erie R.R. Co.*, 885 F.2d 98, 100 (3d Cir. 1999)).

14. Here, good and sufficient cause exists to extend the Claims Objection Bar Date. The Trusts, with the assistance of their advisors, have worked diligently to review and reconcile the approximately 263 proofs of claim with the Schedules and the Debtors' books and records. Through those efforts, the Trusts have objected to, resolved and/or reconciled the majority of the claims against the Debtors. However, the claims reconciliation process is ongoing and more time is needed to efficiently administer the claims process.

15. For the reasons stated above, the Liquidation Trust believes that a 180-day extension of the Claims Objection Bar Date, through and including March 6, 2023, without prejudice to the right to seek further extensions, is appropriate.[5]

NOTICE

16. Notice of this Motion will be provided to (i) the U.S. Trustee; and (ii) any party that has requested notice pursuant to Bankruptcy Rule 2002.

[5] For the avoidance of doubt, this Motion is being filed on behalf of both Trusts and the GUC Distribution Trust supports the requested extension herein.

NO PREVIOUS REQUEST

17. No previous request for the relief sought herein has been made by the Liquidation Trust to this or any other court.

WHEREFORE the Liquidation Trust respectfully requests entry of the Proposed Order granting the relief requested herein and such other and further relief as the Court may deem just and appropriate.

Dated: September 7, 2022
Wilmington, Delaware

/s/ Huiqi Liu

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UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re	:	**Chapter 11**
TECT AEROSPACE GROUP HOLDINGS, INC., *et al.*,	:	**Case No. 21–10670 (KBO)**
	:	**Jointly Administered**
Debtors.[1]	:	**Obj. Deadline: September 21, 2022 at 4:00 p.m. (ET)**
	:	**Hearing Date: October 12, 2022 at 3:00 p.m. (ET)**

NOTICE OF MOTION AND HEARING

PLEASE TAKE NOTICE that, on September 7, 2022, the Liquidation Trust,[2] as the representative of the Debtors' estates pursuant to the Plan, filed the *Motion of Liquidation Trust for Entry of an Order Extending the Deadline to Object to Claims Under the Plan* (the "**Motion**") with the United States Bankruptcy Court for the District of Delaware (the "**Court**").

PLEASE TAKE FURTHER NOTICE that objections or responses to the relief requested in the Motion, if any, must be made in writing and filed with the Court on or before **September 21, 2022 at 4:00 p.m. (prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that if any objections to the Motion are received, the Motion and such objections will be considered at a hearing before The Honorable Karen B. Owens, United States Bankruptcy Judge for the District of Delaware, at the Court, 824 North Market Street, 6th Floor, Courtroom 3, Wilmington, Delaware 19801, on **October 12,**

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2022 at 3:00 p.m. (prevailing Eastern Time). The hearing may be conducted virtually, with instructions noted on the hearing agenda filed on the Court's docket.

PLEASE TAKE FURTHER NOTICE THAT, IF NO OBJECTIONS TO THE MOTION ARE TIMELY FILED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: September 7, 2022
Wilmington, Delaware

/s/ Huiqi Liu

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Exhibit A

Proposed Order

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re	:	**Chapter 11**
TECT AEROSPACE GROUP HOLDINGS, INC., *et al.*,	:	**Case No. 21–10670 (KBO)**
	:	**Jointly Administered**
Debtors.[1]	:	**Re: D.I. __**

ORDER EXTENDING THE DEADLINE TO OBJECT TO CLAIMS UNDER THE PLAN

Upon the motion (the "**Motion**")[2] of the Liquidation Trust for entry of an order extending the Claims Objection Bar Date, all as more fully described in the Motion; and the Court having reviewed the Motion and having considered the statements of counsel with respect to the Motion at a hearing (if any) before the Court; and the Court having jurisdiction to consider the Motion and the relief requested therein 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 and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record of all proceedings before the Court; and after due deliberation

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[2] Capitalized terms used but not otherwise defined herein have the meanings given to them in the Motion.

thereon; and the Court having determined that there is good and sufficient cause for the relief granted in this Order,

IT IS HEREBY ORDERED THAT

1. The Motion is granted to the extent set forth herein.

2. The Claims Objection Bar Date is extended by 180 days, through and including March 6, 2023, without prejudice to the right of the Trusts to request further extensions of the Claims Objection Bar Date.

3. The Trusts are authorized to take all reasonable actions necessary or appropriate to implement the relief granted in this Order.

4. Notwithstanding anything to the contrary, the terms and conditions of this Order shall be immediately effective and enforceable upon entry.

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