Samuel A. Khalil, Esq. Lauren C. Doyle, Esq. Brian Kinney, Esq. Edward R. Linden, Esq.

MILBANK LLP 55 Hudson Yards

New York, New York 10001 Telephone: (212) 530-5000 Facsimile: (212) 530-5219

Proposed Counsel to all Debtors and Debtors in Possession other than the Participation Debtors¹

Cameron A. Gee, Esq. Michael J. Edelman, Esq.

William W. Thorsness, Esq. (pro hac vice pending)

Sarah E. King, Esq.

VEDDER PRICE P.C.

1633 Broadway, 31st Floor New York, New York 10019 Telephone: (212) 407-7700 Facsimile: (212) 407-7799

Proposed Counsel to the Participation Debtors

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

)
In re:) Chapter 11
Voyager Aviation Holdings, LLC,) Case No. 23-11177 (JPM)
Debtor.)
Tax I.D. No.: 45-3908601))
In re:) Chapter 11
A330 MSN 1432 Limited,) Case No. 23-11178 (JPM)
Debtor.)
Tax I.D. No.: N/A))

[&]quot;Participation Debtors" means, collectively, Aetios Aviation Leasing 1 Limited, Aetios Aviation Leasing 2 Limited, Panamera Aviation Leasing XII Designated Activity Company, and Panamera Aviation Leasing XIII Designated Activity Company.



In re:) Chapter 11
A330 MSN 1579 Limited,) Case No. 23-11179 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:) Chapter 11
Action Aviation Leasing 1 Limited,) Case No. 23-11187 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:) Chapter 11
Aetios Aviation Leasing 2 Limited,) Case No. 23-11190 (JPM)
Debtor.)
)
Tax I.D. No.: N/A))
In re:) Chapter 11
Cayenne Aviation LLC,) Case No. 23-11191 (JPM)
Debtor.))
Tax I.D. No.: 35-2509861))
In re:) Chapter 11
Cayenne Aviation MSN 1123 Limited,) Case No. 23-11181 (JPM)
Debtor.))
Tax I.D. No.: N/A	<i>)</i>)

In re:) Chapter 11
Cayenne Aviation MSN 1135 Limited,	Case No. 23-11183 (JPM)
Debtor.))
Tax I.D. No.: N/A)
In re:) Chapter 11
DPM Investment LLC,	Case No. 23-11193 (JPM)
Debtor.)
Tax I.D. No.: 83-2955087))
In re:) Chapter 11
Intrepid Aviation Leasing, LLC,	Case No. 23-11196 (JPM)
Debtor.	
Tax I.D. No.: N/A))
In re:) Chapter 11
N116NT Trust,) Case No. 23-11188 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:) Chapter 11
Panamera Aviation Leasing IV Limited,) Case No. 23-11185 (JPM)
Debtor.)
Tax I.D. No.: N/A))

)
In re:	Chapter 11
Panamera Aviation Leasing VI Limited,	Case No. 23-11186 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:) Chapter 11
Panamera Aviation Leasing XI Limited,	Case No. 23-11189 (JPM)
Debtor.	
Tax I.D. No.: N/A))
In re:) Chapter 11
Panamera Aviation Leasing XII Designated Activity Company,	Case No. 23-11180 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:) Chapter 11
Panamera Aviation Leasing XIII Designated Activity Company,	Case No. 23-11184 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:	Chapter 11
Voyager Aircraft Leasing, LLC,	Case No. 23-11197 (JPM)
Debtor.))
Tax I.D. No.: 32-0442925))

In re:) Chapter 11
Voyager Aviation Aircraft Leasing, LLC,) Case No. 23-11195 (JPM)
Debtor.))
Tax I.D. No.: 20-5163865)
In re:) Chapter 11
Voyager Aviation Management Ireland Designated Activity Company,	Case No. 23-11176 (JPM)
Debtor.)
Tax I.D. No.: N/A))
In re:) Chapter 11
Voyager Finance Co.,) Case No. 23-11194 (JPM)
Debtor.))
Tax I.D. No.: 61-1729652))

DEBTORS' MOTION FOR ENTRY OF AN ORDER DIRECTING JOINT ADMINISTRATION OF THESE CHAPTER 11 CASES

By this motion (the "<u>Motion</u>"), Voyager Aviation Holdings, LLC and its proposed jointly administered debtors and debtors in possession (collectively, the "<u>Debtors</u>")² seek entry of

The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: Voyager Aviation Holdings, LLC (8601); A330 MSN 1432 Limited (N/A); A330 MSN 1579 Limited (N/A); Aetios Aviation Leasing 1 Limited (N/A); Aetios Aviation Leasing 2 Limited (N/A); Cayenne Aviation LLC (9861); Cayenne Aviation MSN 1123 Limited (N/A); Cayenne Aviation MSN 1135 Limited (N/A); DPM Investment LLC (5087); Intrepid Aviation Leasing, LLC (N/A); N116NT Trust (N/A); Panamera Aviation Leasing IV Limited (N/A); Panamera Aviation Leasing VI Limited (N/A); Panamera Aviation Leasing XII Designated Activity Company (N/A); Panamera Aviation Leasing XIII Designated Activity Company (N/A); Voyager Aircraft Leasing, LLC (2925); Voyager Aviation Aircraft Leasing, LLC (3865); Voyager Aviation Management Ireland Designated Activity Company (N/A); and Voyager Finance Co. (9652). The service address for each of the Debtors in these cases is 301 Tresser Boulevard, Suite 602, Stamford, CT 06901.

an order (an "Order") directing the joint administration of their chapter 11 cases. In support of the requested relief, the Debtors rely on the *Declaration of Robert A. Del Genio, Chief Restructuring Officer of Voyager Aviation Holdings, LLC, in Support of Chapter 11 Petitions and First Day Motions* (the "First Day Declaration"), which is being filed contemporaneously herewith and is incorporated herein by reference, and respectfully state as follows.³

Background

- 1. On the date hereof (the "<u>Petition Date</u>"), each Debtor commenced a case under chapter 11 of the Bankruptcy Code by filing a voluntary petition for relief in this Court (the "<u>Chapter 11 Cases</u>"). The Debtors have requested the joint administration of their chapter 11 cases.
- 2. The Debtors are authorized to continue operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in these cases, and no committees have yet been appointed or designated.
- 3. The Debtors, together with their non-Debtor affiliates (collectively, the "Company"), are a privately owned aviation investor and full-service global aircraft leasing platform operating in the highly competitive multinational aircraft leasing industry. The Company's main leasing operations are led out of Dublin, Ireland, and the Company has corporate offices in Stamford, CT. It currently has a small team of 13 full-time employees split between Europe and the U.S. As of the Petition Date, the Company owned 18 aircraft, most of which are widebody aircraft and 16 of which are currently on lease to 7 airline customers.

³ Capitalized terms used but not defined in this Motion have the meanings ascribed to them in the First Day Declaration.

- 4. As further described in the First Day Declaration, the Debtors have commenced these chapter 11 cases to consummate a sale of substantially all of the Company's assets (the "Azorra Transaction") to Azorra Explorer Holdings Limited (the "Purchaser"). The Azorra Transaction is the culmination of months of strategic planning and negotiations, including evaluating various alternatives, extensively marketing the Company's assets, and heavily negotiating transaction terms. The Debtors have entered into a restructuring support agreement with respect to a prearranged chapter 11 plan (the "Plan").
- 5. After years of managing difficult headwinds, the Azorra Transaction and the Plan together provide the best opportunity for the Company to maximize value for creditors across its capital structure.
- 6. Further information regarding the Debtors' business, capital structure, the circumstances leading to the commencement of the Chapter 11 Cases, and the facts and circumstances supporting the relief requested in this Motion is set forth in the First Day Declaration.

Relief Requested

7. The Debtors seek entry of an order directing the joint administration of these Chapter 11 Cases for procedural purposes only. A proposed form of Order is attached to this Motion as **Exhibit A**. The Debtors request that one file and one docket be maintained for all of the above-captioned cases under the case of Voyager Aviation Holdings, LLC and that such cases be jointly administered under a consolidated caption, as follows:

IN THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK

In re) Chapter 11
VOYAGER AVIATION HOLDINGS, LLC et al.,1) Case No. 23-11177 (JPM)
)
Debtors.)

- The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: Voyager Aviation Holdings, LLC (8601); A330 MSN 1432 Limited (N/A); A330 MSN 1579 Limited (N/A); Aetios Aviation Leasing 1 Limited (N/A); Aetios Aviation Leasing 2 Limited (N/A); Cayenne Aviation LLC (9861); Cayenne Aviation MSN 1123 Limited (N/A); Cayenne Aviation MSN 1135 Limited (N/A); DPM Investment LLC (5087); Intrepid Aviation Leasing, LLC (N/A); N116NT Trust (N/A); Panamera Aviation Leasing IV Limited (N/A); Panamera Aviation Leasing VI Limited (N/A); Panamera Aviation Leasing XII Designated Activity Company (N/A); Panamera Aviation Leasing XIII Designated Activity Company (N/A); Voyager Aircraft Leasing, LLC (2925); Voyager Aviation Aircraft Leasing, LLC (3865); Voyager Aviation Management Ireland Designated Activity Company (N/A); and Voyager Finance Co. (9652). The service address for each of the Debtors in these cases is 301 Tresser Boulevard, Suite 602, Stamford, CT 06901.
- 8. The Debtors submit that the foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.
- 9. The Debtors also request that a docket entry, substantially similar to the following, be entered on the docket of each above-captioned case other than the case of Voyager Aviation Holdings, LLC to reflect the joint administration of these cases:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure directing joint administration for procedural purposes only of the chapter 11 cases as set forth in the *Debtors' Motion For Entry of an Order Directing Joint Administration of These Chapter 11 Cases*, as filed on the docket in Case No. 23-11177 (JPM). The docket in Case No. 23-11177 (JPM) should be consulted for all matters affecting the case.

- 10. The Debtors also seek authority to file their monthly operating reports required by the Operating Guidelines and Reporting Requirements for Debtors in Possession and Trustees, issued by the U.S. Trustee in accordance with the applicable instructions for UST Form 11-MOR: Monthly Operating Report and Supporting Documentation.
- 11. The statutory bases for the relief requested herein are section 105 of the Bankruptcy Code, rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and rule 9013-1(a) of the Local Bankruptcy Rules for the Southern District of New York (the "Local Bankruptcy Rules").

Jurisdiction and Venue

- 12. This Court has jurisdiction over 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 Southern District of New York*, dated January 31, 2012. The Debtors confirm their consent, pursuant to Bankruptcy Rule 7008, to the entry of a final order by this Court in connection with this Motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).
 - 13. Venue in this Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

Basis for Relief

14. Section 105(a) of the Bankruptcy Code authorizes this Court to 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). Bankruptcy Rule 1015(b) provides, in pertinent part, that "[i]f... two or more petitions are pending in the same court by or against... a debtor and an affiliate, the court may order a joint administration of the estates." Fed. R. Bankr. P. 1015(b). All Debtors are "affiliates"

as that term is defined in section 101(2) of the Bankruptcy Code. Accordingly, the Bankruptcy Code and the Bankruptcy Rules authorize this Court to grant the relief requested herein.

- 15. Given the integrated nature of the Debtors' operations, the joint administration of these cases will provide significant administrative convenience. Many of the filings, hearings, and orders in these cases will affect each Debtor. Joint administration of these cases will decrease fees and costs by avoiding duplicative filings that would be required absent such relief. It will also allow parties in interest to monitor these cases with greater ease and efficiency.
- 16. Joint administration of these cases will not harm nor otherwise adversely affect the Debtors' respective stakeholders because the Debtors seek joint administration of their cases for procedural purposes only, not substantive consolidation of their estates. All parties in interest will benefit from the cost reductions associated with joint administration. Accordingly, the Debtors submit that the joint administration of these cases is in the best interests of their estates, their creditors, and other parties in interest.
- 17. Courts have routinely granted joint administration of cases with multiple related debtors. See, e.g., In re Vice Group Holding Inc., Case No. 23-10738 (JPM) (Bankr. S.D.N.Y. May 17, 2023) [ECF No. 42]; In re Genesis Global Holdco, LLC, Case No. 23-10063 (SHL) (Bankr. S.D.N.Y. Jan. 26, 2023) [ECF No. 37]; In re Celsius Network, LLC, Case No. 22-10964 (MG) (Bankr. S.D.N.Y. Dec. 8, 2022) [ECF No. 1648]; In re Endo International plc, Case No. 22-22549 (JLG) (Bankr. S.D.N.Y. Aug. 17, 2022) [ECF No. 45]; In re JCK Legacy Company, Case No. 20-10418 (MEW) (Bankr. S.D.N.Y. Feb. 14, 2020) [ECF No. 59]; In re Purdue Pharma L.P., Case No. 19-23649 (RDD) (Bankr. S.D.N.Y. Sept. 18, 2019) [ECF No. 59]; In re New Cotai Holdings, LLC, Case No. 19-22911 (RDD) (Bankr. S.D.N.Y. May 10, 2019) [ECF No. 23].

Motion Practice

18. This Motion includes citations to the applicable rules and statutory authorities upon which the relief requested herein is predicated and a discussion of their application to this Motion. Accordingly, the Debtors submit that this Motion satisfies Local Bankruptcy Rule 9013-1(a).

Notice

Trustee for the Southern District of New York; (b) the holders of the 30 largest unsecured claims against the Debtors (on a consolidated basis); (c) counsel to the Required Consenting Noteholders, Clifford Chance US LLP; (d) counsel to the Aircraft Facility Lenders; (e) counsel to the Indenture Trustee of the Secured Notes; (f) counsel to the Purchaser, Paul, Weiss, Rifkind, Wharton & Garrison LLP and Pillsbury Winthrop Shaw Pittman LLP; (g) the Securities and Exchange Commission; (h) the Internal Revenue Service; (i) the Office of Foreign Assets Control of the United States Department of Treasury; (j) the United States Attorney's Office for the Southern District of New York; (k) the office of the attorneys general for the states in which the Debtors operate; and (l) any party that has requested notice pursuant to Bankruptcy Rule 2002 (collectively, the "Notice Parties"). The Debtors respectfully submit that, in view of the facts and circumstances, such notice is sufficient, and no other or further notice need be provided.

No Previous Request

20. No prior request for the relief sought in this Motion has been made to this or any other court.

[Remainder of page intentionally left blank]

WHEREFORE, the Debtors respectfully request that the Court (i) enter the Order, substantially in the form attached hereto as **Exhibit A** and (ii) grant such other relief as is just and proper.

Dated: July 27, 2023

New York, New York

/s/ Lauren C. Doyle

Samuel A. Khalil, Esq. Lauren C. Doyle, Esq. Edward R. Linden, Esq. Brian Kinney, Esq. MILBANK LLP

55 Hudson Yards

New York, NY 10001

Telephone: (212) 530-5000 Facsimile: (212) 530-5219

Email: skhalil@milbank.com

ldoyle@milbank.com bkinney@milbank.com elinden@milbank.com

Proposed Counsel to all Debtors and Debtors in Possession other than the Participation Debtors

/s/ Michael J. Edelman

Cameron A. Gee, Esq. Michael J. Edelman, Esq. William W. Thorsness, Esq. (pro hac vice pending) Sarah E. King, Esq.

VEDDER PRICE LLP

1633 Broadway, 31st Floor Telephone: (212) 407-7700 Facsimile: (212) 407-7799 Email: cgee@vedderprice.com

mjedelman@vedderprice.com wthorsness@vedderprice.com sking@vedderprice.com

Proposed Counsel to the Participation Debtors

23-11177-jpm Doc 2 Filed 07/27/23 Entered 07/27/23 19:13:40 Main Document Pg 13 of 21

Exhibit A

Proposed Order

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

,	
In re:) Chapter 11
Voyager Aviation Holdings, LLC,) Case No. 23-11177 (JPM)
Debtor.))
Tax I.D. No.: 45-3908601))
In re:) Chapter 11
A330 MSN 1432 Limited,) Case No. 23-11178 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:) Chapter 11
A330 MSN 1579 Limited,) Case No. 23-11179 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:) Chapter 11
Aetios Aviation Leasing 1 Limited,) Case No. 23-11187 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:) Chapter 11
Aetios Aviation Leasing 2 Limited,) Case No. 23-11190 (JPM)
Debtor.))
))
Tax I.D. No.: N/A)

In re:) Chapter 11
Cayenne Aviation LLC,	Case No. 23-11191 (JPM)
Debtor.)
Tax I.D. No.: 35-2509861))
In re:) Chapter 11
Cayenne Aviation MSN 1123 Limited,	Case No. 23-11181 (JPM)
Debtor.)
Tax I.D. No.: N/A))
In re:) Chapter 11
Cayenne Aviation MSN 1135 Limited,) Case No. 23-11183 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:) Chapter 11
DPM Investment LLC,) Case No. 23-11193 (JPM)
Debtor.))
Tax I.D. No.: 83-2955087))
In re:) Chapter 11
Intrepid Aviation Leasing, LLC,) Case No. 23-11196 (JPM)
Debtor.)
Tax I.D. No.: N/A))

)
In re:	Chapter 11
N116NT Trust,	Case No. 23-11188 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:) Chapter 11
Panamera Aviation Leasing IV Limited,	Case No. 23-11185 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:	Chapter 11
Panamera Aviation Leasing VI Limited,	Case No. 23-11186 (JPM)
Debtor.)
Tax I.D. No.: N/A))
In re:) Chapter 11
Panamera Aviation Leasing XI Limited,	Case No. 23-11189 (JPM)
Debtor.))
	\
Tax I.D. No.: N/A)
Tax I.D. No.: N/A In re:)) Chapter 11
	Chapter 11 Case No. 23-11180 (JPM)
In re: Panamera Aviation Leasing XII Designated)

)
In re:	Chapter 11
Panamera Aviation Leasing XIII Designated Activity Company,	Case No. 23-11184 (JPM)
Debtor.)
Tax I.D. No.: N/A))
In re:) Chapter 11
Voyager Aircraft Leasing, LLC,	Case No. 23-11197 (JPM)
Debtor.)
Tax I.D. No.: 32-0442925))
In re:) Chapter 11
Voyager Aviation Aircraft Leasing, LLC,	Case No. 23-11195 (JPM)
Debtor.)
Tax I.D. No.: 20-5163865))
In re:) Chapter 11
Voyager Aviation Management Ireland Designated Activity Company,	Case No. 23-11176 (JPM)
Debtor.))
Tax I.D. No.: N/A))
In re:) Chapter 11
Voyager Finance Co.,) Case No. 23-11194 (JPM)
Debtor.))
Tax I.D. No.: 61-1729652))

ORDER DIRECTING JOINT ADMINISTRATION OF THESE CHAPTER 11 CASES

Upon the motion (the "Motion")¹ of the above-captioned Debtors for entry of an order (i) directing the joint administration of the Debtors' cases for procedural purposes only and (ii) granting certain related relief, all as more fully described in the Motion; and the Court having reviewed the Motion and the First Day Declaration and having heard the statements of counsel regarding the relief requested in the Motion at a hearing before the Court, if any (the "Hearing"); and the Court having found that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); (b) this is a core proceeding pursuant to 28 U.S.C. §§ 157(a)-(b) and 1334(b); (c) venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and (d) due and proper notice of the Motion and the Hearing was sufficient under the circumstances; 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 upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

- 1. The Motion is granted as set forth herein.
- 2. The above-captioned cases shall be jointly administered by this Court for procedural purposes only under Case No. 23-11177 (JPM).
 - 3. The caption of the jointly administered cases shall read as follows:

Capitalized terms used but not defined in this Order shall have the meanings given to such terms in the Motion or the First Day Declaration, as applicable.

IN THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK

In re) Chapter 11
VOYAGER AVIATION HOLDINGS, LLC et al., 1) Case No. 23-11177 (JPM)
Debtors.)))

- 4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.
- 5. A docket entry, substantially similar to the following, shall be entered on the docket of each of the Debtors' cases other than Voyager Aviation Holdings, LLC to reflect the joint administration of these Chapter 11 Cases:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure directing joint administration for procedural purposes only of the chapter 11 cases as set forth in the *Debtors' Motion For Entry of an Order Directing Joint Administration of These Chapter 11 Cases*, as filed on the docket in Case No. 23-11177 (JPM). The docket in Case No. 23-11177 (JPM) should be consulted for all matters affecting the case.

6. The Debtors shall maintain, and the Clerk of the Court shall keep, with the assistance of the notice and claims agent retained by the Debtors in these Chapter 11 Cases, one consolidated docket, one file, and one consolidated service list for these Chapter 11 Cases.

The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: Voyager Aviation Holdings, LLC (8601); A330 MSN 1432 Limited (N/A); A330 MSN 1579 Limited (N/A); Aetios Aviation Leasing 1 Limited (N/A); Aetios Aviation Leasing 2 Limited (N/A); Cayenne Aviation LLC (9861); Cayenne Aviation MSN 1123 Limited (N/A); Cayenne Aviation MSN 1135 Limited (N/A); DPM Investment LLC (5087); Intrepid Aviation Leasing, LLC (N/A); N116NT Trust (N/A); Panamera Aviation Leasing IV Limited (N/A); Panamera Aviation Leasing VI Limited (N/A); Panamera Aviation Leasing XI Limited (N/A); Panamera Aviation Leasing XII Designated Activity Company (N/A); Panamera Aviation Leasing XIII Designated Activity Company (N/A); Voyager Aircraft Leasing, LLC (2925); Voyager Aviation Aircraft Leasing, LLC (3865); Voyager Aviation Management Ireland Designated Activity Company (N/A); and Voyager Finance Co. (9652). The service address for each of the Debtors in these cases is 301 Tresser Boulevard, Suite 602, Stamford, CT 06901.

23-11177-jpm Doc 2 Filed 07/27/23 Entered 07/27/23 19:13:40 Main Document Pg 21 of 21

7. The Debtors shall file their monthly operating reports required by the Operating

Guidelines and Reporting Requirements for Debtors in Possession and Trustees, issued by the U.S.

Trustee in accordance with the applicable instructions for UST Form 11-MOR: Monthly Operating

Report and Supporting Documentation.

8. Nothing contained in the Motion or this Order shall be deemed or construed as

directing or otherwise effecting a substantive consolidation of these Chapter 11 Cases.

9. All time periods set forth in this Order or in compliance with the Case Management

Procedures shall be calculated in accordance with Bankruptcy Rule 9006(a).

10. Under the circumstances of the Chapter 11 Cases, notice of the Motion is adequate

under Bankruptcy Rule 6004(a).

11. The Debtors are authorized to take all actions necessary to effectuate the relief

granted in this Order.

12. This Court retains exclusive jurisdiction with respect to all matters arising from or

related to the implementation, interpretation, or enforcement of this Order.

Dated: _____, 2023 New York, New York

> HONORABLE JOHN P. MASTANDO III UNITED STATES BANKRUPTCY JUDGE

7