

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re :

Chapter 11

WAYPOINT LEASING
HOLDINGS LTD., *et al.*,

:
Case No. 18-13648 (SMB)

Debtors.¹
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:
(Jointly Administered)

**ORDER PURSUANT
TO 11 U.S.C. §§ 521 AND 105(a) AND BANKRUPTCY RULE 1007(c) FOR AN ORDER (I)
EXTENDING DEBTORS' TIME TO FILE SCHEDULES OF ASSETS AND
LIABILITIES, SCHEDULES OF EXECUTORY CONTRACTS AND UNEXPIRED
LEASES, AND STATEMENTS OF FINANCIAL AFFAIRS AND (II) AUTHORIZING
DEBTORS TO FILE THE SAME ON A PARTIALLY CONSOLIDATED BASIS**

Upon the motion (the “**Motion**”),² dated December 27, 2018 [ECF No. 179], of Waypoint Leasing Holdings Ltd. and certain of its subsidiaries and affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”), pursuant to sections 521 and 105(a) of title 11 of the United States Code (the “**Bankruptcy Code**”) Rules 1007(c) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), for an order (i) extending the time Debtors’ time to file schedules of assets and liabilities, schedules of executory contracts and unexpired leases, and statements of financial affairs and (ii) authorizing the Debtors to file the same on a partially consolidated basis, all as more fully set forth in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein 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.); and consideration of the Motion and the requested relief being a core proceeding pursuant

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are set forth on Exhibit A to the Motion.

² Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Motion.



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to 28 U.S.C. § 157(b); and due and proper notice of the relief requested in the Motion having been provided in accordance with the *Final Order Pursuant to 11 U.S.C. § 105(a) and Fed. R. Bankr. P. 1015(c), 2002(m), and 9007 Implementing Certain Notice and Case Management Procedures*, entered on December 21, 2018 [ECF No. 121] (the “**Case Management Order**”), such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and the Court having reviewed the Motion; and the attorneys for the Debtors having filed a declaration pursuant to 28 U.S.C. § 1746 indicating that no objections to the Motion have been filed [ECF No. 208]; and upon the First Day Declarations, filed contemporaneously with the Motion, 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 it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, creditors, and all parties in interest; 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 to the extent set forth herein.
2. Pursuant to Sections 521 and 105(a) of the Bankruptcy Code and Bankruptcy Rules 1007(c) and 9006(b), the time by which the Debtors shall file their Schedules is extended through and including March 31, 2019, without prejudice to the Debtors’ right to seek further extensions upon a showing of cause therefor.
3. The Debtors shall not be required to file Schedules for each Debtor that is a Business Trust and shall consolidate the Schedules for each Business Trust with the Debtor entity holding the beneficial interest in the Business Trust.

4. Upon request from an administrative agent under each of the Debtors' secured lending facilities (each a "**WAC Facility Agent**"), the Debtors, to the extent reasonably practicable, are authorized to share the applicable completed Schedules, if available, with each WAC Facility Agent in advance of the March 31, 2019 deadline, and, if not available, the Debtors shall use reasonable efforts to respond to requests from WAC Facility Agents for information that will be contained in the Schedules.

5. The Debtors are authorized to take all action necessary to effectuate the relief granted in this Order.

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

Dated: **January 8, 2019**
New York, New York

/s/ **STUART M. BERNSTEIN**
HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE