

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Gary T. Holtzer
Kelly DiBlasi
Rachael L. Foust

*Attorneys for Debtors
and Debtors in Possession*

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

-----X	:	
In re	:	Chapter 11
	:	
WAYPOINT LEASING	:	Case No. 18-13648 (DSJ)
HOLDINGS LTD., <i>et al.</i> ,	:	
	:	(Jointly Administered)
Debtors. ¹	:	
-----X		

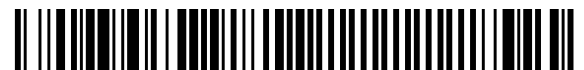
**CERTIFICATE OF NO OBJECTION UNDER 28 U.S.C. § 1746 REGARDING
MOTION OF THE DEBTORS FOR ENTRY OF A FINAL DECREE CLOSING THE
DEBTORS' REMAINING CHAPTER 11 CASES AND GRANTING RELATED RELIEF**

TO THE HONORABLE DAVID S. JONES,
UNITED STATES BANKRUPTCY JUDGE:

Pursuant to 28 U.S.C. § 1746, and in accordance with the Court's case management procedures set forth in 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* [ECF No. 155] (the "**Case Management Order**"), the undersigned hereby certifies as follows:

1. On April 12, 2024, Waypoint Leasing Holdings Ltd. and certain of its subsidiaries, as debtors and debtors in possession (collectively, the "**Closing Debtors**") in the

¹ The Closing Debtors in these Chapter 11 Cases, along with the last four digits of each Closing Debtor's federal tax identification number, as applicable, are set forth hereto as **Exhibit A**.



above-captioned chapter 11 cases (collectively, the “**Chapter 11 Cases**”), filed and served the *Motion of the Debtors for Entry of a Final Decree Closing the Debtors’ Remaining Chapter 11 Cases and Granting Related Relief* [ECF No. 1185] (the “**Motion**”).

2. In accordance with the Case Management Order, the Closing Debtors established a deadline (the “**Objection Deadline**”) for parties to object or file responses to the Motion. The Objection Deadline was set for April 19, 2024 at 4:00 p.m. (Prevailing Eastern Time). The Case Management Order provides that pleadings may be granted without a hearing, provided that no objections or other responsive pleadings have been filed on or prior to the relevant response deadline and the attorney for the entity who filed the pleading complies with the relevant procedural and notice requirements.

3. The Objection Deadline has now passed and, to the best of my knowledge, no responsive pleadings have been (i) filed with the Court on the docket of these Chapter 11 Cases in accordance with the procedures set forth in the Case Management Order, or (ii) served on counsel to the Closing Debtors. A revised proposed order (the “**Revised Proposed Order**”) is annexed hereto as **Exhibit B** and a redline copy showing the minor changes made to the version filed with the Motion is annexed hereto as **Exhibit C**.

[remainder of page left intentionally blank]

4. Accordingly, the Closing Debtors respectfully request that the Revised Proposed Order granting the Motion be entered in accordance with the procedures described in the Case Management Order.

I declare that the foregoing is true and correct.

Dated: April 23, 2024
New York, New York

/s/ Kelly DiBlasi
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Gary T. Holtzer
Kelly DiBlasi
Rachael L. Foust

*Attorneys for Debtors
and Debtors in Possession*

Exhibit A

Closing Debtors

Closing Debtor	Case Number	Last 4 Digits of Tax ID Number
Waypoint Leasing Holdings Ltd.	18-13648	2899
Waypoint Leasing (Luxembourg) S.à r.l.	18-13649	7041
Waypoint Leasing (Ireland) Limited	18-13650	6600
Waypoint Asset Company Number 1 (Ireland) Limited	18-13663	6861
Waypoint Asset Co 6 Limited	18-13702	8790
Waypoint Asset Co 8 Limited	18-13708	2532
Waypoint Asset Co 3 Limited	18-13732	3471
Waypoint Asset Co 7 Limited	18-13739	9689
Waypoint Leasing US 8A LLC	18-13745	8080

Exhibit B

Revised Proposed Order - Clean

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

-----X	:	
In re	:	Chapter 11
	:	
WAYPOINT LEASING	:	Case No. 18-13648 (DSJ)
HOLDINGS LTD., <i>et al.</i> ,	:	
	:	(Jointly Administered)
Debtors. ¹	:	
-----X		

**ORDER GRANTING THE MOTION OF
THE DEBTORS FOR ENTRY OF A FINAL DECREE CLOSING THE
DEBTORS' REMAINING CHAPTER 11 CASES AND GRANTING RELATED RELIEF**

Upon the motion, dated April 12, 2024 [ECF No. 1185] (the “**Motion**”),² of Waypoint Leasing Holdings Ltd. and certain of its subsidiaries and affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Chapter 11 Cases**”), pursuant to section 350(a) of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 3022 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 3022-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Bankruptcy Rules**”), for an order granting the entry of a final decree closing the Chapter 11 Cases of the remaining nine (9) debtors set forth on **Exhibit A** to the Motion (the “**Closing Debtors**”), all as more fully set forth in the Motion; 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 M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and

¹ A list of the Closing Debtors (as defined below) in these Chapter 11 Cases, along with the last four digits of each Closing Debtor’s federal tax identification number, is annexed to the Motion as **Exhibit A**.

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

proper notice of the relief requested in the Motion having been provided; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and upon all of the proceedings had before the Court; 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 the Court having found and determined that the relief sought in the Motion is in the best interests of the Closing Debtors, their estates, their creditors, and all parties in interest; and the Debtors having filed the *Certificate of No Objection Under 28 U.S.C. § 1746 Regarding Motion of the Debtors for Entry of Final Decree Closing the Debtors' Remaining Chapter 11 Cases and Granting Related Relief* [ECF No. 1196]; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT

1. The relief requested in the Motion is granted as provided herein.
2. Pursuant to section 350(a) of the Bankruptcy Code, Bankruptcy Rule 3022, and Local Bankruptcy Rule 3022-1, the Chapter 11 Cases of the Closing Debtors (listed below) shall be and hereby are dismissed effective as of the date of the entry of this Order; *provided, however*, that the Court shall retain jurisdiction to the extent provided in Article XII of the Plan, which provides for the retention of this Court's jurisdiction over certain matters related to the Chapter 11 Cases and the Plan, and pursuant to applicable law, and the entry of this Order is without prejudice to the rights of any party in interest to seek to reopen any of the Closing Debtors' Chapter 11 Cases for good cause shown:

Debtor	Case Number
Waypoint Leasing Holdings Ltd.	18-13648
Waypoint Leasing (Luxembourg) S.à r.l.	18-13649

Debtor	Case Number
Waypoint Leasing (Ireland) Limited	18-13650
Waypoint Asset Company Number 1 (Ireland) Limited	18-13663
Waypoint Asset Co 6 Limited	18-13702
Waypoint Asset Co 8 Limited	18-13708
Waypoint Asset Co 3 Limited	18-13732
Waypoint Asset Co 7 Limited	18-13739
Waypoint Leasing US 8A LLC	18-13745

3. Notwithstanding section 349 of the Bankruptcy Code, all orders entered by this Court shall remain binding and in full force and effect notwithstanding the dismissal of the Closing Debtors' Chapter 11 Cases, and the Court shall retain jurisdiction to enforce and support any and all such orders.

4. To the extent not already paid, the quarterly fees required to be paid to the United States Trustee for Region 2 (the "**U.S. Trustee**") pursuant to 28 U.S.C. § 1930(a) and for any applicable interest pursuant to 31 U.S.C. § 3717 with respect to the Closing Debtors' Chapter 11 Cases shall be paid within ten days after the date of the entry of this Order, and the Closing Debtors will simultaneously provide to the U.S. Trustee an appropriate affidavit indicating the cash disbursements for each of the Closing Debtors for the relevant period.

5. The Clerk of this Court shall enter this Order individually on each of the dockets of the Closing Debtors' Chapter 11 Cases, and thereafter such dockets shall be marked as "Closed."

6. The services of Kurtzman Carson Consultants LLC ("**KCC**"), the Closing Debtors' claims and noticing agent, shall be terminated effective thirty (30) days after the entry of

this Order, provided that within seven (7) business days after entry of this Order, KCC shall contact the office of the Clerk of the Court to coordinate delivery, in proper electronic format, of the final version of the claims registers of the Original Debtors and the proofs of claims submitted in these Chapter 11 Cases. The services to be rendered by KCC shall be charged to the estate. Thereafter, KCC shall have no further obligation to this Court, the Original Debtors, or any other party in interest with respect to any services in the Chapter 11 Cases.

7. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

8. The Closing Debtors are authorized to execute and deliver all instruments and documents, and to take all such other actions as may be necessary or appropriate, to implement and effectuate the terms of this Order in accordance with the Motion.

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

Dated: _____, 2024
New York, New York

HONORABLE DAVID S. JONES
UNITED STATES BANKRUPTCY JUDGE

Exhibit C

Revised Proposed Order - Redline

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

-----X
In re :

Chapter 11

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

:
Case No. 18-13648 (DSJ)

Debtors.¹
-----X

:
(Jointly Administered)

**ORDER GRANTING THE MOTION OF
THE DEBTORS FOR ENTRY OF A FINAL DECREE CLOSING THE
DEBTORS' REMAINING CHAPTER 11 CASES AND GRANTING RELATED RELIEF**

Upon the motion, dated April 12, 2024 [ECF No. [18-13648-1185](#)] (the “**Motion**”),² of Waypoint Leasing Holdings Ltd. and certain of its subsidiaries and affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Chapter 11 Cases**”), pursuant to section 350(a) of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 3022 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 3022-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Bankruptcy Rules**”), for an order granting the entry of a final decree closing the Chapter 11 Cases of the remaining nine (9) debtors set forth on **Exhibit A** to the Motion (the “**Closing Debtors**”), all as more fully set forth in the Motion; 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 M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a

¹ A list of the Closing Debtors (as defined below) in these Chapter 11 Cases, along with the last four digits of each Closing Debtor’s federal tax identification number, is annexed to the Motion as **Exhibit A**.

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

core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the relief requested in the Motion having been provided; and 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 held a hearing to consider the relief requested in the Motion on April 26, 2024 (the “Hearing”); and upon the record of the Hearing, and~~ upon all of the proceedings had before the Court; 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 the Court having found and determined that the relief sought in the Motion is in the best interests of the Closing Debtors, their estates, their creditors, and all parties in interest; and the Debtors having filed the Certificate of No Objection Under 28 U.S.C. § 1746 Regarding Motion of the Debtors for Entry of Final Decree Closing the Debtors’ Remaining Chapter 11 Cases and Granting Related Relief [ECF No. 1196]; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT

1. The relief requested in the Motion is granted as provided herein.
2. Pursuant to section 350(a) of the Bankruptcy Code, Bankruptcy Rule 3022, and Local Bankruptcy Rule 3022-1, the Chapter 11 Cases of the Closing Debtors (listed below) shall be and hereby are dismissed effective as of the date of the entry of this Order; *provided, however*, that the Court shall retain jurisdiction to the extent provided in Article XII of the Plan, which provides for the retention of this Court’s jurisdiction over certain matters related to the Chapter 11 Cases and the Plan, and pursuant to applicable law, and the entry of this Order is without prejudice to the rights of any party in interest to seek to reopen any of the Closing Debtors’ Chapter 11 Cases for good cause shown:

Debtor	Case Number
Waypoint Leasing Holdings Ltd.	18-13648
Waypoint Leasing (Luxembourg) S.à r.l.	18-13649
Waypoint Leasing (Ireland) Limited	18-13650
Waypoint Asset Company Number 1 (Ireland) Limited	18-13663
Waypoint Asset Co 6 Limited	18-13702
Waypoint Asset Co 8 Limited	18-13708
Waypoint Asset Co 3 Limited	18-13732
Waypoint Asset Co 7 Limited	18-13739
Waypoint Leasing US 8A LLC	18-13745

3. Notwithstanding section 349 of the Bankruptcy Code, all orders entered by this Court shall remain binding and in full force and effect notwithstanding the dismissal of the Closing Debtors' Chapter 11 Cases, and the Court shall retain jurisdiction to enforce and support any and all such orders.

4. To the extent not already paid, the quarterly fees required to be paid to the United States Trustee for Region 2 (the "**U.S. Trustee**") pursuant to 28 U.S.C. § 1930(a) and for any applicable interest pursuant to 31 U.S.C. § 3717 with respect to the Closing Debtors' Chapter 11 Cases shall be paid within ten days after the date of the entry of this Order, and the Closing Debtors will simultaneously provide to the U.S. Trustee an appropriate affidavit indicating the cash disbursements for each of the Closing Debtors for the relevant period.

5. The Clerk of this Court shall enter this Order individually on each of the dockets of the Closing Debtors' Chapter 11 Cases, and thereafter such dockets shall be marked as "Closed."

6. The services of Kurtzman Carson Consultants LLC (“KCC”), the Closing Debtors’ claims and noticing agent, shall be terminated effective thirty (30) days after the entry of this Order, provided that within seven (7) business days after entry of this Order, KCC shall contact the office of the Clerk of the Court to coordinate delivery, in proper electronic format, of the final version of the claims registers of the Original Debtors and the proofs of claims submitted in these Chapter 11 Cases. The services to be rendered by KCC shall be charged to the estate. Thereafter, KCC shall have no further obligation to this Court, the Original Debtors, or any other party in interest with respect to any services in the Chapter 11 Cases.

7. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

8. The Closing Debtors are authorized to execute and deliver all instruments and documents, and to take all such other actions as may be necessary or appropriate, to implement and effectuate the terms of this Order in accordance with the Motion.

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

Dated: _____, 2024
New York, New York

JUDGE

HONORABLE DAVID S. JONES
UNITED STATES BANKRUPTCY