

IN THE UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
NEWNAN DIVISION

In re:

AFH AIR PROS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-10356 (PMB)

(Jointly Administered)

Objection Deadline: June 13, 2025, at 4:00 p.m. (ET)

**MOTION OF THE DEBTORS FOR ENTRY OF AN ORDER (A) APPROVING THE DISCLOSURE STATEMENT ON AN INTERIM BASIS, (B) ESTABLISHING PROCEDURES FOR SOLICITATION AND TABULATION OF VOTES TO ACCEPT OR REJECT THE PLAN, (C) APPROVING THE FORM OF BALLOT AND SOLICITATION MATERIALS, (D) ESTABLISHING VOTING RECORD DATE, (E) FIXING THE DATE, TIME, AND PLACE FOR THE HEARING ON FINAL APPROVAL OF THE DISCLOSURE STATEMENT AND CONFIRMATION OF THE PLAN AND THE DEADLINE FOR FILING OBJECTIONS THERETO, AND (F) APPROVING RELATED NOTICE PROCEDURES AND DEADLINES**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”), submit this motion (the “Motion”) for entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”), pursuant to sections 105, 1125, 1126, and 1128 of title 11 of the United States Code (the “Bankruptcy Code”), Rules 2002, 3016, 3017, 3018, and 3020 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rules 3018-1, 9013-1, and 9013-2 of the Local Rules of Practice for the United States Bankruptcy Court for the Northern District of Georgia (the “Local Rules”), and the *Second Amended and Restated General Order 26-2019, Procedures for Complex Chapter 11 Cases*, dated February 6, 2023 (the “Complex Case Procedures”), (a) approving the *Disclosure Statement for the Chapter 11 Plan of AFH Air Pros*,

<sup>1</sup> The last four digits of AFH Air Pros, LLC’s tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Suite 200, Plantation, Florida 33324.



*LLC and its Debtor Affiliates* [Docket No. 432] (as may be amended, modified, or supplemented from time to time, the “Disclosure Statement”) on an interim basis for solicitation purposes; (b) approving procedures for the solicitation and tabulation of votes to accept or reject *Chapter 11 Plan of Liquidation of AFH Air Pros, LLC and its Debtor Affiliates* [Docket No. 431] (as may be amended, supplemented, or otherwise modified from time to time, and including all exhibits thereto, the “Plan”) and opting out of the Third-Party Release;<sup>2</sup> (c) approving the form of ballots, notices, and solicitation materials; (d) establishing a voting record date; (e) approving the Solicitation Packages (as defined herein); (f) fixing the date, time, and place for the final hearing on approval of the Disclosure Statement and confirmation of the Plan (the “Combined Hearing”) and form of notice with respect thereto; and (g) approving related notices and deadlines. In support of this Motion, the Debtors respectfully state as follows:

### **JURISDICTION AND VENUE**

1. The United States Bankruptcy Court for the Northern District of Georgia (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue is proper in the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory and legal predicates for the relief requested herein are sections 105, 1125, 1126, and 1128 of the Bankruptcy Code, Bankruptcy Rules 2002, 3016, 3017, 3018, and 3020, Local Rules 3018-1, 9013-1, and 9013-2, and Section I of the Complex Case Procedures.

---

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings attributed to such terms in the Plan or Disclosure Statement, as applicable.

## **RELEVANT BACKGROUND**

### **A. The Chapter 11 Cases**

3. On March 16, 2025 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code with this Court.

4. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. On March 31, 2025, the United States Trustee for Region 21 (the “U.S. Trustee”) appointed an official committee of unsecured creditors (the “Committee”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”). No request has been made for the appointment of a trustee or an examiner.

6. Further detail regarding the Debtors’ businesses, capital structure, and the circumstances leading to the filing of these Chapter 11 Cases is set forth in the *Declaration of Andrew D.J. Hede in Support of Chapter 11 Petitions and First Day Pleadings* [Docket No. 8] (the “First Day Declaration”) and the Disclosure Statement, which are fully incorporated herein by reference.

### **B. Summary of the Plan of Liquidation and Treatment of Claims and Interests<sup>3</sup>**

7. As described and set forth in greater detail in the Disclosure Statement and Plan, the Court recently approved the Debtors’ sale of substantially all of their operating assets through six separate sales, and the Debtors expect to consummate each of those sales in the coming weeks, prior to the Effective Date of the Plan. The Plan contemplates and is predicated upon the deemed substantive consolidation of the Estates for voting, confirmation, and distribution purposes. The Plan also implements a global settlement among the Debtors, the Debtors’ Prepetition Lenders and

---

<sup>3</sup> The summary overview of the Plan herein is included for convenience and is qualified in all respects by the express terms of the Plan and Disclosure Statement.

DIP Lenders, and the Committee.<sup>4</sup> As such, the Plan has the support of the Debtors' largest constituencies. The Debtors believe that the Plan provides the most efficient means to conclude the Chapter 11 Cases and distribute the assets available to holders of allowed claims.

8. In general, the Plan provide for the creation of a Litigation Trust and the appointment of a Litigation Trustee and Plan Administrator to administer the Debtors' remaining assets and make distribution to holders of allowed claims. The Plan provides for the Debtors' assignment of certain Causes of Action to the Litigation Trust, which will be administered by the Litigation Trustee for the benefit of the Litigation Trust Beneficiaries. All assets not assigned to the Litigation Trust will be administered and liquidated by the Plan Administrator.

9. The Plan provides for the following classification and treatment of claims:

Class	Claims and Interests	Treatment	Status	Voting Rights
1	Other Priority Claims	In full and final satisfaction of each Allowed Other Priority Claim (unless the applicable Holder agrees to a less favorable treatment), each Holder thereof will receive payment in full in Cash or other treatment rendering such Claim Unimpaired.	Unimpaired	Deemed to Accept
2	Other Secured Claims	In full and final satisfaction of each Allowed Other Secured Claim (unless the applicable Holder agrees to a less favorable treatment), each Holder thereof will receive at the option of the Debtors or the Wind Down Debtors, as applicable: (a) payment in full in Cash, payable on the later of the Effective Date and the date that is 10 Business Days after the date on which such Other Secured Claim becomes an Allowed Other Secured Claim, in each case, or as soon as reasonably practicable thereafter, (b) delivery of the collateral securing any such Claim, or (c) such other treatment rendering such Claim Unimpaired.	Unimpaired	Deemed to Accept
3	Prepetition Lender Secured Claims	In full and final satisfaction of each Prepetition Lender Secured Claim (unless the applicable Holder agrees to a less favorable treatment), and in consideration for the Prepetition Lenders' consent to the funding of the Litigation Trust Funding Amount and the Wind Down Expense Fund from Cash that constitutes Prepetition Collateral, each Holder of an Allowed Prepetition Lender Secured Claim shall receive its Pro Rata share of the Remaining Assets Net Proceeds.	Impaired	Entitled to Vote

<sup>4</sup> The terms of the Creditors' Committee Settlement is discussed further in Article VI.J of the Disclosure Statement and the Committee Settlement Term Sheet attached as Exhibit C to the Disclosure Statement.

Class	Claims and Interests	Treatment	Status	Voting Rights
4	General Unsecured Claims	In full and final satisfaction of each General Unsecured Claim, including each Prepetition Lender Deficiency Claim, each Holder of an Allowed General Unsecured Claim shall receive its Pro Rata share of the Litigation Trust Interests.	Impaired	Entitled to Vote
5	Subordinated Claims	Subordinated Claims will be cancelled, released, and extinguished as of the Effective Date, and will be of no further force or effect, and each Holder of a Subordinated Claim will not receive any distribution on account of such Subordinated Claim.	Impaired	Deemed to Reject
6	Intercompany Claims	Holders of Intercompany Claims shall not receive a distribution on account of such Intercompany Claims.	Impaired	Deemed to Reject
7	Interests in the Debtors	On the Effective Date, (i) all Interests, other than Intercompany Interests, shall be deemed cancelled, extinguished, and of no further force or effect; and (ii) all Intercompany Interests shall, at the option of the Wind Down Debtors, (a) be deemed canceled, extinguished and of no further force or effect, or (b) be reinstated for administrative convenience solely to the extent necessary to maintain the Debtors' corporate structure post-Effective Date, provided that the Holders of Interests shall not be entitled to receive or retain any property on account of such Interest.	Impaired	Deemed to Reject

10. As set forth above, Holders of Prepetition Lender Secured Claims in Class 3 and General Unsecured Claims in Class 4 are entitled to vote on the Plan. All other Holders of Claims or Interests are not entitled to vote on the Plan because such Holder holds either (i) a Claim that is unimpaired under the Plan and, therefore, such Holder is deemed to have accepted the Plan pursuant to section 1126(f) of the Bankruptcy Code, or (ii) a Claim or Interest that does not entitle them to receive or retain any property under the Plan, and therefore, such Holder is deemed to have rejected the Plan pursuant to section 1126(g) of the Bankruptcy Code.

**APPLICABILITY OF COMPLEX CASE PROCEDURES AND PROVISIONS TO BE HIGHLIGHTED**

11. The Debtors submit that Section I.2 of the Complex Case Procedures are applicable here because, among other things, (i) substantially all of the Debtors' assets were liquidated pursuant to sales under section 363 of the Bankruptcy Code; (ii) the Plan proposes to comply with section 1129(a)(9) (*See* Plan, Art. II); (iii) the Plan does not seek non-consensual releases with

respect to claims creditors may hold against non-Debtor parties; and (iv) the combined assets to be distributed under the Plan are estimated to be worth less than \$25 million, excluding causes of action.

12. Additionally, in accordance with Section I.2.b.ii of the Complex Case Procedures, the Debtors highlight the following provisions of the Plan:

- Consensual Third-Party Release. Article X.D of the Plan provides for a consensual release of certain non-Debtor parties by Holders of Claims or Interests who do not opt out of the Third-Party Release. As this Court has recognized, notice and an opportunity to opt out is adequate to constitute consent. *In re LaVie Care Ctrs.*, Case No. 24-55507-PMB, 2024 Bankr. LEXIS 2900, at \*22 (Bankr. N.D. Ga. Dec. 5, 2024). Consistent with this Court’s memorandum opinion in *LaVie*, the Plan further provides that a Holder of a Claim or Interest who does not return a Ballot or election form or file an objection to the Third-Party Release and believes that it should not be deemed to have consented to the Third-Party Release may seek relief from the Bankruptcy Court to exercise rights free of the Third-Party Release by rebutting the presumption that it consented.
- Release of Insiders. Article X.C of the Plan provides for a release by the Debtors of three “Released Debtor D&Os”: (a) Lawrence Hirsh, the Debtors’ independent manager, (b) Andrew D.J. Hede, the Debtors’ Chief Restructuring Officer, and (c) Brian Smith, the Debtors’ Chief Operating Officer.
- Section 1146 Exemption. Article IV.L of the Plan provides for an exemption under 1146(a) of the Bankruptcy Code for any transfers of property pursuant to the Plan.

### **RELIEF REQUESTED**

13. To facilitate consideration of the Disclosure Statement and the Plan, the Debtors hereby seek entry of the Proposed Order:

- a) approving the proposed Disclosure Statement on an interim basis as containing “adequate information” for the purposes of section 1125 of the Bankruptcy Code;
- b) approving procedures for: (i) soliciting, receiving, and tabulating votes to accept or reject the Plan; (ii) voting to accept or reject the Plan; (iii) opting out of the Third-Party Release; and (iv) filing objections to the Plan (the “Solicitation and Voting Procedures”);
- c) approving the form ballots (collectively, the “Ballots”) for allowed claims in Voting Classes (as defined herein) attached to the Proposed Order as **Exhibit 1-A** and **Exhibit 1-B**;

- d) approving the forms of the following notices: (i) notice to holders of Unimpaired Claims and Interests; and (ii) notice to holders of Impaired Claims and Interests that will not receive distributions or retain any property under the Plan (each, a “Non-Voting Status Notice” and, together, the “Non-Voting Status Notices”), substantially in the forms attached to the Proposed Order as **Exhibit 2-A** and **Exhibit 2-B**, respectively;
- e) establishing June 23, 2025, as the Voting Record Date;
- f) approving the Solicitation Packages (as defined herein) as being in compliance with Bankruptcy Rules 3017(d) and 2002(b);
- g) approving the form and manner of notice of the Combined Hearing, substantially in the form attached to the Proposed Order as **Exhibit 3** (the “Combined Hearing Notice”); and
- h) establishing the following dates and deadlines, subject to modification as necessary:

Event	Date/Deadline
Hearing on Solicitation Motion and Approval of the Disclosure Statement (if required)	June 23, 2025, at 9:30 a.m. (ET) (Atlanta)
Voting Record Date	June 23, 2025
Solicitation Deadline	June 30, 2025
Claims Objection Deadline (for Voting Purposes)	July 7, 2025, at 4:00 p.m. (ET)
Plan Supplement Deadline	July 21, 2025
Rule 3018 Motion Deadline	July 21, 2025, at 4:00 p.m. (ET)
Voting Deadline	July 28, 2025, at 4:00 p.m. (ET)
Disclosure Statement and Confirmation Objection Deadline	July 28, 2025, at 4:00 p.m. (ET)
Deadline to File Balloting Report	August 1, 2025
Deadline to File (i) Consolidated Reply to Objections and Brief in Support of Confirmation, (ii) Responses to Rule 3018 Motions, and (iii) Proposed Form of Confirmation Order	August 4, 2025, at 4:00 p.m. (ET)

Event	Date/Deadline
Combined Hearing	August 6, 2025, at 1:00 p.m. (ET)

**BASIS FOR RELIEF**

**I. Interim Approval of the Disclosure Statement**

14. Section 1125 of the Bankruptcy Code requires that a disclosure statement be approved by the court as containing “adequate information” prior to a debtor’s solicitation of acceptances or rejections of a plan. *See* 11 U.S.C. § 1125(b). “Adequate information” is defined in the Bankruptcy Code as:

[I]nformation of a kind, and in sufficient detail, as far as is reasonably practicable in light of the nature and history of the debtor and the condition of the debtor’s books and records, including a discussion of the potential material Federal tax consequences of the plan to the debtor, any successor to the debtor, and a hypothetical investor typical of the holders of claims or interests in the case, that would enable such a hypothetical investor of the relevant class to make an informed judgment about the plan, . . . [I]n determining whether a disclosure statement provides adequate information, the court shall consider the complexity of the case, the benefit of additional information to creditors and other parties in interest, and the cost of providing additional information.

*Id.* § 1125(a)(1). Thus, the disclosures must provide information that is “reasonably practicable” to permit an “informed judgment” by creditors and interest holders entitled to vote on the debtor’s plan of reorganization. *In re New Power Corp.*, 438 F.3d 1113, 1118 (11th Cir. 2006). Essentially, a disclosure statement “must clearly and succinctly inform the average unsecured creditor what it is going to get, when it is going to get it, and what contingencies there are to getting its distribution.” *In re Ferretti*, 128 B.R. 16, 19 (Bankr. D.N.H. 1991).

15. Courts have broad discretion in determining whether a disclosure statement contains “adequate information,” employing a flexible approach based on the unique facts and circumstances of each case. *See, e.g., In re Ionosphere Clubs, Inc.*, 179 B.R. 24, 29 (S.D.N.Y. 1995) (“The determination of what is adequate information is subjective and made on a case by



case basis. This determination is largely within the discretion of the bankruptcy court.”) (internal citation omitted); *In re Nw. Recreational Activities, Inc.*, 8 B.R. 10, 11 (Bankr. N.D. Ga. 1980) (“The quality of the Disclosure Statement which will qualify as ‘adequate information’ will vary with the circumstances. The kind and form of information is left to the judicial discretion of the court on a case by case basis.”); *In re Brandon Mill Farms, Ltd.*, 37 B.R. 190, 191–92 (Bankr. N.D. Ga. 1984) (“Beyond the statutory guidelines described in the definition of ‘adequate information,’ the decision to approve or reject a disclosure statement is within the discretion of the Bankruptcy Court.”).

16. Employing a flexible approach to approval of disclosure statements, courts have identified several categories of information which, based on the facts of a particular case, should typically be included in a disclosure statement. *See, e.g., In re Metrocraft Pub. Serv., Inc.*, 39 B.R. 567, 568 (Bankr. N.D. Ga. 1984) (listing 19 factors that the court considered relevant in evaluating the adequacy of a disclosure statement). Relevant factors for evaluating the adequacy of a disclosure statement may include:

- a) the events which led to the filing of a bankruptcy petition;
- b) a description of the available assets and their value;
- c) the anticipated future of the company;
- d) the source of information stated in the disclosure statement;
- e) a disclaimer;
- f) the present condition of the debtor while in Chapter 11;
- g) the scheduled claims;
- h) the estimated return to creditors under a Chapter 7 liquidation;
- i) the accounting method utilized to produce financial information and the name of the accountants responsible for such information;
- j) the future management of the debtor;

- k) the Chapter 11 plan or a summary thereof;
- l) the estimated administrative expenses, including attorneys' and accountants' fees;
- m) the collectability of accounts receivable;
- n) financial information, data, valuations or projections relevant to the creditors' decision to accept or reject the Chapter 11 plan;
- o) information relevant to the risks posed to creditors under the plan;
- p) the actual or projected realizable value from recovery of preferential or otherwise voidable transfers;
- q) litigation likely to arise in a non-bankruptcy context;
- r) tax attributes of the debtor; and
- s) the relationship of the debtor with affiliates.

*See Id.* Importantly, disclosure of every factor is not necessary in every case. *See id.*

17. Here, the Disclosure Statement contains "adequate information" within the meaning of section 1125 of the Bankruptcy Code and, accordingly, should be approved by the Court. Specifically, the Disclosure Statement contains descriptions and summaries of, among other things: (a) the business, corporate structure, and capital structure of the Debtors; (b) events leading up to the Chapter 11 Cases and significant events that have occurred therein, including the sales of the Debtors' assets; (c) estimates of the projected amount of Allowed Claims in each Class and the projected recoveries to be received by Holders of Allowed Claims; (d) treatment of administrative, priority, and non-priority claims; (e) the terms of the Plan, including a chart describing the treatment of each Class; (f) the injunctions, releases, and exculpations provided by the Plan; (g) the feasibility of the Plan and a liquidation analysis under a hypothetical chapter 7 case; (h) risk factors that may affect the Plan; and (i) appropriate disclaimers regarding the Court's approval of information only as contained in the Disclosure Statement and Plan.

18. Accordingly, the Debtors submit that the Disclosure Statement contains “adequate information” within the meaning of section 1125 of the Bankruptcy Code and request that the Court approve the Disclosure Statement on an interim basis.

## **II. Combined Hearing and Deadline for Objections**

19. Section 1128(a) of the Bankruptcy Code provides that “[a]fter notice, the court shall hold a hearing on confirmation of a plan.” 11 U.S.C. § 1128(a). Bankruptcy Rule 3017(c) provides that “[a]t the time or before the disclosure statement is approved, the court . . . may set a date for a confirmation hearing.” Fed. R. Bankr. P. 3017(c). Additionally, Bankruptcy Rule 2002(b) requires at least 28 days’ notice by mail to all creditors and indenture trustees of the time fixed for filing objections and the hearing to consider confirmation of a chapter 11 plan. *See* Fed. R. Bankr. P. 2002(b). Finally, section 105(d) of the Bankruptcy Code further provides that the Court “shall hold such status conferences as are necessary to further the expeditious and economical resolution of the case” and “may issue an order at any such conference prescribing such limitations and conditions as the court deems appropriate to ensure that the case is handled expeditiously and economically, including an order that . . . provides that the hearing on approval of the disclosure statement may be combined with the hearing on confirmation of the plan.” 11 U.S.C. § 105(d)(2)(B)(vi).

20. Combined Hearing Date. In accordance with section 1128(a) of the Bankruptcy Code, Bankruptcy Rules 2002 and 3017, and the Complex Case Procedures, the Debtors request that the Court set **August 6, 2025 at 1:00 p.m. (prevailing Eastern Time)**, or such other time convenient for the Court, as the date and time for the Combined Hearing.<sup>5</sup> The Debtors also request

---

<sup>5</sup> The Court has currently scheduled an omnibus hearing in these Chapter 11 Cases at the date and time requested for the Combined Hearing. [Docket No. 285].

that the Court order that the Combined Hearing may be continued from time to time by announcing such continuance in open court or otherwise, without further notice to parties-in-interest.

21. Objections to Disclosure Statement or Confirmation. The Debtors further request that the Court direct that objections to approval of the Disclosure Statement or confirmation of the Plan, if any, (i) be made in writing; (ii) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules; (iii) state the name and address of the objecting party and the nature and amount of any claim or interest asserted by such party against the Debtors, their estates, or their property; (iv) state with particularity the legal and factual bases and nature of any objection to the Disclosure Statement or Plan; (v) be filed with the Court and served on: (a) counsel for the Debtors, Greenberg Traurig, LLP, Terminus 200, 3333 Piedmont Road, NE, Suite 2500, Atlanta, Georgia 30305, Attn: David B. Kurzweil, Esq. (KurzweilD@gtlaw.com) and Matthew A. Petrie (PetrieM@gtlaw.com); (b) counsel for the DIP Lenders and the Prepetition Lenders, Latham & Watkins LLP, 330 N. Wabash Avenue, Suite 2800, Chicago, Illinois 60611, Attn: James Ktsanes (james.ktsanes@lw.com), Ebba Gebisa (ebba.gebisa@lw.com), and Whit Morley (whit.morley@lw.com) and Latham & Watkins LLP, 1271 Avenue of the Americas, New York, New York 10020, Attn: Nikhil Gulati (nikhil.gulati@lw.com), and Scroggins, Williamson & Ray, P.C., 4401 Northside Parkway, Suite 230, Atlanta, GA 30327, Attn: J. Robert Williamson (rwilliamson@swlawfirm.com); (c) counsel to the Official Committee of Unsecured Creditors, Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, New York, New York 10017, Attn: Bradford J. Sandler, Esq. (Bsandler@pszjlaw.com), Paul J. Labov, Esq. (Plabov@pszjlaw.com), and Cia Mackle, Esq. (Cmackle@pszjlaw.com); and (c) the United States Trustee of the Northern District of Georgia, 362 Richard B. Russell Building, 75 Ted Turner Drive, S.W., Atlanta, GA 30303 Attn: Jonathan S. Adams, Esq. (Jonathan.S.Adams@usdoj.gov) (collectively, the “Notice Parties”), so as to be **actually received** no later than **July 28, 2025, at 4:00 p.m. (prevailing**

**Eastern Time**) (the “**Objection Deadline**”), which is 12 days before the date of the Combined Hearing and 28 days from the proposed Solicitation Deadline. The Debtors propose that the deadline to file a consolidated reply to any such objections be **August 4, 2025, at 4:00 p.m. (prevailing Eastern Time)**.

### **III. Deadlines and Procedures for Claim Objections and Temporary Allowance of Claims for Voting Purposes**

#### **A. Deadline and Procedures for Filing Objections to Claims for Voting Purposes**

22. The Debtors request that the Court set **July 7, 2025, at 4:00 p.m. (prevailing Eastern Time)** (the “**Claims Objection Deadline**”) as the deadline for filing and serving objections to claims solely for the purposes of voting on the Plan (each, a “**Claim Objection**”). Such Claims Objection Deadline, however, will not apply to objections to Claims for purposes other than voting on the Plan.

#### **B. Procedures for Temporary Allowance of Claims for Voting Purposes**

23. Bankruptcy Rule 3018(a) provides in relevant part that “[e]ven if an objection to a claim or interest has been filed, the court may, after notice and a hearing, temporarily allow a claim or interest in an amount that the court considers proper for voting to accept or reject a plan.” Fed. R. Bankr. P. 3018(a)(4).

24. The Debtors propose that any party in interest that seeks to challenge the temporary allowance of a Claim for voting purposes based on the Tabulation Procedures be required to file a motion, pursuant to Bankruptcy Rule 3018(a), for an order temporarily allowing the Claim in a different amount or classification for purposes of voting to accept or reject the Plan (a “**Rule 3018 Motion**”) and serve the Rule 3018 Motion on the Notice Parties so that it is received no later than **July 21, 2025 at 4:00 p.m. (prevailing Eastern Time)**. The Debtors will then have until **August 4, 2025, at 4:00 p.m. (prevailing Eastern Time)** to file and serve a response to any Rule 3018

Motion. Any hearing on a Rule 3018 Motion may be held on the same date and time as the Combined Hearing.

25. In accordance with Bankruptcy Rule 3018, the Debtors further propose that any Ballot submitted by a Holder that files a Rule 3018 Motion will be counted solely in accordance with the Tabulation Procedures and other applicable provisions contained herein unless and until the underlying Claim is temporarily allowed by the Court for voting purposes in a different amount, after notice and a hearing.

#### **C. Establishment of Voting Record Date**

26. The Debtors request that the Court set **June 23, 2025** as the record date (the “Voting Record Date”) for determining (a) creditors and equity holders entitled to receive Solicitation Packages and related materials, if any, and (b) creditors entitled to vote to accept or reject the Plan and the creditor’s corresponding claim, notwithstanding anything to the contrary in the Bankruptcy Rules. The proposed Voting Record Date coincides with the General Bar Date and the proposed hearing on this Motion.

#### **D. Establishment of Voting Deadline**

27. Bankruptcy Rule 3017(c) requires the Court to “set a deadline for the holders of claims and interests to accept or reject the plan.” Fed. R. Bankr. P. 3017(c)(1). The Debtors request that the Court fix **July 28, 2025 at 4:00 p.m. (prevailing Eastern Time)** (the “Voting Deadline”) as the deadline by which all Ballots for accepting or rejecting the Plan must be received by the Claims and Noticing Agent if they are to be counted. The Debtors also request that they be permitted, in their sole discretion, to extend, by oral or written notice to the Claims and Noticing Agent, the period of time during which Ballots will be accepted for any reason from any creditor or class of creditor.

**IV. Content and Transmittal of Solicitation Packages, Including Ballots and Non-Voting Packages; Approval of Forms of Notice and Ballots**

28. Bankruptcy Rule 3017(d) identifies the materials that must be provided to Holders of Claims and Interests for purposes of soliciting votes and providing adequate notice of the hearing on confirmation of a plan:

- (1) the plan or a court-approved summary of the plan;
- (2) the disclosure statement approved by the court;
- (3) notice of the time within which acceptances and rejections of the plan may be filed; and
- (4) any other information as the court may direct, including any court opinion approving the disclosure statement or a court-approved summary of the opinion.

Fed. R. Bankr. P. 3017(d).

29. Bankruptcy Rule 3017(d) further requires that a notice of the time for filing objections to and the hearing on confirmation of the plan be mailed to all creditors and equity security holders pursuant to Bankruptcy Rule 2002(b) and that a form of ballot conforming to the appropriate Official Form be mailed to creditors and equity security holders entitled to vote on the plan. *See* Fed. R. Bankr. P. 3017(d)(2).

**A. Solicitation Packages**

30. On or before **June 30, 2025** (the “Solicitation Deadline”), the Debtors propose to mail or cause to be mailed by first-class mail to Holders of Claims in Class 3 (Prepetition Lender Secured Claims) and Class 4 (Unsecured Litigation Claims), who are entitled to vote (collectively, the “Voting Classes”), a solicitation package (each, a “Solicitation Package”) containing or directing the recipient to the following:

- a) the Combined Hearing Notice;
- b) the Disclosure Statement and Plan (including exhibits);

- c) a copy of the Order entered by this Court approving the Motion (without exhibits);
- d) an appropriate Ballot, substantially in the forms of the proposed ballots collectively attached to the Proposed Order as **Exhibit 1-A** and **Exhibit 1-B**;
- e) a pre-addressed return envelope; and
- f) such other materials as the Court may direct to include in the Solicitation Package.

31. The Debtors request permission, at their discretion, to provide the Disclosure Statement and Plan and the Order entered by this Court approving this Motion (without exhibits) to holders of Claims entitled to vote on the Plan in electronic medium (e.g., flash drive, QR code, or hyperlink to the relevant document as provided by the Complex Case Procedures). The Ballots and the Combined Hearing Notice will be distributed on paper, and the Debtors propose that Holders of Claims or Interests in a Voting Class be permitted (but not required) to submit their Ballots to the Claims and Noticing Agent electronically pursuant to the instructions set forth on each Ballot. The Debtors further propose that they will provide, at their expense, paper copies of any electronically distributed documents upon request of any party-in-interest to the Claims and Noticing Agent.

32. Bankruptcy Rule 3017(d) provides that ballots for accepting or rejecting a plan should conform substantially to Official Form No. 14. The forms of ballots, attached as **Exhibit 1-A** and **Exhibit 1-B** to the Proposed Order, for holders of claims in Classes 3 and 4 are derived from Official Form No. 14, but include certain modifications and instructions necessary to facilitate voting and to meet the particular requirements of the Plan.

33. The appropriate Ballot forms, as applicable, will be distributed to Holders of Claims who are entitled to vote to accept or reject the Plan:<sup>6</sup>

---

<sup>6</sup> For the avoidance of doubt, as described in the proposed Tabulation Procedures herein, the Debtors propose that



Exhibit 1-A Ballot for Class 3 (Prepetition Lender Secured Claims)

Exhibit 1-B Ballot for Class 4 (General Unsecured Claims)

34. So as to avoid duplication and reduce expense, and except as otherwise set forth herein, the Debtors propose that (a) creditors holding (i) unclassified claims or unimpaired claims and also (ii) claims in a class that is designated as impaired and entitled to vote under the Plan receive only the Solicitation Package appropriate for the applicable impaired class; and (b) creditors who have filed duplicate claims in any given class (whether against the same or multiple Debtors) (i) receive only one Solicitation Package and one Ballot for voting their claims with respect to that class, and (ii) be entitled to vote their claim only once with respect to that class.

#### **B. Non-Voting Packages**

35. Pursuant to section 1126(f) of the Bankruptcy Code, Holders of Claims in Classes 1 and 2 under the Plan are unimpaired, are deemed to have accepted the Plan, and are not entitled to vote. *See Id.* 1126(f). Pursuant to section 1126(g) of the Bankruptcy Code, Holders of Claims or Interests, as applicable, in Classes 5, 6, and 7 under the Plan are impaired, are deemed to have rejected the Plan, and are not entitled to vote. *See Id.* 1126(g). Accordingly, the Debtors submit that they should not be required to transmit Solicitation Packages to Holders of Claims or Interests in Classes 1, 2, 5, 6, and 7 (collectively, the “Non-Voting Classes”) under the Plan.

36. Therefore, the Debtors propose to mail or cause to be mailed by first-class mail to Holders of Claims in Class 1 and Class 2, who are unimpaired and deemed to have accepted the Plan, a copy of the Notice of Non-Voting Status for Unimpaired Classes and Opt Out Form, substantially in the form attached to the Proposed Order as **Exhibit 2-A**. The Debtors propose to

---

Ballots will not be sent to any creditor who (a) failed to timely file a proof of claim, and whose claim is listed as contingent, unliquidated, or disputed in the Debtors’ Schedules, or (b) is otherwise not entitled to vote in accordance with the procedures set forth herein.

mail or cause to be mailed by first-class mail to Holders of Claims or Interests, as applicable, in Class 5 and Class 7,<sup>7</sup> who are impaired and deemed to have rejected the Plan, a copy of the Notice of Non-Voting Status for Impaired Classes and Opt Out Form, substantially in the form attached to the Proposed Order as **Exhibit 2-B**. Each Non-Voting Status Notice shall be mailed on before the Solicitation Deadline.

37. The Debtors submit that such limited disclosure is consistent with Bankruptcy Rule 3017(d). Nonetheless, out of an abundance of caution, the Debtors request that the Non-Voting Status Notices be deemed to constitute adequate alternative disclosure to impaired non-voting classes under section 1125(c) of the Bankruptcy Code and an adequate summary plan under Bankruptcy Rule 3017(d).

#### **C. Combined Hearing Notice**

38. No later than the Solicitation Deadline, the Debtors propose to mail or cause to be mailed by first-class mail to all of their known creditors and all other entities required to be served under Bankruptcy Rules 2002 and 3017, the Combined Hearing Notice, substantially in the form attached to the Proposed Order as **Exhibit 3**, which form the Debtors hereby request the Court approve.

#### **D. Intercompany Claims and Interests**

39. In addition, the Debtors request authority to forego providing a Solicitation Package, Non-Voting Notice, or any other type of notice in connection with solicitation to (a) the Holders of Class 6 (Intercompany Claims) and (b) the Holders of Class 7 Interests who are Debtors. Under the Plan, Class 6 Intercompany Claims and Class 7 Interests in the Debtors will be

---

<sup>7</sup> As addressed below, the Debtors are requesting to waive any requirement to provide any notices or solicitation materials to (i) any Holders of Claims in Class 6, which are comprised solely of Intercompany Claims, or (ii) Holders of Intercompany Interests in Class 7.

cancelled with no distribution made on account of such Intercompany Claims or Intercompany Interests in the Debtors. As such, the Holders of Class 6 Intercompany Claims and the Holders of Class 7 Interests in the Debtors will not be entitled to vote under the Plan. Nevertheless, in light of the fact that all Class 6 Intercompany Claims and certain of the Class 7 Interests in the Debtors are held by the Debtors, the Debtors are requesting a waiver from any requirement to serve such Holders.

**E. When No Notice or Transmittal Necessary**

40. Because sending Solicitation Packages and other notices to outdated or otherwise improper addresses results in needless expense to the Debtors' estates, the Debtors request authority not to provide notice or service of any kind upon any person or entity to whom the Debtors mailed a notice of the meeting of creditors under section 341 of the Bankruptcy Code or notice of the Bar Dates for filing proofs of claim and received either of such notices returned by the United States Postal Service marked "undeliverable as addressed," "moved—left no forwarding address," "forwarding order expired," or similar marking or reason, unless the Debtors have been informed in writing by such person or entity of that person's or entity's new address. Additionally, the Debtors anticipate that some of the Solicitation Packages or other solicitation-related notices described herein may be returned as undeliverable. The Debtors request that they not be required to re-mail undelivered Solicitation Packages or other undeliverable solicitation-related notices that were returned marked "undeliverable as addressed," "moved—left no forwarding address," "forwarding order expired," or similar marking or reason, unless the Debtors have been informed in writing by such person or entity of that person's or entity's new address.

41. The foregoing procedures regarding the provision of notice of the Combined Hearing and related matters comply with Bankruptcy Rules 2002 and 3017. Accordingly, the Debtors request that the Court approve the above-described notice as good and sufficient in

accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Complex Case Procedures.

#### **V. Voting and Tabulation Procedures**

42. Section 1126(c) of the Bankruptcy Code provides that a class of claims has accepted a plan if such plan has been accepted by creditors that hold at least two-thirds in dollar amount and more than one-half in number of the allowed claims in that class that have actually cast ballots for acceptance or rejection of the plan. *See* 11 U.S.C. § 1126(c). Pursuant to the *Order (I) Fixing Deadlines for Filing Proofs of Claim and (II) Approving the Form and Manner of Notice Thereof* [Docket No. 283] (the “Bar Date Order”), the General Bar Date (as defined in the Bar Date Order) is June 23, 2025, at 11:59 p.m. (ET).

43. Accordingly, for purposes of voting on the Plan, the Debtors request that each Claim (a) for which a Proof of Claim was or is timely received by the applicable deadline, or (b) that is listed in the Debtors’ Schedules and not listed as disputed, contingent, or unliquidated as to amount, except to the extent superseded by a timely filed Proof of Claim, and as to which no objection to the allowance thereof has been filed prior to entry of the Proposed Order, be deemed allowed, to the extent required, solely for voting purposes.

44. The Claim amount established herein shall control for voting purposes only and shall not constitute the Allowed amount of any Claim. In tabulating votes, the following hierarchy shall be used to determine the amount of the Claim associated with each claimant’s vote:

- a) the Claim amount (i) settled and/or agreed upon by the Debtors, as reflected in a document filed with the Court, (ii) set forth in an Order of the Court, or (iii) set forth in a document executed by the Debtors pursuant to authority granted by the Court;
- b) if an objection has not been filed to a Claim, the Claim amount contained in a Proof of Claim that has been timely filed by the applicable deadline established by the Bar Date Order (or deemed timely filed by the Court under applicable law), except for any amounts asserted on account of any interest accrued after

the Petition Date, provided, however, that any Ballot cast by a Holder of a Claim who timely files a Proof of Claim in respect of (i) a contingent Claim or a Claim in a wholly unliquidated or unknown amount (based on a reasonable review by the Debtors and/or Kurzman Carson Consultants, LLC d/b/a Verita Global (the “Claims and Noticing Agent”)) that is not the subject of an objection will count toward satisfying the numerosity requirement of section 1126(c) of the Bankruptcy Code and will count as a Ballot for a Claim in the amount of \$1.00 solely for the purposes of satisfying the dollar amount provisions of section 1126(c) of the Bankruptcy Code, and (ii) a partially liquidated and partially unliquidated Claim, such Claim will be allowed for voting purposes only in the liquidated amount; provided further, however, that to the extent the Claim amount contained in the Proof of Claim is different from the Claim amount (A) settled and/or agreed upon by the Debtors, as reflected in a document filed with the Court, (B) set forth in an order of the Court, or (C) set forth in a document executed by the Debtors pursuant to authority granted by the Court, such Claim amount shall supersede the Claim amount set forth on the respective Proof of Claim for voting purposes;

- c) if an objection has not been filed to a Claim, the Claim amount listed in the Schedules (to the extent such Claim is not superseded by a timely filed Proof of Claim); provided that such Claim is not scheduled as contingent, disputed, or unliquidated and/or has not been paid in full;
- d) timely-filed Proofs of Claim based on litigation or tort claims will be presumed to be unliquidated, contingent, and/or disputed unless sufficient supporting documentation of a final judgment or settlement was attached to the timely filed proof of claim, as determined by the Debtors or the Claims and Noticing Agent, and such unsupported claims shall be entitled to vote in the amount of \$1.00;
- e) if a proof of claim has been amended by a later-filed proof of claim that is filed on or prior to the Voting Record Date, the later-filed amending claim will be entitled to vote in a manner consistent with these voting rules and the Tabulation Procedures, and the earlier filed claim will be disallowed for voting purposes, regardless of whether the Debtors have objected to such amended claim;
- f) proofs of claim for \$0.00 are not entitled to vote;
- g) if an objection has been filed to a Claim not later than the Claims Objection Deadline and the Holder of such Claim timely files a Bankruptcy Rule 3018 Motion, the Claim amount set forth in the Order of the Court or as agreed between the Debtors and the Holder of such Claim in connection with such Rule 3018 Motion; and
- h) in the absence of any of the foregoing, such Claim shall not be counted for voting purposes.

45. The Debtors propose that the following procedures be utilized in tabulating the votes to accept or reject the Plan (the “Tabulation Procedures”) and respectfully requests that the Tabulation Procedures be approved:

- a) Unless agreed to by the Debtors or otherwise ordered by the Court, any Ballots received after the Voting Deadline will not be accepted or counted by the Debtor in connection with the Debtor’s request for confirmation of the Plan.
- b) Any Ballot that does not indicate an acceptance or rejection of the Plan or that indicates both an acceptance and rejection of the Plan will not be counted.
- c) Any Ballot that is returned indicating acceptance or rejection of the Plan but is unsigned will not be counted.
- d) Whenever a Holder casts more than one Ballot voting the same Claim prior to the Voting Deadline, only the latest-dated Ballot timely received will be deemed to reflect the voter’s intent and will thus supersede any prior Ballot(s).
- e) If a Holder casts simultaneous duplicative Ballots that are voted inconsistently, such Ballots will not be counted.
- f) Each Holder will be deemed to have voted the full amount of its Claim as set forth on the Ballot.
- g) Ballots partially rejecting and partially accepting the Plan will not be counted.
- h) The method of delivery of Ballots to the Claims and Noticing Agent is at the risk of each Holder, and such delivery will be deemed made only when the original Ballot is actually received by the Claims and Noticing Agent.
- i) Ballots sent directly to the Debtors will not be counted.
- j) The Debtors have the right to amend the terms of the Plan (subject to compliance with section 1127 of the Bankruptcy Code). If the Debtors make material changes in the terms of the Plan, the Debtors will disseminate additional solicitation materials and extend the solicitation period, in each case, to the extent required by law or further order of the Court.
- k) If a Ballot is executed by a trustee, executor, administrator, guardian, attorney-in-fact, officer of a corporation, or other person acting in a fiduciary or representative capacity on behalf of a Holder, such person will be required to indicate such capacity when signing and, at the Claims and Noticing Agent’s discretion, must submit proper evidence satisfactory to the Claims and Noticing Agent to so act on behalf of the Holder.

- l) Any Holder who has delivered a valid Ballot voting on the Plan may withdraw such vote solely in accordance with Bankruptcy Rule 3018(a).
- m) Subject to any contrary order of the Court, the Debtors have the right to waive any defects or irregularities or conditions of delivery as to any particular Ballot unless otherwise directed by the Court.
- n) Unless waived or as ordered by the Court, any defects or irregularities in connection with deliveries of Ballots must be cured by the Voting Deadline or within such time as the Court determines, and unless otherwise ordered by the Court, delivery of such Ballots will not be deemed to have been made until such irregularities have been cured or waived.
- o) Neither the Debtors nor any other person or entity will be under any duty to provide notification of defects or irregularities with respect to deliveries of Ballots nor will the Debtors or any other person incur any liability on account of or related to any failure to provide such notification. Unless otherwise directed by the Court, delivery of such Ballots will not be deemed to have been made until such irregularities have been cured or waived. Ballots previously furnished (and as to which any irregularities have not theretofore been cured or waived) will not be counted.
- p) For purposes of determining whether the numerosity and amount requirements of section 1126(c) of the Bankruptcy Code have been satisfied, the Claims and Noticing Agent will tabulate only those Ballots received prior to the Voting Deadline or as otherwise ordered by the Court.
- q) Ballots received that do not evidence the amount or evidence an incorrect amount of a creditor's Claim shall be completed or corrected, as the case may be, based upon the terms of the Proposed Order.

46. Upon completion of the balloting, the Claims and Noticing Agent will generate a report (the "Balloting Report") certifying the amount and number of Allowed Claims of Class 3 and Class 4 accepting or rejecting the Plan. The Debtors propose filing the Balloting Report with the Court on or before **August 1, 2025, at 4:00 p.m. (prevailing Eastern Time)**, which is five days prior to the proposed Combined Hearing.

47. The Debtors respectfully submit that the foregoing Tabulation Procedures will establish a fair and equitable voting process, particularly given the right of parties to seek temporary allowance of their Claims on some other basis, as described in greater detail herein.

**NOTICE**

48. Notice of this Motion has been given to the following parties or, in lieu thereof, to their counsel, if known: (a) the Office of the U.S. Trustee for the Northern District of Georgia; (b) the Debtors' prepetition and postpetition lenders and collateral agent; (c) counsel to the Committee; and (d) all parties on the Limited Service List. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

**NO PRIOR REQUEST**

49. No previous request for the relief sought herein has been made by the Debtors to this Court or any other court.

**CONCLUSION**

**WHEREFORE**, the Debtors respectfully request that this Court enter the Proposed Order granting the relief requested herein and such other and further relief as is just and proper.

Dated: May 30, 2025

Respectfully submitted,

**GREENBERG TRAURIG, LLP**

/s/ David B. Kurzweil  
David B. Kurzweil (Ga. Bar No. 430492)  
Matthew A. Petrie (Ga. Bar No. 227556)  
Terminus 200  
3333 Piedmont Road, NE, Suite 2500  
Atlanta, Georgia 30305  
Telephone: (678) 553-2100  
Email: kurzweild@gtlaw.com  
petriem@gtlaw.com

*Counsel for the Debtors and Debtors in Possession*



**CERTIFICATE OF SERVICE**

I hereby certify that on May 30, 2025, all ECF participants registered in this case were served electronically with the foregoing Motion through the Court's ECF system at their respective email addresses registered with this Court. The Debtors' claims and noticing agent, Kurtzman Carson Consultants, LLC d/b/a Verita Global, will file a certificate of service on the docket to reflect any additional service of the foregoing Motion, including on the Limited Service List.

Dated: May 30, 2025

Respectfully submitted,

**GREENBERG TRAURIG, LLP**

/s/ David. B. Kurzweil

David B. Kurzweil (Ga. Bar No. 430492)

Matthew A. Petrie (Ga. Bar No. 227556)

Terminus 200

3333 Piedmont Road, NE, Suite 2500

Atlanta, Georgia 30305

Telephone: (678) 553-2100

Email: kurzweild@gtlaw.com

petriem@gtlaw.com

*Counsel for the Debtors and Debtors in Possession*

**Exhibit A**

**Proposed Order**

**IN THE UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
NEWNAN DIVISION**

In re:

AFH AIR PROS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-10356 (PMB)

(Jointly Administered)

Re: Docket No. \_\_\_\_

**ORDER (A) APPROVING THE DISCLOSURE STATEMENT ON AN INTERIM BASIS, (B) ESTABLISHING PROCEDURES FOR SOLICITATION AND TABULATION OF VOTES TO ACCEPT OR REJECT THE PLAN, (C) APPROVING THE FORM OF BALLOT AND SOLICITATION MATERIALS, (D) ESTABLISHING VOTING RECORD DATE, (E) FIXING THE DATE, TIME, AND PLACE FOR THE HEARING ON FINAL APPROVAL OF THE DISCLOSURE STATEMENT AND CONFIRMATION OF THE PLAN AND THE DEADLINE FOR FILING OBJECTIONS THERETO, AND (F) APPROVING RELATED NOTICE PROCEDURES AND DEADLINES**

---

<sup>1</sup> The last four digits of AFH Air Pros, LLC's tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Suite 200, Plantation, Florida 33324.

Upon the *Motion of the Debtors for Entry of an Order (A) Approving the Disclosure Statement on an Interim Basis, (B) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan, (C) Approving the Form of Ballot and Solicitation Materials, (D) Establishing Voting Record Date, (E) Fixing the Date, Time, and Place for the Hearing on Final Approval of the Disclosure Statement and Confirmation of the Plan and the Deadline for Filing Objections Thereto, and (F) Approving Related Notice Procedures and Deadlines* filed on May 30, 2025 [Docket No. \_\_] (the “Motion”),<sup>2</sup> for entry of an order approving: (a) the adequacy of information in the Disclosure Statement on an interim basis, (b) the Solicitation and Voting Procedures, (c) the form of Ballot and notices in connection therewith, and (d) certain deadlines with respect to voting and confirmation process, all as more fully set forth in the Motion; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the matter being a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and venue of this proceeding and the Motion in this District being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court being able to issue a final order consistent with Article III of the United States Constitution; and it appearing that due and adequate notice of the Motion has been given under the circumstances; and the Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the “Hearing”); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon the record

---

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

of the Hearing, this Court having determined that there is good and sufficient cause for the relief set forth in this Order; and after due deliberation thereon,

**IT IS HEREBY ORDERED THAT:**

1. The Motion is **GRANTED** as set forth herein.
2. The Disclosure Statement is approved on an interim basis, subject to final approval at the Combined Hearing.
3. As set forth and described further in this Order, the following dates and deadlines are approved:

Event	Date/Deadline
Voting Record Date	June 23, 2025
Solicitation Deadline	June 30, 2025
Claims Objection Deadline (for Voting Purposes)	July 7, 2025, at 4:00 p.m. (ET)
Plan Supplement Deadline	July 21, 2025
Rule 3018 Motion Deadline	July 21, 2025, at 4:00 p.m. (ET)
Voting Deadline	July 28, 2025, at 4:00 p.m. (ET)
Disclosure Statement and Confirmation Objection Deadline	July 28, 2025, at 4:00 p.m. (ET)
Deadline to File Balloting Report	August 1, 2025, at 4:00 p.m. (ET)
Deadline to File (i) Consolidated Reply to Objections and Brief in Support of Confirmation, (ii) Responses to Rule 3018 Motions, and (iii) Proposed Form of Confirmation Order	August 4, 2025, at 4:00 p.m. (ET)
Combined Hearing	August 6, 2025, at 1:00 p.m. (ET)

## **I. Combined Hearing and Deadline for Objections**

4. Combined Hearing. The hearing to consider final approval of the Disclosure Statement and confirmation of the Plan (the “Combined Hearing”)<sup>3</sup> shall commence on **August 6, 2025, at 1:00 p.m. (prevailing Eastern Time)** in the **2nd Floor Courtroom, in the Lewis R. Morgan Federal Building and United States Courthouse, 18 Greenville Street, Newnan, Georgia 30263**. The Combined Hearing may be continued from time to time by way of announcement of such continuance in open court or otherwise, without further notice to parties-in-interest.

5. Deadline and Procedures for Filing Objections to Confirmation. The deadline for filing and serving objections to final approval of the Disclosure Statement and/or confirmation of the Plan shall be **July 28, 2025, at 4:00 p.m. (prevailing Eastern Time)** (the “Objection Deadline”). In order to be considered, objections, if any, to confirmation of the Plan must: (i) be made in writing; (ii) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules; (iii) state the name and address of the objecting party and the nature and amount of any claim or interest asserted by such party against the Debtors, their estates, or their property; (iv) state with particularity the legal and factual bases and nature of any objection to the Disclosure Statement or Plan; (v) be filed with the Court and served on: (a) counsel for the Debtors, Greenberg Traurig, LLP, Terminus 200, 3333 Piedmont Road, NE, Suite 2500, Atlanta, Georgia 30305, Attn:

---

<sup>3</sup> Parties may attend the Combined Hearing in person or via the Court’s Virtual Hearing Room. The link for the Virtual Hearing Room can be found on Judge Baisier’s webpage at <https://www.ganb.uscourts.gov/content/honorable-paul-m-baisier> and is best used on a desktop or laptop computer but may be used on a phone or tablet. Participants’ devices must have a camera and audio. You may also join the Virtual Hearing Room through the “Dial-In and Virtual Bankruptcy Hearing Information” link at the top of the homepage of the Court’s website, [www.ganb.uscourts.gov](http://www.ganb.uscourts.gov). Please review “Instructions for Appearing by Telephone and Video Conference” located under the “Hearing Information” tab on the judge’s webpage prior to the hearing. You should be prepared to appear at the hearing via video, but you may leave your camera in the off position unless you are speaking or until the Court instructs otherwise. Unrepresented persons who do not have video capability may use the telephone dial-in information on the judge’s webpage.

David B. Kurzweil, Esq. (KurzweilD@gtlaw.com) and Matthew A. Petrie (PetrieM@gtlaw.com); (b) counsel for the DIP Lenders and the Prepetition Lenders, Latham & Watkins LLP, 330 N. Wabash Avenue, Suite 2800, Chicago, Illinois 60611, Attn: James Ktsanes (james.ktsanes@lw.com), Ebba Gebisa (ebba.gebisa@lw.com), and Whit Morley (whit.morley@lw.com) and Latham & Watkins LLP, 1271 Avenue of the Americas, New York, New York 10020, Attn: Nikhil Gulati (nikhil.gulati@lw.com), and Scroggins, Williamson & Ray, P.C., 4401 Northside Parkway, Suite 230, Atlanta, GA 30327, Attn: J. Robert Williamson (rwilliamson@swlawfirm.com); (c) counsel to the Official Committee of Unsecured Creditors, Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, New York, New York 10017, Attn: Bradford J. Sandler, Esq. (Bsandler@pszjlaw.com), Paul J. Labov, Esq. (Plabov@pszjlaw.com), and Cia Mackle, Esq. (Cmackle@pszjlaw.com); and (c) the United States Trustee of the Northern District of Georgia, 362 Richard B. Russell Building, 75 Ted Turner Drive, S.W., Atlanta, GA 30303 Attn: Jonathan S. Adams, Esq. (Jonathan.S.Adams@usdoj.gov) (collectively, the “Notice Parties”). The deadline for the Debtors to file a reply to any such objections is **August 4, 2025, at 4:00 p.m. (prevailing Eastern Time)**. Objections to final approval of the Disclosure Statement or confirmation of the Plan not timely filed and served as set forth above shall not be considered by the Court and shall be overruled.

6. Any objections to the adequacy of the information contained in the Disclosure Statement are expressly reserved for consideration at the Combined Hearing. Any objections to: (a) the voting procedures to be utilized; (b) the forms of notices to be provided to creditors and interest holders; or (c) the forms of Ballots to be provided to creditors and interest holders that are entitled to vote on the Plan shall not be considered at the time of the Combined Hearing.

## **II. Deadlines and Procedures for Claim Objections and Temporary Allowance of Claims for Voting Purposes**

7. Deadline for Objections to Claims for Voting Purposes Only. The deadline for filing and serving objections to claims solely for the purposes of voting on the Plan (“Claims Objections”) shall be **July 7, 2025, at 4:00 p.m. (prevailing Eastern Time)** (the “Claims Objection Deadline”). This Claims Objection Deadline shall not apply to objections to Claims for any other purpose other than voting on the Plan, and all such objections to Claims other than for voting purposes are expressly reserved.

8. Deadline and Procedures for Temporary Allowance of Claims for Voting Purposes. The deadline for filing and serving motions pursuant to Bankruptcy Rule 3018(a) seeking temporary allowance of claims for the purpose of accepting or rejecting the Plan (“Rule 3018 Motions”) shall be **July 21, 2025, at 4:00 p.m. (prevailing Eastern Time)** (the “Rule 3018(a) Motion Deadline”). The Debtors shall have until **August 4, 2025, at 4:00 p.m. (prevailing Eastern Time)** to file and serve a response to any Rule 3018 Motion. Any hearing on a Rule 3018 Motion may be held on the same date and time as the Combined Hearing.

9. Any Ballot submitted by a Holder that files a Rule 3018 Motion will be counted solely in accordance with the Tabulation Procedures and other applicable provisions in this Order unless and until the underlying Claim is temporarily allowed by the Court for voting purposes in a different amount, after notice and a hearing.

## **III. Voting Record Date**

10. The record date for purposes of determining (a) creditors and equity holders entitled to receive Solicitation Packages and related materials, if any, and (b) creditors entitled to vote to accept or reject the Plan and the creditor’s corresponding claim, shall be **June 23, 2025** (the “Voting Record Date”).



#### IV. Voting Deadline

11. To be counted, Ballots for accepting or rejecting the Plan must be received by the Claims and Noticing Agent by **July 28, 2025, at 4:00 p.m. (prevailing Eastern Time)** (the “Voting Deadline”). The Debtors are hereby authorized to extend, in their sole discretion, by oral or written notice to the Claims and Noticing Agent, the period of time during which Ballots shall be accepted for any reason from any creditor or class of creditors.

#### V. Solicitation Packages, Non-Voting Packages, and Approval of Forms of Ballots and Notice

16. Solicitation Packages. On or before **June 30, 2025** (the “Solicitation Deadline”), the Debtors shall mail or cause to be mailed by first-class mail to holders of claims in Class 3 and Class 4, who are entitled to vote, a solicitation package (each, a “Solicitation Package”) containing or directing the recipient to the following:

- i. the Combined Hearing Notice;
- ii. the Disclosure Statement and Plan (including exhibits);
- iii. a copy of this Order (without exhibits);
- iv. an appropriate Ballot, substantially in the forms of the proposed ballots collectively attached hereto as **Exhibits 1-A** and **Exhibit 1-B**, which forms of Ballots are hereby approved;
- v. a pre-addressed return envelope; and
- vi. such other materials as the Court may direct to include in the Solicitation Package.

17. The contents of the Solicitation Packages comply with Bankruptcy Rules 2002 and 3017 and constitute sufficient notice to all parties-in-interest, including, without limitation, the Holders of Claims and Interests in the Debtors. The Debtors, at their discretion, may provide the Disclosure Statement and Plan and this Order (without exhibits) to holders of claims entitled to vote on the Plan in electronic medium (e.g., flash drive, QR code, or hyperlink to the relevant

document as provided by the Complex Case Procedures). Holders of Claims or Interests in a Voting Class may (but are not required to) submit their Ballots to the Claims and Noticing Agent electronically pursuant to the instructions set forth on each Ballot. The Debtors will provide, at their expense, paper copies of any electronically distributed documents upon request of any party-in-interest to the Claims and Noticing Agent. The Ballots and the Combined Hearing Notice shall be distributed on paper.

18. Creditors holding Claims in a Class that is designated as impaired and entitled to vote under the Plan shall receive only the Solicitation Package appropriate for the applicable impaired Class. Creditors holding (a) unclassified Claims or unimpaired Claims and also (b) Claims in a Class that is designated as impaired and entitled to vote under the Plan shall receive only the Solicitation Package appropriate for the applicable impaired Class. Creditors who have filed duplicate Claims in any given Class or that hold Claims against the multiple Debtors in any given class (a) shall receive only one Solicitation Package and one Ballot for voting their claims with respect to that Class; and (b) shall be entitled to vote their Claim only once with respect to that Class. For the avoidance of doubt, each creditor shall only receive a single Ballot for each Voting Class even if such creditor holds claims against multiple Debtors.

19. Non-Voting Packages. On or before the Solicitation Deadline, the Debtors shall also mail or cause to be mailed by first-class mail to holders of claims in Class 1 and Class 2 under the Plan, who are unimpaired and deemed to have accepted the Plan, a copy of the Notice of Non-Voting Status for Unimpaired Classes, substantially in the form attached hereto as **Exhibit 2-A**. The Debtors shall mail or cause to be mailed by first-class mail to holders of claims and interests, as applicable, in Class 5 and Class 7, who are impaired and deemed to have rejected the Plan, a copy of the Notice of Non-Voting Status for Impaired Classes and Opt Out Form, substantially in

the form attached hereto as **Exhibit 2-B**; provided, the Debtors shall not be required to provide any notices or solicitation materials to (i) any Holders of Claims in Class 6, which are comprised solely of Intercompany Claims, or (ii) Holders of Intercompany Interests in Class 7. The Non-Voting Status Notices, substantially in the forms attached hereto as **Exhibit 2-A** and **Exhibit 2-B** are hereby approved. Further, the Non-Voting Packages are hereby deemed to constitute adequate alternative disclosure to impaired non-voting classes under section 1125(c) of the Bankruptcy Code and adequate summary plans under Bankruptcy Rule 3017(d).

20. Combined Hearing Notice. On or before the Solicitation Deadline, the Debtors shall mail or cause to be mailed by first-class mail to all of their known creditors, equity security holders as of the Voting Record Date, and all other entities required to be served under Bankruptcy Rules 2002 and 3017, notice of the Combined Hearing substantially in the form attached hereto as **Exhibit 3** (the “Combined Hearing Notice”), which form is hereby approved.

21. When No Notice or Transmittal Necessary. Notwithstanding any provision of this Order to the contrary, no notice or service of any kind shall be required to be made upon any person or entity to whom the Debtors mailed a notice of the meeting of creditors under Bankruptcy Code section 341 or notice of the bar date for filing proofs of claim and received either of such notices returned by the United States Postal Service marked “undeliverable as addressed,” “moved – left no forwarding address,” “forwarding order expired,” or similar marking or reason, unless the Debtors have been informed in writing by such person or entity of that person’s or entity’s new address. The Debtors shall not be required to re-mail undelivered Solicitation Packages or other undeliverable solicitation-related notices that were returned marked “undeliverable as addressed,” “moved – left no forwarding address,” “forwarding order expired,” or similar marking or reason,

unless the Debtors have been informed in writing by such person or entity of that person's or entity's new address.

22. Classes Deemed to Accept. The Holders of Claims in Class 1 and Class 2 shall be deemed to have accepted the Plan, and the Debtors are not required to solicit votes on the Plan from such holders.

23. Classes Deemed to Reject. The Holders of Claims or Interests, as applicable, in Class 5, Class 6, and Class 7 shall be deemed to have rejected the Plan, and the Debtors are not required to solicit votes on the Plan from such holders.

## **VI. Voting and Tabulation Procedures**

24. For purposes of voting on the Plan, each Claim (a) for which a Proof of Claim was or is timely received by the applicable deadline, or (b) that is listed in the Debtors' Schedules and not listed as disputed, contingent, or unliquidated as to amount, except to the extent superseded by a timely filed Proof of Claim, and as to which no objection to the allowance thereof has been filed prior to the Voting Record Date, shall be allowed, to the extent required, solely for voting purposes.

25. The Claim amount established herein shall control for voting purposes only and shall not constitute the Allowed amount of any Claim. In tabulating votes, the following hierarchy shall be used to determine the amount of the Claim associated with each Claimant's vote:

- i. the Claim amount (i) settled and/or agreed upon by the Debtors, as reflected in a document filed with the Court, (ii) set forth in an Order of the Court, or (iii) set forth in a document executed by the Debtors pursuant to authority granted by the Court;
- ii. if an objection has not been filed to a Claim, the Claim amount contained in a Proof of Claim that has been timely filed by the applicable deadline established by the Bar Date Order (or deemed timely filed by the Court under applicable law), except for any amounts asserted on account of any interest accrued after the Petition Date, provided, however, that any Ballot cast by a Holder of a Claim who timely files a Proof of Claim in respect of (i) a contingent Claim or a Claim in a wholly unliquidated or unknown amount (based on a reasonable review by the Debtors and/or Kurzman

Carson Consultants, LLC d/b/a Verita Global (the “Claims and Noticing Agent”)) that is not the subject of an objection will count toward satisfying the numerosity requirement of section 1126(c) of the Bankruptcy Code and will count as a Ballot for a Claim in the amount of \$1.00 solely for the purposes of satisfying the dollar amount provisions of section 1126(c) of the Bankruptcy Code, and (ii) a partially liquidated and partially unliquidated Claim, such Claim will be allowed for voting purposes only in the liquidated amount; provided further, however, that to the extent the Claim amount contained in the Proof of Claim is different from the Claim amount (A) settled and/or agreed upon by the Debtors, as reflected in a document filed with the Court, (B) set forth in an order of the Court, or (C) set forth in a document executed by the Debtors pursuant to authority granted by the Court, such Claim amount shall supersede the Claim amount set forth on the respective Proof of Claim for voting purposes;

- iii. if an objection has not been filed to a Claim, the Claim amount listed in the Schedules (to the extent such Claim is not superseded by a timely filed Proof of Claim); provided that such Claim is not scheduled as contingent, disputed, or unliquidated and/or has not been paid in full;
- iv. timely-filed Proofs of Claim based on litigation or tort claims will be presumed to be unliquidated, contingent, and/or disputed unless sufficient supporting documentation of a final judgment or settlement was attached to the timely filed proof of claim, as determined by the Debtors or the Claims and Noticing Agent, and such unsupported claims shall be entitled to vote in the amount of \$1.00;
- v. if a Proof of Claim has been amended by a later-filed proof of claim that is filed on or prior to the Voting Record Date, the later-filed amending claim will be entitled to vote in a manner consistent with these voting rules and the Tabulation Procedures, and the earlier filed claim will be disallowed for voting purposes, regardless of whether the Debtors have objected to such amended claim;
- vi. proofs of claim for \$0.00 are not entitled to vote;
- vii. if an objection has been filed to a Claim not later than the Claims Objection Deadline and the Holder of such Claim timely files a Bankruptcy Rule 3018 Motion, the Claim amount set forth in the Order of the Court or as agreed between the Debtors and the Holder of such Claim in connection with such Rule 3018 Motion; and
- viii. in the absence of any of the foregoing, such Claim shall not be counted for voting purposes.

50. The following procedures shall be utilized in tabulating Ballots (the “Tabulation Procedures”):

- a) Unless agreed to by the Debtors or otherwise ordered by the Court, any Ballots received after the Voting Deadline will not be accepted or counted by the Debtor in connection with the Debtor’s request for confirmation of the Plan.
- b) Any Ballot that does not indicate an acceptance or rejection of the Plan or that indicates both an acceptance and rejection of the Plan will not be counted.
- c) Any Ballot that is returned indicating acceptance or rejection of the Plan but is unsigned will not be counted.
- d) Whenever a Holder casts more than one Ballot voting the same Claim prior to the Voting Deadline, only the latest-dated Ballot timely received will be deemed to reflect the voter’s intent and will thus supersede any prior Ballot(s).
- e) If a Holder casts simultaneous duplicative Ballots that are voted inconsistently, such Ballots will not be counted.
- f) Each Holder will be deemed to have voted the full amount of its Claim as set forth on the Ballot.
- g) Ballots partially rejecting and partially accepting the Plan will not be counted.
- h) The method of delivery of Ballots to the Claims and Noticing Agent is at the risk of each Holder, and such delivery will be deemed made only when the original Ballot is actually received by the Claims and Noticing Agent.
- i) Ballots sent directly to the Debtors will not be counted.
- j) The Debtors have the right to amend the terms of the Plan (subject to compliance with section 1127 of the Bankruptcy Code). If the Debtors make material changes in the terms of the Plan, the Debtors will disseminate additional solicitation materials and extend the solicitation period, in each case, to the extent required by law or further order of the Court.
- k) If a Ballot is executed by a trustee, executor, administrator, guardian, attorney-in-fact, officer of a corporation, or other person acting in a fiduciary or representative capacity on behalf of a Holder, such person will be required to indicate such capacity when signing and, at the Claims and

Noticing Agent's discretion, must submit proper evidence satisfactory to the Claims and Noticing Agent to so act on behalf of the Holder.

- l) Any Holder who has delivered a valid Ballot voting on the Plan may withdraw such vote solely in accordance with Bankruptcy Rule 3018(a).
- m) Subject to any contrary order of the Court, the Debtors have the right to waive any defects or irregularities or conditions of delivery as to any particular Ballot unless otherwise directed by the Court.
- n) Unless waived or as ordered by the Court, any defects or irregularities in connection with deliveries of Ballots must be cured by the Voting Deadline or within such time as the Court determines, and unless otherwise ordered by the Court, delivery of such Ballots will not be deemed to have been made until such irregularities have been cured or waived.
- o) Neither the Debtors nor any other person or entity will be under any duty to provide notification of defects or irregularities with respect to deliveries of Ballots nor will the Debtors or any other person incur any liability on account of or related to any failure to provide such notification. Unless otherwise directed by the Court, delivery of such Ballots will not be deemed to have been made until such irregularities have been cured or waived. Ballots previously furnished (and as to which any irregularities have not theretofore been cured or waived) will not be counted.
- p) For purposes of determining whether the numerosity and amount requirements of section 1126(c) of the Bankruptcy Code have been satisfied, the Claims and Noticing Agent will tabulate only those Ballots received prior to the Voting Deadline or as otherwise ordered by the Court.
- q) Ballots received that do not evidence the amount or evidence an incorrect amount of a creditor's Claim shall be completed or corrected, as the case may be, based upon the terms of the Proposed Order.

26. Certification of Vote. Upon completion of the balloting, the Claims and Noticing Agent will generate a report (the "Balloting Report") certifying the amount and number of Allowed Claims of Class 3 and Class 4 accepting or rejecting the Plan. The Debtors shall file the Balloting Report with the Court on or before **August 1, 2025, at 4:00 p.m. (prevailing Eastern Time)** and shall post the Balloting Report on the Debtors' case website (<https://www.veritaglobal.net/AirPros>).

## VII. Additional Provisions

27. Filing of Plan Supplement. The Debtors shall file any Plan Supplement (as defined in the Plan) on or before **July 21, 2025**, and shall post any such Plan Supplement on the Debtors' case website (<https://www.veritaglobal.net/AirPros>).

28. Proposed Confirmation Order. The Debtors shall file a proposed form of Confirmation Order by **August 4, 2025, at 4:00 p.m. (prevailing Eastern Time)**.

29. Service and Notice Adequate and Sufficient. Service of all notices and documents described herein in the time and manner set forth herein shall constitute due, adequate, and sufficient notice, and no other or further notice shall be necessary.

30. The Claims and Noticing Agent shall make the Combined Disclosure Statement and Plan, this Order, and all exhibits to this Order available on the case website and shall provide copies of the Disclosure Statement, Plan, this Order, and all exhibits to this Order free of charge to any party requesting such copies.

31. The Debtors are authorized to make non-substantive changes to the Disclosure Statement, the Plan, Ballots, and related documents without further order of the Court, including without limitation, changes to correct typographical and grammatical errors and to make conforming changes among the Disclosure Statement, the Plan, the Ballots, the Notices of Non-Voting Status, the Combined Hearing Notice, and any other related materials prior to their mailing to parties-in-interest.

32. This Court shall retain jurisdiction with respect to all matters arising from or relating to the interpretation or implementation of this Order.

33. Counsel for the Debtors, through Verita shall, within three (3) days of entry of this Order, cause a copy of this Order to be served by electronic mail or first-class mail, as applicable,



on all parties served with the Motion, and Verita shall file promptly thereafter a certificate of service confirming such service.

END OF DOCUMENT

*Prepared and presented by:*

**GREENBERG TRAURIG, LLP**

/s/ DRAFT

David B. Kurzweil (Ga. Bar No. 430492)

Matthew A. Petrie (Ga. Bar No. 227556)

Terminus 200

3333 Piedmont Road, NE, Suite 2500

Atlanta, Georgia 30305

Telephone: (678) 553-2100

Email: kurzweild@gtlaw.com

petriem@gtlaw.com

*Counsel for the Debtors and  
Debtors in Possession*

**EXHIBIT 1-A**

**Class 3 Ballot  
(Prepetition Lender Secured Claims)**

**IN THE UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
NEWNAN DIVISION**

In re:

AFH AIR PROS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-10356 (PMB)

(Jointly Administered)

**BALLOT FOR VOTING TO ACCEPT OR REJECT THE CHAPTER 11  
PLAN OF AFH AIR PROS, LLC AND ITS DEBTOR AFFILIATES**

**CLASS 3 – PREPETITION LENDER SECURED CLAIMS**

**PLEASE READ AND FOLLOW THE ENCLOSED INSTRUCTIONS FOR  
COMPLETING BALLOTS CAREFULLY *BEFORE* COMPLETING THIS BALLOT.**

**IN ORDER FOR YOUR VOTE TO BE COUNTED, THIS BALLOT MUST BE  
COMPLETED, EXECUTED, AND RETURNED SO AS TO BE ACTUALLY RECEIVED  
BY THE CLAIMS AND NOTICING AGENT BY JULY 28, 2025, AT 4:00 P.M.,  
PREVAILING EASTERN TIME (THE “VOTING DEADLINE”) IN ACCORDANCE  
WITH THE FOLLOWING:**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) are soliciting votes with respect to the *Chapter 11 Plan of Liquidation of AFH Air Pros, LLC and Its Debtor Affiliates* (as may be amended, supplemented, or otherwise modified from time to time, the “Plan”). The Bankruptcy Court for the Northern District of Georgia (the “Bankruptcy Court”) has approved on an interim basis the Disclosure Statement as containing adequate information for solicitation purposes pursuant to section 1125 of title 11 of the United States Code (the “Bankruptcy Code”) by entry of an order on [•], 2025 [Docket No. •] (the “Solicitation Procedures Order”). The Bankruptcy Court’s interim approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Plan.

<sup>1</sup> The last four digits of AFH Air Pros, LLC’s tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Suite 200, Plantation, Florida 33324.

You are receiving this ballot (this “Ballot”) because you are a Holder of a Class 3 Claim (a “Voting Class”) as of **June 23, 2025** (the “Voting Record Date”). Accordingly, you have a right to vote to accept or reject the Plan.

Your rights are described in the Disclosure Statement, which was included in the package (the “Solicitation Package”) you are receiving with this Ballot (as well as the Plan, Solicitation Procedures Order, and certain other materials). If you received Solicitation Package materials in electronic format and desire paper copies, or if you need to obtain additional Solicitation Packages, you may obtain them by (a) writing via first class mail to Air Pros Ballot Processing, c/o Kurtzman Carson Consultants, LLC d/b/a Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245, (b) clicking the “Submit an Inquiry” option at <https://www.veritaglobal.net/airpros/inquiry>, or (c) calling the Debtors’ restructuring hotline at (866) 927-7076 (U.S./Canada) or (310) 751-2650 (International). You may also obtain copies of any pleadings filed in these Chapter 11 Cases (a) for a fee via PACER at: <http://www.ganb.uscourts.gov> or (b) at no charge from Kurtzman Carson Consultants d/b/a Verita (the “Claims and Noticing Agent”) by accessing the Debtors’ restructuring website at <https://www.veritaglobal.net/airpros>.

This Ballot may not be used for any purpose other than for casting votes to accept or reject the Plan and making certain certifications with respect to the Plan. If you believe you have received this Ballot in error, or if you believe you have received the wrong ballot, please contact the Claims and Noticing Agent immediately at the address, telephone number, or email address set forth above.

You should review the Disclosure Statement and Plan and the instructions contained herein before you vote. You may wish to seek legal advice concerning the Plan and the Plan’s classification and treatment of your Claim. Your Claim has been placed in Class 3 under the Plan.

**CAUTION - IF YOU DO NOTHING, YOUR RIGHTS MAY BE COMPROMISED. PLEASE PAY CAREFUL ATTENTION TO THE BELOW DISCLOSURE, AND IF YOU DO NOT UNDERSTAND OR HAVE FURTHER QUESTIONS, PLEASE CONSULT WITH YOUR ATTORNEY.**

**THE PLAN CONTAINS A DEBTOR RELEASE AND A THIRD-PARTY RELEASE. A THIRD-PARTY RELEASE LIMITS OR RELEASES THE LIABILITY OF CERTAIN RELEASED PARTIES THAT ARE NON-DEBTOR PARTIES AND MAY PREVENT RELEASING PARTIES FROM SUING THE RELEASED PARTIES FOR THEIR ACTIONS. A THIRD-PARTY RELEASE MAY ONLY BE GRANTED CONSENSUALLY WITH EACH OF THE AFFECTED CREDITORS, BUT CONSENT MAY BE SHOWN BY A CREDITORS’ FAILURE TO ACT.**

**YOU HAVE THE CHOICE AS TO WHETHER YOU WILL BE BOUND BY THE THIRD-PARTY RELEASE, AND THE CHOICE IS YOURS ALONE. YOU WILL BE A RELEASING PARTY AND YOUR RIGHTS MAY BE COMPROMISED UNLESS YOU TAKE CERTAIN ACTIONS. IF YOU HOLD A CLAIM AGAINST THE DEBTORS AND WOULD LIKE TO OPT OUT OF THE THIRD-PARTY RELEASE, YOU MUST ELECT TO DO SO BY CHECKING THE OPT-OUT BOX CONTAINED IN ITEM 3 OF THIS BALLOT. YOU MUST ALSO VOTE TO REJECT THE PLAN OR ABSTAIN FROM VOTING. IF YOU VOTE TO ACCEPT THE PLAN, YOU WILL BE A**

**RELEASING PARTY. IF YOU DO NOT RECEIVE EITHER A BALLOT OR OPT OUT NOTICE FORM YOU MUST OBJECT TO THE THIRD-PARTY RELEASE OR YOU WILL BE A RELEASING PARTY. OPTING OUT OF THE THIRD-PARTY RELEASE WILL NOT OTHERWISE MODIFY YOUR TREATMENT OR RECOVERY UNDER THE PLAN.**

**THE RELEASED PARTIES ARE IDENTIFIED IN THE DEFINITION OF RELEASED PARTIES IN ARTICLE I OF THE PLAN. THE RELEASED PARTIES INCLUDE, AMONG OTHERS, THE DIP AGENT, THE DIP LENDERS, THE PREPETITION AGENT, THE PREPETITION LENDERS, AND CERTAIN SPECIFIED CURRENT DIRECTORS AND OFFICERS OF THE DEBTORS.**

**PLEASE READ THE FULL TEXT OF THE CONSENSUAL THIRD-PARTY RELEASES AND RELATED DISCLOSURES IN ARTICLE X.D OF THE PLAN, WHICH ARE SET FORTH HEREIN IN FULL IN ITEM 3, FOR FURTHER DETAIL REGARDING THE THIRD-PARTY RELEASE. ANY HOLDER OF CLAIMS THAT (I) VOTES IN FAVOR OF THE PLAN, (II) VOTES TO REJECT THE PLAN OR ABSTAINS FROM VOTING BUT FAILS TO ELECT TO OPT OUT OF THE THIRD-PARTY RELEASE ON HIS OR HER BALLOT OR OPT-OUT NOTICE FORM, OR (III) DOES NOT OBJECT TO THE THIRD-PARTY RELEASE IF SUCH HOLDER DID NOT RECEIVE A BALLOT OR OPT-OUT NOTICE FORM WILL BE DEEMED TO HAVE EXPRESSLY AND UNCONDITIONALLY RELEASED AND DISCHARGED THE RELEASED PARTIES PURSUANT TO THE THIRD-PARTY RELEASE SET FORTH IN ARTICLE X.D OF THE PLAN.**

**PLEASE SUBMIT YOUR BALLOT BY ONE OF THE FOLLOWING TWO METHODS:**

**Electronically, Via Ballot Portal.**

- Submit your Ballot via upload through the Claims and Noticing Agent's online portal, by visiting <https://www.veritaglobal.net/airpros> (the "Ballot Portal") and following the instructions to submit your Ballot.
- You may also scan the QR code (hosted at <https://www.veritaglobal.net/airpros>) below to access the E-Ballot Portal:



- In order to submit a Ballot through the E-Ballot Portal, you must use the Unique E-Ballot ID# assigned to your claim. Please complete and submit an electronic Ballot for each E-Ballot ID# you receive.

**UNIQUE E-BALLOT IDENTIFICATION: \_\_\_\_\_**

**UNIQUE E-BALLOT PIN: \_\_\_\_\_**

- Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of your electronic Ballot. Please complete and submit an electronic Ballot for each E-Ballot ID# you receive, as applicable.
- Creditors who cast a Ballot using the E-Ballot Portal should NOT also submit a paper Ballot.
- The Claims and Noticing Agent's Ballot Portal is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.

**OR**

**Via Paper Ballot (if applicable).**

- Complete, sign, and date this Ballot and return it (with an original signature) promptly via first-class mail (or in the enclosed reply envelope provided), overnight courier, or hand delivery to:

**By regular mail, overnight mail, or hand delivery at:**

**Air Pros Ballot Processing  
c/o KCC d/b/a Verita  
222 N. Pacific Coast Highway, Suite 300  
El Segundo, CA 90245**

- If you would like to coordinate hand delivery of your Ballot, please send an email to [AirProsInformation@VeritaGlobal.com](mailto:AirProsInformation@VeritaGlobal.com) and provide the anticipated date and time of your delivery.

**Item 1. Amount of Claim.**

The undersigned hereby certifies that as of the Voting Record Date, the undersigned was the Holder of a Class 3 Claim in the following aggregate unpaid amount:

\$ \_\_\_\_\_

**Item 2.**      **Vote on Plan.**

The Holder of the Class 3 Claim against the Debtors, the aggregate amount of which is set forth in Item 1, votes to (please check one):

☐      **ACCEPT** (vote FOR) the Plan

☐      **REJECT** (vote AGAINST) the Plan

**Your vote on the Plan will be tabulated on a consolidated basis.**

**Item 3.**      **Third-Party Release Opt-Out Election.**

AS A HOLDER OF CLAIMS AGAINST OR INTERESTS IN THE DEBTORS, YOU ARE A “RELEASING PARTY” UNDER THE PLAN AND ARE DEEMED TO PROVIDE THE THIRD-PARTY RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN, AS SET FORTH ABOVE. YOU MAY CHECK THE BOX BELOW TO ELECT NOT TO GRANT THE RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN. YOU WILL NOT BE CONSIDERED A “RELEASING PARTY” UNDER THE PLAN IF YOU CHECK THE BOX BELOW AND SUBMIT THE OPT OUT BY THE VOTING DEADLINE. YOU WILL RECEIVE THE SAME TREATMENT ON ACCOUNT OF YOUR CLAIM(S) UNDER THE PLAN REGARDLESS OF WHETHER YOU ELECT TO NOT GRANT THE RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN.

IF YOU VOTE TO ACCEPT THE PLAN, YOU CANNOT OPT OUT OF PROVIDING THE THIRD-PARTY RELEASE AND YOU SHALL BE DEEMED TO HAVE CONSENTED TO THE THIRD-PARTY RELEASE REGARDLESS OF WHETHER YOU CHECK THE BOX BELOW. IF YOU (I) ABSTAIN FROM VOTING ON THE PLAN OR (II) VOTE TO REJECT THE PLAN AND, IN EITHER CASE, DO NOT CHECK THE BOX BELOW, YOU SHALL BE DEEMED TO HAVE CONSENTED TO THE THIRD-PARTY RELEASE. IF YOU ELECT TO OPT OUT OF THE THIRD-PARTY RELEASE, YOU CANNOT BE A “RELEASED PARTY” UNDER THE PLAN.

**The Holder of the Claim identified in Item 4 elects to:**

☐      **OPT OUT of the Third-Party Release**



## **Important information regarding releases under the Plan.<sup>2</sup>**

Article X.D of the Plan provides for a third-party release by the Releasing Parties (the “Third-Party Release”):

**Notwithstanding anything contained in the Plan to the contrary, as of the Effective Date, and to the fullest extent allowed by applicable law, each Releasing Party<sup>3</sup> is deemed to have forever released, waived, and discharged each of the Released Parties<sup>4</sup> from all Claims and Causes of Action, whether known or unknown, including any derivative claims asserted or assertable on behalf of the Debtors or their respective Estates, that such Entity would have been legally entitled to assert (whether individually or collectively) based on or relating to, or in any manner arising from, in whole or in part, the Debtors (including the management, ownership, or operation thereof), any securities issued by the Debtors and the ownership thereof, the Debtors’ in- or out-of-court restructuring efforts, any Avoidance Actions (but excluding Avoidance Actions brought as counterclaims or defenses to Claims asserted against the Debtors), any intercompany transaction, the DIP Loan Documents, Prepetition Loan Documents, the Chapter 11 Cases, the formulation, preparation, dissemination, negotiation, or filing of the Disclosure Statement, the Plan, the Plan Supplement, solicitation of votes on the Plan, the prepetition negotiation and settlement of Claims, the pursuit of Confirmation, the pursuit of Consummation, the administration and implementation of the**

---

<sup>2</sup> The Plan provisions referenced herein are for summary purposes only and do not include all provisions of the Plan that may affect your rights. If there is any inconsistency between the provisions set forth herein and the Plan, the Plan governs. Please read the Plan carefully before completing this Ballot.

<sup>3</sup> “*Releasing Party*” means each of the following, solely in its capacity as such: (a) the Debtors; (b) the Estate; (c) the DIP Agent; (d) the DIP Lenders; (e) the Prepetition Agent; (f) the Prepetition Lenders; (g) the CPO; (h) with respect to each of the foregoing entities in clauses (a) through (g), such entity’s respective current and former Affiliates, and each of such entity’s, and such entity’s current and former Affiliates’, current and former equity holders (regardless of whether such interests are held directly or indirectly), subsidiaries, officers, directors, managers, principals, members, employees, agents, advisors, advisory board members, financial advisors, partners, attorneys, accountants, investment bankers, consultants, representatives, and other professionals, each in their capacity as such; (i) all Holders of Claims and Interests that vote to accept the Plan; (j) all Holders of Claims and Interests that are deemed to accept the Plan and do not opt out of the Third-Party Release; (k) all Holders of Claims and Interests in voting classes that abstain from voting on the Plan and do not opt out of the Third-Party Release; (l) all Holders of Claims and Interests that vote, or are deemed, to reject the Plan and do not opt out of the Third-Party Release; (m) each Holder of an unclassified Claim who does not object to the Third-Party Release; and (n) all other Holders of Claims and Interests to the maximum extent permitted by law.

“*Released Party*” means each of the following, solely in its capacity as such: (a) the DIP Agent; (b) the DIP Lenders; (c) the Prepetition Agent; (d) the Prepetition Lenders; (e) the CPO; (f) the Released Debtor D&Os; and (g) the Debtors’ Professionals retained in these Chapter 11 Cases; (i) with respect to the Entities in the foregoing clauses (a) through (g), each such Entity’s current and former Affiliates, and such Entities’ and their current and former Affiliates’ current and former directors, managers, officers, control persons, equity holders (regardless of whether such interests are held directly or indirectly), affiliated investment funds or investment vehicles, participants, managed accounts or funds, fund advisors, predecessors, successors, assigns, subsidiaries, principals, members, employees, agents, advisory board members, financial advisors, partners, attorneys, accountants, investment bankers, consultants, representatives, investment managers, and other professionals, each in their capacity as such; provided that any Holder of a Claim that opts out of the Third-Party Releases contained in the Plan and any Holder of a Claim or Interest that is not a Releasing Party shall not be a “Released Party”. For the avoidance of doubt, the Non-Released Debtor D&Os shall not be Released Parties.

**Plan, including the issuance or distribution of debt and/or securities pursuant to the Plan, or the distribution of property under the Plan or any other related agreement, or upon any other related act or omission, transaction, agreement, event, or other occurrence taking place on or before the Effective Date, except for Claims related to any act or omission that is determined in a Final Order by a court of competent jurisdiction to have constituted actual fraud, willful misconduct, knowing violation of law or gross negligence, but in all respects such Released Parties shall be entitled to reasonably rely upon the advice of counsel with respect to their duties and responsibilities pursuant to the Plan (the “Third-Party Release”); provided, however, the Third-Party Release does not release any post-Effective Date obligations of any party or Entity under the Plan, or any document, instrument, or agreement (including the Plan Documents and other documents, instruments, and agreements set forth in the Plan Supplement) executed to implement the Plan.**

**Notwithstanding anything to the contrary in the foregoing, any Holder of a Claim or Interest who did not (i) return a Ballot or opt-out election form or (ii) file an objection to the Third-Party Release, that believes that its individual circumstances related to its ability to return a Ballot or opt-out election form opting out of the Third-Party Release or to object to the Third-Party Release are such that it should not be deemed to have consented to such Third-Party Release as a result of such failure, may seek relief from the Bankruptcy Court to exercise its rights and claims free of the Third-Party Release by rebutting the presumption that its failure to return a Ballot or opt-out election form opting out of the Third-Party Release or to object to the Third Party Release should be deemed to represent its consent to the Third-Party Release. Any party seeking such relief must, in any pleading regarding this provision filed with the Bankruptcy Court: (i) identify the claim(s) or types of claims the party wishes to pursue and (ii) identify the parties or the types of parties against such claims will be asserted.**

**Entry of the Confirmation Order shall constitute the Bankruptcy Court’s approval, pursuant to Bankruptcy Rule 9019, of the Third-Party Release, which includes by reference each of the related provisions and definitions contained in the Plan, and, further, shall constitute the Bankruptcy Court’s finding that the Third-Party Release is: (a) consensual; (b) essential to the confirmation of the Plan; (c) given in exchange for the good and valuable consideration provided by the Released Parties, including, without limitation, the Released Parties’ contributions to facilitating the restructuring and implementing the Plan; (c) a good faith settlement and compromise of the Claims released by the Third-Party Release; (d) in the best interests of the Debtors and their respective Estates; (e) fair, equitable, and reasonable; (f) given and made after due notice and opportunity for hearing; and (g) a bar to any of the Releasing Parties asserting any Claim or Cause of Action released pursuant to the Third-Party Release.**

Article X.F of the Plan establishes an Injunction (the “Injunction”):

**In accordance with section 1141(d)(3) of the Bankruptcy Code, the Plan does not discharge the Debtors. Section 1141(c) of the Bankruptcy Code nevertheless provides, among other things, that the property dealt with by the Plan is free and clear of all Claims and Interests against the Debtors. As a result, except as otherwise provided in the Plan or the Confirmation Order, all Entities who have held, hold, or may hold Claims, Interests, Causes**

of Action, or liabilities that: (a) are subject to compromise and settlement pursuant to the terms of the Plan; (b) have been released by the Debtors pursuant to the Plan; (c) are subject to exculpation pursuant to the Plan; or (d) are otherwise discharged, satisfied, stayed or terminated pursuant to the terms of the Plan, are permanently enjoined and precluded, from and after the Effective Date, from taking any of the following actions against, as applicable, the Debtors, the Wind Down Debtors, the Plan Administrator, the Litigation Trust, the Litigation Trustee, the Released Parties, or the Exculpated Parties: (1) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action; (2) enforcing, attaching, collecting, or recovering by any manner or means any judgment, award, decree, or order against such Entities on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action; (3) creating, perfecting, or enforcing any encumbrance of any kind against such Entities or the property or Estates of such Entities on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action; (4) asserting any right of setoff (other than setoffs exercised prior to the Petition Date) or subrogation of any kind against any debt, liability, or obligation due from such Entities or against the property of such Entities on account of or in connection with or with respect to any Claims, Causes of Action, or Interests; and (5) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action discharged, released, exculpated or settled pursuant to the Plan.

Any Entity injured by any willful violation of such injunction may seek actual damages and, in appropriate circumstances, may seek punitive damages from the willful violator.

**Item 4.**      **Certifications.**

By signing this Ballot, the undersigned certifies to the Bankruptcy Court and the Debtors that:

- (a) as of the Voting Record Date, either: the Entity is the Holder (or authorized signatory for a Holder) of the Claims in the Voting Class(es) as set forth in Item 1;
- (b) the Entity (or in the case of an authorized signatory, the Holder) has reviewed a copy of the Disclosure Statement, the Plan, and the remainder of the Solicitation Package and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth therein;
- (c) the Entity has not relied on any statement made or other information received from any person with respect to the Plan other than the information contained in the Solicitation Package or other publicly available materials;
- (d) no other Ballots with respect to the amount of the Claim identified in Item 1 has been cast or, if any other Ballots have been cast with respect to such Claim, then any such earlier Ballots are hereby revoked;

- (e) the Entity understands and acknowledges that if multiple Ballots are submitted voting the Claim set forth in Item 1, only the last properly completed Ballot voting the Claim and received by the Claims and Noticing Agent before the Voting Deadline shall be deemed to reflect the voter's intent and thus to supersede and revoke any prior Ballots received by the Claims and Noticing Agent; and
- (f) the Entity understands and acknowledges that all authority conferred or agreed to be conferred pursuant to this Ballot, and every obligation of the Holder hereunder, shall be binding upon the transferees, successors, assigns, heirs, executors, administrators, and legal representatives of the Holder and shall not be affected by, and shall survive, the death or incapacity of the Holder.

(Print or Type)	
Name of Holder:	_____
Signature:	_____
Name of Signatory:	_____
	(If other than the Holder)
Title:	_____
Address:	_____
	_____
	_____
Telephone Number:	_____
Email:	_____
Date Completed:	_____

**IF THE CLAIMS AND NOTICING AGENT DOES NOT ACTUALLY RECEIVE THIS BALLOT ON OR BEFORE JULY 28, 2025, AT 4:00 P.M., PREVAILING EASTERN TIME, AND IF THE VOTING DEADLINE IS NOT EXTENDED, YOUR VOTE TRANSMITTED BY THIS BALLOT MAY BE COUNTED TOWARD CONFIRMATION OF THE PLAN ONLY IN THE DISCRETION OF THE DEBTORS.**

**INSTRUCTIONS FOR COMPLETING THIS BALLOT**

1. The Debtors are soliciting the votes of Holders of Class 3 Claims with respect to the Plan referred to in the Disclosure Statement. **PLEASE READ THE PLAN AND DISCLOSURE STATEMENT CAREFULLY BEFORE COMPLETING THIS BALLOT.**
2. The Plan can be confirmed by the Bankruptcy Court and thereby made binding upon you if it is accepted by the Holders of at least two-thirds in amount and more than one-half in number of Claims or at least two-thirds in amount of Interests in at least one class that votes on the Plan and if the Plan otherwise satisfies the requirements for confirmation provided by section 1129(a) of the Bankruptcy Code. Please review the Disclosure Statement for more information.
3. To ensure that your Ballot is counted, you ***must*** complete and submit this Ballot as instructed herein. **Ballots will not be accepted by electronic mail or facsimile.**
4. **Use of Ballot.** To ensure that your Ballot is counted, you must: (a) complete your Ballot in accordance with these instructions; (b) clearly indicate your decision either to accept or reject the Plan in the boxes provided in Item 2 of the Ballot; and (c) clearly sign and submit your Ballot as instructed herein. For the avoidance of doubt, a Ballot submitted via the Claims and Noticing Agent's electronic Ballot Portal shall be deemed to contain an original signature.
5. Your Ballot must be returned to the Claims and Noticing Agent so as to be actually received by the Claims and Noticing Agent on or before the Voting Deadline. **The Voting Deadline is July 28, 2025, at 4:00 p.m. (prevailing Eastern Time).**
6. If a Ballot is received after the Voting Deadline and if the Voting Deadline is not extended, it may be counted only in the sole and absolute discretion of the Debtors.
7. The method of delivery of Ballots to the Claims and Noticing Agent is at the election and risk of each Holder of Claim. Except as otherwise provided herein, such delivery will be deemed made only when the Claims and Noticing Agent ***actually receives*** the originally executed Ballot. In all cases, Holders should allow sufficient time to assure timely delivery.
8. If multiple Ballots are received from the same Holder Claim with respect to the same class prior to the Voting Deadline, the latest, timely received, and properly completed Ballot will supersede and revoke any earlier received Ballots.
9. You must vote all of your Claims within your respective class either to accept or reject the Plan and may ***not*** split your vote. A Ballot (or multiple Ballots with respect to multiple claims within a single class) that partially rejects and partially accepts the Plan will not be counted.
10. This Ballot does ***not*** constitute, and shall not be deemed to be, (a) a Proof of Claim or (b) an assertion or admission of a Claim.

11. **Please be sure to sign and date your Ballot.** If you are signing a Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Claims and Noticing Agent, the Debtors, or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.

**PLEASE SUBMIT YOUR BALLOT PROMPTLY**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT, THESE VOTING INSTRUCTIONS, OR THE PROCEDURES FOR VOTING, PLEASE CALL THE RESTRUCTURING HOTLINE AT:**

**U.S. and Canada Toll Free: (866) 927-7076  
International: (310) 751-2650**

**OR BY CLICKING THE “SUBMIT AN INQUIRY” OPTION AT  
[HTTPS://WWW.VERITAGLOBAL.NET/AIRPROS/INQUIRY](https://www.veritaglobal.net/AirPros/INQUIRY)**

**IF THE CLAIMS AND NOTICING AGENT DOES NOT ACTUALLY RECEIVE THIS BALLOT ON OR BEFORE THE VOTING DEADLINE, WHICH IS JULY 28, 2025, AT 4:00 P.M., PREVAILING EASTERN TIME, AND IF THE VOTING DEADLINE IS NOT EXTENDED, YOUR VOTE TRANSMITTED HEREBY MAY BE COUNTED ONLY IN THE DISCRETION OF THE DEBTORS.**

*Scan the QR code below to view the Solicitation Procedures approved by the Court and the Combined Disclosure Statement and Plan (hosted at <https://www.veritaglobal.net/AirPros>)*



**EXHIBIT 1-B**

**Class 4 Ballot**  
**(General Unsecured Claims)**



IN THE UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
NEWNAN DIVISION

In re:

AFH AIR PROS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-10356 (PMB)

(Jointly Administered)

**BALLOT FOR VOTING TO ACCEPT OR REJECT THE CHAPTER 11  
PLAN OF AFH AIR PROS, LLC AND ITS DEBTOR AFFILIATES**

**CLASS 4 – GENERAL UNSECURED CLAIMS**

**PLEASE READ AND FOLLOW THE ENCLOSED INSTRUCTIONS FOR  
COMPLETING BALLOTS CAREFULLY *BEFORE* COMPLETING THIS BALLOT.**

**IN ORDER FOR YOUR VOTE TO BE COUNTED, THIS BALLOT MUST BE  
COMPLETED, EXECUTED, AND RETURNED SO AS TO BE ACTUALLY RECEIVED  
BY THE CLAIMS AND NOTICING AGENT BY JULY 28, 2025, AT 4:00 P.M.,  
PREVAILING EASTERN TIME (THE “VOTING DEADLINE”) IN ACCORDANCE  
WITH THE FOLLOWING:**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) are soliciting votes with respect to the *Chapter 11 Plan of Liquidation of AFH Air Pros, LLC and Its Debtor Affiliates* (as may be amended, supplemented, or otherwise modified from time to time, the “Plan”). The Bankruptcy Court for the Northern District of Georgia (the “Bankruptcy Court”) has approved on an interim basis the Disclosure Statement as containing adequate information for solicitation purposes pursuant to section 1125 of title 11 of the United States Code (the “Bankruptcy Code”) by entry of an order on [•], 2025 [Docket No. •] (the “Solicitation Procedures Order”). The Bankruptcy Court’s interim approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Plan.

You are receiving this ballot (this “Ballot”) because you are a Holder of a Class 4 Claim (a “Voting Class”) as of **June 23, 2025** (the “Voting Record Date”). Accordingly, you have a right to vote to accept or reject the Plan.

<sup>1</sup> The last four digits of AFH Air Pros, LLC’s tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Suite 200, Plantation, Florida 33324.



Your rights are described in the Disclosure Statement, which was included in the package (the “Solicitation Package”) you are receiving with this Ballot (as well as the Plan, Solicitation Procedures Order, and certain other materials). If you received Solicitation Package materials in electronic format and desire paper copies, or if you need to obtain additional Solicitation Packages, you may obtain them by (a) writing via first class mail to Air Pros Ballot Processing, c/o Kurtzman Carson Consultants, LLC d/b/a Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245, (b) clicking the “Submit an Inquiry” option at <https://www.veritaglobal.net/airpros/inquiry>, or (c) calling the Debtors’ restructuring hotline at (866) 927-7076 (U.S./Canada) or (310) 751-2650 (International). You may also obtain copies of any pleadings filed in these Chapter 11 Cases (a) for a fee via PACER at: <http://www.ganb.uscourts.gov> or (b) at no charge from Kurtzman Carson Consultants, LLC d/b/a Verita (the “Claims and Noticing Agent”) by accessing the Debtors’ restructuring website at <https://www.veritaglobal.net/airpros>.

This Ballot may not be used for any purpose other than for casting votes to accept or reject the Plan and making certain certifications with respect to the Plan. If you believe you have received this Ballot in error, or if you believe you have received the wrong ballot, please contact the Claims and Noticing Agent immediately at the address, telephone number, or email address set forth above.

You should review the Disclosure Statement and Plan and the instructions contained herein before you vote. You may wish to seek legal advice concerning the Plan and the Plan’s classification and treatment of your Claim. Your Claim has been placed in Class 4 under the Plan.

**CAUTION - IF YOU DO NOTHING, YOUR RIGHTS MAY BE COMPROMISED. PLEASE PAY CAREFUL ATTENTION TO THE BELOW DISCLOSURE, AND IF YOU DO NOT UNDERSTAND OR HAVE FURTHER QUESTIONS, PLEASE CONSULT WITH YOUR ATTORNEY.**

**THE PLAN CONTAINS A DEBTOR RELEASE AND A THIRD-PARTY RELEASE. A THIRD-PARTY RELEASE LIMITS OR RELEASES THE LIABILITY OF CERTAIN RELEASED PARTIES THAT ARE NON-DEBTOR PARTIES AND MAY PREVENT RELEASING PARTIES FROM SUING THE RELEASED PARTIES FOR THEIR ACTIONS. A THIRD-PARTY RELEASE MAY ONLY BE GRANTED CONSENSUALLY WITH EACH OF THE AFFECTED CREDITORS, BUT CONSENT MAY BE SHOWN BY A CREDITORS’ FAILURE TO ACT.**

**YOU HAVE THE CHOICE AS TO WHETHER YOU WILL BE BOUND BY THE THIRD-PARTY RELEASE, AND THE CHOICE IS YOURS ALONE. YOU WILL BE A RELEASING PARTY AND YOUR RIGHTS MAY BE COMPROMISED UNLESS YOU TAKE CERTAIN ACTIONS. IF YOU HOLD A CLAIM AGAINST THE DEBTORS AND WOULD LIKE TO OPT OUT OF THE THIRD-PARTY RELEASE, YOU MUST ELECT TO DO SO BY CHECKING THE OPT-OUT BOX CONTAINED IN ITEM 3 OF THIS BALLOT. YOU MUST ALSO VOTE TO REJECT THE PLAN OR ABSTAIN FROM VOTING. IF YOU VOTE TO ACCEPT THE PLAN, YOU WILL BE A RELEASING PARTY. IF YOU DO NOT RECEIVE EITHER A BALLOT OR OPT OUT NOTICE FORM YOU MUST OBJECT TO THE THIRD-PARTY RELEASE OR YOU WILL BE A RELEASING PARTY. OPTING OUT OF THE THIRD-PARTY RELEASE**

**WILL NOT OTHERWISE MODIFY YOUR TREATMENT OR RECOVERY UNDER THE PLAN.**

**THE RELEASED PARTIES ARE IDENTIFIED IN THE DEFINITION OF RELEASED PARTIES IN ARTICLE I OF THE PLAN. THE RELEASED PARTIES INCLUDE, AMONG OTHERS, THE DIP AGENT, THE DIP LENDERS, THE PREPETITION AGENT, THE PREPETITION LENDERS, AND CERTAIN SPECIFIED CURRENT DIRECTORS AND OFFICERS OF THE DEBTORS.**

**PLEASE READ THE FULL TEXT OF THE CONSENSUAL THIRD-PARTY RELEASES AND RELATED DISCLOSURES IN ARTICLE X.D OF THE PLAN, WHICH ARE SET FORTH HEREIN IN FULL IN ITEM 3, FOR FURTHER DETAIL REGARDING THE THIRD-PARTY RELEASE. ANY HOLDER OF CLAIMS THAT (I) VOTES IN FAVOR OF THE PLAN, (II) VOTES TO REJECT THE PLAN OR ABSTAINS FROM VOTING BUT FAILS TO ELECT TO OPT OUT OF THE THIRD-PARTY RELEASE ON HIS OR HER BALLOT OR OPT-OUT NOTICE FORM, OR (III) DOES NOT OBJECT TO THE THIRD-PARTY RELEASE IF SUCH HOLDER DID NOT RECEIVE A BALLOT OR OPT-OUT NOTICE FORM WILL BE DEEMED TO HAVE EXPRESSLY AND UNCONDITIONALLY RELEASED AND DISCHARGED THE RELEASED PARTIES PURSUANT TO THE THIRD-PARTY RELEASE SET FORTH IN ARTICLE X.D OF THE PLAN.**

**PLEASE SUBMIT YOUR BALLOT BY ONE OF THE FOLLOWING TWO METHODS:**

**Electronically, Via Ballot Portal.**

- Submit your Ballot via upload through the Claims and Noticing Agent's online portal, by visiting <https://www.veritaglobal.net/airpros> (the "**Ballot Portal**") and following the instructions to submit your Ballot.
- You may also scan the QR code (hosted at <https://www.veritaglobal.net/airpros>) below to access the E-Ballot Portal:



- In order to submit a Ballot through the E-Ballot Portal, you must use the Unique E-Ballot ID# assigned to your claim. Please complete and submit an electronic Ballot for each E-Ballot ID# you receive.

**UNIQUE E-BALLOT IDENTIFICATION:** \_\_\_\_\_

**UNIQUE E-BALLOT PIN:** \_\_\_\_\_

- Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of your electronic Ballot. Please complete and submit an electronic Ballot for each E-Ballot ID# you receive, as applicable.

- Creditors who cast a Ballot using the E-Ballot Portal should NOT also submit a paper Ballot.
- The Claims and Noticing Agent's Ballot Portal is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.

**OR**

**Via Paper Ballot (if applicable).**

- Complete, sign, and date this Ballot and return it (with an original signature) promptly via first-class mail (or in the enclosed reply envelope provided), overnight courier, or hand delivery to:

By regular mail, overnight mail, or hand delivery at:

Air Pros Ballot Processing  
c/o KCC d/b/a Verita  
222 N. Pacific Coast Highway, Suite 300  
El Segundo, CA 90245

- If you would like to coordinate hand delivery of your Ballot, please send an email to [AirProsInformation@VeritaGlobal.com](mailto:AirProsInformation@VeritaGlobal.com) and provide the anticipated date and time of your delivery.

**Item 1.**      **Amount of Claim.**

The undersigned hereby certifies that as of the Voting Record Date, the undersigned was the Holder of a Class 4 Claim in the following aggregate unpaid amount:

\$ \_\_\_\_\_

**Item 2.**      **Vote on Plan.**

The Holder of the Class 4 Claim against the Debtors, the aggregate amount of which is set forth in Item 1, votes to (please check one):

☐      **ACCEPT** (vote FOR) the Plan

☐      **REJECT** (vote AGAINST) the Plan

**Your vote on the Plan will be tabulated on a consolidated basis.**

**Item 3. Third-Party Release Opt-Out Election.**

AS A HOLDER OF CLAIMS AGAINST OR INTERESTS IN THE DEBTORS, YOU ARE A “RELEASING PARTY” UNDER THE PLAN AND ARE DEEMED TO PROVIDE THE THIRD-PARTY RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN, AS SET FORTH ABOVE. YOU MAY CHECK THE BOX BELOW TO ELECT NOT TO GRANT THE RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN. YOU WILL NOT BE CONSIDERED A “RELEASING PARTY” UNDER THE PLAN IF YOU CHECK THE BOX BELOW AND SUBMIT THE OPT OUT BY THE VOTING DEADLINE. YOU WILL RECEIVE THE SAME TREATMENT ON ACCOUNT OF YOUR CLAIM(S) UNDER THE PLAN REGARDLESS OF WHETHER YOU ELECT TO NOT GRANT THE RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN.

IF YOU VOTE TO ACCEPT THE PLAN, YOU CANNOT OPT OUT OF PROVIDING THE THIRD-PARTY RELEASE AND YOU SHALL BE DEEMED TO HAVE CONSENTED TO THE THIRD-PARTY RELEASE REGARDLESS OF WHETHER YOU CHECK THE BOX BELOW. IF YOU (I) ABSTAIN FROM VOTING ON THE PLAN OR (II) VOTE TO REJECT THE PLAN AND, IN EITHER CASE, DO NOT CHECK THE BOX BELOW, YOU SHALL BE DEEMED TO HAVE CONSENTED TO THE THIRD-PARTY RELEASE. IF YOU ELECT TO OPT OUT OF THE THIRD-PARTY RELEASE, YOU CANNOT BE A “RELEASED PARTY” UNDER THE PLAN.

**The Holder of the Claim identified in Item 4 elects to:**

☐ **OPT OUT of the Third-Party Release**

**Important information regarding releases under the Plan.<sup>2</sup>**

Article X.D of the Plan provides for a third-party release by the Releasing Parties (the “Third-Party Release”):

**Notwithstanding anything contained in the Plan to the contrary, as of the Effective Date, and to the fullest extent allowed by applicable law, each Releasing Party<sup>3</sup> is deemed to**

---

<sup>2</sup> The Plan provisions referenced herein are for summary purposes only and do not include all provisions of the Plan that may affect your rights. If there is any inconsistency between the provisions set forth herein and the Plan, the Plan governs. Please read the Plan carefully before completing this Ballot.

<sup>3</sup> “*Releasing Party*” means each of the following, solely in its capacity as such: (a) the Debtors; (b) the Estate; (c) the DIP Agent; (d) the DIP Lenders; (e) the Prepetition Agent; (f) the Prepetition Lenders; (g) the CPO; (h) with respect to each of the foregoing entities in clauses (a) through (g), such entity’s respective current and former Affiliates, and each of such entity’s, and such entity’s current and former Affiliates’, current and former equity holders (regardless of whether such interests are held directly or indirectly), subsidiaries, officers, directors, managers, principals, members, employees, agents, advisors, advisory board members, financial advisors, partners, attorneys, accountants, investment bankers, consultants, representatives, and other professionals, each in their capacity as such; (i) all Holders of Claims and Interests that vote to accept the Plan; (j) all Holders of Claims and Interests that are deemed to accept

have forever released, waived, and discharged each of the Released Parties<sup>4</sup> from all Claims and Causes of Action, whether known or unknown, including any derivative claims asserted or assertable on behalf of the Debtors or their respective Estates, that such Entity would have been legally entitled to assert (whether individually or collectively) based on or relating to, or in any manner arising from, in whole or in part, the Debtors (including the management, ownership, or operation thereof), any securities issued by the Debtors and the ownership thereof, the Debtors' in- or out-of-court restructuring efforts, any Avoidance Actions (but excluding Avoidance Actions brought as counterclaims or defenses to Claims asserted against the Debtors), any intercompany transaction, the DIP Loan Documents, Prepetition Loan Documents, the Chapter 11 Cases, the formulation, preparation, dissemination, negotiation, or filing of the Disclosure Statement, the Plan, the Plan Supplement, solicitation of votes on the Plan, the prepetition negotiation and settlement of Claims, the pursuit of Confirmation, the pursuit of Consummation, the administration and implementation of the Plan, including the issuance or distribution of debt and/or securities pursuant to the Plan, or the distribution of property under the Plan or any other related agreement, or upon any other related act or omission, transaction, agreement, event, or other occurrence taking place on or before the Effective Date, except for Claims related to any act or omission that is determined in a Final Order by a court of competent jurisdiction to have constituted actual fraud, willful misconduct, knowing violation of law or gross negligence, but in all respects such Released Parties shall be entitled to reasonably rely upon the advice of counsel with respect to their duties and responsibilities pursuant to the Plan (the "Third-Party Release"); provided, however, the Third-Party Release does not release any post-Effective Date obligations of any party or Entity under the Plan, or any document, instrument, or agreement (including the Plan Documents and other documents, instruments, and agreements set forth in the Plan Supplement) executed to implement the Plan.

Notwithstanding anything to the contrary in the foregoing, any Holder of a Claim or Interest who did not (i) return a Ballot or opt-out election form or (ii) file an objection to the Third-Party Release, that believes that its individual circumstances related to its ability to return a Ballot or opt-out election form opting out of the Third-Party Release or to object to

---

the Plan and do not opt out of the Third-Party Release; (k) all Holders of Claims and Interests in voting classes that abstain from voting on the Plan and do not opt out of the Third-Party Release; (l) all Holders of Claims and Interests that vote, or are deemed, to reject the Plan and do not opt out of the Third-Party Release; (m) each Holder of an unclassified Claim who does not object to the Third-Party Release; and (n) all other Holders of Claims and Interests to the maximum extent permitted by law.

"Released Party" means each of the following, solely in its capacity as such: (a) the DIP Agent; (b) the DIP Lenders; (c) the Prepetition Agent; (d) the Prepetition Lenders; (e) the CPO; (f) the Released Debtor D&Os; and (g) the Debtors' Professionals retained in these Chapter 11 Cases; (i) with respect to the Entities in the foregoing clauses (a) through (g), each such Entity's current and former Affiliates, and such Entities' and their current and former Affiliates' current and former directors, managers, officers, control persons, equity holders (regardless of whether such interests are held directly or indirectly), affiliated investment funds or investment vehicles, participants, managed accounts or funds, fund advisors, predecessors, successors, assigns, subsidiaries, principals, members, employees, agents, advisory board members, financial advisors, partners, attorneys, accountants, investment bankers, consultants, representatives, investment managers, and other professionals, each in their capacity as such; provided that any Holder of a Claim that opts out of the Third-Party Releases contained in the Plan and any Holder of a Claim or Interest that is not a Releasing Party shall not be a "Released Party". For the avoidance of doubt, the Non-Released Debtor D&Os shall not be Released Parties.

the Third-Party Release are such that it should not be deemed to have consented to such Third-Party Release as a result of such failure, may seek relief from the Bankruptcy Court to exercise its rights and claims free of the Third-Party Release by rebutting the presumption that its failure to return a Ballot or opt-out election form opting out of the Third-Party Release or to object to the Third Party Release should be deemed to represent its consent to the Third-Party Release. Any party seeking such relief must, in any pleading regarding this provision filed with the Bankruptcy Court: (i) identify the claim(s) or types of claims the party wishes to pursue and (ii) identify the parties or the types of parties against such claims will be asserted.

Entry of the Confirmation Order shall constitute the Bankruptcy Court's approval, pursuant to Bankruptcy Rule 9019, of the Third-Party Release, which includes by reference each of the related provisions and definitions contained in the Plan, and, further, shall constitute the Bankruptcy Court's finding that the Third-Party Release is: (a) consensual; (b) essential to the confirmation of the Plan; (c) given in exchange for the good and valuable consideration provided by the Released Parties, including, without limitation, the Released Parties' contributions to facilitating the restructuring and implementing the Plan; (c) a good faith settlement and compromise of the Claims released by the Third-Party Release; (d) in the best interests of the Debtors and their respective Estates; (e) fair, equitable, and reasonable; (f) given and made after due notice and opportunity for hearing; and (g) a bar to any of the Releasing Parties asserting any Claim or Cause of Action released pursuant to the Third-Party Release.

Article X.F of the Plan establishes an Injunction (the "Injunction"):

In accordance with section 1141(d)(3) of the Bankruptcy Code, the Plan does not discharge the Debtors. Section 1141(c) of the Bankruptcy Code nevertheless provides, among other things, that the property dealt with by the Plan is free and clear of all Claims and Interests against the Debtors. As a result, except as otherwise provided in the Plan or the Confirmation Order, all Entities who have held, hold, or may hold Claims, Interests, Causes of Action, or liabilities that: (a) are subject to compromise and settlement pursuant to the terms of the Plan; (b) have been released by the Debtors pursuant to the Plan; (c) are subject to exculpation pursuant to the Plan; or (d) are otherwise discharged, satisfied, stayed or terminated pursuant to the terms of the Plan, are permanently enjoined and precluded, from and after the Effective Date, from taking any of the following actions against, as applicable, the Debtors, the Wind Down Debtors, the Plan Administrator, the Litigation Trust, the Litigation Trustee, the Released Parties, or the Exculpated Parties: (1) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action; (2) enforcing, attaching, collecting, or recovering by any manner or means any judgment, award, decree, or order against such Entities on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action; (3) creating, perfecting, or enforcing any encumbrance of any kind against such Entities or the property or Estates of such Entities on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action; (4) asserting any right of setoff (other than setoffs exercised prior to the Petition Date) or subrogation of any kind against any debt, liability, or obligation due from such Entities or against the property of such Entities on account of or in connection



**with or with respect to any Claims, Causes of Action, or Interests; and (5) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action discharged, released, exculpated or settled pursuant to the Plan.**

**Any Entity injured by any willful violation of such injunction may seek actual damages and, in appropriate circumstances, may seek punitive damages from the willful violator.**

**Item 4.        Certifications.**

By signing this Ballot, the undersigned certifies to the Bankruptcy Court and the Debtors that:

- (a) as of the Voting Record Date, either: the Entity is the Holder (or authorized signatory for a Holder) of the Claims in the Voting Class(es) as set forth in Item 1;
- (b) the Entity (or in the case of an authorized signatory, the Holder) has reviewed a copy of the Disclosure Statement, the Plan, and the remainder of the Solicitation Package and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth therein;
- (c) the Entity has not relied on any statement made or other information received from any person with respect to the Plan other than the information contained in the Solicitation Package or other publicly available materials;
- (d) no other Ballots with respect to the amount of the Claim identified in Item 1 has been cast or, if any other Ballots have been cast with respect to such Claim, then any such earlier Ballots are hereby revoked;
- (e) the Entity understands and acknowledges that if multiple Ballots are submitted voting the Claim set forth in Item 1, only the last properly completed Ballot voting the Claim and received by the Claims and Noticing Agent before the Voting Deadline shall be deemed to reflect the voter's intent and thus to supersede and revoke any prior Ballots received by the Claims and Noticing Agent; and
- (f) the Entity understands and acknowledges that all authority conferred or agreed to be conferred pursuant to this Ballot, and every obligation of the Holder hereunder, shall be binding upon the transferees, successors, assigns, heirs, executors, administrators, and legal representatives of the Holder and shall not be affected by, and shall survive, the death or incapacity of the Holder.

(Print or Type)	
Name of Holder:	_____
Signature:	_____
Name of Signatory:	_____
	(If other than the Holder)
Title:	_____
Address:	_____
	_____
	_____
Telephone Number:	_____
Email:	_____
Date Completed:	_____

**IF THE CLAIMS AND NOTICING AGENT DOES NOT ACTUALLY RECEIVE THIS BALLOT ON OR BEFORE JULY 28, 2025, AT 4:00 P.M., PREVAILING EASTERN TIME, AND IF THE VOTING DEADLINE IS NOT EXTENDED, YOUR VOTE TRANSMITTED BY THIS BALLOT MAY BE COUNTED TOWARD CONFIRMATION OF THE PLAN ONLY IN THE DISCRETION OF THE DEBTORS.**

**INSTRUCTIONS FOR COMPLETING THIS BALLOT**

1. The Debtors are soliciting the votes of Holders of Class 4 Claims with respect to the Plan referred to in the Disclosure Statement. **PLEASE READ THE PLAN AND DISCLOSURE STATEMENT CAREFULLY BEFORE COMPLETING THIS BALLOT.**
2. The Plan can be confirmed by the Bankruptcy Court and thereby made binding upon you if it is accepted by the Holders of at least two-thirds in amount and more than one-half in number of Claims or at least two-thirds in amount of Interests in at least one class that votes on the Plan and if the Plan otherwise satisfies the requirements for confirmation provided by section 1129(a) of the Bankruptcy Code. Please review the Disclosure Statement for more information.
3. To ensure that your Ballot is counted, you ***must*** complete and submit this Ballot as instructed herein. **Ballots will not be accepted by electronic mail or facsimile.**



4. **Use of Ballot.** To ensure that your Ballot is counted, you must: (a) complete your Ballot in accordance with these instructions; (b) clearly indicate your decision either to accept or reject the Plan in the boxes provided in Item 2 of the Ballot; and (c) clearly sign and submit your Ballot as instructed herein. For the avoidance of doubt, a Ballot submitted via the Claims and Noticing Agent's electronic Ballot Portal shall be deemed to contain an original signature.
5. Your Ballot must be returned to the Claims and Noticing Agent so as to be actually received by the Claims and Noticing Agent on or before the Voting Deadline. **The Voting Deadline is July 28, 2025, at 4:00 p.m. (prevailing Eastern Time).**
6. If a Ballot is received after the Voting Deadline and if the Voting Deadline is not extended, it may be counted only in the sole and absolute discretion of the Debtors.
7. The method of delivery of Ballots to the Claims and Noticing Agent is at the election and risk of each Holder of Claim. Except as otherwise provided herein, such delivery will be deemed made only when the Claims and Noticing Agent ***actually receives*** the originally executed Ballot. In all cases, Holders should allow sufficient time to assure timely delivery.
8. If multiple Ballots are received from the same Holder Claim with respect to the same class prior to the Voting Deadline, the latest, timely received, and properly completed Ballot will supersede and revoke any earlier received Ballots.
9. You must vote all of your Claims within your respective class either to accept or reject the Plan and may *not* split your vote. A Ballot (or multiple Ballots with respect to multiple claims within a single class) that partially rejects and partially accepts the Plan will not be counted.
10. This Ballot does *not* constitute, and shall not be deemed to be, (a) a Proof of Claim or (b) an assertion or admission of a Claim.
11. **Please be sure to sign and date your Ballot.** If you are signing a Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Claims and Noticing Agent, the Debtors, or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.

**PLEASE SUBMIT YOUR BALLOT PROMPTLY**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT, THESE VOTING INSTRUCTIONS, OR THE PROCEDURES FOR VOTING, PLEASE CALL THE RESTRUCTURING HOTLINE AT:**

**U.S. and Canada Toll Free: (866) 927-7076  
International: (310) 751-2650**

**OR BY CLICKING THE “SUBMIT AN INQUIRY” OPTION AT  
[HTTPS://WWW.VERITAGLOBAL.NET/AIRPROS/INQUIRY](https://www.veritaglobal.net/airpros/inquiry)**

**IF THE CLAIMS AND NOTICING AGENT DOES NOT ACTUALLY RECEIVE THIS BALLOT ON OR BEFORE THE VOTING DEADLINE, WHICH IS JULY 28, 2025 AT 4:00 P.M., PREVAILING EASTERN TIME, AND IF THE VOTING DEADLINE IS NOT EXTENDED, YOUR VOTE TRANSMITTED HEREBY MAY BE COUNTED ONLY IN THE DISCRETION OF THE DEBTORS.**

*Scan the QR code below to view the Solicitation Procedures approved by the Court and the Combined Disclosure Statement and Plan (hosted at <https://www.veritaglobal.net/AirPros>)*



**EXHIBIT 2-A**

**Notice of Non-Voting Status for Unimpaired Classes  
and Opt Out Form**

**IN THE UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
NEWNAN DIVISION**

In re:

AFH AIR PROS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-10356 (PMB)

(Jointly Administered)

**NOTICE OF (A) NON-VOTING STATUS TO HOLDERS OF UNIMPAIRED CLAIMS  
OR INTERESTS CONCLUSIVELY PRESUMED TO ACCEPT THE PLAN AND  
(B) OPT OUT FORM REGARDING THIRD-PARTY RELEASES UNDER THE PLAN**

**PLEASE TAKE NOTICE THAT** on [•], 2025, the above-captioned debtors and debtors-in-possession (the “Debtors”) filed the *Chapter 11 Plan of Liquidation of AFH Air Pros, LLC and Its Debtor Affiliates* [Docket No. •] (all exhibits thereto and as may be amended, supplemented, or otherwise modified from time to time, the “Plan”) and the *Disclosure Statement for the Chapter 11 Plan of AFH Air Pros, LLC and its Debtor Affiliates* [Docket No. •] (as may be amended, modified, or supplemented from time to time, the “Disclosure Statement”)<sup>2</sup> with the United States Bankruptcy Court for the Northern District of Georgia (the “Court”).

**PLEASE TAKE FURTHER NOTICE THAT** on [•], 2025, the Court entered an order [Docket No. •] (the “Solicitation Procedures Order”) that, among other things, approved on an interim basis the Disclosure Statement as containing “adequate information” pursuant to section 1125(a) of title 11 of the United States Bankruptcy Code (the “Bankruptcy Code”).

**PLEASE TAKE FURTHER NOTICE THAT** because of the nature and treatment of your Claim or Interest under the Plan, ***you are not entitled to vote on the Plan.*** Specifically, under the terms of the Plan, as a Holder of a Claim (as currently asserted against the Debtors) that is not Impaired and conclusively presumed to have accepted the Plan pursuant to Bankruptcy Code section 1126(f), you are ***not*** entitled to vote on the Plan.

**PLEASE TAKE FURTHER NOTICE THAT** the hearing at which the Court will consider final approval of the Disclosure Statement and Confirmation of the Plan (the “Combined Hearing”) will commence on **August 6, 2025, at 1:00 p.m., prevailing Eastern Time**, before the

<sup>1</sup> The last four digits of AFH Air Pros, LLC’s tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Suite 200, Plantation, Florida 33324.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings attributed to such terms in the Plan or Disclosure Statement, as applicable.

Honorable Paul M. Baisier, in the **2nd Floor Courtroom, in the Lewis R. Morgan Federal Building and United States Courthouse, 18 Greenville Street, Newnan, Georgia 30263.**

**PLEASE TAKE FURTHER NOTICE THAT** pursuant to Article VI of the Plan, on the Effective Date, all Executory Contracts not assumed before the Effective Date or subject to a pending motion to assume as of the Effective Date will be deemed automatically rejected, and the Order confirming the Plan shall constitute an Order approving such rejection as of the Effective Date.

**PLEASE TAKE FURTHER NOTICE THAT** the deadline for filing objections to approval of the Disclosure Statement or confirmation of the Plan is **July 28, 2025, at 4:00 p.m., prevailing Eastern Time** (the “Objection Deadline”). All objections to the relief sought at the Combined Hearing ***must***: (i) be made in writing; (ii) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules; (iii) state the name and address of the objecting party and the nature and amount of any claim or interest asserted by such party against the Debtors, their estates, or their property; (iv) state with particularity the legal and factual bases and nature of any objection to the Disclosure Statement or Plan; (v) be filed with the Court and served on: (a) counsel for the Debtors, Greenberg Traurig, LLP, Terminus 200, 3333 Piedmont Road, NE, Suite 2500, Atlanta, Georgia 30305, Attn: David B. Kurzweil, Esq. (KurzweilD@gtlaw.com) and Matthew A. Petrie (PetrieM@gtlaw.com); (b) counsel for the DIP Lenders and the Prepetition Lenders, Latham & Watkins LLP, 330 N. Wabash Avenue, Suite 2800, Chicago, Illinois 60611, Attn: James Ktsanes (james.ktsanes@lw.com), Ebba Gebisa (ebba.gebisa@lw.com), and Whit Morley (whit.morley@lw.com), Latham & Watkins LLP, 1271 Avenue of the Americas, New York, New York 10020, Attn: Nikhil Gulati (nikhil.gulati@lw.com), and Scroggins, Williamson & Ray, P.C., 4401 Northside Parkway, Suite 230, Atlanta, GA 30327, Attn: J. Robert Williamson (rwilliamson@swlawfirm.com); (c) counsel to the Official Committee of Unsecured Creditors, Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, New York, New York 10017, Attn: Bradford J. Sandler, Esq. (Bsandler@pszjlaw.com), Paul J. Labov, Esq. (Plabov@pszjlaw.com), and Cia Mackle, Esq. (Cmackle@pszjlaw.com); and (c) the United States Trustee of the Northern District of Georgia, 362 Richard B. Russell Building, 75 Ted Turner Drive, S.W., Atlanta, GA 30303 Attn: Jonathan S. Adams, Esq. (Jonathan.S.Adams@usdoj.gov) (collectively, the “Notice Parties”).

**PLEASE TAKE FURTHER NOTICE THAT** if you would like to obtain a copy of the Disclosure Statement, Plan, the Plan Supplement, or related documents, you should contact Kurtzman Carson Consultants d/b/a Verita (the “Claims and Noticing Agent”) by (a) writing via first class mail to Air Pros Ballot Processing, c/o Kurtzman Carson Consultants, LLC d/b/a Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245, (b) clicking the “Submit an Inquiry” option at <https://www.veritaglobal.net/airpros/inquiry>, or (c) calling the Debtors’ restructuring hotline at (866) 927-7076 (U.S./Canada) or (310) 751-2650 (International). You may also obtain copies of any pleadings filed in these Chapter 11 Cases (a) for a fee via PACER at: <http://www.ganb.uscourts.gov> or (b) at no charge from the Claims and Noticing Agent by accessing the Debtors’ restructuring website at <https://www.veritaglobal.net/airpros>.

<p><b><u>CAUTION</u> - IF YOU DO NOTHING, YOUR RIGHTS MAY BE COMPROMISED.</b> <b><u>PLEASE PAY CAREFUL ATTENTION TO THE BELOW DISCLOSURE, AND IF</u></b></p>
--

**YOU DO NOT UNDERSTAND OR HAVE FURTHER QUESTIONS, PLEASE CONSULT WITH YOUR ATTORNEY.**

**THE PLAN CONTAINS A THIRD-PARTY RELEASE. A THIRD-PARTY RELEASE LIMITS OR RELEASES THE LIABILITY OF CERTAIN RELEASED PARTIES THAT ARE NON-DEBTOR PARTIES AND MAY PREVENT RELEASING PARTIES FROM SUING THE RELEASED PARTIES FOR THEIR ACTIONS. A THIRD-PARTY RELEASE MAY ONLY BE GRANTED CONSENSUALLY WITH EACH OF THE AFFECTED CREDITORS, BUT CONSENT MAY BE SHOWN BY A CREDITORS' FAILURE TO ACT.**

**YOU HAVE THE CHOICE AS TO WHETHER YOU WILL BE BOUND BY THE THIRD-PARTY RELEASE, AND THE CHOICE IS YOURS ALONE. YOU WILL BE A RELEASING PARTY AND YOUR RIGHTS MAY BE COMPROMISED UNLESS YOU TAKE CERTAIN ACTIONS. IF YOU WOULD LIKE TO OPT OUT OF THE THIRD-PARTY RELEASE, YOU MUST ELECT TO DO SO BY CHECKING THE OPT OUT BOX CONTAINED IN ITEM 1 OF THE ENCLOSED OPT OUT FORM. OPTING OUT OF THE THIRD-PARTY RELEASE WILL NOT OTHERWISE MODIFY YOUR TREATMENT OR RECOVERY UNDER THE PLAN.**

**THE RELEASED PARTIES ARE IDENTIFIED IN THE DEFINITION OF RELEASED PARTIES IN ARTICLE I OF THE PLAN. THE RELEASED PARTIES INCLUDE, AMONG OTHERS, THE DIP AGENT, THE DIP LENDERS, THE PREPETITION AGENT, THE PREPETITION LENDERS, AND CERTAIN SPECIFIED CURRENT DIRECTORS AND OFFICERS OF THE DEBTORS.**

**PLEASE READ THE FULL TEXT OF THE CONSENSUAL THIRD-PARTY RELEASES AND RELATED DISCLOSURES IN ARTICLE X.D OF THE PLAN, WHICH ARE SET FORTH IN FULL IN ITEM 1 OF THE OPT OUT FORM, FOR FURTHER DETAIL REGARDING THE THIRD-PARTY RELEASE. IF YOU DO NOT ELECT TO OPT OUT OF THE THIRD-PARTY RELEASE ON THE OPT-OUT NOTICE FORM, YOU WILL BE DEEMED TO HAVE EXPRESSLY AND UNCONDITIONALLY RELEASED AND DISCHARGED THE RELEASED PARTIES PURSUANT TO THE THIRD-PARTY RELEASE SET FORTH IN ARTICLE X.D OF THE PLAN.**

Notice of Non-Voting Status for Unimpaired Classes

Dated: [•], 2025

**GREENBERG TRAURIG, LLP**

/s/ DRAFT

David B. Kurzweil (Ga. Bar No. 430492)

Matthew A. Petrie (Ga. Bar No. 227556)

Terminus 200

3333 Piedmont Road, NE, Suite 2500

Atlanta, Georgia 30305

Telephone: (678) 553-2100

Email: kurzweild@gtlaw.com

petriem@gtlaw.com

*Counsel for the Debtors and Debtors in  
Possession*

**OPTIONAL: RELEASE OPT OUT FORM**

You are receiving this optional opt out form (the “Opt Out Form”) because you are or may be a Holder of a Claim or Interest that is not entitled to vote on the *Chapter 11 Plan of Liquidation of AFH Air Pros, LLC and Its Debtor Affiliates* [Docket No. •] (all exhibits thereto and as may be amended, supplemented, or otherwise modified from time to time, the “Plan”).<sup>1</sup> Holders of Claims or Interests are deemed to grant the Third-Party Release set forth in the Plan unless a Holder affirmatively opts out by **July 28, 2025, at 4:00 p.m., prevailing Eastern Time** (the “Opt Out Deadline”). Holders of Claims or Interests may affirmatively opt out by, no later than the Opt Out Deadline, (a) submitting this form in accordance with the directions herein or (b) filing an objection to the Third-Party Release with the Court.

**If you believe you are a Holder of a Claim or Interest with respect to the Debtors and choose to opt out of the Third-Party Release set forth in Article X.D of the Plan, please either** (a) promptly complete, sign, and date this Opt Out Form and return it via first class mail, overnight courier, or hand delivery to Kurtzman Carson Consultants LLC d/b/a Verita Global (the “Claims and Noticing Agent”) at the address set forth below or (b) submit your Opt Out Form through the Claims and Noticing Agent’s online Opt Out Portal in accordance with the directions provided below. Parties that submit their Opt Out Form using the Opt Out Portal should NOT also submit a paper Opt Out Form.

**THIS OPT OUT FORM MUST BE ACTUALLY RECEIVED (WHETHER A PHYSICAL COPY IS RETURNED OR THE OPT OUT FORM IS COMPLETED ONLINE) BY THE CLAIMS AND NOTICING AGENT BY THE OPT OUT DEADLINE. IF THE OPT OUT FORM IS RECEIVED AFTER THE OPT OUT DEADLINE, IT WILL NOT BE COUNTED.**

**Item 1. Third-Party Release Opt-Out Election.**

AS A HOLDER OF CLAIMS AGAINST OR INTERESTS IN THE DEBTORS, YOU ARE A “RELEASING PARTY” UNDER THE PLAN AND ARE DEEMED TO PROVIDE THE THIRD-PARTY RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN, AS SET FORTH ABOVE. YOU MAY CHECK THE BOX BELOW TO ELECT NOT TO GRANT THE RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN. YOU WILL NOT BE CONSIDERED A “RELEASING PARTY” UNDER THE PLAN IF YOU CHECK THE BOX BELOW AND SUBMIT THE OPT OUT BY THE VOTING DEADLINE. YOU WILL RECEIVE THE SAME TREATMENT ON ACCOUNT OF YOUR CLAIM(S) UNDER THE PLAN REGARDLESS OF WHETHER YOU ELECT TO NOT GRANT THE RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN.

**YOU MAY ELECT TO OPT OUT OF THE RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN ONLY IF YOU CHECK THE BOX BELOW:**

☐ **The Undersigned Holder of the Claim or Interest elects to OPT OUT of the Third-Party Release**

<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings attributed to such terms in the Plan or Disclosure Statement, as applicable.



## Important information regarding releases under the Plan.<sup>2</sup>

Article X.D of the Plan provides for a third-party release by the Releasing Parties (the “Third-Party Release”):

**Notwithstanding anything contained in the Plan to the contrary, as of the Effective Date, and to the fullest extent allowed by applicable law, each Releasing Party<sup>3</sup> is deemed to have forever released, waived, and discharged each of the Released Parties<sup>4</sup> from all Claims and Causes of Action, whether known or unknown, including any derivative claims asserted or assertable on behalf of the Debtors or their respective Estates, that such Entity would have been legally entitled to assert (whether individually or collectively) based on or relating to, or in any manner arising from, in whole or in part, the Debtors (including the management, ownership, or operation thereof), any securities issued by the Debtors and the ownership thereof, the Debtors’ in- or out-of-court restructuring efforts, any Avoidance Actions (but excluding Avoidance Actions brought as counterclaims or defenses to Claims asserted against the Debtors), any intercompany transaction, the DIP Loan Documents, Prepetition Loan Documents, the Chapter 11 Cases, the formulation, preparation, dissemination, negotiation, or filing of the Disclosure Statement, the Plan, the Plan Supplement, solicitation of votes on the Plan, the prepetition negotiation and settlement of Claims, the pursuit of Confirmation, the pursuit of Consummation, the administration and implementation of the Plan, including the issuance or distribution of debt and/or securities pursuant to the Plan, or the distribution of property under the Plan or any other related agreement, or upon any other related act or omission, transaction, agreement, event, or**

---

<sup>2</sup> The Plan provisions referenced herein are for summary purposes only and do not include all provisions of the Plan that may affect your rights. If there is any inconsistency between the provisions set forth herein and the Plan, the Plan governs. Please read the Plan carefully before completing this Opt Out Form. Defined terms used but not defined herein shall have the meaning ascribed to such term as in the Plan.

<sup>3</sup> “*Releasing Party*” means each of the following, solely in its capacity as such: (a) the Debtors; (b) the Estate; (c) the DIP Agent; (d) the DIP Lenders; (e) the Prepetition Agent; (f) the Prepetition Lenders; (g) the CPO; (h) with respect to each of the foregoing entities in clauses (a) through (g), such entity’s respective current and former Affiliates, and each of such entity’s, and such entity’s current and former Affiliates’, current and former equity holders (regardless of whether such interests are held directly or indirectly), subsidiaries, officers, directors, managers, principals, members, employees, agents, advisors, advisory board members, financial advisors, partners, attorneys, accountants, investment bankers, consultants, representatives, and other professionals, each in their capacity as such; (i) all Holders of Claims and Interests that vote to accept the Plan; (j) all Holders of Claims and Interests that are deemed to accept the Plan and do not opt out of the Third-Party Release; (k) all Holders of Claims and Interests in voting classes that abstain from voting on the Plan and do not opt out of the Third-Party Release; (l) all Holders of Claims and Interests that vote, or are deemed, to reject the Plan and do not opt out of the Third-Party Release; (m) each Holder of an unclassified Claim who does not object to the Third-Party Release; and (n) all other Holders of Claims and Interests to the maximum extent permitted by law.

<sup>4</sup> “*Released Party*” means each of the following, solely in its capacity as such: (a) the DIP Agent; (b) the DIP Lenders; (c) the Prepetition Agent; (d) the Prepetition Lenders; (e) the CPO; (f) the Released Debtor D&Os; and (g) the Debtors’ Professionals retained in these Chapter 11 Cases; (i) with respect to the Entities in the foregoing clauses (a) through (g), each such Entity’s current and former Affiliates, and such Entities’ and their current and former Affiliates’ current and former directors, managers, officers, control persons, equity holders (regardless of whether such interests are held directly or indirectly), affiliated investment funds or investment vehicles, participants, managed accounts or funds, fund advisors, predecessors, successors, assigns, subsidiaries, principals, members, employees, agents, advisory board members, financial advisors, partners, attorneys, accountants, investment bankers, consultants, representatives, investment managers, and other professionals, each in their capacity as such; provided that any Holder of a Claim that opts out of the Third-Party Releases contained in the Plan and any Holder of a Claim or Interest that is not a Releasing Party shall not be a “Released Party”. For the avoidance of doubt, the Non-Released Debtor D&Os shall not be Released Parties.

other occurrence taking place on or before the Effective Date, except for Claims related to any act or omission that is determined in a Final Order by a court of competent jurisdiction to have constituted actual fraud, willful misconduct, knowing violation of law or gross negligence, but in all respects such Released Parties shall be entitled to reasonably rely upon the advice of counsel with respect to their duties and responsibilities pursuant to the Plan (the “Third-Party Release”); provided, however, the Third-Party Release does not release any post-Effective Date obligations of any party or Entity under the Plan, or any document, instrument, or agreement (including the Plan Documents and other documents, instruments, and agreements set forth in the Plan Supplement) executed to implement the Plan.

Notwithstanding anything to the contrary in the foregoing, any Holder of a Claim or Interest who did not (i) return a Ballot or opt-out election form or (ii) file an objection to the Third-Party Release, that believes that its individual circumstances related to its ability to return a Ballot or opt-out election form opting out of the Third-Party Release or to object to the Third-Party Release are such that it should not be deemed to have consented to such Third-Party Release as a result of such failure, may seek relief from the Bankruptcy Court to exercise its rights and claims free of the Third-Party Release by rebutting the presumption that its failure to return a Ballot or opt-out election form opting out of the Third-Party Release or to object to the Third Party Release should be deemed to represent its consent to the Third-Party Release. Any party seeking such relief must, in any pleading regarding this provision filed with the Bankruptcy Court: (i) identify the claim(s) or types of claims the party wishes to pursue and (ii) identify the parties or the types of parties against such claims will be asserted.

Entry of the Confirmation Order shall constitute the Bankruptcy Court’s approval, pursuant to Bankruptcy Rule 9019, of the Third-Party Release, which includes by reference each of the related provisions and definitions contained in the Plan, and, further, shall constitute the Bankruptcy Court’s finding that the Third-Party Release is: (a) consensual; (b) essential to the confirmation of the Plan; (c) given in exchange for the good and valuable consideration provided by the Released Parties, including, without limitation, the Released Parties’ contributions to facilitating the restructuring and implementing the Plan; (d) a good faith settlement and compromise of the Claims released by the Third-Party Release; (e) in the best interests of the Debtors and their respective Estates; (f) fair, equitable, and reasonable; (g) given and made after due notice and opportunity for hearing; and (h) a bar to any of the Releasing Parties asserting any Claim or Cause of Action released pursuant to the Third-Party Release.

Article X.F of the Plan establishes an Injunction (the “Injunction”):

In accordance with section 1141(d)(3) of the Bankruptcy Code, the Plan does not discharge the Debtors. Section 1141(c) of the Bankruptcy Code nevertheless provides, among other things, that the property dealt with by the Plan is free and clear of all Claims and Interests against the Debtors. As a result, except as otherwise provided in the Plan or the Confirmation Order, all Entities who have held, hold, or may hold Claims, Interests, Causes of Action, or liabilities that: (a) are subject to compromise and settlement pursuant to the terms of the Plan; (b) have been released by the Debtors pursuant to the Plan; (c) are subject to exculpation pursuant to the Plan; or (d) are otherwise discharged, satisfied, stayed or terminated pursuant to the terms of the Plan, are permanently enjoined and precluded, from and after the Effective Date, from taking any of the following actions against, as applicable, the Debtors, the Wind Down Debtors, the Plan Administrator, the Litigation Trust, the Litigation Trustee, the Released Parties, or the

**Exculpated Parties:** (1) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action; (2) enforcing, attaching, collecting, or recovering by any manner or means any judgment, award, decree, or order against such Entities on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action; (3) creating, perfecting, or enforcing any encumbrance of any kind against such Entities or the property or Estates of such Entities on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action; (4) asserting any right of setoff (other than setoffs exercised prior to the Petition Date) or subrogation of any kind against any debt, liability, or obligation due from such Entities or against the property of such Entities on account of or in connection with or with respect to any Claims, Causes of Action, or Interests; and (5) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action discharged, released, exculpated or settled pursuant to the Plan.

Any Entity injured by any willful violation of such injunction may seek actual damages and, in appropriate circumstances, may seek punitive damages from the willful violator.

**Item 2.      Certifications.**

By signing this Opt Out Form, the undersigned certifies to the Bankruptcy Court and the Debtors that:

- (a) as of the Voting Record Date, either: the Person or Entity is the Holder (or authorized signatory for a Holder) of the Claims in the Voting Class(es) as set forth in Item 1;
- (b) the Person or Entity (or in the case of an authorized signatory, the Holder) has reviewed a copy of the *Notice of (A) Non-Voting Status to Holders of Impaired Claims or Interests Conclusively Presumed to Reject the Plan and (B) Opt Out Form Regarding Third-Party Releases Contained in the Plan* and that this Opt Out Form is made pursuant to the terms and conditions set forth therein;
- (c) the Person or Entity has submitted the same respective election concerning the releases with respect to all Claims or Interests in a single Class; and
- (d) no other Opt Out Form has been submitted or, if any other Opt Out Forms have been submitted with respect to such Claims or Interests, then any such earlier Opt Out Forms are hereby revoked.

Opt Out Form for Unimpaired Classes

(Print or Type)	
Name of Holder:	_____
Signature:	_____
Name of Signatory:	_____
	(If other than the Holder)
Title:	_____
Address:	_____
	_____
	_____
Telephone Number:	_____
Email:	_____
Date Completed:	_____

**IF YOU HAVE MADE THE OPTIONAL OPT OUT ELECTION, PLEASE COMPLETE, SIGN, AND DATE THIS OPT OUT FORM AND RETURN IT PROMPTLY BY ONLY ONE OF THE METHODS BELOW.**

**By regular mail, overnight mail, or hand delivery at:**

**Air Pros Ballot Processing  
c/o KCC d/b/a Verita  
222 N. Pacific Coast Highway, Suite 300  
El Segundo, CA 90245**

**OR**

By electronic, online submission:

The Claims and Noticing Agent will accept Opt Out Forms if properly completed through the Opt Out Portal. To submit your Opt Out Form, please visit <https://www.veritaglobal.net/AirPros> (the “Opt Out Portal”) and follow the instructions to submit your Opt Out Form.

You may also scan the QR code below to access the Opt Out Portal (<https://www.veritaglobal.net/airpros>)



In order to submit your Opt Out Form through the Opt Out Portal, you must use the Unique Opt Out ID# assigned to your claim.

UNIQUE OPT OUT ID: \_\_\_\_\_

UNIQUE OPT OUT PIN: \_\_\_\_\_

**The Claims and Noticing Agent’s Opt Out Portal is the sole manner in which Opt Out Forms will be accepted via electronic or online transmission. Opt Out Forms submitted by facsimile, email, or other means of electronic transmission will not be counted.**

Parties that submit their Opt Out Form using the Opt Out Portal should NOT also submit a paper Opt Out Form.

**THE OPT OUT DEADLINE IS 4:00 P.M., PREVAILING EASTERN TIME ON JULY 28, 2025.**

THE CLAIMS AND NOTICING AGENT MUST ACTUALLY RECEIVE YOUR OPT OUT ELECTION ON OR BEFORE THE OPT OUT DEADLINE. IF YOU HAVE ANY QUESTIONS REGARDING THIS OPT OUT FORM, PLEASE CONTACT: [AIRPROSINFORMATION@VERITAGLOBAL.COM](mailto:AIRPROSINFORMATION@VERITAGLOBAL.COM) FOR FURTHER ASSISTANCE.

**EXHIBIT 2-B**

**Notice of Non-Voting Status for Impaired Classes  
and Opt Out Form**

**IN THE UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
NEWNAN DIVISION**

In re:

AFH AIR PROS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-10356 (PMB)

(Jointly Administered)

**NOTICE OF (A) NON-VOTING STATUS TO HOLDERS OF IMPAIRED CLAIMS OR  
INTERESTS CONCLUSIVELY PRESUMED TO REJECT THE PLAN AND  
(B) OPT OUT FORM REGARDING THIRD-PARTY RELEASES UNDER THE PLAN**

**PLEASE TAKE NOTICE THAT** on [•], 2025, the above-captioned debtors and debtors-in-possession (the “Debtors”) filed the *Chapter 11 Plan of Liquidation of AFH Air Pros, LLC and Its Debtor Affiliates* [Docket No. •] (all exhibits thereto and as may be amended, supplemented, or otherwise modified from time to time, the “Plan”) and the *Disclosure Statement for the Chapter 11 Plan of AFH Air Pros, LLC and its Debtor Affiliates* [Docket No. •] (as may be amended, modified, or supplemented from time to time, the “Disclosure Statement”)<sup>2</sup> with the United States Bankruptcy Court for the Northern District of Georgia (the “Court”).

**PLEASE TAKE FURTHER NOTICE THAT** on [•], 2025, the Court entered an order [Docket No. •] (the “Solicitation Procedures Order”) that, among other things, approved on an interim basis the Disclosure Statement as containing “adequate information” pursuant to section 1125(a) of title 11 of the United States Bankruptcy Code (the “Bankruptcy Code”).

**PLEASE TAKE FURTHER NOTICE THAT** because of the nature and treatment of your Claim or Interest under the Plan, ***you are not entitled to vote on the Plan***. Specifically, under the terms of the Plan, as a Holder of a Claim or Interest (as currently asserted against the Debtors) that is Impaired and conclusively deemed to have rejected the Plan pursuant to Bankruptcy Code section 1126(g), you are ***not*** entitled to vote on the Plan.

**PLEASE TAKE FURTHER NOTICE THAT** the hearing at which the Court will consider final approval of the Disclosure Statement and Confirmation of the Plan (the “Combined Hearing”) will commence on **August 6, 2025, at 1:00 p.m., prevailing Eastern Time**, before the

<sup>1</sup> The last four digits of AFH Air Pros, LLC’s tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Suite 200, Plantation, Florida 33324.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings attributed to such terms in the Plan or Disclosure Statement, as applicable.



Honorable Paul M. Baisier, in the **2nd Floor Courtroom, in the Lewis R. Morgan Federal Building and United States Courthouse, 18 Greenville Street, Newnan, Georgia 30263.**

**PLEASE TAKE FURTHER NOTICE THAT** pursuant to Article VI of the Plan, on the Effective Date, all Executory Contracts not assumed before the Effective Date or subject to a pending motion to assume as of the Effective Date will be deemed automatically rejected, and the Order confirming the Plan shall constitute an Order approving such rejection as of the Effective Date.

**PLEASE TAKE FURTHER NOTICE THAT** the deadline for filing objections to approval of the Disclosure Statement or confirmation of the Plan is **July 28, 2025, at 4:00 p.m., prevailing Eastern Time** (the “Objection Deadline”). All objections to the relief sought at the Combined Hearing ***must***: (i) be made in writing; (ii) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules; (iii) state the name and address of the objecting party and the nature and amount of any claim or interest asserted by such party against the Debtors, their estates, or their property; (iv) state with particularity the legal and factual bases and nature of any objection to the Disclosure Statement or Plan; (v) be filed with the Court and served on: (a) counsel for the Debtors, Greenberg Traurig, LLP, Terminus 200, 3333 Piedmont Road, NE, Suite 2500, Atlanta, Georgia 30305, Attn: David B. Kurzweil, Esq. (KurzweilD@gtlaw.com) and Matthew A. Petrie (PetrieM@gtlaw.com); (b) counsel for the DIP Lenders and the Prepetition Lenders, Latham & Watkins LLP, 330 N. Wabash Avenue, Suite 2800, Chicago, Illinois 60611, Attn: James Ktsanes (james.ktsanes@lw.com), Ebba Gebisa (ebba.gebisa@lw.com), and Whit Morley (whit.morley@lw.com), Latham & Watkins LLP, 1271 Avenue of the Americas, New York, New York 10020, Attn: Nikhil Gulati (nikhil.gulati@lw.com), and Scroggins, Williamson & Ray, P.C., 4401 Northside Parkway, Suite 230, Atlanta, GA 30327, Attn: J. Robert Williamson (rwilliamson@swlawfirm.com); (c) counsel to the Official Committee of Unsecured Creditors, Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, New York, New York 10017, Attn: Bradford J. Sandler, Esq. (Bsandler@pszjlaw.com), Paul J. Labov, Esq. (Plabov@pszjlaw.com), and Cia Mackle, Esq. (Cmackle@pszjlaw.com); and (c) the United States Trustee of the Northern District of Georgia, 362 Richard B. Russell Building, 75 Ted Turner Drive, S.W., Atlanta, GA 30303 Attn: Jonathan S. Adams, Esq. (Jonathan.S.Adams@usdoj.gov) (collectively, the “Notice Parties”).

**PLEASE TAKE FURTHER NOTICE THAT** if you would like to obtain a copy of the Disclosure Statement, Plan, the Plan Supplement, or related documents, you should contact Kurtzman Carson Consultants d/b/a Verita (the “Claims and Noticing Agent”) by (a) writing via first class mail to Air Pros Ballot Processing, c/o Kurtzman Carson Consultants, LLC d/b/a Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245, (b) clicking the “Submit an Inquiry” option at <https://www.veritaglobal.net/airpros/inquiry>, or (c) calling the Debtors’ restructuring hotline at (866) 927-7076 (U.S./Canada) or (310) 751-2650 (International). You may also obtain copies of any pleadings filed in these Chapter 11 Cases (a) for a fee via PACER at: <http://www.ganb.uscourts.gov> or (b) at no charge from the Claims and Noticing Agent by accessing the Debtors’ restructuring website at <https://www.veritaglobal.net/airpros>.

<b><u>CAUTION</u> - IF YOU DO NOTHING, YOUR RIGHTS MAY BE COMPROMISED. PLEASE PAY CAREFUL ATTENTION TO THE BELOW DISCLOSURE, AND IF</b>
---



**YOU DO NOT UNDERSTAND OR HAVE FURTHER QUESTIONS, PLEASE CONSULT WITH YOUR ATTORNEY.**

**THE PLAN CONTAINS A THIRD-PARTY RELEASE. A THIRD-PARTY RELEASE LIMITS OR RELEASES THE LIABILITY OF CERTAIN RELEASED PARTIES THAT ARE NON-DEBTOR PARTIES AND MAY PREVENT RELEASING PARTIES FROM SUING THE RELEASED PARTIES FOR THEIR ACTIONS. A THIRD-PARTY RELEASE MAY ONLY BE GRANTED CONSENSUALLY WITH EACH OF THE AFFECTED CREDITORS, BUT CONSENT MAY BE SHOWN BY A CREDITORS' FAILURE TO ACT.**

**YOU HAVE THE CHOICE AS TO WHETHER YOU WILL BE BOUND BY THE THIRD-PARTY RELEASE, AND THE CHOICE IS YOURS ALONE. YOU WILL BE A RELEASING PARTY AND YOUR RIGHTS MAY BE COMPROMISED UNLESS YOU TAKE CERTAIN ACTIONS. IF YOU WOULD LIKE TO OPT OUT OF THE THIRD-PARTY RELEASE, YOU MUST ELECT TO DO SO BY CHECKING THE OPT OUT BOX CONTAINED IN ITEM 1 OF THE ENCLOSED OPT OUT FORM. OPTING OUT OF THE THIRD-PARTY RELEASE WILL NOT OTHERWISE MODIFY YOUR TREATMENT OR RECOVERY UNDER THE PLAN.**

**THE RELEASED PARTIES ARE IDENTIFIED IN THE DEFINITION OF RELEASED PARTIES IN ARTICLE I OF THE PLAN. THE RELEASED PARTIES INCLUDE, AMONG OTHERS, THE DIP AGENT, THE DIP LENDERS, THE PREPETITION AGENT, THE PREPETITION LENDERS, AND CERTAIN SPECIFIED CURRENT DIRECTORS AND OFFICERS OF THE DEBTORS.**

**PLEASE READ THE FULL TEXT OF THE CONSENSUAL THIRD-PARTY RELEASES AND RELATED DISCLOSURES IN ARTICLE X.D OF THE PLAN, WHICH ARE SET FORTH IN FULL IN ITEM 1 OF THE OPT OUT FORM, FOR FURTHER DETAIL REGARDING THE THIRD-PARTY RELEASE. IF YOU DO NOT ELECT TO OPT OUT OF THE THIRD-PARTY RELEASE ON THE OPT-OUT NOTICE FORM, YOU WILL BE DEEMED TO HAVE EXPRESSLY AND UNCONDITIONALLY RELEASED AND DISCHARGED THE RELEASED PARTIES PURSUANT TO THE THIRD-PARTY RELEASE SET FORTH IN ARTICLE X.D OF THE PLAN.**

Dated: [•], 2025

**GREENBERG TRAURIG, LLP**

/s/ DRAFT

David B. Kurzweil (Ga. Bar No. 430492)

Matthew A. Petrie (Ga. Bar No. 227556)

Terminus 200

3333 Piedmont Road, NE, Suite 2500

Atlanta, Georgia 30305

Telephone: (678) 553-2100

Email: kurzweild@gtlaw.com

petriem@gtlaw.com

*Counsel for the Debtors and Debtors in  
Possession*

### **OPTIONAL: RELEASE OPT OUT FORM**

You are receiving this optional opt out form (the “Opt Out Form”) because you are or may be a Holder of a Claim or Interest that is not entitled to vote on the *Chapter 11 Plan of Liquidation of AFH Air Pros, LLC and Its Debtor Affiliates* [Docket No. •] (all exhibits thereto and as may be amended, supplemented, or otherwise modified from time to time, the “Plan”).<sup>1</sup> Holders of Claims or Interests are deemed to grant the Third-Party Release set forth in the Plan unless a Holder affirmatively opts out by **July 28, 2025, at 4:00 p.m., prevailing Eastern Time** (the “Opt Out Deadline”). Holders of Claims or Interests may affirmatively opt out by, no later than the Opt Out Deadline, (a) submitting this form in accordance with the directions herein or (b) filing an objection to the Third-Party Release with the Court.

**If you believe you are a Holder of a Claim or Interest with respect to the Debtors and choose to opt out of the Third-Party Release set forth in Article X.D of the Plan, please either** (a) promptly complete, sign, and date this Opt Out Form and return it via first class mail, overnight courier, or hand delivery to Kurtzman Carson Consultants LLC d/b/a Verita Global (the “Claims and Noticing Agent”) at the address set forth below or (b) submit your Opt Out Form through the Claims and Noticing Agent’s online Opt Out Portal in accordance with the directions provided below. Parties that submit their Opt Out Form using the Opt Out Portal should NOT also submit a paper Opt Out Form.

**THIS OPT OUT FORM MUST BE ACTUALLY RECEIVED (WHETHER A PHYSICAL COPY IS RETURNED OR THE OPT OUT FORM IS COMPLETED ONLINE) BY THE CLAIMS AND NOTICING AGENT BY THE OPT OUT DEADLINE. IF THE OPT OUT FORM IS RECEIVED AFTER THE OPT OUT DEADLINE, IT WILL NOT BE COUNTED.**

#### **Item 1. Third-Party Release Opt-Out Election.**

AS A HOLDER OF CLAIMS AGAINST OR INTERESTS IN THE DEBTORS, YOU ARE A “RELEASING PARTY” UNDER THE PLAN AND ARE DEEMED TO PROVIDE THE THIRD-PARTY RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN, AS SET FORTH ABOVE. YOU MAY CHECK THE BOX BELOW TO ELECT NOT TO GRANT THE RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN. YOU WILL NOT BE CONSIDERED A “RELEASING PARTY” UNDER THE PLAN IF YOU CHECK THE BOX BELOW AND SUBMIT THE OPT OUT BY THE VOTING DEADLINE. YOU WILL RECEIVE THE SAME TREATMENT ON ACCOUNT OF YOUR CLAIM(S) UNDER THE PLAN REGARDLESS OF WHETHER YOU ELECT TO NOT GRANT THE RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN.

**YOU MAY ELECT TO OPT OUT OF THE RELEASE CONTAINED IN ARTICLE X.D OF THE PLAN ONLY IF YOU CHECK THE BOX BELOW:**

☐ **The Undersigned Holder of the Claim or Interest elects to OPT OUT of the Third-Party Release**

---

<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings attributed to such terms in the Plan or Disclosure Statement, as applicable.

## Important information regarding releases under the Plan.<sup>2</sup>

Article X.D of the Plan provides for a third-party release by the Releasing Parties (the “Third-Party Release”):

**Notwithstanding anything contained in the Plan to the contrary, as of the Effective Date, and to the fullest extent allowed by applicable law, each Releasing Party<sup>3</sup> is deemed to have forever released, waived, and discharged each of the Released Parties<sup>4</sup> from all Claims and Causes of Action, whether known or unknown, including any derivative claims asserted or assertable on behalf of the Debtors or their respective Estates, that such Entity would have been legally entitled to assert (whether individually or collectively) based on or relating to, or in any manner arising from, in whole or in part, the Debtors (including the management, ownership, or operation thereof), any securities issued by the Debtors and the ownership thereof, the Debtors’ in- or out-of-court restructuring efforts, any Avoidance Actions (but excluding Avoidance Actions brought as counterclaims or defenses to Claims asserted against the Debtors), any intercompany transaction, the DIP Loan Documents, Prepetition Loan Documents, the Chapter 11 Cases, the formulation, preparation, dissemination, negotiation, or filing of the Disclosure Statement, the Plan, the Plan Supplement, solicitation of votes on the Plan, the prepetition negotiation and settlement of Claims, the pursuit of Confirmation, the pursuit of Consummation, the administration and implementation of the Plan, including the issuance or distribution of debt and/or securities pursuant to the Plan, or the distribution of property under the Plan or any other**

---

<sup>2</sup> The Plan provisions referenced herein are for summary purposes only and do not include all provisions of the Plan that may affect your rights. If there is any inconsistency between the provisions set forth herein and the Plan, the Plan governs. Please read the Plan carefully before completing this Opt Out Form. Defined terms used but not defined herein shall have the meaning ascribed to such term as in the Plan.

<sup>3</sup> “*Releasing Party*” means each of the following, solely in its capacity as such: (a) the Debtors; (b) the Estate; (c) the DIP Agent; (d) the DIP Lenders; (e) the Prepetition Agent; (f) the Prepetition Lenders; (g) the CPO; (h) with respect to each of the foregoing entities in clauses (a) through (g), such entity’s respective current and former Affiliates, and each of such entity’s, and such entity’s current and former Affiliates’, current and former equity holders (regardless of whether such interests are held directly or indirectly), subsidiaries, officers, directors, managers, principals, members, employees, agents, advisors, advisory board members, financial advisors, partners, attorneys, accountants, investment bankers, consultants, representatives, and other professionals, each in their capacity as such; (i) all Holders of Claims and Interests that vote to accept the Plan; (j) all Holders of Claims and Interests that are deemed to accept the Plan and do not opt out of the Third-Party Release; (k) all Holders of Claims and Interests in voting classes that abstain from voting on the Plan and do not opt out of the Third-Party Release; (l) all Holders of Claims and Interests that vote, or are deemed, to reject the Plan and do not opt out of the Third-Party Release; (m) each Holder of an unclassified Claim who does not object to the Third-Party Release; and (n) all other Holders of Claims and Interests to the maximum extent permitted by law.

<sup>4</sup> “*Released Party*” means each of the following, solely in its capacity as such: (a) the DIP Agent; (b) the DIP Lenders; (c) the Prepetition Agent; (d) the Prepetition Lenders; (e) the CPO; (f) the Released Debtor D&Os; and (g) the Debtors’ Professionals retained in these Chapter 11 Cases; (i) with respect to the Entities in the foregoing clauses (a) through (g), each such Entity’s current and former Affiliates, and such Entities’ and their current and former Affiliates’ current and former directors, managers, officers, control persons, equity holders (regardless of whether such interests are held directly or indirectly), affiliated investment funds or investment vehicles, participants, managed accounts or funds, fund advisors, predecessors, successors, assigns, subsidiaries, principals, members, employees, agents, advisory board members, financial advisors, partners, attorneys, accountants, investment bankers, consultants, representatives, investment managers, and other professionals, each in their capacity as such; provided that any Holder of a Claim that opts out of the Third-Party Releases contained in the Plan and any Holder of a Claim or Interest that is not a Releasing Party shall not be a “Released Party”. For the avoidance of doubt, the Non-Released Debtor D&Os shall not be Released Parties.

related agreement, or upon any other related act or omission, transaction, agreement, event, or other occurrence taking place on or before the Effective Date, except for Claims related to any act or omission that is determined in a Final Order by a court of competent jurisdiction to have constituted actual fraud, willful misconduct, knowing violation of law or gross negligence, but in all respects such Released Parties shall be entitled to reasonably rely upon the advice of counsel with respect to their duties and responsibilities pursuant to the Plan (the “Third-Party Release”); provided, however, the Third-Party Release does not release any post-Effective Date obligations of any party or Entity under the Plan, or any document, instrument, or agreement (including the Plan Documents and other documents, instruments, and agreements set forth in the Plan Supplement) executed to implement the Plan.

Notwithstanding anything to the contrary in the foregoing, any Holder of a Claim or Interest who did not (i) return a Ballot or opt-out election form or (ii) file an objection to the Third-Party Release, that believes that its individual circumstances related to its ability to return a Ballot or opt-out election form opting out of the Third-Party Release or to object to the Third-Party Release are such that it should not be deemed to have consented to such Third-Party Release as a result of such failure, may seek relief from the Bankruptcy Court to exercise its rights and claims free of the Third-Party Release by rebutting the presumption that its failure to return a Ballot or opt-out election form opting out of the Third-Party Release or to object to the Third Party Release should be deemed to represent its consent to the Third-Party Release. Any party seeking such relief must, in any pleading regarding this provision filed with the Bankruptcy Court: (i) identify the claim(s) or types of claims the party wishes to pursue and (ii) identify the parties or the types of parties against such claims will be asserted.

Entry of the Confirmation Order shall constitute the Bankruptcy Court’s approval, pursuant to Bankruptcy Rule 9019, of the Third-Party Release, which includes by reference each of the related provisions and definitions contained in the Plan, and, further, shall constitute the Bankruptcy Court’s finding that the Third-Party Release is: (a) consensual; (b) essential to the confirmation of the Plan; (c) given in exchange for the good and valuable consideration provided by the Released Parties, including, without limitation, the Released Parties’ contributions to facilitating the restructuring and implementing the Plan; (c) a good faith settlement and compromise of the Claims released by the Third-Party Release; (d) in the best interests of the Debtors and their respective Estates; (e) fair, equitable, and reasonable; (f) given and made after due notice and opportunity for hearing; and (g) a bar to any of the Releasing Parties asserting any Claim or Cause of Action released pursuant to the Third-Party Release.

Article X.F of the Plan establishes an Injunction (the “Injunction”):

In accordance with section 1141(d)(3) of the Bankruptcy Code, the Plan does not discharge the Debtors. Section 1141(c) of the Bankruptcy Code nevertheless provides, among other things, that the property dealt with by the Plan is free and clear of all Claims and Interests against the Debtors. As a result, except as otherwise provided in the Plan or the Confirmation Order, all Entities who have held, hold, or may hold Claims, Interests, Causes of Action, or liabilities that: (a) are subject to compromise and settlement pursuant to the terms of the Plan; (b) have been released by the Debtors pursuant to the Plan; (c) are subject to exculpation pursuant to the Plan; or (d) are otherwise discharged, satisfied, stayed or terminated pursuant to the terms of the Plan, are permanently enjoined and precluded, from and after the Effective Date, from taking any of

the following actions against, as applicable, the Debtors, the Wind Down Debtors, the Plan Administrator, the Litigation Trust, the Litigation Trustee, the Released Parties, or the Exculpated Parties: (1) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action; (2) enforcing, attaching, collecting, or recovering by any manner or means any judgment, award, decree, or order against such Entities on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action; (3) creating, perfecting, or enforcing any encumbrance of any kind against such Entities or the property or Estates of such Entities on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action; (4) asserting any right of setoff (other than setoffs exercised prior to the Petition Date) or subrogation of any kind against any debt, liability, or obligation due from such Entities or against the property of such Entities on account of or in connection with or with respect to any Claims, Causes of Action, or Interests; and (5) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims, Interests, or Causes of Action discharged, released, exculpated or settled pursuant to the Plan.

Any Entity injured by any willful violation of such injunction may seek actual damages and, in appropriate circumstances, may seek punitive damages from the willful violator.

**Item 2.**      **Certifications.**

By signing this Opt Out Form, the undersigned certifies to the Bankruptcy Court and the Debtors that:

- (a) as of the Voting Record Date, either: the Person or Entity is the Holder (or authorized signatory for a Holder) of the Claims in the Voting Class(es) as set forth in Item 1;
- (b) the Person or Entity (or in the case of an authorized signatory, the Holder) has reviewed a copy of the *Notice of (A) Non-Voting Status to Holders of Impaired Claims or Interests Conclusively Presumed to Reject the Plan and (B) Opt Out Form Regarding Third-Party Releases Contained in the Plan* and that this Opt Out Form is made pursuant to the terms and conditions set forth therein;
- (c) the Person or Entity has submitted the same respective election concerning the releases with respect to all Claims or Interests in a single Class; and
- (d) no other Opt Out Form has been submitted or, if any other Opt Out Forms have been submitted with respect to such Claims or Interests, then any such earlier Opt Out Forms are hereby revoked.

(Print or Type)	
Name of Holder:	_____
Signature:	_____
Name of Signatory:	_____
	(If other than the Holder)
Title:	_____
Address:	_____
	_____
	_____
Telephone Number:	_____
Email:	_____
Date Completed:	_____

**IF YOU HAVE MADE THE OPTIONAL OPT OUT ELECTION, PLEASE COMPLETE, SIGN, AND DATE THIS OPT OUT FORM AND RETURN IT PROMPTLY BY ONLY ONE OF THE METHODS BELOW.**



**By regular mail, overnight mail, or hand delivery at:**

**Air Pros Ballot Processing  
c/o KCC d/b/a Verita  
222 N. Pacific Coast Highway, Suite 300  
El Segundo, CA 90245**

**OR**

By electronic, online submission:

The Claims and Noticing Agent will accept Opt Out Forms if properly completed through the Opt Out Portal. To submit your Opt Out Form, please visit <https://www.veritaglobal.net/AirPros> (the “Opt Out Portal”) and follow the instructions to submit your Opt Out Form.

You may also scan the QR code below to access the Opt Out Portal (<https://www.veritaglobal.net/airpros>)



In order to submit your Opt Out Form through the Opt Out Portal, you must use the Unique Opt Out ID# assigned to your claim.

UNIQUE OPT OUT ID: \_\_\_\_\_

UNIQUE OPT OUT PIN: \_\_\_\_\_

**The Claims and Noticing Agent’s Opt Out Portal is the sole manner in which Opt Out Forms will be accepted via electronic or online transmission. Opt Out Forms submitted by facsimile, email, or other means of electronic transmission will not be counted.**

Parties that submit their Opt Out Form using the Opt Out Portal should NOT also submit a paper Opt Out Form.

**THE OPT OUT DEADLINE IS 4:00 P.M., PREVAILING EASTERN TIME ON JULY 28, 2025.**

THE CLAIMS AND NOTICING AGENT MUST ACTUALLY RECEIVE YOUR OPT OUT ELECTION ON OR BEFORE THE OPT OUT DEADLINE. IF YOU HAVE ANY QUESTIONS REGARDING THIS OPT OUT FORM, PLEASE CONTACT: [AIRPROSINFORMATION@VERITAGLOBAL.COM](mailto:AIRPROSINFORMATION@VERITAGLOBAL.COM) FOR FURTHER ASSISTANCE.



**EXHIBIT 3**

**Combined Hearing Notice**

IN THE UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
NEWNAN DIVISION

In re:

AFH AIR PROS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-10356 (PMB)

(Jointly Administered)

**NOTICE OF (I) CONFIRMATION HEARING WITH RESPECT TO THE DEBTORS'  
CHAPTER 11 PLAN OF LIQUIDATION AND DISCLOSURE STATEMENT IN  
CONNECTION THEREWITH AND (II) RELATED OBJECTION DEADLINE**

**PLEASE TAKE NOTICE THAT** on [•], 2025, the above-captioned debtors and debtors-in-possession (the “Debtors”) filed the *Chapter 11 Plan of Liquidation of AFH Air Pros, LLC and Its Debtor Affiliates* [Docket No. •] (all exhibits thereto and as may be amended, supplemented, or otherwise modified from time to time, the “Plan”) and the *Disclosure Statement for the Chapter 11 Plan of AFH Air Pros, LLC and its Debtor Affiliates* [Docket No. •] (as may be amended, modified, or supplemented from time to time, the “Disclosure Statement”)<sup>2</sup> with the United States Bankruptcy Court for the Northern District of Georgia (the “Court”).

**PLEASE TAKE FURTHER NOTICE THAT** on [•], 2025, the Court entered an order [Docket No. •] (the “Solicitation Procedures Order”) that, among other things, (a) approved on an interim basis the Disclosure Statement as containing “adequate information” pursuant to section 1125(a) of title 11 of the United States Bankruptcy Code (the “Bankruptcy Code”) subject to final approval at the Combined Hearing (defined below) and (b) authorized the Debtors to solicit acceptances for the Plan.

**PLEASE TAKE FURTHER NOTICE THAT** the hearing at which the Court will consider final approval of the Disclosure Statement and confirmation of the Plan (the “Combined Hearing”) will commence on **August 6, 2025, at 1:00 p.m., prevailing Eastern Time**, before the Honorable Paul M. Baisier, in the United States Bankruptcy Court for the Northern District of Georgia. Parties may attend the Combined Hearing in the **2nd Floor Courtroom, in the Lewis R. Morgan Federal Building and United States Courthouse, 18 Greenville Street, Newnan, Georgia 30263** or virtually via **Judge Baisier’s Virtual Hearing Room**. The link for the Virtual

<sup>1</sup> The last four digits of AFH Air Pros, LLC’s tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Suite 200, Plantation, Florida 33324.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings attributed to such terms in the Plan or Disclosure Statement, as applicable.

Hearing Room can be found on Judge Baisier's webpage at <https://www.ganb.uscourts.gov/content/honorable-paul-m-baisier> and is best used on a desktop or laptop computer but may be used on a phone or tablet. Participants' devices must have a camera and audio. You may also join the Virtual Hearing Room through the "Dial-In and Virtual Bankruptcy Hearing Information" link at the top of the homepage of the Court's website, [www.ganb.uscourts.gov](http://www.ganb.uscourts.gov). Please review "Instructions for Appearing by Telephone and Video Conference" located under the "Hearing Information" tab on the judge's webpage prior to the hearing. You should be prepared to appear at the hearing via video, but you may leave your camera in the off position unless you are speaking or until the Court instructs otherwise. Unrepresented persons who do not have video capability may use the telephone dial-in information on the judge's webpage. The Combined Hearing may be continued from time to time without further notice other than by announcement in open Court or a notice filed on the Court's docket and served on all parties entitled to the notice.

**PLEASE TAKE FURTHER NOTICE THAT** the deadline for filing objections to approval of the Disclosure Statement or confirmation of the Plan is **July 28, 2025, at 4:00 p.m., prevailing Eastern Time** (the "**Objection Deadline**"). All objections to the relief sought at the Combined Hearing ***must***: (i) be made in writing; (ii) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules; (iii) state the name and address of the objecting party and the nature and amount of any claim or interest asserted by such party against the Debtors, their estates, or their property; (iv) state with particularity the legal and factual bases and nature of any objection to the Disclosure Statement or Plan; (v) be filed with the Court and served on the following parties (the "**Notice Parties**") so as to be actually received on or before the Objection Deadline: (a) counsel for the Debtors, Greenberg Traurig, LLP, Terminus 200, 3333 Piedmont Road, NE, Suite 2500, Atlanta, Georgia 30305, Attn: David B. Kurzweil, Esq. (KurzweilD@gtlaw.com) and Matthew A. Petrie (PetrieM@gtlaw.com); (b) counsel for the DIP Lenders and the Prepetition Lenders, Latham & Watkins LLP, 330 N. Wabash Avenue, Suite 2800, Chicago, Illinois 60611, Attn: James Ktsanes (james.ktsanes@lw.com), Ebba Gebisa (ebba.gebisa@lw.com), and Whit Morley (whit.morley@lw.com) and Latham & Watkins LLP, 1271 Avenue of the Americas, New York, New York 10020, Attn: Nikhil Gulati (nikhil.gulati@lw.com), and Scroggins, Williamson & Ray, P.C., 4401 Northside Parkway, Suite 230, Atlanta, GA 30327, Attn: J. Robert Williamson (rwilliamson@swlawfirm.com); (c) counsel to the Official Committee of Unsecured Creditors, Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, New York, New York 10017, Attn: Bradford J. Sandler, Esq. (Bsandler@pszjlaw.com), Paul J. Labov, Esq. (Plabov@pszjlaw.com), and Cia Mackle, Esq. (Cmackle@pszjlaw.com); and (c) the United States Trustee of the Northern District of Georgia, 362 Richard B. Russell Building, 75 Ted Turner Drive, S.W., Atlanta, GA 30303 Attn: Jonathan S. Adams, Esq. (Jonathan.S.Adams@usdoj.gov).

**PLEASE TAKE FURTHER NOTICE THAT** pursuant to Article VI of the Plan, on the Effective Date, all Executory Contracts not assumed before the Effective Date or subject to a pending motion to assume as of the Effective Date will be deemed automatically rejected, and the Order confirming the Plan shall constitute an Order approving such rejection as of the Effective Date.

**PLEASE TAKE FURTHER NOTICE THAT** Article X of the Plan contains certain releases, exculpations, and injunctions. These provisions affect your rights, including your

**rights against persons other than the Debtors.** If you are a holder of a Claim against or Interest in the Debtors (other than a holder of a Claim or Interest that has either voted to accept the Plan), you may opt out from the Third-Party Release provisions by timely submitting a Ballot and checking the “Opt Out Box” contained therein or submitting the optional opt out election form attached to a Notice of Non-Voting Status. If you wish to opt out of the Third-Party Release provisions and have not received a Ballot or a Notice of Non-Voting Status, please contact Kurtzman Carson Consultants d/b/a Verita Global (the “Claims and Noticing Agent”) immediately through the website or phone number provided below.

**PLEASE TAKE FURTHER NOTICE THAT** the Plan may be modified, if necessary, pursuant to section 1127 of the Bankruptcy Code, before, during, or as a result of the Combined Hearing, without further notice to interested parties.

**PLEASE TAKE FURTHER NOTICE THAT** additional copies of the Disclosure Statement, Plan, the Plan Supplement, and any solicitation materials (except for Ballots), are available free of charge on the Debtors’ case information website (<https://www.veritaglobal.net/airpros>) or may be obtained from the Claims and Noticing Agent by calling (866) 927-7076 (U.S./Canada) or (310) 751-2650 (International), or by clicking the “Submit an Inquiry” option at <https://www.veritaglobal.net/airpros/Inquiry>. Please be advised that the Claims and Noticing Agent is authorized to answer questions about, and provide additional copies of, solicitation materials, but may not advise you as to whether you should vote to accept or reject the Plan.

If you have any questions regarding this Notice, please call (866) 927-7076 (U.S. and Canada Toll Free) or (310) 751-2650 (International) or visit <https://www.veritaglobal.net/airpros/inquiry>.

Dated: [•], 2025

**GREENBERG TRAURIG, LLP**

*/s/ DRAFT*

David B. Kurzweil (Ga. Bar No. 430492)

Matthew A. Petrie (Ga. Bar No. 227556)

Terminus 200

3333 Piedmont Road, NE, Suite 2500

Atlanta, Georgia 30305

Telephone: (678) 553-2100

Email: [kurzweild@gtlaw.com](mailto:kurzweild@gtlaw.com)

[petriem@gtlaw.com](mailto:petriem@gtlaw.com)

*Counsel for the Debtors and Debtors in Possession*