

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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| | | |
| In re: |) | Chapter 11 |
| |) | |
| AVENGER FLIGHT GROUP, LLC, <i>et al.</i> , |) | Case No. 26-10183 (MFW) |
| |) | |
| Debtors. ¹ |) | (Jointly Administered) |
| |) | |
| |) | |

**Hearing Date March 24, 2026 at 3:00 p.m. (ET)
Objection Deadline: March 17, 2026 at 4:00 p.m. (ET)**

**DEBTORS’ APPLICATION FOR AUTHORIZATION TO
EMPLOY AND RETAIN PACHULSKI STANG ZIEHL & JONES LLP AS
COUNSEL FOR THE DEBTORS EFFECTIVE AS OF THE PETITION DATE**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) state as follows in support of this application (the “Application”):²

Relief Requested

1. The Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Order”), pursuant to section 327(a) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2014-1 of the Local Rules of the United States Bankruptcy

¹ The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers are: Avenger Flight Group, LLC (1216); AFG Dallas III, LLC (5615); AFG Dallas IV, LLC (5558); AFG Dallas, LLC (3418); AFG EU Operations Corp. (9406); AFG FLL, LLC (6470); AFG Latam Holding Corp. (6475); AFG Latam Sim Holdings II, LLC (0473); AFG Latam Sim Holdings III, LLC (2592); AFG Latam Sim Holdings IV, LLC (0093); AFG Latam Sim Holdings, LLC (6475); AFG Latam, LLC (9545); AFG Mexico Corp. (1402); AFG Orlando, LLC (8409); AFG Sanford, LLC (6661); AFG Sim Holding Corp. (3325); Avenger Flight Group Europe, Corp. (5908); Avenger Flight Group Topco, LLC (5643); Avenger Flight Training, LLC (5640); Avenger Flight Group Mexico II, S. de R.L. de C.V, (N/A); and Papi Flight Training, LLC (6206). The location of the Debtors’ corporate headquarters and the Debtors’ service address is Avenger Flight Group LLC, 1450 Lee Wagener Blvd., Fort Lauderdale, FL 33315.

² A detailed description of the Debtors and their business, including the facts and circumstances giving rise to the Debtors’ chapter 11 cases, is set forth in the *Declaration of Lawrence Perkins in Support of the Debtors’ Chapter 11 Petitions and First Day Relief* (the “First Day Declaration”) [Docket No. 33]. Capitalized terms used but not otherwise defined in this Application have the meanings ascribed to them in the First Day Declaration.



Court for the District of Delaware (the “Local Rules”), authorizing the Debtors to employ and retain Pachulski Stang Ziehl & Jones LLP (“PSZ&J” or the “Firm”) as counsel for the Debtors, effective as of the Petition Date (as defined below). In support of the Application, the Debtors rely on: (i) the *Statement Under Rule 2016 of the Federal Rules of Bankruptcy Procedure*, attached hereto as **Exhibit B** (the “Rule 2016 Statement”); (ii) the *Declaration of Gregory V. Demo in Support of Debtors’ Application for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Counsel for the Debtors Effective as of the Petition Date*, attached hereto as **Exhibit C** (the “Demo Declaration”); and (iii) the *Declaration of Lawrence Perkins in Support of Debtors’ Application for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Counsel for the Debtors Effective as of the Petition Date*, attached hereto as **Exhibit D** (the “Perkins Declaration”), all of which are submitted concurrently with this Application.

Jurisdiction and Venue

2. The United States District Court for the District of Delaware has jurisdiction over this matter pursuant to 28 U.S.C. § 1334, which was referred to this Court under 28 U.S.C. § 157 pursuant to the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), and the Debtors confirm their consent pursuant to Local Rule 9013-1(f) to the entry of a final order by the Court in connection with this Application to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

3. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

4. The statutory bases for the relief requested herein are sections 327(a) and 330 of the Bankruptcy Code, Bankruptcy Rule 2014(a), and Local Rule 2014-1. Compensation will be in accordance with sections 330 and 331 of the Bankruptcy Code.

Background

5. On February 11, 2026 (the “Petition Date”), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On February 13, 2026, the Court entered an order [Docket No. 54] authorizing the procedural consolidation and joint administration of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1. On February 25, 2026, the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an official committee of unsecured creditors (“Committee”). No request for the appointment of a trustee or examiner has been made in these chapter 11 cases.

6. Avenger Flight Group, LLC (“AFG LLC”) and its affiliates (collectively, “Avenger” or the “Company”) is a global leader in the commercial aviation simulation and training business. Avenger provides a full suite of advanced flight simulator training solutions to their customers, which include blue-chip passenger airlines, regional airlines, charter operators, and training operators. As of the Petition Date, the Company owns, operates or services 50 full-flight simulators and 15 flight training devices across 11 training centers in 4 countries.

7. A detailed description of the Debtors’ business and facts precipitating the filing of the Debtors’ chapter 11 proceedings are set forth in the First Day Declaration.

PSZ&J’s Qualifications

8. The Debtors seek to retain PSZ&J as counsel because of the Firm’s extensive experience and knowledge in the field of debtors’ and creditors’ rights and business reorganizations under chapter 11 of the Bankruptcy Code. In preparing for their representation of the Debtors in these chapter 11 cases, PSZ&J has become familiar with the Debtors’ affairs and many of the potential legal issues that may arise in the context of these chapter 11 cases.

9. The professional services that PSZ&J will provide include, but shall not be limited to:³

- a. assist, advise, and represent the Debtors in their consultations with estate constituents regarding the administration of these chapter 11 cases;
- b. assist, advise, and represent the Debtors in any manner relevant to the Debtors' financing needs, asset dispositions, leases, and other contractual obligations;
- c. assist, advise, and represent the Debtors in any issues associated with the assets, liabilities, and financial condition of the Debtors;
- d. assist, advise, and represent the Debtors in the negotiation, formulation, and drafting of any chapter 11 plan and disclosure statement;
- e. assist, advise, and represent the Debtors in the performance of their duties and the exercise of their powers under the Bankruptcy Code, the Bankruptcy Rules, and any applicable local rules and guidelines; and
- f. provide such other necessary advice and services as the Debtors may require in connection with these chapter 11 cases.

10. Subject to Court approval in accordance with section 330(a) of the Bankruptcy Code, compensation will be payable to PSZ&J on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by PSZ&J. The current standard hourly rates of the attorneys and paralegals of PSZ&J are as follows:

- | | | |
|----|------------|-----------------------------------|
| a. | Partners | \$1,150.00 to \$2,695.00 per hour |
| b. | Counsel | \$1,175.00 to \$2,050.00 per hour |
| c. | Associates | \$725.00 to \$1,350.00 per hour |
| d. | Paralegals | \$625.00 to \$695.00 per hour |

³ Further information regarding PSZ&J's compliance with the *Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under United States Code by Attorneys in Larger Chapter 11 Cases* is set forth in the Demo Declaration.

11. The hourly rates set forth above are PSZ&J's standard hourly rates for work of this nature. These rates are set at a level designed to compensate PSZ&J fairly for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses, and the rates are subject to periodic adjustments necessitated by market and other conditions. Beyond the rates listed above, it is PSZ&J's policy to charge for all other expenses incurred in connection with its clients' cases. These expenses include, among other things, costs related to messenger services, secretarial overtime, computerized legal research, filing fees, court fees, service costs, expert witnesses, records procurement, deposition fees and charges, costs of trial, telecopy charges, postage and photocopying. PSZ&J will charge the Debtors for these expenses in a manner and at rates consistent with those charged to other PSZ&J clients and the rules and requirements of the Court. PSZ&J believes that it is fairer to charge these expenses to the clients incurring them than to increase its hourly rates and spread the expenses among all clients.

12. The services of PSZ&J will complement and not duplicate the services rendered by any other professional retained in these chapter 11 cases. PSZ&J understands that the Debtors have retained and may retain additional professionals during the term of the engagement and agrees to work cooperatively with such professionals to integrate any respective work conducted by the professionals on behalf of the Debtors. PSZ&J is providing distinct and specific legal services, and such services are not expected to duplicate those to be provided by any other consultants, legal advisors, or financial advisor.

13. To the best of the Debtors' knowledge, except as otherwise disclosed in the Demo Declaration submitted concurrently herewith, PSZ&J has not represented the Debtors, their creditors, equity security holders, or any other parties in interest, or their respective attorneys, in any matter relating to the Debtors or their estates. Further, to the best of the Debtors' knowledge,

PSZ&J does not hold or represent any interest adverse to the Debtors' estates, PSZ&J is a "disinterested person" as that phrase is defined in section 101(14) of the Bankruptcy Code, and PSZ&J's employment is necessary and in the best interests of the Debtors and their estates.

14. PSZ&J has received payments from the Debtors during the year prior to the Petition Date in the amount of \$2,009,730.20 in connection with its prepetition representation of the Debtors. PSZ&J is current as of the Petition Date but has not yet completed a final reconciliation of its prepetition fees and expenses. Upon final reconciliation of the amount expended prepetition, any balance remaining from the prepetition payments to PSZ&J will be credited to the Debtors and used as PSZ&J's retainer to apply to postpetition fees and expenses pursuant to the compensation procedures approved by the Court in accordance with the Bankruptcy Code.

15. The Debtors understand that PSZ&J hereafter intends to apply to the Court for allowances of compensation and reimbursement of expenses in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and orders of the Court for all services performed and expenses incurred after the Petition Date.

16. The Debtors, subject to the provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and further orders of the Court, propose to pay PSZ&J its customary hourly rates for services rendered that are in effect from time to time, as set forth above and in the Demo Declaration, and to reimburse PSZ&J according to its customary reimbursement policies, and the Debtors submit that such rates are reasonable.

Notice

17. The Debtors will provide notice of this Application to: (a) the U.S. Trustee; (b) counsel to the Committee; (c) counsel to the DIP Lenders; (d) counsel to the DIP Agent; and (e) any party that requests service pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested, no other or further notice need be given.

No Prior Request

18. No prior request for the relief sought herein has been made to this Court or any other court.

WHEREFORE, the Debtors respectfully request entry of the Proposed Order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested herein and granting such other relief as is just and proper.

Dated: March 3, 2026

Respectfully submitted,

Avenger Flight Group, LLC, *et al.*,
Debtors and Debtors in Possession

/s/ Lawrence Perkins

Lawrence Perkins
Chief Restructuring Officer

Exhibit A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

| | | |
|--|---|-------------------------|
| |) | |
| In re: |) | Chapter 11 |
| |) | |
| AVENGER FLIGHT GROUP, LLC, <i>et al.</i> , |) | Case No. 26-10183 (MFW) |
| |) | |
| Debtors. ¹ |) | (Jointly Administered) |
| |) | |
| |) | Ref. Docket No. |

**ORDER AUTHORIZING THE EMPLOYMENT
AND RETENTION OF PACHULSKI STANG ZIEHL & JONES LLP AS
COUNSEL FOR THE DEBTORS EFFECTIVE AS OF THE PETITION DATE**

Upon consideration of the application (the “Application”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) seeking authorization to employ and retain Pachulski Stang Ziehl & Jones LLP (“PSZ&J” or the “Firm”) as counsel for the Debtors; and upon: (i) the Rule 2016 Statement; (ii) the Demo Declaration; and (iii) the Perkins Declaration, which were submitted concurrently with the Application; and the Court being satisfied, based on the representations made in the Application, the Rule 2016 Statement, the Demo Declaration, and the Perkins Declaration, that PSZ&J does not represent or hold any interest adverse to the Debtors or the Debtors’ estates with respect to the matters upon which it is to be engaged, that PSZ&J is disinterested as that term is defined under section 101(14) of the Bankruptcy Code, and as modified

¹ The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers are: Avenger Flight Group, LLC (1216); AFG Dallas III, LLC (5615); AFG Dallas IV, LLC (5558); AFG Dallas, LLC (3418); AFG EU Operations Corp. (9406); AFG FLL, LLC (6470); AFG Latam Holding Corp. (6475); AFG Latam Sim Holdings II, LLC (0473); AFG Latam Sim Holdings III, LLC (2592); AFG Latam Sim Holdings IV, LLC (0093); AFG Latam Sim Holdings, LLC (6475); AFG Latam, LLC (9545); AFG Mexico Corp. (1402); AFG Orlando, LLC (8409); AFG Sanford, LLC (6661); AFG Sim Holding Corp. (3325); Avenger Flight Group Europe, Corp. (5908); Avenger Flight Group Topco, LLC (5643); Avenger Flight Training, LLC (5640); Avenger Flight Group Mexico II, S. de R.L. de C.V, (N/A); and Papi Flight Training, LLC (6206). The location of the Debtors’ corporate headquarters and the Debtors’ service address is Avenger Flight Group LLC, 1450 Lee Wagener Blvd., Fort Lauderdale, FL 33315.

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

by section 1107(b) of the Bankruptcy Code, and that the employment of PSZ&J is necessary and in the best interests of the Debtors and the Debtors' estates; and the United States District Court for the District of Delaware having jurisdiction over this matter pursuant to 28 U.S.C. § 1334, which was referred to this Court under 28 U.S.C. § 157 pursuant to the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that the Court may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the Debtors' notice of the Application and opportunity for a hearing on the Application were appropriate and no other notice need be provided; and the Court having reviewed the Application; and after due deliberation and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED as set forth herein.
2. Pursuant to section 327(a) of the Bankruptcy Code, the Debtors are authorized to employ and retain PSZ&J as counsel, effective as of the Petition Date, on the terms set forth in the Application, the Rule 2016 Statement, the Demo Declaration, and the Perkins Declaration.
3. To the extent that the Application, the Rule 2016 Statement, the Demo Declaration, or the Perkins Declaration are inconsistent with this Order, the terms of this Order shall govern.
4. PSZ&J shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with these chapter 11 cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, the Local Rules, and any other applicable procedures and orders of the Court. PSZ&J shall make

a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013*, both in connection with this Application and any interim and final fee applications to be filed by PSZ&J in these chapter 11 cases.

5. The Debtors are authorized to take all actions necessary or appropriate to carry out the relief granted in this Order.

6. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Exhibit B

Rule 2016 Statement

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

| | | |
|--|---|-------------------------|
| In re: |) | Chapter 11 |
| AVENGER FLIGHT GROUP, LLC, <i>et al.</i> , |) | Case No. 26-10183 (MFW) |
| Debtors. ¹ |) | (Jointly Administered) |
| |) | |
| |) | |

**STATEMENT UNDER RULE 2016 OF THE
FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Pachulski Stang Ziehl & Jones LLP (“PSZ&J”), pursuant to Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and section 329 of title 11 of the United States Code (the “Bankruptcy Code”), states that the undersigned is proposed counsel to the above-captioned debtors and debtors in possession (collectively, the “Debtors”) in these chapter 11 cases. PSZ&J further states:²

1. The Debtors have agreed to pay PSZ&J for the legal services that have been or will be rendered by its various attorneys, paralegals, and case management assistants in connection with these chapter 11 cases on the Debtors’ behalf. The Debtors have also agreed to reimburse PSZ&J for its actual and necessary expenses incurred in connection with these chapter 11 cases.

¹ The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers are: Avenger Flight Group, LLC (1216); AFG Dallas III, LLC (5615); AFG Dallas IV, LLC (5558); AFG Dallas, LLC (3418); AFG EU Operations Corp. (9406); AFG FLL, LLC (6470); AFG Latam Holding Corp. (6475); AFG Latam Sim Holdings II, LLC (0473); AFG Latam Sim Holdings III, LLC (2592); AFG Latam Sim Holdings IV, LLC (0093); AFG Latam Sim Holdings, LLC (6475); AFG Latam, LLC (9545); AFG Mexico Corp. (1402); AFG Orlando, LLC (8409); AFG Sanford, LLC (6661); AFG Sim Holding Corp. (3325); Avenger Flight Group Europe, Corp. (5908); Avenger Flight Group Topco, LLC (5643); Avenger Flight Training, LLC (5640); Avenger Flight Group Mexico II, S. de R.L. de C.V, (N/A); and Papi Flight Training, LLC (6206). The location of the Debtors’ corporate headquarters and the Debtors’ service address is Avenger Flight Group LLC, 1450 Lee Wagener Blvd., Fort Lauderdale, FL 33315.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the *Debtors’ Application for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Counsel for the Debtors Effective as of the Petition Date* (the “Application”).

PSZ&J has received payments from the Debtors during the year prior to the Petition Date in the amount of \$2,009.730.20 in connection with the preparation of initial documents and its prepetition representation of the Debtors. PSZ&J is current as of the Petition Date but has not yet completed a final reconciliation as of the Petition Date. Upon final reconciliation of the amount actually expended prepetition, any balance remaining from the payments to PSZ&J will be credited to the Debtors and used as PSZ&J's retainer to apply to postpetition fees and expenses pursuant to the compensation procedures approved by the Court.

2. PSZ&J will seek approval for payment of compensation by filing the appropriate applications for allowance of final compensation pursuant to sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and orders of the Court. The filing fees for the Debtors have been paid in full.

3. The services to be rendered include all those services set forth in the Application, submitted concurrently herewith.

4. PSZ&J further states that it has neither shared nor agreed to share: (a) any compensation it has received or may receive with another party or person, other than with the partners, of counsel, and associates of PSZ&J; or (b) any compensation that another person or party has received or may have received.

Dated: March 3, 2026

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Mary F. Caloway

Richard M. Pachulski, Esq. (admitted *pro hac vice*)
Mary F. Caloway, Esq. (DE Bar No. 3059)
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mcaloway@pszjlaw.com

- and -

Gregory V. Demo, Esq. (admitted *pro hac vice*)
Cia H. Mackle, Esq. (admitted *pro hac vice*)
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New York, NY 10019
Telephone: (212) 561-7700
Facsimile: (212) 561-7777
Email: gdemo@pszjlaw.com
cmackle@pszjlaw.com

Proposed Counsel to the Debtors and Debtors in Possession

Exhibit C

Demo Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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|--|---|-------------------------|
| In re: |) | |
| |) | Chapter 11 |
| AVENGER FLIGHT GROUP, LLC, <i>et al.</i> , |) | |
| |) | Case No. 26-10183 (MFW) |
| Debtors. ¹ |) | |
| |) | (Jointly Administered) |
| |) | |
| |) | |

**DECLARATION OF GREGORY V. DEMO
IN SUPPORT OF DEBTORS’ APPLICATION FOR AUTHORIZATION
TO EMPLOY AND RETAIN PACHULSKI STANG ZIEHL & JONES LLP
AS COUNSEL FOR THE DEBTORS EFFECTIVE AS OF THE PETITION DATE**

I, GREGORY V. DEMO, ESQUIRE, declare under penalty of perjury as follows:

1. I am a partner in the law firm of Pachulski Stang Ziehl & Jones LLP (“PSZ&J” or the “Firm”), located at 1700 Broadway, 36th Floor, New York, NY 10019, and I have been duly admitted to practice law in the State of New York, the United States District Court for the Southern District of New York, the United States District Court for the Northern District of Illinois; and the United States District Court for the Northern District of Texas. This Declaration is submitted in support of the *Debtors’ Application for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Counsel for the Debtors Effective as of the Petition Date* (the “Application”), which is being submitted concurrently herewith.²

¹ The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers are: Avenger Flight Group, LLC (1216); AFG Dallas III, LLC (5615); AFG Dallas IV, LLC (5558); AFG Dallas, LLC (3418); AFG EU Operations Corp. (9406); AFG FLL, LLC (6470); AFG Latam Holding Corp. (6475); AFG Latam Sim Holdings II, LLC (0473); AFG Latam Sim Holdings III, LLC (2592); AFG Latam Sim Holdings IV, LLC (0093); AFG Latam Sim Holdings, LLC (6475); AFG Latam, LLC (9545); AFG Mexico Corp. (1402); AFG Orlando, LLC (8409); AFG Sanford, LLC (6661); AFG Sim Holding Corp. (3325); Avenger Flight Group Europe, Corp. (5908); Avenger Flight Group Topco, LLC (5643); Avenger Flight Training, LLC (5640); Avenger Flight Group Mexico II, S. de R.L. de C.V, (N/A); and Papi Flight Training, LLC (6206). The location of the Debtors’ corporate headquarters and the Debtors’ service address is Avenger Flight Group LLC, 1450 Lee Wagener Blvd., Fort Lauderdale, FL 33315.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

2. Neither I, the Firm, nor any partner, of counsel, or associate thereof, insofar as I have been able to ascertain, has any connection with the Debtors, the Debtors' creditors, or any other parties in interest herein, or their respective attorneys, except as set forth below.

3. The Debtors have and will retain various professionals during the pendency of these chapter 11 cases, including SierraConstellation Partners, Holland & Knight, and Verita Global. The Debtors may retain other professionals after the date hereof. PSZ&J has previously worked with, and will continue to work with, these referenced professionals on various representations, at times representing the same parties and at other times representing parties with similar interests or parties with adverse interests.

4. PSZ&J represents many committees whose members may be creditors in these chapter 11 cases. However, PSZ&J is not representing any of those entities in these chapter 11 cases and will not represent any members of the committees it currently represents in any claims that they may have collectively or individually against the Debtors.

5. PSZ&J was engaged prior to the Petition Date to represent the Debtors. At the time of its engagement, PSZ&J began a full and thorough conflict review of potential parties in interest in these chapter 11 cases (the "Potential Parties in Interest"). A list of the Potential Parties in Interest is attached hereto as **Schedule 1**.

6. The Firm maintains an electronic client database of current and former clients to permit the electronic searching of all potential parties in interest in new cases for connections to the Firm's clients. The Firm searched this client database to determine whether it had any relationships with the Potential Parties in Interest listed on **Schedule 1**. There are no connections to disclose.

7. To the best of my knowledge, and except as otherwise set forth herein, PSZ&J:

- a. is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, as required by section 327(a) of the Bankruptcy Code;
- b. does not hold or represent any interest adverse to the Debtors’ estates; and
- c. does not have any connection with any of the Debtors, their affiliates, their creditors, or any other party in interest, or their respective attorneys and professionals, the U.S. Trustee, or any person employed in the office of the same, or any judge in the United States Bankruptcy Court for the District of Delaware or any person employed in the office of the same.

8. PSZ&J also solicited information regarding possible connections to the Debtors by firm-wide email and has determined that, except as otherwise set forth herein:

- a. Neither PSZ&J nor any attorney at PSZ&J holds or represents an interest adverse to the Debtors’ estates;
- b. Neither PSZ&J nor any attorney at PSZ&J is or was a creditor or an insider of the Debtors, except that PSZ&J previously has rendered legal services to the Debtors for which it has been compensated as disclosed in the Application;
- c. Neither PSZ&J nor any attorney at PSZ&J is or was, within two (2) years before the Petition Date, a director, officer, or employee of the Debtors; and
- d. PSZ&J does not have an interest materially adverse to the interest of the estates or of any class of creditors or equity security holders, by reason of holding debt or equity securities of the Debtors, or any other direct or indirect relationship to, connection with, or interest in the Debtors specified in the foregoing paragraphs, or for any other reason.

9. PSZ&J has instituted and will continue to engage in further inquiries regarding the Debtors’ constituencies and parties in interest through further inquiries of its partners, counsel, and associates with respect to the matters contained herein. PSZ&J will promptly file a supplemental declaration should the results of these inquiries reveal material facts not disclosed herein.

10. Bankruptcy Rule 2014 requires that an application for employment under section 327 of the Bankruptcy Code disclose all connections with the Debtors, the Debtors’ estates, the professionals, and the Office of the U.S. Trustee. PSZ&J and certain of its partners, of counsel, and associates may have in the past represented, and may currently represent and likely in the

future will represent, creditors of the Debtors in connection with matters unrelated to the Debtors and these chapter 11 cases. At this time, PSZ&J is not aware of any other adverse interest or other connection with the Debtors, their creditors, the Court, the U.S. Trustee, or any party in interest herein in the matters upon which PSZ&J is to be retained, except as otherwise disclosed herein. However, PSZ&J will be in a better position to identify with specificity any such persons or entities when lists of all creditors of the Debtors have been reviewed, and PSZ&J will make any further disclosures as may be appropriate at that time.

11. In view of the foregoing, I believe that PSZ&J is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code.

12. PSZ&J has received payments from the Debtors during the year prior to the Petition Date in the amount of \$2,009,730.20 in connection with the preparation of initial documents and the prepetition representation of the Debtors. PSZ&J is current as of the Petition Date but has not yet completed a final reconciliation as of the Petition Date. Upon final reconciliation of the amount actually expended prepetition, any balance remaining from the payments to PSZ&J will be credited to the Debtors and used as PSZ&J’s retainer to apply to postpetition fees and expenses pursuant to the compensation procedures approved by the Court.

13. PSZ&J intends to apply for compensation for professional services rendered in connection with these chapter 11 cases, subject to Court approval and in compliance with applicable provisions of the Bankruptcy Code, on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by PSZ&J. The current standard hourly rates of the attorneys and paralegals of PSZ&J are as follows:

- a. Partners \$1,150.00 to \$2,695.00 per hour

- b. Counsel \$1,175.00 to \$2,050.00 per hour
- c. Associates \$725.00 to \$1,350.00 per hour
- d. Paralegals \$625.00 to \$695.00 per hour

14. Other attorneys and paralegals may from time to time serve the Debtors in connection with the matters described herein.

15. The hourly rates set forth above are the Firm's standard hourly rates for work of this nature and are subject to periodic adjustment. These rates are set at a level designed to compensate the Firm fairly for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses. It is the Firm's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the clients' cases. The expenses charged to clients include, among other things, costs related to messenger services, secretarial overtime, computerized legal research, filing fees, court fees, service costs, expert witnesses, records procurement, deposition fees and charges, costs of trial, telecopy charges, postage and photocopying. The Firm will charge the Debtors for these expenses in a manner and at rates consistent with charges made generally to the Firm's other clients and in compliance with the rules of this Court. The Firm believes that it is fairer to charge these expenses to the clients incurring them than to increase the hourly rates and spread the expenses among all clients.

16. Pursuant to the *Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under United States Code by Attorneys in Larger Chapter 11 Cases* (the "2013 UST Guidelines"), the Firm makes certain disclosures herein.

17. Pursuant to Part D1 of the 2013 UST Guidelines, PSZ&J is seeking employment as counsel for the Debtors under section 327 of the Bankruptcy Code, and it hereby provides the following responses set forth below:

| Questions required by Part D1 of 2013 UST Guidelines | Answer | Further Explanation |
|---|---|--|
| Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement? | No. | N/A |
| Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case? | No. | N/A |
| If you represented the client in the 12 months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and reasons for the difference. | <p>PSZ&J represented the client during the 12-month period prepetition. The material financial terms for the prepetition engagement remained the same, as the engagement was hourly-based subject to economic adjustment.</p> <p>The billing rates and material financial terms for the postpetition period remain the same as the prepetition period subject to an annual economic adjustment. The standard hourly rates of PSZ&J are subject to periodic adjustment in accordance with the Firm's practice.</p> | None. |
| Has your client approved your respective budget and staffing plan, and, if so, for what budget period? | The Debtors and PSZ&J expect to develop a prospective budget and staffing plan to comply with the U.S. Trustee's requests for information and additional disclosures, recognizing that in the course of these large chapter 11 cases there may be unforeseeable fees and expenses that will need to be addressed by the Debtors and PSZ&J. | In accordance with the 2013 UST Guidelines, the budget may be amended as necessary to reflect changed circumstances or unanticipated developments. |

18. No promises have been received by the Firm or by any partner, of counsel, or associate thereof as to compensation in connection with these chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code. The Firm has no agreement with any

other entity to share with such entity any compensation received by the Firm in connection with these chapter 11 cases, except among the partners, of counsel, and associates of the Firm.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: March 3, 2026

/s/ Gregory V. Demo
Gregory V. Demo

Schedule 1

Potential Parties in Interest

| Name | Category |
|--|-----------------------|
| Avenger Flight Group, LLC | Debtors |
| AFG Latam Holding Corp. | Debtors |
| AFG Sim Holding Corp. | Debtors |
| AFG Latam, LLC | Debtors |
| AFG Latam Sim Holdings III, LLC | Debtors |
| AFG Latam Sim Holdings, LLC | Debtors |
| AFG Latam Sim Holdings II, LLC | Debtors |
| AFG Latam Sim Holdings IV, LLC | Debtors |
| AFG Dallas, LLC | Debtors |
| AFG Dallas III, LLC | Debtors |
| AFG Dallas IV, LLC | Debtors |
| AFG EU Operations Corp. | Debtors |
| AFG FLL, LLC | Debtors |
| AFG Orlando, LLC | Debtors |
| AFG Sanford, LLC | Debtors |
| Papi Flight Training, LLC | Debtors |
| Avenger Flight Training, LLC | Debtors |
| AFG Mexico Corp. | Debtors |
| Avenger Flight Group Europe, Corp. | Debtors |
| Avenger Flight Group Topco, LLC | Debtors |
| Avenger Flight Group Mexico II, S. DE R.L. DE C.V | Debtors |
| IPT Training Holding, LLC | Non-Debtor Affiliate |
| Avenger Flight Group Mexico, S. DE R.L. DE C.V | Non-Debtor Affiliate |
| Avenger Flight Group Italia S.R.L | Non-Debtor Affiliate |
| Avenger Flight Group Colombia S.A.S. | Non-Debtor Affiliate |
| Avenger Flight Group Espana, S.L. | Non-Debtor Affiliate |
| Avenger Flight Group Germany GmbH | Non-Debtor Affiliate |
| AFG FTD Germany GmbH | Non-Debtor Affiliate |
| IPT Assets Germany GmbH | Non-Debtor Affiliate |
| Avenger Flight Group Israel Holdings Ltd. | Non-Debtor Affiliate |
| Avenger Flight Group Affiliate Ltd. | Non-Debtor Affiliate |
| Avenger Mexico Management, S. de R.L. de C.V. | Non-Debtor Affiliate |
| Avenger Flight Group India Private Limited | Non-Debtor Affiliate |
| FTD Asset Espana S.L. | Non-Debtor Affiliate |
| Chief Judge Karen B. Owens | Bankruptcy Judge |
| Judge Brendan L. Shannon | Bankruptcy Judge |
| Judge Craig T. Goldblatt | Bankruptcy Judge |
| Judge J. Kate Stickles | Bankruptcy Judge |
| Judge John T. Dorsey | Bankruptcy Judge |
| Judge Laurie Selber Silverstein | Bankruptcy Judge |
| Judge Mary F. Walrath | Bankruptcy Judge |
| Judge Tomas M. Horan | Bankruptcy Judge |
| Bank of America | Banks |
| Citibank, N.A. | Banks |
| City National Bank | Banks |
| mBank | Banks |
| Oxford Commercial Finance | Banks |
| Santander Bank | Banks |
| Andres Restrepo (former) | Current & Former D&Os |
| Eduardo Carrasco | Current & Former D&Os |
| Elsa Gagnon | Current & Former D&Os |
| John Pinavage (former) | Current & Former D&Os |
| Luis Mier (former) | Current & Former D&Os |
| Marc Sullivan | Current & Former D&Os |
| Pedro Sors (former) | Current & Former D&Os |
| Shawn Goodfellow (former) | Current & Former D&Os |
| Continental Casualty Company | Insurance Providers |
| Continental Casualty Company | Insurance Providers |
| Endurance American Specialty Insurance Company | Insurance Providers |
| Everest National Insurance | Insurance Providers |
| Fidelity and Guaranty Insurance Company | Insurance Providers |
| Great American E&S Insurance Company - TANGO | Insurance Providers |
| National Union Fire Insurance Company of Pittsburg, PA | Insurance Providers |

| Name | Category |
|---|---------------------------|
| QBE Insurance Corporation | Insurance Providers |
| Starr Indemnity & Liability Company | Insurance Providers |
| The Travelers Lloyds Insurance Company | Insurance Providers |
| Wright Flood | Insurance Providers |
| Zurich American Insurance Company | Insurance Providers |
| Zurich American Insurance Company | Insurance Providers |
| Zurich American Insurance Company | Insurance Providers |
| BCAD/Sheltair Aviation Center LLC | Landlord |
| Bisbel Hispania S.L | Landlord |
| BKM Management Company | Landlord |
| Central Alameda, LLC | Landlord |
| Duke Realty Corporation | Landlord |
| Duke Secured Financing 2009 - 1ALZ, LLC | Landlord |
| Estructuras Diva, S.A de C.V. | Landlord |
| Famargo, S.A. de C.V. | Landlord |
| Infinity JYLP, LLC | Landlord |
| Jones Lang LaSalle Americas Inc. | Landlord |
| Litium Inmobiliaria, S.A. DE C.V. | Landlord |
| OLI Holdings II (DE) LLC | Landlord |
| Orientamos | Landlord |
| Prologis | Landlord |
| Alcof III NUBT, L.P. | Lenders |
| Alcof III UBT, L.P. | Lenders |
| Evergreen Credit Opportunities LLC | Lenders |
| Marathon Distressed Credit Fund, L.P. | Lenders |
| Marathon Distressed Credit Master Fund | Lenders |
| Marathon Stepstone Master Fund, L.P. | Lenders |
| MCSP Sub, LLC | Lenders |
| Midocean Tactical Solutions Fund LP. | Lenders |
| Wilmington Trust, National Association is DIP Agent | Lenders |
| Alma LED Italy | Legal Firms/Professionals |
| Alston and Bird | Legal Firms/Professionals |
| Alvarez & Marsal Tax LLC | Legal Firms/Professionals |
| Banker Lopez Gassler P.A | Legal Firms/Professionals |
| CMS Trust N.V. | Legal Firms/Professionals |
| Cole Schotz | Legal Firms/Professionals |
| Crido Legal Baran | Legal Firms/Professionals |
| Crido Poland | Legal Firms/Professionals |
| ELP (India) | Legal Firms/Professionals |
| FIELDFISHER LLP | Legal Firms/Professionals |
| Flick Gocke Schaumburg Germany | Legal Firms/Professionals |
| Garrigues Mexico | Legal Firms/Professionals |
| Garrigues Spain | Legal Firms/Professionals |
| GORNITZKY & CO., Advocates | Legal Firms/Professionals |
| Gray Robinson Trademark | Legal Firms/Professionals |
| Gray Robinson, P.A. | Legal Firms/Professionals |
| Herzog Israel | Legal Firms/Professionals |
| Ibáñez Parkman Abogados | Legal Firms/Professionals |
| IMC Int'Management & Trust | Legal Firms/Professionals |
| Landis Rath & Cobb LLP | Legal Firms/Professionals |
| L&B PARTNERS AVVOCATI | Legal Firms/Professionals |
| Moore & Van Allen PLLC | Legal Firms/Professionals |
| NELSON MULLINS RILEY | Legal Firms/Professionals |
| Posse Herrera Ruiz Colombia | Legal Firms/Professionals |
| Proskauer Rose LLP | Legal Firms/Professionals |
| Salazar Law | Legal Firms/Professionals |
| Schilling, Zutt & Anschütz | Legal Firms/Professionals |
| Steevensz/Beckers | Legal Firms/Professionals |
| Vedder Price PC | Legal Firms/Professionals |
| FFS Lease B.V. | Lessors |
| Nations Fund I, LLC | Lessors |
| Nediar S.A.S. | Lessors |
| Nefpass LLC | Lessors |

| Name | Category |
|---|---------------------------|
| SIM International Lease B.V. | Lessors |
| SIM International Lease I B.V. | Lessors |
| SIM International Lease II B.V. | Lessors |
| Sim International Lease III B.V. | Lessors |
| Crew Pilot Training, Inc. | Litigation Parties |
| International Aviation Training, S.L. (Plaintiff in Madrid Spain) | Litigation Parties |
| Israel Vargas | Litigation Parties |
| Itasca Construction Associates | Litigation Parties |
| Prologis, Inc., and its affiliate Liberty AIPO Limited Partnership | Litigation Parties |
| Rose Construction | Litigation Parties |
| ALCOF III NUBT, L.P., | Potential Adverse Parties |
| ALCOF III UBT, L.P. | Potential Adverse Parties |
| Alison Sors | Potential Adverse Parties |
| Allegiant Air, LLC | Potential Adverse Parties |
| Angela Andrea Restrepo | Potential Adverse Parties |
| Apollo Industrial Center | Potential Adverse Parties |
| Arbour Lane Fund III GP, LLC, GP | Potential Adverse Parties |
| Bardoli Holdings Corp. | Potential Adverse Parties |
| BCAD/Sheltair Aviation Center LLC | Potential Adverse Parties |
| Biowound | Potential Adverse Parties |
| Bisbel Hispania S.L. | Potential Adverse Parties |
| BKM Management Company | Potential Adverse Parties |
| Bow Industries | Potential Adverse Parties |
| Central Alameda, LLC | Potential Adverse Parties |
| Cercano Management LLC | Potential Adverse Parties |
| Elsa Gagnon | Potential Adverse Parties |
| Evergreen CREDIT Opportunities LLC | Potential Adverse Parties |
| Export Development Canada | Potential Adverse Parties |
| FTD Systems | Potential Adverse Parties |
| Infinity JYLP, LLC | Potential Adverse Parties |
| John Pincavage | Potential Adverse Parties |
| Jones Lang LaSalle | Potential Adverse Parties |
| Luis Mier | Potential Adverse Parties |
| Marathon Asset Management L.P. | Potential Adverse Parties |
| Marathon Distressed Credit Fund, L.P. | Potential Adverse Parties |
| Marathon Distressed Credit Master Fund | Potential Adverse Parties |
| Marathon Stepstone Master Fund, L.P. | Potential Adverse Parties |
| MCSP Sub, LLC | Potential Adverse Parties |
| MidOcean Credit Fund Management | Potential Adverse Parties |
| MidOcean Tactical Solutions Fund LP, | Potential Adverse Parties |
| Monterrey Landlords (Estructuras Diva, S.A de C.V.); (Famargo, S.A. de C.V.); (Litium Inmobiliaria, S.A. DE C.V.) | Potential Adverse Parties |
| OLI Holdings II (DE) LLC | Potential Adverse Parties |
| Orientamos Rionegros S.A.S | Potential Adverse Parties |
| Patriot Capital III SBIC, L.P. | Potential Adverse Parties |
| Patriot Capital III, L.P. | Potential Adverse Parties |
| Pedro Sors | Potential Adverse Parties |
| Prologis/Liberty AIPO Limited Partnership | Potential Adverse Parties |
| Raymond James | Potential Adverse Parties |
| SADR Logistics services | Potential Adverse Parties |
| Seacoast Capital Partners III, L.P. | Potential Adverse Parties |
| Seacoast Capital Partners IV, L.P. | Potential Adverse Parties |
| Sim International B.V. | Potential Adverse Parties |
| Spirit Airlines | Potential Adverse Parties |
| Ultramar Credit Holdings, Ltd | Potential Adverse Parties |
| Vida Mar Enterprises, LLC | Potential Adverse Parties |
| Andrew R. Vara | U.S. Trustee's Office |
| Benjamin Hackman | U.S. Trustee's Office |
| Christine Green | U.S. Trustee's Office |
| Diane Giordano | U.S. Trustee's Office |
| Dion Wynn | U.S. Trustee's Office |
| Edith A. Serrano | U.S. Trustee's Office |
| Elizabeth Thomas | U.S. Trustee's Office |

| Name | Category |
|---|---------------------------|
| Hannah M. McCollum | U.S. Trustee's Office |
| Hawa Konde | U.S. Trustee's Office |
| Holly Dice | U.S. Trustee's Office |
| James R. O'Malley | U.S. Trustee's Office |
| Jane Leamy | U.S. Trustee's Office |
| Allegiant Air, LLC | Top 30 Unsecured Creditor |
| Spirit Airlines, Inc. | Top 30 Unsecured Creditor |
| Pedro Sors | Top 30 Unsecured Creditor |
| Prologis | Top 30 Unsecured Creditor |
| John Pincavage | Top 30 Unsecured Creditor |
| Alison Sors | Top 30 Unsecured Creditor |
| SADR Logistics Services Company | Top 30 Unsecured Creditor |
| Bow Systems | Top 30 Unsecured Creditor |
| Bardoli Holdings Corp. | Top 30 Unsecured Creditor |
| Raymond James & Associates, Inc. | Top 30 Unsecured Creditor |
| FTD Systems & Associates, LLC | Top 30 Unsecured Creditor |
| Vida Mar Enterprises LLC | Top 30 Unsecured Creditor |
| Angela Andrea Restrepo, PA | Top 30 Unsecured Creditor |
| Decature Business Center, LLC | Top 30 Unsecured Creditor |
| Valley View Owner, LLC | Top 30 Unsecured Creditor |
| Multiple Pilot Simulations (MPS) | Top 30 Unsecured Creditor |
| Simulator Components, Inc. | Top 30 Unsecured Creditor |
| De La Hoz, Perez & Barbeito, PLLC | Top 30 Unsecured Creditor |
| Aviovision NV | Top 30 Unsecured Creditor |
| AE Texas | Top 30 Unsecured Creditor |
| Omega Air, Inc. | Top 30 Unsecured Creditor |
| Duke Secured Financitn 2009-1ALZ,LLC | Top 30 Unsecured Creditor |
| Atlas Electronics, Inc. | Top 30 Unsecured Creditor |
| Infinity JYLP, LLC | Top 30 Unsecured Creditor |
| Krauthamer & Associates LLC | Top 30 Unsecured Creditor |
| Frontier Airlines, Inc. | Top 30 Unsecured Creditor |
| Quality Bearings Online LTD | Top 30 Unsecured Creditor |
| Aramark Refreshment Services | Top 30 Unsecured Creditor |
| Fieldfisher LLP UK | Top 30 Unsecured Creditor |
| SIM Internation Lease I B.V. and Affiliates | Top 30 Unsecured Creditor |

Exhibit D

Perkins Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

| | | |
|--|---|-------------------------|
| In re: |) | |
| |) | Chapter 11 |
| AVENGER FLIGHT GROUP, LLC, <i>et al.</i> , |) | |
| |) | Case No. 26-10183 (MFW) |
| Debtors. ¹ |) | |
| |) | (Jointly Administered) |
| |) | |

**DECLARATION OF LAWRENCE PERKINS
IN SUPPORT OF DEBTORS’ APPLICATION FOR AUTHORIZATION
TO EMPLOY AND RETAIN PACHULSKI STANG ZIEHL & JONES LLP
AS COUNSEL FOR THE DEBTORS EFFECTIVE AS OF THE PETITION DATE**

I, Lawrence Perkins, hereby declare under penalty of perjury:

1. I am the Chief Restructuring Officer of Avenger Flight Group LLC (together with its affiliated debtors and debtors in possession, the “Debtors”). In my capacity, I am familiar with all aspects of the Debtors’ decision to employ and retain Pachulski Stang Ziehl & Jones LLP (“PSZ&J” or the “Firm”) as counsel with respect to these chapter 11 cases. I submit this Declaration in support of the *Debtors’ Application for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Counsel for the Debtors Effective as of the Petition Date* (the “Application”).² Except as otherwise noted, I have personal knowledge of the matters set forth herein.

¹ The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers are: Avenger Flight Group, LLC (1216); AFG Dallas III, LLC (5615); AFG Dallas IV, LLC (5558); AFG Dallas, LLC (3418); AFG EU Operations Corp. (9406); AFG FLL, LLC (6470); AFG Latam Holding Corp. (6475); AFG Latam Sim Holdings II, LLC (0473); AFG Latam Sim Holdings III, LLC (2592); AFG Latam Sim Holdings IV, LLC (0093); AFG Latam Sim Holdings, LLC (6475); AFG Latam, LLC (9545); AFG Mexico Corp. (1402); AFG Orlando, LLC (8409); AFG Sanford, LLC (6661); AFG Sim Holding Corp. (3325); Avenger Flight Group Europe, Corp. (5908); Avenger Flight Group Topco, LLC (5643); Avenger Flight Training, LLC (5640); Avenger Flight Group Mexico II, S. de R.L. de C.V, (N/A); and Papi Flight Training, LLC (6206). The location of the Debtors’ corporate headquarters and the Debtors’ service address is Avenger Flight Group LLC, 1450 Lee Wagener Blvd., Fort Lauderdale, FL 33315.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

The Debtors' Selection of PSZ&J as Counsel

2. The Debtors have selected PSZ&J to serve as counsel. The Debtors recognize that a comprehensive review process is necessary when selecting and managing chapter 11 counsel to ensure that bankruptcy professionals are subject to the same client-driven market forces, scrutiny, and accountability as professionals in non-bankruptcy engagements.

3. To that end, the review process used by the Debtors here assessed potential counsel based on their expertise with the relevant legal issues and in similar proceedings. Using this review process, the Debtors selected PSZ&J to serve as counsel, particularly given PSZ&J's experience in prior chapter 11 cases in this Court.

4. Ultimately, the Debtors retained PSZ&J because of its extensive experience in corporate reorganizations, both out of court and under chapter 11 of the Bankruptcy Code. Thus, I believe that PSZ&J is well-qualified to represent the Debtors in these chapter 11 cases as counsel in an efficient and timely manner.

Rate Structure

5. I am responsible for supervising expenditures to outside counsel retained by the Debtors in the ordinary course of business. PSZ&J has informed the Debtors that its rates are consistent between bankruptcy representations, including related transactional and litigation services. PSZ&J has informed the Debtors that its current hourly rates apply to non-bankruptcy services, if any, provided by the Firm, unless a contingent fee, mixed contingent fee, flat fee, or blended rate arrangement is agreed upon. PSZ&J has also informed the Debtors that the Firm does not maintain separate departments devoted to other legal practices different from the bankruptcy and insolvency areas, and thus the Firm does not have different billing rates and terms for non-bankruptcy engagements that can be compared to the billing rates and terms for the Debtors'

engagement of PSZ&J. As discussed below, I am also responsible for reviewing the invoices regularly submitted by PSZ&J and can confirm that the rates PSZ&J charged the Debtors in the prepetition period are the same as the rates PSZ&J charged the Debtors in the postpetition period. PSZ&J has informed the Debtors that the Firm's standard hourly rates are subject to periodic adjustment in accordance with the Firm's practice.

Cost Supervision

6. The Debtors and PSZ&J expect to develop a prospective budget and staffing plan for the postpetition period, recognizing that in the course of these large chapter 11 cases there may be unforeseeable fees and expenses that will need to be addressed by the Debtors and PSZ&J. The Debtors recognize that it is their responsibility to monitor closely the billing practices of their counsel to ensure that the fees and expenses paid by the Debtors' estates remain consistent with the Debtors' expectations and the exigencies of the chapter 11 cases. The Debtors will continue to review in a timely fashion the invoices that PSZ&J regularly submits, and, together with PSZ&J, periodically amend the budget and staffing plans as the chapter 11 cases develop.

[Remainder of Page Intentionally Left Blank]

7. The Debtors will continue to bring discipline, predictability, client involvement, and accountability to the counsel fees and expenses reimbursement process. While every chapter 11 case is unique, the budgets will provide guidance on the periods of time involved and the level of the attorneys and professionals that will work on various matters, as well as projections of average hourly rates for the attorneys and professionals for various matters.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: March 3, 2026

Respectfully submitted,

/s/ Lawrence Perkins

Lawrence Perkins

Chief Restructuring Officer

Avenger Flight Group, LLC

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

| | | | | |
|--|---|-------------------------|---|--|
| | | | | |
| In re: |) | Chapter 11 |) | |
| AVENGER FLIGHT GROUP, LLC, <i>et al.</i> , |) | Case No. 26-10183 (MFW) |) | |
| Debtors. ¹ |) | (Jointly Administered) |) | |
| |) | |) | |

Objection Deadline: March 17, 2026 at 4:00 p.m. (ET)
Hearing Date: March 24, 2026 at 3:00 p.m. (ET)

**NOTICE OF DEBTORS’ APPLICATION FOR AUTHORIZATION
TO EMPLOY AND RETAIN PACHULSKI STANG ZIEHL & JONES LLP
AS COUNSEL FOR THE DEBTORS EFFECTIVE AS OF THE PETITION DATE**

PLEASE TAKE NOTICE that, on March 3, 2026, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Debtors’ Application for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Counsel for the Debtors Effective as of the Petition Date* (the “Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that any responses or objection to the Application must be filed with the Court on or before **March 17, 2026 at 4:00 p.m. (ET)**.

PLEASE TAKE FURTHER NOTICE that at the same time, you must also serve a copy of the response or objection upon: (i) proposed counsel to the Debtors, Pachulski Stang Ziehl &

¹ The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers are: Avenger Flight Group, LLC (1216); AFG Dallas III, LLC (5615); AFG Dallas IV, LLC (5558); AFG Dallas, LLC (3418); AFG EU Operations Corp. (9406); AFG FLL, LLC (6470); AFG Latam Holding Corp. (6475); AFG Latam Sim Holdings II, LLC (0473); AFG Latam Sim Holdings III, LLC (2592); AFG Latam Sim Holdings IV, LLC (0093); AFG Latam Sim Holdings, LLC (6475); AFG Latam, LLC (9545); AFG Mexico Corp. (1402); AFG Orlando, LLC (8409); AFG Sanford, LLC (6661); AFG Sim Holding Corp. (3325); Avenger Flight Group Europe, Corp. (5908); Avenger Flight Group Topco, LLC (5643); Avenger Flight Training, LLC (5640); Avenger Flight Group Mexico II, S. de R.L. de C.V, (N/A); and Papi Flight Training, LLC (6206). The location of the Debtors’ corporate headquarters and the Debtors’ service address is Avenger Flight Group LLC, 1450 Lee Wagener Blvd., Fort Lauderdale, FL 33315.

Jones LLP, 919 North Market Street, 17th Floor, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801), Attn: Richard M. Pachulski (rpachulski@pszjlaw.com), Mary F. Caloway (mcaloway@pszjlaw.com), and Gregory V. Demo (gdemo@pszjlaw.com); (ii) the Office of the United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801, Attn: Jon Lipshie, Esq. (jon.lipshie@usdoj.gov); (iii) counsel to the DIP Lenders, (a) Proskauer Rose LLP, Eleven Times Square, New York, New York 10036 (Attn: David M. Hillman (dhillman@proskauer.com) and Matthew R. Koch (mkoch@proskauer.com)), and (b) Landis Rath & Cobb LLP, 919 Market Street, Suite 1800, Wilmington, Delaware 19801 (Attn: Matthew B. McGuire (mcguire@lrclaw.com)); (iv) counsel to the DIP Agent, Alston & Bird LLP, 90 Park Avenue, New York, New York 10016 (Attn: William Hao (william.hao@alston.com) and Dylan S. Cassidy (dylan.cassidy@alston.com)); and (v) proposed counsel for the official committee of unsecured creditors: (a) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019-6099, Attn: Brett H. Miller (bmiller@willkie.com), Todd M. Goren (tgoren@willkie.com), James H. Burbage (jburbage@willkie.com) and Joseph R. Brandt (jbrandt@willkie.com), and (b) Womble Bond Dickinson, 1313 N. Market Street, Suite 1200, Wilmington, DE 19801, Attn: Matthew P. Ward (matthew.ward@wbd-us.com) and Todd A. Atkinson (todd.atkinson@wbd-us.com).

PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED BY THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

PLEASE TAKE FURTHER NOTICE THAT A HEARING TO CONSIDER THE RELIEF SOUGHT IN THE APPLICATION WILL BE HELD ON **MARCH 24, 2026 AT 3:00 P.M. PREVAILING EASTERN TIME BEFORE THE HONORABLE MARY F.**

WALRATH, UNITED STATES BANKRUPTCY COURT JUDGE, AT THE UNITED STATES
BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 MARKET STREET,
5TH FLOOR, COURTROOM NO. 4, WILMINGTON, DELAWARE 19801.

Dated: March 3, 2026

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Mary F. Caloway

Richard M. Pachulski, Esq. (admitted *pro hac vice*)

Mary F. Caloway, Esq. (DE Bar No. 3059)

919 North Market Street, 17th Floor

Wilmington, DE 19801

Telephone: (302) 652-4100

Facsimile: (302) 652 4400

Email: rpachulski@pszjlaw.com

mcaloway@pszjlaw.com

- and -

Gregory V. Demo, Esq. (admitted *pro hac vice*)

Cia H. Mackle, Esq. (admitted *pro hac vice*)

1700 Broadway, 36th Floor

New York, NY 10019

Telephone: (212) 561-7700

Facsimile: (212) 561-7777

Email: gdemo@pszjlaw.com

cmackle@pszjlaw.com

*Proposed Counsel to the Debtors and Debtors in
Possession*