

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

In re:

AVENGER FLIGHT GROUP, LLC, *et al.*,  
  
Debtors.<sup>1</sup>

Chapter 11

Case No. 26-10183 (MFW)

(Jointly Administered)

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

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

**DEBTORS' APPLICATION FOR ENTRY OF AN ORDER  
(A) AUTHORIZING THE EMPLOYMENT AND RETENTION OF  
HOLLAND & KNIGHT LLP AS SPECIAL AVIATION COUNSEL EFFECTIVE  
AS OF THE PETITION DATE AND (B) GRANTING RELATED RELIEF**

The above-captioned debtors and debtors in possession (the "Debtors") hereby file this application (the "Application") for the entry of an order, substantially in the form annexed hereto as **Exhibit A** (the "Proposed Order"), pursuant to section 327(e) 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 Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), authorizing the Debtors to retain and employ Holland & Knight LLP ("H&K" or the "Firm") as special aviation counsel to the Debtors effective as of the Petition Date. In support of the Application, the Debtors rely upon and incorporate by reference the Rule 2016 Statement attached hereto as **Exhibit B**, the

<sup>1</sup> 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.



declaration of Jonathon M. Epstein (the “Epstein Declaration”) attached hereto as **Exhibit C**, and the declaration of Lawrence Perkins (the “Perkins Declaration”) attached hereto as **Exhibit D**. In further support of the Application, the Debtors respectfully represent as follows:

**Jurisdiction and Venue**

1. 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 the United States Bankruptcy Court for the District of Delaware (the “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.

2. Venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory bases for the relief sought herein are sections 327(e) of the Bankruptcy Code, Bankruptcy Rule 2014(a), and Local Rule 2014-1.

**Background**

4. On February 11, 2026, (the “Petition Date”), the Debtors each commenced with this Court a voluntary case under chapter 11 of the Bankruptcy Code. The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. 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.

5. Avenger Flight Group, LLC and its affiliates (collectively, “Avenger” or the “Company”) are collectively 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.

6. A detailed description of the Debtors’ business and facts precipitating the filing of the Debtors’ chapter 11 proceedings are set forth in the *Declaration of Lawrence Perkins in Support of the Debtors’ Chapter 11 Petitions and First Day Relief* (the “First Day Declaration”), incorporated herein by reference.

### **Relief Requested**

7. By this Application the Debtors seek to employ and retain H&K as special aviation counsel to the Debtors. The Debtors request that H&K be retained to perform the services described in this Application.

### **Basis for Relief**

8. Section 327(e) of the Bankruptcy Code authorizes a debtor, with court approval, to retain:

for a specified special purpose, other than to represent the trustee in conducting the case, an attorney that has represented the debtor, if in the best interest of the estate, and if such attorney does not represent or hold any interest adverse to the debtor or to the estate with respect to the matter on which such attorney is to be employed.

11 U.S.C. § 327(e). Clarifying the statute, section 1107(b) of the Bankruptcy Code provides that “a person is not disqualified for employment under section 327 of this title by a debtor in possession solely because of such person’s employment by or representation of the debtor before the commencement of the case.” 11 U.S.C. § 1107(b).

9. Section 327(e) of the Bankruptcy Code authorizes the retention of an attorney who represented a debtor prior to the bankruptcy petition date, provided that: (a) such retention is for a special purpose; (b) the purpose of the retention is not to conduct the case; (c) the retention is in the best interests of the estate; and (d) the attorney does not hold any interest adverse to the debtor with respect to the subject of its retention. H&K’s retention as special counsel to the Debtors in connection with certain aviation regulatory matters as described herein falls within the scope of section 327(e) of the Bankruptcy Code.

10. When analyzing the retention of special counsel under section 327(e), “the court should consider all relevant facts surrounding the debtor’s case, including but not limited to, the nature of the debtor’s business, all foreseeable employment of special counsel, the history and relationship between the debtor and the proposed special counsel, the expense of replacement counsel, potential conflicts of interest, and the role of general counsel.” *Stapleton v. Woodworkers Warehouse, Inc. (In re Woodworkers Warehouse, Inc.)*, 323 B.R. 403, 406 (D. Del. 2005) (citing *In re First Am. Health Care of Georgia, Inc.*, 1996 WL 33404562, at \*3 (Bankr. S.D. Ga. Apr. 18, 1996)). In general, however, subject to the requirements of sections 327 and 1107 of the Bankruptcy Code, a debtor in possession is entitled to the counsel of their choosing. *See, e.g., Vouzianas v. Ready & Pontisakos (In re Vouzianas)*, 259 F. 3d 103, 108 (2d Cir. 2001) (citation omitted) (observing that “[o]nly in the rarest cases should the trustee [or debtor in possession] be deprived of the privilege of selecting his own counsel”).

11. Here, the Debtors' retention of H&K is in the best interest of their estates and satisfies all other standards of retention under section 327(e) of the Bankruptcy Code. H&K has substantial experience in representing clients with respect to aviation law. H&K has served as the Debtors' outside aviation counsel since December 10, 2025 and does not hold any interest adverse to the Debtors with respect to the scope of its potential engagement. Accordingly, the Debtors believe that it is in the best interests of their estates to employ and retain H&K as special counsel.

**Qualifications and Scope of Services**

12. The Debtors have retained Pachulski Stang Ziehl & Jones LLP ("PSZJ") as general bankruptcy counsel in connection with the commencement and prosecution of these Chapter 11 Cases. It is the Debtors' intention that the services to be performed by H&K, and those services to be performed by PSZJ and any other professionals retained by the Debtors, will not be duplicative but rather will ensure the most economic and effective means for the Debtors to be represented in these Chapter 11 Cases. However, H&K may be required, from time to time, to consult with or advise PSZJ with regard to the matters on which H&K is representing the Debtors, which may include, without limitation, matters that impact the Debtors' efforts to consummate a sale of their assets.

13. H&K has agreed, subject to Court approval, to continue to provide advice and legal services to the Debtors and intends to represent the Debtors as their special aviation counsel during the pendency of these Chapter 11 Cases.

14. The professional services to be provided by H&K to the Debtors include, but shall not be limited to: (i) counsel concerning continuation of compliance with Federal Aviation Regulations codified at 14 CFR part 142, which applies to training centers, and 14 CFR part 60, which applies to qualifications of simulators and flight training devices that Debtors use in their

provision of services to customers; and (ii) direct correspondence with the Federal Aviation Administration on behalf of Debtors, concerning regulatory compliance; and (iii) other matters incidental to the foregoing.

15. H&K has stated its desire and willingness to continue to act as special aviation counsel to the Debtors and to render the necessary professional services required in connection therewith. Moreover, the retention and employment of H&K as special counsel would prevent the Debtors' estates from incurring the unnecessary cost of having another firm essentially repeating work previously done by H&K. Accordingly, the employment and retention of H&K as special aviation counsel is in the best interest of the Debtors and their estates and should be approved.

#### Compensation

16. Subject to Court approval in accordance with section 330(a) of the Bankruptcy Code, compensation will be payable to H&K on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by H&K. H&K rates for partners who will work on this matter range from \$890-1450; H&K's senior counsel hourly rate with aviation experience is \$995 and H&K's paralegals bill at rates ranging from \$300-\$450 per hour. Notably, H&K has agreed to a 10 percent (10%) discount on their rates.

17. The Debtors will be responsible for all reasonable costs and expenses incurred by H&K in connection with its services as special counsel, *provided*, however, that all costs and expenses must be approved by the Bankruptcy Court after proper application for payment of same.

18. The hourly rates set forth above are subject to periodic adjustments to reflect economic and other conditions, provided that H&K will provide reasonable notice to the Debtors, the United States Trustee, and any statutory committee appointed in these Cases before implementing any such periodic rate increases.

19. The hourly rates set forth above are H&K's standard hourly rates for work of this nature and are consistent with the rates charged these Debtors prior to the Petition Date. These rates are set at a level designed to compensate H&K fairly for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses. It is H&K's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the client's case. The expenses charged to clients include, among other things, mail and express mail charges, special or hand delivery charges, document retrieval, expert witness fees, court reporters, photocopying charges (including color copies), travel expenses, computerized research, and transcription costs. H&K will charge the Debtors for these expenses in a manner and at rates consistent with charges made generally to H&K's other clients.

20. The Debtors understand that H&K intends to apply to this Court for allowance 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 this Court for all services performed and expenses incurred after the Petition Date.

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

#### **Disclosure of Connections**

22. To the best of the Debtors' knowledge, information, and belief, other than as set forth in the Epstein Declaration, H&K: (i) has no connection with the Debtors, the Potential Parties In Interest (as defined in the Epstein Declaration), or the attorneys or accountants of any of the

foregoing, or the U.S. Trustee or any person employed in the Office of the U.S. Trustee for the District of Delaware; and (ii) does not hold any interest adverse to the Debtors' estates with respect to the matters for which it is being engaged.

23. H&K will review its files periodically during the pendency of these Chapter 11 Cases to ensure that no conflicts or other disqualifying circumstances exist or arise. If any new relevant facts or relationships are discovered or arise in such review, H&K will use reasonable efforts to identify such further developments and will promptly file a supplemental affidavit, as required by Bankruptcy Rule 2014(a).

**Notice**

24. The Debtors will provide notice of this Motion 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**

25. No prior application for the relief requested herein has been made to this Court or any other Court.

WHEREFORE, the Debtors respectfully request that the Court enter an order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested herein and granting such other and further relief as is just and proper.

Dated: March 3, 2026

AVENGER FLIGHT GROUP, LLC, *et al.*

*/s/ Lawrence Perkins*

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Name: Lawrence Perkins

Title: Chief Restructuring Officer

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

In re:

AVENGER FLIGHT GROUP, LLC, *et al.*,  
  
Debtors.<sup>1</sup>

Chapter 11

Case No. 26-10183 (MFW)

(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 ENTRY OF AN ORDER  
(A) AUTHORIZING THE EMPLOYMENT AND RETENTION OF  
HOLLAND & KNIGHT LLP AS SPECIAL AVIATION COUNSEL EFFECTIVE  
AS OF THE PETITION DATE AND (B) GRANTING RELATED RELIEF**

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**PLEASE TAKE NOTICE** that, on March 3, 2026, the above-captioned debtors and debtors in possession (collectively, the "Debtors") filed the *Debtors' Application for Entry of an Order (A) Authorizing the Employment and Retention of Holland & Knight LLP as Special Aviation Counsel Effective as of the Petition Date and (B) Granting Related Relief* (the "Application") with the United States Bankruptcy Court for the District of Delaware (the "Court").

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

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<sup>1</sup> 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.

**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 & 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), Gregory V. Demo (gdemo@pszjlaw.com) and Mary F. Caloway (mcaloway@pszjlaw.com); (ii) the Office of the United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801, Attn: 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*

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

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

919 North Market Street, 17th Floor

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- 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*

**Exhibit A**

**Proposed Order**

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

In re:

AVENGER FLIGHT GROUP, LLC, *et al.*,  
  
Debtors.<sup>1</sup>

Chapter 11

Case No. 26-10183 (MFW)

(Jointly Administered)

**ORDER UNDER 327(e) OF THE BANKRUPTCY CODE AUTHORIZING THE  
EMPLOYMENT AND RETENTION OF HOLLAND & KNIGHT LLP AS SPECIAL  
AVIATION COUNSEL FOR THE DEBTORS EFFECTIVE AS OF THE PETITION  
DATE**

Upon the application (the “Application”)<sup>2</sup> of the above-captioned debtors and debtors in possession (the “Debtors”) seeking authorization to retain and employ Holland & Knight LLP (“H&K”) as special aviation counsel in these Chapter 11 Cases; and upon the declarations of Jonathan M. Epstein and Lawrence Perkins in support of the Application (the “Declarations”) and the *Statement Under Rule 2016 of the Federal Rules of Bankruptcy Procedure and Section 329 of the Bankruptcy Code* (the “Statement”) that were submitted concurrently with the Application; and the Court being satisfied based on the representations made in the Application, the Declarations, and the Statement that H&K neither represents nor holds any interest adverse to the Debtors or to the estates with respect to the matters on which H&K is to be employed, and that the employment of H&K as special aviation counsel to the Debtors is necessary and in the best

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<sup>1</sup> 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.

<sup>2</sup> All capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Application.

interests of the Debtors and their 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 it appearing that due notice of the Application has been given and no further notice need be given; and upon the proceedings before the Court; and after due deliberation and good and sufficient cause appearing therefor;

**IT IS HEREBY ORDERED THAT:**

1. The Application is GRANTED.
2. Pursuant to sections 327(e) and 328(a) of the Bankruptcy Code, the Debtors are authorized to retain and employ Holland & Knight LLP as special aviation counsel in these Chapter 11 Cases, effective as of the Petition Date, pursuant to the terms set forth in the Application.
3. To the extent that the Application is inconsistent with this Order, the terms of this Order shall govern.
4. H&K shall use its best efforts and coordinate with the Debtors and its retained professionals to avoid any duplication of services provided by any of the Debtors' other retained professionals in these cases.

5. H&K shall be compensated for legal services rendered to the Debtors and reasonable expenses incurred in connection therewith in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other orders of this Court.

6. H&K shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtors' Chapter 11 Cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, Local Rules, and any other applicable procedures and orders of this Court. H&K also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Appendix B—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 November 1, 2013, both in connection with this Application and the interim and final fee applications to be filed by H&K in these Chapter 11 Cases.

7. The Debtors are authorized and empowered to take such actions and to execute such documents as may be necessary to implement the relief granted by this Order.

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

**Exhibit B**

**Rule 2016 Statement**

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

In re:

AVENGER FLIGHT GROUP, LLC, *et al.*,  
  
Debtors.<sup>1</sup>

Chapter 11

Case No. 26-10183 (MFW)

(Jointly Administered)

**STATEMENT UNDER RULE 2016 OF THE FEDERAL RULES OF  
BANKRUPTCY PROCEDURE AND SECTION 329 OF THE BANKRUPTCY CODE**

Holland & Knight LLP (“H&K”), pursuant to Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and section 329(a) of title 11 of the United States Code (the “Bankruptcy Code”), hereby makes this statement in support of the *Debtors’ Application for Entry of an Order (A) Authorizing the Employment and Retention of Holland & Knight LLP as Special Aviation Counsel Effective as of the Petition Date and (B) Granting Related Relief* (the “Application”).<sup>2</sup>

1. Compensation agreed to be paid by the Debtors to H&K is for legal services to be rendered in connection with these Chapter 11 Cases. The Debtors have agreed to pay H&K for the legal services rendered or to be rendered by its various attorneys, paralegals, and other professionals in connection with these Chapter 11 Cases on the Debtors’ behalf. The Debtors have

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

agreed to reimburse H&K for its actual and necessary expenses incurred in connection with these Chapter 11 Cases.

2. During the one-year period prior to the commencement of the Chapter 11 Cases, H&K has received \$107,616.55, of which \$81,117.00 was applied, in a timely fashion, to invoices issued by the Firm to the Debtor during the time period consisting of December 1, 2025 through the Petition Date, leaving a balance of \$26,499.55, in trust, on deposit, as advance retainer funds (“Retainer”) to be applied to post-petition invoices in accordance with further Court order. As of the Petition Date, there is no outstanding amount due from the Debtors to H&K for fees and expenses.

3. H&K will seek approval of payment of compensation upon the filing of appropriate applications for allowance of interim or final compensation pursuant to sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and orders of this Court.

4. The services to be rendered include all those services set forth in the Application.

5. H&K 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 members, counsel, and associates of H&K; or (b) any compensation another person or party has received or may receive.

Dated: March 3, 2026

HOLLAND & KNIGHT LLP

Signed by:  
*Jonathan Epstein*  
BA32776817214DD...  
Jonathan M. Epstein

*Proposed Special Aviation Counsel to the Debtors and Debtors in Possession*

**Exhibit C**

**Epstein Declaration**

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

<p>In re:</p> <p style="text-align: center;">AVENGER FLIGHT GROUP, LLC, <i>et al.</i>,</p> <p style="text-align: center;">Debtors.<sup>1</sup></p>	<p>Chapter 11</p> <p>Case No. 26-10183 (MFW)</p> <p>(Jointly Administered)</p>
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**DECLARATION OF JONATHAN M. EPSTEIN, ESQ. IN SUPPORT OF DEBTORS’  
APPLICATION FOR ENTRY OF AN ORDER (A) AUTHORIZING THE  
EMPLOYMENT AND RETENTION OF HOLLAND & KNIGHT LLP AS SPECIAL  
AVIATION COUNSEL AND (B) GRANTING RELATED RELIEF**

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I, Jonathan M. Epstein, Esq., on behalf of Holland & Knight LLP, declare as follows under penalty of perjury:

1. I am a partner at Holland & Knight LLP (“H&K” or the “Firm”), based out of H&K’s offices located at 800 17th Street N.W., Suite 1100, Washington, District of Columbia 20006, practicing within H&K’s Public Policy & Regulation Group.

2. I submit this Declaration in support of the *Application for Entry of an Order (A) Authorizing the Employment and Retention of Holland & Knight LLP as Special Aviation Counsel and (B) Granting Related Relief* (“Application”) contemporaneously filed by the Debtors<sup>2</sup> in the above-captioned chapter 11 cases, in order to retain H&K as Special Aviation Counsel pursuant to

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<sup>1</sup> 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.

<sup>2</sup> Capitalized terms now defined herein shall have the meanings ascribed in the Application.

section 327(e) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016(b), and Local Rules 2014-1 and 2016-1, effective as of the Petition Date.

### **Disclosure of Connections**

3. In connection with its proposed retention by the Debtors and prior to the filing of this Declaration, H&K conducted searches of its electronic clients and conflicts database for connections with the parties identified on **Schedule 1** attached hereto (“**Potential Parties in Interest**”) to determine whether the Firm has or had any conflicts or other relationships that might cause it not to be “disinterested” within the meaning of section 327(e) of the Bankruptcy Code.

4. To my knowledge, based on the results of the conflict check undertaken by H&K, insofar as I have been able to ascertain, H&K does not represent or hold any interest adverse to the Debtors or their estates *with respect to the matters on which it is to be engaged*, as described in the Application.

5. While H&K has previously represented, currently represents, or may represent certain equity holders, creditors or parties in interest that appear on Schedule 1 in matters in matters *unrelated to the Debtors and the Chapter 11 Cases*, upon review of the results of the conflict check, I have determined that H&K is not presently representing any of these individuals or entities *in connection with matters relating to the Debtors, and the Bankruptcy Cases*. If the Firm identifies any such representations, the Firm shall make further disclosures as may be appropriate at that time.

6. In addition, H&K and certain of its members, counsel, and associates may have in the past represented, may currently represent, and likely in the future will represent stockholders and creditors of the Debtors and other parties of interest in connection with matters unrelated to the Debtors and these Chapter 11 Cases.

7. In particular, after searching the names provided by the Debtors, H&K has identified those of the Potential Parties in Interest (or their affiliates) that H&K *currently or periodically represents* in matters wholly unrelated to these Chapter 11 Cases, as follows:

Bank of America  
Citibank  
City National Bank  
Continental Casualty Company  
Everest National Insurance  
Fidelity and Guaranty Insurance Company  
Great American E&S Insurance Company  
Jones Lang LaSalle Americas Inc.  
National Union Fire Insurance Company of PA  
Prologis, Inc.  
QBE Insurance Corporation  
Raymond James  
Santander Bank  
Seacoast Capital Partners IV, LP  
The Travelers Lloyds Insurance Company  
Wilmington Trust, N.A.

If the Firm identifies any further connections to the Potential Parties in Interest other than as summarized above, the Firm shall make further disclosures as may be appropriate at that time.

8. As part of its practice, H&K appears in cases, proceedings, and transactions involving many different attorneys, accountants, financial consultants, real estate consultants, and investment bankers, some of which may represent Potential Parties in Interest in these Chapter 11 Cases. In certain instances, such professionals may be direct clients of H&K, in matters other than relating to the Cases. In addition, H&K in the past has appeared, and currently appears, in matters in which H&K represents the same entity, a related entity, or an entity adverse to those represented by other professionals that the Debtors seek to retain in connection with these Chapter 11 Cases. H&K does not have any such relationship with any entity that would be adverse to the Debtors or its estates with respect to the matters for which H&K will be engaged.

9. I am not related or connected to and, to the best of my knowledge, no other professional of H&K who will work on this engagement is related or connected to, any United States Bankruptcy Judge for the District of Delaware or any employee in the Office of the U.S. Trustee for the District of Delaware.

10. H&K will periodically review its files during the pendency of the Chapter 11 Cases to ensure that no conflicts or other disqualifying circumstances exist or arise. If any new relevant facts or relationships are discovered or arise, the Firm will use reasonable efforts to identify such further developments and will promptly file a supplemental declaration, as required by Bankruptcy Rule 2014(a).

### **Compensation**

11. The Firm intends to apply to the Court for allowance of compensation and reimbursement of expenses in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the guidelines promulgated by the U.S. Trustee, and pursuant to any additional procedures that may be established by the Court in these Chapter 11 Cases.

12. H&K's fees for professional services are based upon its hourly rates, which are periodically adjusted to reflect market conditions. H&K has informed the Debtors that its rates are consistent with similar representations and that the applicable rates are the Firm's standard hourly rates for work of this nature, and 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.

13. It is the Firm's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the client's case. The expenses charged to clients include, among other things, facsimile charges, mail and express mail charges, special or hand delivery

charges, document retrieval, photocopying charges, charges for mailing supplies (including, without limitation, envelopes and labels) provided by the Firm to outside copying services for use in mass mailings, travel expenses, computerized research, and transcription costs. 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.

14. No promises have been received by the Firm or by any member, 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 member, counsel, and associates of the Firm.

15. H&K provides the following responses to the questions set forth in Part D of the *Appendix B—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 November 1, 2013)<sup>3</sup>:

<b>Question:</b>	<b>Answer:</b>	<b>Further explanation:</b>
Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement?	Yes.	H&K agreed to a 10 percent discount on all billing rates.
Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case?	No	N/A

<sup>3</sup> The U.S. Trustee Guidelines acknowledge that “the Guidelines do not supersede local rules, court orders, or other controlling authority.” While H&K intends to work cooperatively with the U.S. Trustee to address requests for information and any concerns that may have led to the adoption of the U.S. Trustee Guidelines, neither the filing of this Declaration, nor anything contained herein, is intended to be an admission by H&K that the Firm is required to comply with the U.S. Trustee Guidelines. H&K reserves all rights with respect to the application of the U.S. Trustee Guidelines to any application for employment or compensation.

Question:	Answer:	Further explanation:
<p>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>	<p>H&amp;K represented the client during the three 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 post-petition period remain the same as the prepetition period subject to an annual economic adjustment. The standard hourly rates of H&amp;K are subject to periodic adjustment in accordance with the Firm's practice.</p>	<p>NONE</p>
<p>Has your client approved your respective budget and staffing plan, and, if so, for what budget period?</p>	<p>The Debtors and H&amp;K have discussed 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 H&amp;K.</p>	<p>In accordance with the 2013 UST Guidelines, the budget may be amended as necessary to reflect changed circumstances or unanticipated developments.</p> <p>H&amp;K's anticipated budget is reflected in the budget with respect to the Debtors' debtor in possession financing.</p>

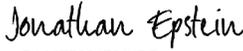
16. The foregoing constitutes the statement of H&K pursuant to sections 327(e), 329, and 504 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016, and Local Rule 2014-1.

17. By reason of the foregoing, I believe that H&K is eligible for employment and retention by the Debtors pursuant to section 327(e) of the Bankruptcy Code, the applicable Bankruptcy Rules, and the Local Rules.

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

**HOLLAND & KNIGHT LLP**

Signed by:  
  
By: Jonathan A. Epstein

*Proposed Special Aviation Counsel to the Debtors and Debtors in Possession*

**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 Hipania 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:

AVENGER FLIGHT GROUP, LLC, *et al.*,  
  
Debtors.<sup>1</sup>

Chapter 11

Case No. 26-10183 (MFW)

(Jointly Administered)

**DECLARATION OF LAWRENCE PERKINS IN SUPPORT OF APPLICATION FOR  
ENTRY OF AN ORDER (A) AUTHORIZING THE EMPLOYMENT AND RETENTION  
OF HOLLAND & KNIGHT AS SPECIAL AVIATION COUNSEL EFFECTIVE AS OF  
THE PETITION DATE AND (B) GRANTING RELATED RELIEF**

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I, Lawrence Perkins, declare under penalty of perjury as follows:

1. I am the Chief Restructuring Officer (“CRO”) of the above-captioned debtors and debtors in possession (collectively, the “Debtors”),
2. I submit this declaration (the “Declaration”) in support of the *Debtors’ Application for Entry of an Order (A) Authorizing the Employment and Retention of Holland & Knight as Special Aviation Counsel Effective as of the Petition Date and (B) Granting Related Relief* (the “Application”).<sup>2</sup> Except as otherwise noted, I have personal knowledge of the matters set forth herein.

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<sup>1</sup> 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.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Application.

**The Debtors' Selection of H&K as Special Counsel**

3. Holland & Knight ("H&K" or the "Firm") is proposed to serve as special aviation counsel to the Debtors to, in coordination with the Debtors' other professionals, assist the Debtors with matters related to: (i) counsel concerning continuation of compliance with Federal Aviation Regulations codified at 14 CFR part 142, which applies to training centers, and 14 CFR part 60, which applies to qualifications of simulators and flight training devices that Debtors use in their provision of services to customers; and (ii) direct correspondence with the Federal Aviation Administration on behalf of Debtors, concerning regulatory compliance; and (iii) other matters incidental to the foregoing.

4. The Debtors recognize that a comprehensive review process is necessary when selecting and managing counsel. To that end, the review process used by the Debtors here assessed potential counsel based on their expertise in the relevant legal issues and in similar proceedings as well as H&K's significantly valuable historical knowledge of these Debtors. Using this review process, the Debtors retained H&K to serve as their aviation special counsel.

5. Ultimately, the Debtors retained H&K as special aviation counsel because of H&K's knowledge of the Debtors' business and regulatory affairs and its experience in the aviation field. The Debtors believe that H&K has assembled a highly-qualified team of professionals and paraprofessionals to provide services to the Debtors during these Chapter 11 Cases. For these reasons, I believe that H&K is well-qualified to represent the Debtors as special aviation counsel in an efficient and timely manner and without duplication of efforts.

**Rate Structure**

6. In my capacity as CRO, I am responsible for supervising outside counsel retained by the Debtors in the ordinary course of business. H&K has informed the Debtors that its rates

are consistent with similar representations, including related transactional services. H&K has further informed the Debtors that its rates and terms under its standard rate structure for nonbankruptcy engagements are the same as the rates and the terms for the Debtors' engagement of H&K. H&K has informed the Debtors that H&K's standard hourly rates are subject to periodic adjustment in accordance with H&K's practice. I also understand, based on my general familiarity with rates charged by comparable law firms, that H&K's rate structure is comparable to the rate structure that would be applied by other firms who offer comparably skilled professionals.

### **Cost Supervision**

7. The Debtors will develop a prospective budget for the postpetition period for services to be provided by all professionals, including H&K, recognizing that, in larger chapter 11 cases, it is possible that there may be a number of unforeseen fees and expenses that will need to be addressed by the Debtors and H&K. The Debtors further recognize their responsibility to monitor closely the billing practices of counsel to ensure the fees and expenses paid by the estates remain consistent with the Debtors' expectations and the exigencies of the Chapter 11 Cases. The Debtors will timely review the invoices that H&K regularly submits.

8. The Debtors will continue to bring discipline, predictability, client involvement, and accountability to the counsel fee and expense reimbursement process. While every chapter 11 case is unique, the budgets will provide guidance on the periods of time involved and the level of attorneys and professionals that will work on the 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

/s/ Lawrence Perkins  
Lawrence Perkins  
Chief Restructuring Officer