Docket #2134 Date Filed: 09/17/2024

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re **WESCO AIRCRAFT HOLDINGS, INC.**, *et al.*,[1] Debtors.	Case No. 23-90611 (MI) Chapter 11 (Jointly Administered)

DEBTORS' UNOPPOSED EMERGENCY MOTION FOR ENTRY OF AN ORDER EXTENDING THE DEADLINES TO FILE (I) PLAN SUPPLEMENT AND (II) OBJECTIONS TO CONFIRMATION

Emergency relief has been requested. Relief is requested not later than 5:00 p.m. (Central Time) on September 17, 2024.

If you object to the relief requested or you believe that emergency consideration is not warranted, you must appear at the hearing if one is set, or file a written response prior to the date that relief is requested in the preceding paragraph. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

[1] The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one's federal tax identification number and the address of its principal office, is available on the website of the Debtors' noticing agent at https://www.veritaglobal.net/incora. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

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The above-captioned debtors and debtors in possession (the "***Debtors***")[2] respectfully state as follows.

RELIEF REQUESTED

1. By this emergency motion (the "***Motion***"), the Debtors seek entry of an order attached hereto (the "***Proposed Order***") extending by one week, the deadlines by which (i) the Debtors must file a plan supplement and (ii) other parties may file objections to confirmation of the plan filed on September 5, 2024 at Docket Number 2082 (the "***Plan***") without prejudice to the rights of the Debtors to seek further extensions of such deadlines.

2. The Motion is unopposed by several of the parties that are most significantly affected by the Deadlines, namely, the First Lien Noteholder Group, the Ad Hoc Group of 2024/2026 Noteholders, the Office of the United States Trustee, and the Official Committee of Unsecured Creditors.

JURISDICTION AND VENUE

3. This Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

4. The statutory bases for the relief requested herein is Rule 9006 of the Federal Rules of Bankruptcy Procedure (the "***Bankruptcy Rules***").

BACKGROUND

5. On September 5, 2024, the Debtors filed the Plan and a corresponding disclosure statement [Dkt. No. 2083] (the "***Disclosure Statement***"). That same day, the Court entered an order approving the Disclosure Statement at Docket Number 2086 (the "***Disclosure Statement Order***").

[2] A detailed description of the Debtors and their businesses is set forth in the *Declaration of Raymond Carney in Support of Chapter 11 Petitions and First Day Motions* [Docket. No. 13] (the "***First Day Declaration***"), filed with the Debtors' voluntary petitions for relief filed under title 11 of the United States Code (the "***Bankruptcy Code***"), on June 1, 2023 (the "***Petition Date***"). The Debtors are operating their businesses as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. An official committee of unsecured creditors was appointed on June 16, 2023; no trustee, examiner or other official committee has been appointed.

6. The Disclosure Statement Order established certain dates and deadlines with respect to the Plan and the Disclosure Statement (the "***Deadlines***"). Specifically, the Disclosure Statement Order provided:

Event	Date and Time
Deadline to File a Plan Supplement That Includes: • New Takeback Notes Indenture; • New Exit Notes Indenture; • Appellate Adjustment Mechanism; • New LLC Agreement	September 17, 2024
Deadline to File: • Objections to Confirmation of the Modified Second Amended Plan;[3] • Post Updated Post-Trial Closing Briefs for Outstanding Issues in Connection with the 2024/2026 Noteholder Group's Amended Counterclaims	September 20, 2024 at 5:00 p.m. (CT)

RELIEF REQUESTED

7. By this Motion, the Debtors seek an order extending the Deadlines by seven (7) days respectively, or such longer period as may be established by the Court, without prejudice to the rights of Debtors to seek further extensions of such Deadlines.

Event	Date and Time
Deadline to File a Plan Supplement That Includes: • New Takeback Notes Indenture; • New Exit Notes Indenture; • Appellate Adjustment Mechanism; • New LLC Agreement	September 24, 2024

[3] Including objections to the release of all claims set forth in the 2024/2026 Noteholder Group's Standing Motion.

Event	Date and Time
Deadline to File: • Objections to Confirmation of the Modified Second Amended Plan;[4] • Post Updated Post-Trial Closing Briefs for Outstanding Issues in Connection with the 2024/2026 Noteholder Group's Amended Counterclaims	September 27, 2024 at 5:00 p.m. (CT)

BASIS FOR RELIEF

8. Bankruptcy Rule 9006(b)(1) permits the Court, in its discretion, to extend these deadlines for cause, with or without motion or notice:

> [W]hen an act is required or allowed to be done at or within a specified period . . . by order of court, the court for cause shown may at any time in its discretion (1) with or without motion or notice order the period enlarged if the request therefore is made before expiration of the period prescribed or as extended by a previous order . . . .

Fed. R. Bankr. P. 9006(b). Furthermore, the filing of this Motion automatically extends the Deadlines pursuant to paragraph 30 of the Court's Procedures for Complex Cases.

9. The relief requested in the Motion is made before the Deadlines and cause exists to extend the Deadlines. The negotiations with the Ad Hoc Group of 2024/2026 Noteholders and First Lien Noteholder Group[5] remain ongoing. Both sides have sent proposals to the other since the beginning of September, and the Debtors are attempting to arrange further negotiation sessions with principals from both sides. Furthermore, extension of the Deadlines is not requested to cause unnecessary prejudice or delay. Rather, it is requested so that the Debtors and leading bondholders can continue to pursue a consensual confirmation.

[4] Including objections to the release of all claims set forth in the 2024/2026 Noteholder Group's Standing Motion.

[5] The terms "Ad Hoc Group of 2024/2026 Noteholders" and "First Lien Noteholder Group" refer to the groups described in their respective Rule 2019 statements. *See* Dkt. Nos. 147, 2018.

EMERGENCY CONSIDERATION

10. The Procedures for Complex Cases in the Southern District of Texas (the "***Complex Case Procedures***") require that all motions seeking relief on less than 21 days' notice must be filed as "emergency" motions. The Debtors request emergency consideration of this Motion so that the confirmation process can go forward on the expedited schedule previously suggested by the Court.

NOTICE

11. Pursuant to Bankruptcy Rule 2002 and paragraph 11 of the Procedures for Complex Cases in the Southern District of Texas, notice of this Motion will be provided to all creditors (and their nominees) and indenture trustees, all equity security holders, the official committee of unsecured creditors, the Securities and Exchange Commission, the United States Trustee for Region 7, and all other parties in interest listed on the master service list maintained by the Debtors. The Debtors respectfully submit that no further notice is required under the circumstances.

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Upon the foregoing Motion, the Debtors respectfully request that the Court (a) enter an order granting this Motion in substantially the form proposed and (b) grant such other relief as is just and proper.

Dated: September 17, 2024

Respectfully submitted,

/s/ Charles A. Beckham, Jr.

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Counsel to the Debtors and Debtors in Possession

CERTIFICATE OF SERVICE

I certify that, on September 17, 2024, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas, and will be served as set forth in the Affidavit of Service to be filed by the Debtors' noticing agent.

/s/ Charles A. Beckham, Jr.
Charles A. Beckham, Jr.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re **WESCO AIRCRAFT HOLDINGS, INC.**, *et al.*,[1] Debtors.	Case No. 23-90611 (MI) Chapter 11 (Jointly Administered)

ORDER EXTENDING THE DEADLINES TO FILE (I) PLAN SUPPLEMENT AND (II) OBJECTIONS TO CONFIRMATION

[1] The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one's federal tax identification number and the address of its principal office, is available on the website of the Debtors' noticing agent at https://www.veritaglobal.net/incora. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

Upon the motion (the "***Motion***"),[2] of the above-captioned Debtors for entry of an order seek entry of an order attached hereto (the "***Proposed Order***") extending by one week, the deadline by which (i) the Debtors must file a plan supplement and (ii) other parties may file objections to confirmation of the Plan without prejudice to the rights of the Debtors to seek further extensions of such deadlines; and objection procedures in connection with the foregoing, all as more fully set forth in the Motion; and the Court having jurisdiction to decide the Motion and to enter this Order pursuant to 28 U.S.C. § 1334; and consideration of the Motion being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper in the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided, such notice being adequate and appropriate under the circumstances; and after notice and a hearing, as defined in section 102 of the Bankruptcy Code; and the Court having determined that the legal and factual bases set forth in the Motion and in the record establish just cause for entry of this Order; and it appearing that entry of this Order is in the best interests of the Debtors' estates; it is hereby **ORDERED** that:

1. The deadline to file a Plan Supplement that includes (i) New Takeback Notes Indenture, (ii) New Exit Notes Indenture, (iii) Appellate Adjustment Mechanism, and (iv) New LLC Agreement is extended through **September 24, 2024**.

2. The deadline to file (i) objections to the Revised September 5 Second Modified Amended Plan[3] and Post Updated-Post-Trial Closing Briefs for Outstanding Issues in Connection with the 2024/2026 Noteholder Group's Amended Counterclaims is extended through **September 27, 2024 at 5:00 p.m. (CT)**.

[2] Capitalized terms used but not defined in this Order have the meanings ascribed to them in the Motion.

[3] Including objections to the release of all claims set forth in the 2024/2026 Noteholder Group's Standing Motion.

3. The Court retains jurisdiction over all matters arising from or related to the implementation, interpretation or enforcement of this Order.

Dated:_____
Houston, Texas

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MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE