Exhibit A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
Aerospace Holdings, Inc., *et al.*,[1]	Case No. 17-10635 (KG)
Debtors.	(Joint Administration Requested)
	Ref. Docket No. 23

ORDER APPROVING APPLICATION OF THE DEBTORS FOR ENTRY OF AN ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF GREENBERG TRAURIG, LLP AS COUNSEL FOR THE DEBTORS AND DEBTORS-IN-POSSESSION, *NUNC PRO TUNC* TO THE PETITION DATE

Upon consideration of the Application,[2] filed by the Debtors, pursuant to sections 327(a), 328(a), 330 and 1107(b) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016 and Local Rules 2014-1 and 2016-1, for entry of an order authorizing the employment and retention of the law firm of Greenberg Traurig as counsel to the Debtors, *nunc pro tunc* to the Petition Date; and upon the the Hinker Declaration, attached to the Application as **Exhibit B** and the Sedigh Declaration, attached to the Application as **Exhibit C**; and it appearing that this Court has jurisdiction to consider the Application pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of these Chapter 11 Cases and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court being satisfied based on the representations made in the Application and in the Hinker Declaration that (a) Greenberg Traurig does not hold or represent

[1] The Debtors in these Chapter 11 Cases, along with the business addresses and the last four (4) digits of each Debtor's federal tax identification number are: Aerospace Holdings, Inc., 366 Madison Avenue, 9th Floor, New York, NY 10017 (4318); Valley Tool & Manufacturing, Inc., 22 Prindle Hill Rd., P.O. Box 564, Orange, CT 06477 (8614); NC Dynamics Incorporated, 6925 Downey Avenue, Long Beach, CA 90805 (3219); NCDI Mexico, Inc., 2771 Centerville Road, Suite 400, Wilmington, DE 19808 (5905); and GroupAero Seattle, Inc., 7020 S. 238th Street, Kent, WA 98032 (7033).

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

an interest adverse to the Debtors' estates and (b) Greenberg Traurig is a "disinterested person" as defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and as required by section 327(a) of the Bankruptcy Code; and this Court having found that the relief requested in the Application is in the best interests of the Debtors' estates, their creditors and other parties-in-interest; and it appearing that proper and adequate notice of the Application has been given and that no other or further notice is necessary; and after due deliberation thereon; and this Court having reviewed the Application and having heard statements in support of the Application at a hearing held before this Court; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED as set forth herein.

2. The Debtors are authorized pursuant to sections 327(a), 328(a) and 1107(b) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016(b) and Local Rules 2014-1 and 2016-1, to retain and employ Greenberg Traurig as counsel to the Debtors in the above-captioned Chapter 11 Cases upon the terms and conditions as set forth in the Application *nunc pro tunc* to the Petition Date.

3. Greenberg Traurig shall be compensated in accordance with the procedures set forth in the Application, sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules and further orders of this Court.

4. Notwithstanding any Bankruptcy Rule to the contrary, this Order shall be immediately effective and enforceable upon its entry.

5. Greenberg Traurig shall be entitled to apply the Retainer Balance, if any, and, once the Retainer Balance is extinguished, paid in arrears, following submission of monthly,

interim or final fee applications, as applicable, consistent with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules and other orders of this Court.

6. Notwithstanding anything to the contrary contained herein, any payment made or to be made and authorization contained in this Order shall be subject to the requirements imposed on the Debtors under any approved debtor-in-possession financing facility, any order regarding the Debtors' postpetition financing or use of cash collateral and any budget in connection therewith.

7. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

8. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to the interpretation or implementation of this Order.

Dated: April 19, 2017

HONORABLE KEVIN GROSS
UNITED STATES BANKRUPTCY JUDGE

Exhibit B

GT GreenbergTraurig

Invoice No. : 4559742
File No. : 164096.010300
Bill Date : August 8, 2017

Aerospace Holdings, Inc.
Corinthian Capital
601 Lexington Avenue
59th Floor
New York, NY 10022

INVOICE

Re: Post Petition Matter

Legal Services through July 31, 2017:

Total Fees:	$	19,588.00

Expenses:

Messenger/Courier Services	15.00		
Total Expenses:		$	15.00
Current Invoice:		**$**	**19,603.00**

Previous Balance (see attached statement):	$	55,412.20
Total Amount Due:	**$**	**75,015.20**

NAM:FCL
Tax ID: 13-3613083

GT GreenbergTraurig

Invoice No.: 4559742
File No. : 164096.010300

FOR YOUR CONVENIENCE,
PAYMENT INSTRUCTIONS FOR GT FIRM ACCOUNT
FOR FEES & COSTS ARE AS FOLLOWS:

For Wire and ACH Instructions:

TO:	CITIBANK, N.A.	
ABA #:	266086554	
CREDIT TO:	GREENBERG TRAURIG ACCOUNT	
ACCOUNT #:	3200175071	
PLEASE REFERENCE:	**CLIENT NAME:**	**AEROSPACE HOLDINGS, INC.**
	FILE NUMBER:	**164096.010300**
	INVOICE NUMBER:	**4559742***
	BILLING PROFESSIONAL:	**Nancy A. Mitchell**

Wire fees may be assessed by your bank.

*** If paying more than one invoice, please reference all invoice numbers in wiring instructions.**

NAM:FCL
Tax ID: 13-3613083

GT GreenbergTraurig

Invoice No.: 4559742
File No. : 164096.010300

Account Statement

Date	Invoice #	Fees Due	Expenses Due	Other Due	Total Due
05/15/17	4495222	40,278.00	39.00	0.00	40,317.00
06/12/17	4519690	10,354.40	0.00	0.00	10,354.40
07/10/17	4532350	4,740.80	0.00	0.00	4,740.80
	Totals:	$ 55,373.20	$ 39.00	$ 0.00	$ 55,412.20

NAM:FCL
Tax ID: 13-3613083

Invoice No.: 4559742
Matter No.: 164096.010300

Description of Professional Services Rendered:

TASK CODE: 805 CLAIMS ADMINISTRATION & OBJECTIONS

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
07/10/17	Sara Hoffman	Email to BMC re: claims report (0.2).	0.20	102.00
		Total Hours:	0.20	
		Total Amount:		$ 102.00

TIMEKEEPER SUMMARY FOR TASK CODE 805,

CLAIMS ADMINISTRATION & OBJECTIONS

Timekeeper Name	Hours Billed	Rate	Total $ Amount
Sara Hoffman	0.20	510.00	102.00
Totals:	0.20	510.00	$ 102.00

Description of Professional Services Rendered

TASK CODE: 810 LITIGATION MATTERS

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
07/05/17	Matthew L. Hinker	Discussions with Harlow re: OSHA issue and response.	0.80	632.00
07/31/17	Matthew L. Hinker	Review service of process and discussions with CM re: same.	0.50	395.00
		Total Hours:	1.30	
		Total Amount:		$ 1,027.00

TIMEKEEPER SUMMARY FOR TASK CODE 810,

LITIGATION MATTERS

Timekeeper Name	Hours Billed	Rate	Total $ Amount
Matthew L. Hinker	1.30	790.00	1,027.00
Totals:	1.30	790.00	$ 1,027.00

Invoice No.: 4559742
Matter No.: 164096.010300

Description of Professional Services Rendered

TASK CODE: 812 PLAN & DISCLOSURE STATEMENT

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
07/03/17	Matthew L. Hinker	Review draft plan/disclosure statement.	1.80	1,422.00
07/03/17	Matthew L. Hinker	Discussions with UCC counsel and GT re: winddown budget issues.	0.40	316.00
07/03/17	Dennis A. Meloro	Review draft combined plan/disclosure statement.	0.90	787.50
07/05/17	Dennis A. Meloro	Continue review of plan/disclosure statement (.5); call with P. Jackson re: same (.2).	0.70	612.50
07/10/17	Matthew L. Hinker	Discussions with CM re: plan/disclosure documents.	0.40	316.00
07/11/17	Matthew L. Hinker	Review tracking chart and discussions with CM/UCC re: status.	0.60	474.00
07/11/17	Sara Hoffman	Email BMC for claims report (0.1); email P. Jackson claims report (0.1).	0.20	102.00
07/12/17	Matthew L. Hinker	Discussions re: status of plan documents.	0.30	237.00
07/14/17	Dennis A. Meloro	Review draft joint plan/disclosure statement approval/scheduling motion.	0.70	612.50
07/17/17	Matthew L. Hinker	Review revised plan.	1.30	1,027.00
07/17/17	Sara Hoffman	Review of email from P. Jackson re: plan and disclosure statement.	0.20	102.00
07/17/17	Dennis A. Meloro	Review draft motion to shorten notice and updated motion to approve plan/DS (.6); email with M. Hinker re: same (.1).	0.70	612.50
07/18/17	Matthew L. Hinker	Discussions re: timing/status.	0.40	316.00
07/18/17	Sara Hoffman	Review of scheduling motion and motion to shorten (1.3); review emails re: draft plan and hearing notice (0.2).	1.50	765.00
07/18/17	Dennis A. Meloro	Review plan/DS motion and revise (.3); email with P. Jackson re: same (.1).	0.40	350.00
07/20/17	Matthew L. Hinker	Review plan/ds and scheduling motion and coordinate re: same.	0.80	632.00
07/20/17	Dennis A. Meloro	Review draft ballots for plan	0.30	262.50
07/21/17	Matthew L. Hinker	Review and revise wind down budget.	0.80	632.00
07/25/17	Matthew L. Hinker	Discussions with UCC re: wind down budget and follow-up discussions with CM re: same.	1.10	869.00

Total Hours: 13.50

Total Amount: $ 10,447.50

Description of Professional Services Rendered

TIMEKEEPER SUMMARY FOR TASK CODE 812,

PLAN & DISCLOSURE STATEMENT

Timekeeper Name	Hours Billed	Rate	Total $ Amount
Matthew L. Hinker	7.90	790.00	6,241.00
Dennis A. Meloro	3.70	875.00	3,237.50
Sara Hoffman	1.90	510.00	969.00
Totals:	13.50	773.89	$ 10,447.50

Description of Professional Services Rendered

TASK CODE: 813 FEE/EMPLOYMENT APPLICATIONS

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
07/03/17	Matthew L. Hinker	Review and reconcile professional fee escrow account tracker.	0.70	553.00
07/03/17	Sara Hoffman	Emails to M. Hinker, M. Sedigh and K. Mian re: professional wires (0.5); email F. Lim re: June prebill (0.1).	0.60	306.00
07/05/17	Jennifer L. Ford	Emails to/from S. Hoffman re: Certificate of No Objections for BMC and Greenberg Traurig's monthly fee applications	0.10	32.50
07/05/17	Matthew L. Hinker	Coordinate wires re: payment of invoices.	0.30	237.00
07/05/17	Sara Hoffman	Email with J. Ford re: CNOs for professional fee payments (0.1); emails with M. Hinker and M. Sedigh re: professional fees (0.4).	0.50	255.00
07/06/17	Jennifer L. Ford	Draft Certificate of No Objection regarding Greenberg Traurig's Second Monthly fee application (.2); draft Certificate of No Objection regarding BMC Group's First Monthly fee application (.2); email to D. Meloro, M. Hinker and S. Hoffman re: same (.1)	0.50	162.50
07/06/17	Sara Hoffman	Email to M. Hinker and D. Meloro re: June prebill (0.1).	0.10	51.00
07/06/17	Dennis A. Meloro	Review CNOs re: GT 2nd (.1) and BMC 1st (.1) monthly fee applications.	0.20	175.00
07/09/17	Sara Hoffman	Prepare monthly fee application for June (2.5); revise draft June fee application (0.2); email F. Lim in accounting re: June invoice (0.1); email J. Ford about CNOs for professional fee applications (0.1).	2.90	1,479.00
07/10/17	Jennifer L. Ford	Finalize and file Certificate of No Objection - No Order Required Regarding Second Monthly Application of Greenberg Traurig, LLP for Compensation and Reimbursement of Expenses as Counsel to the Debtors and Debtors-in-Possession for the period May 1, 2017 to May 31, 2017 (.2); Email to D. Meloro, M. Hinker and S. Hoffman re: same (.1)	0.30	97.50
07/10/17	Jennifer L. Ford	Finalize and file Certificate of No Objection - No Order Required Regarding First Monthly Fee Application of BMC Group, Inc. for Compensation and Reimbursement of Expenses as Administrative Agent to the Debtors and Debtors-in-Possession for the period March 28, 2017 to April 30, 2017 (.2); Email to D. Meloro, M. Hinker and S.	0.30	97.50

Description of Professional Services Rendered

		Hoffman re: same (.1)		
07/10/17	Sara Hoffman	Reply email to M. Hinker re: professional fee payments (0.3); email to NYAccounting coordinating professional payments (0.4); revise GT's June monthly fee application (0.5).	1.20	612.00
07/10/17	Dennis A. Meloro	Review/revise GT 3rd monthly fee application.	0.40	350.00
07/11/17	Sara Hoffman	Review Conway MacKenzie June staffing report (0.1); draft notice of filing in connection with Conway MacKenzie staffing report (0.1); email J. Ford re: filing of GT third monthly fee application (0.1).	0.30	153.00
07/11/17	Dennis A. Meloro	Review Conway June fee statement, prepare for filing.	0.20	175.00
07/12/17	Jennifer L. Ford	Finalize and file Third Monthly Application of Greenberg Traurig, LLP for Compensation and Reimbursement of Expenses as Counsel to the Debtors and Debtors-in-Possession for the period June 1, 2017 to June 30, 2017 (.3); email to D. Meloro, M. Hinker and S, Hoffman re: same (.1); Inform attorneys of objection and certificate of no objection deadlines (.1)	0.50	162.50
07/12/17	Dennis A. Meloro	Review, finalize GT monthly application for filing.	0.20	175.00
07/17/17	Sara Hoffman	Reply email to GT Accounting re: June invoice.	0.10	51.00
07/31/17	Sara Hoffman	Check payment date for UST fees.	0.10	51.00
		Total Hours:	9.50	
		Total Amount:		$ 5,175.50

TIMEKEEPER SUMMARY FOR TASK CODE 813,

FEE/EMPLOYMENT APPLICATIONS

Timekeeper Name	Hours Billed	Rate	Total $ Amount
Matthew L. Hinker	1.00	790.00	790.00
Dennis A. Meloro	1.00	875.00	875.00
Sara Hoffman	5.80	510.00	2,958.00
Jennifer L. Ford	1.70	325.00	552.50
Totals:	9.50	544.79	$ 5,175.50

Description of Professional Services Rendered

TASK CODE: 824 PREPARATION/REVIEW REPORTS

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
07/11/17	Jennifer L. Ford	File Staffing Report for Filing Period June 1, 2017 - June 30, 2017 of Conway MacKenzie Management Services, LLC (.1); Email to D. Meloro, M. Hinker and S. Hoffman re: same (.1)	0.20	65.00
07/18/17	Sara Hoffman	Review of email from M. Flynn re: June MOR (0.1); reply email to M. Flynn with transaction list report through June 30th (0.1).	0.40	204.00
07/21/17	Sara Hoffman	Review of June MOR (0.5); review of amended April MOR (0.5); call with M. Flynn re: same (0.3); amend MORs (0.3).	1.60	816.00
07/21/17	Dennis A. Meloro	Review amended April MOR (.1) and June MOR (.1).	0.20	175.00
		Total Hours:	2.40	
		Total Amount:		$ 1,260.00

TIMEKEEPER SUMMARY FOR TASK CODE 824,

PREPARATION/REVIEW REPORTS

Timekeeper Name	Hours Billed	Rate	Total $ Amount
Dennis A. Meloro	0.20	875.00	175.00
Sara Hoffman	2.00	510.00	1,020.00
Jennifer L. Ford	0.20	325.00	65.00
Totals:	2.40	525.00	$ 1,260.00

Description of Professional Services Rendered

TASK CODE: 832 CREDITOR INQUIRIES

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
07/20/17	Sara Hoffman	Call with creditor regarding status of claim.	0.20	102.00
		Total Hours:	0.20	
		Total Amount:		$ 102.00

TIMEKEEPER SUMMARY FOR TASK CODE 832,

CREDITOR INQUIRIES

Timekeeper Name	Hours Billed	Rate	Total $ Amount
Sara Hoffman	0.20	510.00	102.00
Totals:	0.20	510.00	$ 102.00

Description of Professional Services Rendered

TASK CODE: 833 COURT HEARINGS

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
07/03/17	Jennifer L. Ford	Preparation of agenda binder for hearing on July 6, 2017	0.50	162.50
07/05/17	Jennifer L. Ford	Draft Amended Agenda for July 6, 2017 (.2); email to D. Meloro and M. Hinker re: same (.1)	0.30	97.50
07/05/17	Jennifer L. Ford	Finalize and file Amended Notice of Agenda of Scheduled Matters [CANCELLED] (.1); email to D. Meloro and M. Hinker re: same (.1); email to BMC Group to effectuate service (.1)	0.30	97.50
07/05/17	Dennis A. Meloro	Review/revise 7/6 hearing agenda (.1); email with chambers re: canceling hearing (.1).	0.20	175.00
		Total Hours:	1.30	
		Total Amount:		$ 532.50

TIMEKEEPER SUMMARY FOR TASK CODE 833,

COURT HEARINGS

Timekeeper Name	Hours Billed	Rate	Total $ Amount
Dennis A. Meloro	0.20	875.00	175.00
Jennifer L. Ford	1.10	325.00	357.50
Totals:	1.30	409.62	$ 532.50

Description of Professional Services Rendered

TASK CODE: 835 LEASES AND EXECUTORY CONTRACTS

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
07/05/17	Jennifer L. Ford	Finalize and file Certification of Counsel Regarding Notice of Rejection of Executory Contract (.2); email to D. Meloro, M. Hinker and S. Hoffman re: same (.1); effectuate service to chambers (.1)	0.40	130.00
07/05/17	Sara Hoffman	Emails with M. Hinker, D. Meloro and J. Ford re: filing settlement agreement (0.2).	0.20	102.00
07/06/17	Jennifer L. Ford	Preparation of Order Approving Settlement Agreement in Connection with the Rejection of Executory Contract (.1); email to D. Meloro, M. Hinker and S. Hoffman re: same (.1); Email to BMC Group to effectuate service of order (.1)	0.30	97.50
07/18/17	Sara Hoffman	Review of email from purchaser re: assumed executory contract (0.4); email same to M. Hinker and D. Meloro (0.1); email to M. Sedigh for execution (0.1); email executed agreement to V. Rubinstein (0.1).	0.70	357.00
07/28/17	Sara Hoffman	Review proposed stipulation re: lease rejection.	0.40	204.00
07/31/17	Sara Hoffman	Review email from V. Rubinstein re: stipulation with counterparty to rejected lease.	0.10	51.00
		Total Hours:	2.10	
		Total Amount:		$ 941.50

TIMEKEEPER SUMMARY FOR TASK CODE 835,

LEASES AND EXECUTORY CONTRACTS

Timekeeper Name	Hours Billed	Rate	Total $ Amount
Sara Hoffman	1.40	510.00	714.00
Jennifer L. Ford	0.70	325.00	227.50
Totals:	2.10	448.33	$ 941.50

Description of Professional Services Rendered

TIMEKEEPER ACTIVITY GRAND TOTAL SUMMARY

Timekeeper Name	Hours Billed	Rate	Total $ Amount
Matthew L. Hinker	10.20	790.00	8,058.00
Dennis A. Meloro	5.10	875.00	4,462.50
Sara Hoffman	11.50	510.00	5,865.00
Jennifer L. Ford	3.70	325.00	1,202.50
Totals:	30.50	642.23	$ 19,588.00

Exhibit C

Description of Expenses Billed:

DATE	DESCRIPTION		AMOUNT
07/07/17	VENDOR: Parcels, Inc. - ACH INVOICE#: 710661 DATE: 7/7/2017 Acct. No.343 Order 542891 Delivery to Judge Kevin Gross	$	7.50
07/07/17	VENDOR: Parcels, Inc. - ACH INVOICE#: 710633 DATE: 7/7/2017 Acct. No. 343 Order 542472 Delivery to Judge Kevin Gross	$	7.50
	Total Expenses:	$	15.00