

Exhibit 2

**Subpoena, Document Requests, and Matters for Examination**

UNITED STATES BANKRUPTCY COURT

Southern District of New York

In re Airfasttickets, Inc. Debtor

Case No. 15-11951 (SHL)

Chapter 11

SUBPOENA FOR RULE 2004 EXAMINATION

To: Citibank, N.A., 601 Lexington Avenue, New York, New York 10022 (Name of person to whom the subpoena is directed)

Testimony: YOU ARE COMMANDED to appear at the time, date, and place set forth below to testify at an examination under Rule 2004, Federal Rules of Bankruptcy Procedure. A copy of the court order authorizing the examination is attached.

Table with 2 columns: PLACE (Arent Fox LLP, 1675 Broadway, New York 10019) and DATE AND TIME (July 6, 2016, 10:00 a.m.)

Regarding matters for examination, see Schedule A and Schedule B attached hereto.

The examination will be recorded by this method: The deposition will be taken before an authorized court reporter or other officer authorized by law to administer oaths and will be recorded by stenographic, audio, and/or audiovisual (i.e., videotaped) means.

Production: You, or your representatives, must also bring with you to the examination the following documents, electronically stored information, or objects, and must permit inspection, copying, testing, or sampling of the material:

See Schedule A attached hereto.

The following provisions of Fed. R. Civ. P. 45, made applicable in bankruptcy cases by Fed. R. Bankr. P. 9016, are attached - Rule 45(c), relating to the place of compliance; Rule 45(d), relating to your protection as a person subject to a subpoena; and Rule 45(e) and 45(g), relating to your duty to respond to this subpoena and the potential consequences of not doing so.

Date: June 14, 2016

CLERK OF COURT

OR

Handwritten signature of attorney

Signature of Clerk or Deputy Clerk

Attorney's signature

The name, address, email address, and telephone number of the attorney representing (name of party) Airfasttickets, Inc., who issues or requests this subpoena, are:

Michael S. Cryan, Arent Fox LLP, 1675 Broadway, New York, NY 10019, 212-484-3929, michael.cryan@arentfox.com

Notice to the person who issues or requests this subpoena

If this subpoena commands the production of documents, electronically stored information, or tangible things, or the inspection of premises before trial, a notice and a copy of this subpoena must be served on each party before it is served on the person to whom it is directed. Fed. R. Civ. P. 45(a)(4).

**PROOF OF SERVICE**

**(This section should not be filed with the court unless required by Fed. R. Civ. P. 45.)**

I received this subpoena for *(name of individual and title, if any)*: \_\_\_\_\_  
on *(date)* \_\_\_\_\_ .

I served the subpoena by delivering a copy to the named person as follows: \_\_\_\_\_  
\_\_\_\_\_ on *(date)* \_\_\_\_\_ ; or

I returned the subpoena unexecuted because: \_\_\_\_\_  
\_\_\_\_\_

Unless the subpoena was issued on behalf of the United States, or one of its officers or agents, I have also tendered to the witness the fees for one day's attendance, and the mileage allowed by law, in the amount of \$ \_\_\_\_\_ .

My fees are \$ \_\_\_\_\_ for travel and \$ \_\_\_\_\_ for services, for a total of \$ \_\_\_\_\_ .

I declare under penalty of perjury that this information is true and correct.

Date: \_\_\_\_\_

\_\_\_\_\_  
*Server's signature*

\_\_\_\_\_  
*Printed name and title*

\_\_\_\_\_  
*Server's address*

Additional information concerning attempted service, etc.:

**Federal Rule of Civil Procedure 45(c), (d), (e), and (g) (Effective 12/1/13)**  
**(made applicable in bankruptcy cases by Rule 9016, Federal Rules of Bankruptcy Procedure)**

**(c) Place of compliance.**

(1) *For a Trial, Hearing, or Deposition.* A subpoena may command a person to attend a trial, hearing, or deposition only as follows:

- (A) within 100 miles of where the person resides, is employed, or regularly transacts business in person; or
- (B) within the state where the person resides, is employed, or regularly transacts business in person, if the person
  - (i) is a party or a party's officer; or
  - (ii) is commanded to attend a trial and would not incur substantial expense.

(2) *For Other Discovery.* A subpoena may command:

- (A) production of documents, or electronically stored information, or things at a place within 100 miles of where the person resides, is employed, or regularly transacts business in person; and
- (B) inspection of premises, at the premises to be inspected.

**(d) Protecting a Person Subject to a Subpoena; Enforcement.**

(1) *Avoiding Undue Burden or Expense; Sanctions.* A party or attorney responsible for issuing and serving a subpoena must take reasonable steps to avoid imposing undue burden or expense on a person subject to the subpoena. The court for the district where compliance is required must enforce this duty and impose an appropriate sanction — which may include lost earnings and reasonable attorney's fees — on a party or attorney who fails to comply.

(2) *Command to Produce Materials or Permit Inspection.*

(A) *Appearance Not Required.* A person commanded to produce documents, electronically stored information, or tangible things, or to permit the inspection of premises, need not appear in person at the place of production or inspection unless also commanded to appear for a deposition, hearing, or trial.

(B) *Objections.* A person commanded to produce documents or tangible things or to permit inspection may serve on the party or attorney designated in the subpoena a written objection to inspecting, copying, testing or sampling any or all of the materials or to inspecting the premises — or to producing electronically stored information in the form or forms requested. The objection must be served before the earlier of the time specified for compliance or 14 days after the subpoena is served. If an objection is made, the following rules apply:

- (i) At any time, on notice to the commanded person, the serving party may move the court for the district where compliance is required for an order compelling production or inspection.
- (ii) These acts may be required only as directed in the order, and the order must protect a person who is neither a party nor a party's officer from significant expense resulting from compliance.

(3) *Quashing or Modifying a Subpoena.*

(A) *When Required.* On timely motion, the court for the district where compliance is required must quash or modify a subpoena that:

- (i) fails to allow a reasonable time to comply;
- (ii) requires a person to comply beyond the geographical limits specified in Rule 45(c);
- (iii) requires disclosure of privileged or other protected matter, if no exception or waiver applies; or
- (iv) subjects a person to undue burden.

(B) *When Permitted.* To protect a person subject to or affected by a subpoena, the court for the district where compliance is required may, on motion, quash or modify the subpoena if it requires:

- (i) disclosing a trade secret or other confidential research, development, or commercial information; or

(ii) disclosing an unretained expert's opinion or information that does not describe specific occurrences in dispute and results from the expert's study that was not requested by a party.

(C) *Specifying Conditions as an Alternative.* In the circumstances described in Rule 45(d)(3)(B), the court may, instead of quashing or modifying a subpoena, order appearance or production under specified conditions if the serving party:

- (i) shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship; and
- (ii) ensures that the subpoenaed person will be reasonably compensated.

**(e) Duties in Responding to a Subpoena.**

(1) *Producing Documents or Electronically Stored Information.* These procedures apply to producing documents or electronically stored information:

(A) *Documents.* A person responding to a subpoena to produce documents must produce them as they are kept in the ordinary course of business or must organize and label them to correspond to the categories in the demand.

(B) *Form for Producing Electronically Stored Information Not Specified.* If a subpoena does not specify a form for producing electronically stored information, the person responding must produce it in a form or forms in which it is ordinarily maintained or in a reasonably usable form or forms.

(C) *Electronically Stored Information Produced in Only One Form.* The person responding need not produce the same electronically stored information in more than one form.

(D) *Inaccessible Electronically Stored Information.* The person responding need not provide discovery of electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On motion to compel discovery or for a protective order, the person responding must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the court may nonetheless order discovery from such sources if the requesting party shows good cause, considering the limitations of Rule 26(b)(2)(C). The court may specify conditions for the discovery.

(2) *Claiming Privilege or Protection.*

(A) *Information Withheld.* A person withholding subpoenaed information under a claim that it is privileged or subject to protection as trial-preparation material must:

- (i) expressly make the claim; and
- (ii) describe the nature of the withheld documents, communications, or tangible things in a manner that, without revealing information itself privileged or protected, will enable the parties to assess the claim.

(B) *Information Produced.* If information produced in response to a subpoena is subject to a claim of privilege or of protection as trial-preparation material, the person making the claim may notify any party that received the information of the claim and the basis for it. After being notified, a party must promptly return, sequester, or destroy the specified information and any copies it has; must not use or disclose the information until the claim is resolved; must take reasonable steps to retrieve the information if the party disclosed it before being notified; and may promptly present the information under seal to the court for the district where compliance is required for a determination of the claim. The person who produced the information must preserve the information until the claim is resolved.

...

(g) *Contempt.* The court for the district where compliance is required — and also, after a motion is transferred, the issuing court — may hold in contempt a person who, having been served, fails without adequate excuse to obey the subpoena or an order related to it.

**Schedule A**

**DOCUMENT REQUESTS**

## DEFINITIONS

1. The rules of construction and definitions in Civil Rule 26.3 of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, which is made applicable under Local Rule 2004-1, are hereby incorporated by reference.

2. The term “**accounts**” means any account maintained by You and held by, for, in the name of, for the benefit of, or on behalf of, the Debtor or any of the Debtor’s successors-in-interest, including, but not limited to the following: (1) CitiBusiness Checking Account No. [REDACTED] 6896; (2) CitiBusiness Flexible Checking Account No. [REDACTED] 5912; (3) CitiBusiness Streamlined Checking Account No. [REDACTED] 7985; (4) U.S. Multi-Currency Cash Reserve (Euros) Account No. [REDACTED] 1155; (5) Citibusiness Savings Account No. [REDACTED] 5901; (6) Capital Markets Holdings (U.S. Dollars) Account No. [REDACTED] 8011; (7) Streamlined Checking Account No. [REDACTED] 0376; (8) CitiBusiness 1 Year Certificate of Deposit Account No. [REDACTED] 8843; (9) CitiBusiness 1 Year Certificate of Deposit Account No. [REDACTED] 3947; and (10) Standby Letter of Credit No. [REDACTED] 7598.

3. The term “**applicable period**” means the period between and including January 1, 2011 through May 31, 2016.

4. The term “**communication**” means the transmittal of information in the form of facts, ideas, inquiries, or otherwise, in any medium, including but not limited to paper and email correspondence.

5. The term “**concerning**” means relating to, referring to, describing, evidencing, tending to support or refute, or constituting.

6. The term “**document**” is synonymous in meaning and equal in scope to the usage of the term “documents or electronically stored information” in Fed. R. Civ. P. 34(a)(1)(A). A draft or non-identical copy is a separate document within the meaning of this term.

7. The term “**identify**,” when referring to a person, means to give, to the extent known, the person’s full name, present or last known address, and when referring to a natural person, additionally, the present or last known place of employment. Once a person has been

identified in accordance with this subparagraph, only the name of that person need be listed in response to subsequent discovery requesting the identification of that person.

8. The term “**identify**,” when referring to documents, means to give, to the extent known, the (i) type of document’ (ii) general subject matter; (iii) date of the document; and (iv) author(s), addressee(s) and recipient(s). In the alternative, the responding party may produce the documents, together with identifying information sufficient to satisfy Fed. R. Civ. P. 33(d).

9. The term “**person**” is defined as any natural person or any legal entity, including, without limitation, any business or governmental entity or association.

10. The term “**request**” means the Requests for Production of Documents set forth herein (the “Requests”).

11. The terms “**all**,” “**any**,” and “**each**” shall each be construed as encompassing any and all.

12. The connectives “**and**” and “**or**” shall be construed either disjunctively or conjunctively as necessary to bring within the scope of the discovery request all responses that might otherwise be construed to be outside of its scope.

13. The use of the singular form of any word includes the plural and vice versa.

14. The “**Financial Institution**,” “**You**” or “**Your**” refers to Citibank, N.A., located at 601 Lexington Avenue, New York, New York 10022, and any of their officers, directors, employees, agents, partners, members, parents, subsidiaries, affiliates, and predecessors or successors in interest.

15. The “**Debtor**” refers to Airfasttickets, Inc. (“Airfasttickets”), a Delaware corporation that had its headquarters in New York, New York and whose Chapter 11 case pending in the United States Bankruptcy Court for the Southern District of New York, Case No. 15-11951 (SHL).

### **INSTRUCTIONS**

1. All documents shall be identified by the Requests to which they are primarily responsive or be produced as they are maintained in the usual course of business.
2. The Requests shall be deemed continuing so as to require supplemental responses as You obtain further responsive Documents.
3. Each Request and any applicable subparagraph or subdivision is to be answered separately. If there are no documents responsive to a particular request, state that this is the case.
4. Documents attached to each other should not be separated; separate documents should not be attached to each other.
5. Documents should include all exhibits, appendices, linked documents, or otherwise appended documents that are referenced in, attached to, included with, or are a part of the requested documents.
6. If You contend that it would unreasonably burdensome to obtain and provide all of the Documents called for in response to any Request or any subsection thereof, then in response to the appropriate Request:
  - a. Produce all responsive Documents as are reasonably available to You;
  - b. Describe with particularity the efforts You made, or that were made on Your behalf, to produce such Documents, including, without limitation, an identification of Persons consulted, description of files, records and Documents reviewed, and identification of each person who participated in the gathering of such documents, with specification of the amount of time spent and the nature of work done by such person;
  - c. State with particularity the grounds on which You contend that additional efforts to produce such Documents would be unreasonable.
7. With respect to any document withheld on a claim of privilege, provide a list containing the following information (to the extent applicable) for each such document:
  - d. the name and address of each author of the document;



- e. the name and address of each sender of the document;
- f. the name and address of each person who has seen or participated in communications about the document;
- g. the date the document was prepared;
- h. a description of the nature and subject matter of the document;
- i. the paragraph of the Request to which the document relates; and
- j. the privilege claimed, and the basis for it.

### **REQUESTS FOR PRODUCTION**

1. Documents and communications concerning the Debtor's accounts, cash, assets during the applicable period.
2. Documents sufficient to identify which of the Debtor's professionals, managers, officers, members, directors, investment bankers, or financial advisors were involved in the Debtor's credit applications, accounts, financial transactions, and communications with You.
3. Documents concerning predecessor accounts and the nominee, assignee, or beneficial owners of the Debtor's accounts.
4. Documents showing transfers and transactions between the Debtor's accounts, if more than one account is at issue.
5. Documents, agreements, and contracts concerning the Debtor's accounts during the applicable period.
6. Documents and communications concerning the use of the Debtor's accounts during the applicable period.
7. Documents concerning the Debtor's accounts for the applicable period, including:
  - a. Monthly statements (unless previously provided);
  - b. Historical account balance information;
  - c. Deposit slips;
  - d. Records for incoming and outgoing electronic transfers (for example, wire transfers, electronic fund transfers, automated deposits, and payments);

- e. Copies of checks, both deposited and drawn;
- f. Records reflecting cash activity;
- g. Account opening documents and any credit file;
- h. Administrative and custodial agreements between the holder of accounts and You;
- i. Communications concerning the Debtor's accounts;
- j. Account closing documents.

**Schedule B**

**MATTERS FOR EXAMINATION**

1. The Debtor's accounts and financial information.
2. The Debtor's credit.
3. The Debtor's credit applications.
4. The Debtor's transactions.
5. Transfers to and from the Debtor's accounts.
6. The Debtor's account applications.
7. The Debtor's account closing documents.
8. The Debtor's cash.
9. The Debtor's liquidity.
10. The Debtor's payments.
11. The Debtor's loans.
12. The Debtor's use of proceeds of loans.
13. The Debtor's assets.
14. The Debtor's liabilities.
15. The Debtor's solvency.