

# brownrudnick

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## **VIA ECF AND OVERNIGHT COURIER**

The Honorable Sean H. Lane  
United States Bankruptcy Court  
Southern District of New York  
One Bowling Green  
New York, New York 10004

**RE: In re Airfasttickets, Inc., Case No. 15-11951**

Dear Judge Lane:

This firm represents the joint liquidators (the “**Joint Liquidators**”) of Air Fast Tickets Limited (“**AFT UK**”). AFT UK, a United Kingdom corporation previously engaged in the business of providing online airline ticketing services, had one shareholder—AirFastTickets, Inc. (the “**Debtor**”). In October 2014, AFT UK was placed into administration, and subsequently liquidation, proceedings under The Insolvency Act of 1986 before The High Court of Justice, Chancery Division, Companies Court, London, and on October 9, 2015, the Joint Liquidators were appointed as the liquidators of AFT UK. The Joint Liquidators, thereafter, timely filed Proof of Claim No. 81 on behalf of AFT UK in the Debtor’s chapter 11 case as a general unsecured claim in the aggregate amount of \$55,876,330.22. Pursuant to a confidential settlement agreement between the Joint Liquidators and the liquidating trust (the “**Liquidating Trust**”) of the Debtor’s estate, the AFT UK claim was allowed as a Class 2-B general unsecured claim under the Debtor’s confirmed chapter 11 plan. On information and belief, the Joint Liquidators, on behalf of AFT UK, hold the largest allowed claim in this case and, as a result, are the largest beneficiaries of the Liquidating Trust.

As Your Honor knows, it has been over three years since the Debtor’s chapter 11 plan was confirmed and went effective. [D.I. 251] Since that time, AFT UK and the other holders of beneficial interests in the Liquidating Trust (*i.e.*, allowed general unsecured claimants) have been patiently waiting to receive their pro rata distribution from the Debtor’s estate, but have thus far received nothing. Moreover, it does not appear that any distribution to Trust beneficiaries is forthcoming. According to the Liquidating Trust, there is one issue purportedly preventing distributions to Trust beneficiaries—resolution of the contested matter in respect of the Liquidating Trust’s pending objection to the proof of claim filed by Fareportal, Inc. [D.I. 398, ¶ 14]

By way of brief background, Fareportal filed Proof of Claim No. 86 asserting a general unsecured claim purportedly in an amount “not less than \$10,000,000.00.” [D.I. 359, Ex. A] On January 13, 2017, the Liquidating Trust filed an objection to the Fareportal claim, asserting that such claim should be disallowed and expunged in its entirety because of, among other things, a lack of any basis for



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such liability and a lack of supporting documentation. [D.I. 280] On February 8, 2017, Fareportal responded to the Liquidating Trust's objection, but failed to provide any evidence in support of its purported claim. [D.I. 287] On February 13, 2017, the Liquidating Trust filed a reply in further support of its objection, stating that Fareportal failed to satisfy its evidentiary burden in respect of its purported claim, and stressing the importance of expeditiously resolving the claim objection so as to not delay distributions to Trust beneficiaries. [D.I. 290] On April 11, 2017, the Court entered an order deeming the Fareportal claim and objection thereto a contested matter. [D.I. 301]

The Fareportal contested matter has been pending for over two-and-a-half years. During this time, holders of allowed claims have been forced to wait to receive their distributions from the Liquidating Trust. The Joint Liquidators recognize that it takes some time to wind down an estate, and creditors of a liquidating estate must typically wait a certain amount of time before receiving their distributions. But here, the estate is substantially wound down, there is only one substantive issue remaining (*i.e.*, resolution of the Fareportal contested matter), and creditors have already waited a lengthy period of time without receiving any distribution.

The Court has gone above and beyond to provide Fareportal with more than ample time to obtain evidence to satisfy its evidentiary burden in support of its purported claim. But, based on representations made by the Liquidating Trust in its motion to extend the term of the Trust [D.I. 398], as of October 29, 2019, it appears that Fareportal has still failed to produce such evidence. The Joint Liquidators appreciate that certain external factors (*e.g.*, the chapter 7 filings of Travana, Inc.) may have affected the expeditious adjudication of the contested matter. However, with Travana's assets being abandoned to the Liquidating Trust, such factors appear to be obviated.

Accordingly, the Joint Liquidators respectfully urge the Court to enter a scheduling order in the Fareportal contested matter or take other action to move the matter forward towards an expeditious resolution, and enable the Liquidating Trust to complete the administration of the Debtor's estate and make distributions to Trust beneficiaries.

Sincerely,

**BROWN RUDNICK LLP**

/s/ Andrew M. Carty

Andrew M. Carty

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