

EXHIBIT B

Redline of Proposed Distribution Order

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	Chapter 11
	:	
AIRFASTTICKETS, INC.,	:	Case No. 15-11951 (SHL)
	:	
Debtor.	:	
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ORDER (I) APPROVING DISTRIBUTIONS TO HOLDERS OF ALLOWED GENERAL UNSECURED CLAIMS; (II) DEEMING CERTAIN ADMINISTRATIVE EXPENSE CLAIMS AND PRIORITY UNSECURED CLAIMS TO BE FULLY SATISFIED

Upon the *Motion of the Liquidating Trust of Airfasttickets, Inc. for an Order (I) Approving Distributions to Holders of Allowed General Unsecured Claims; and (II) Deeming Certain Administrative Expense Claims and Priority Unsecured Claims to be Fully Satisfied* (the “Motion”) filed by the Liquidating Trust¹ for an order pursuant to 11 U.S.C. §§ 105(a) and section 13.04 of the Liquidating Trust Agreement; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having reviewed the Motion; and approval of the relief sought in the Motion being within the sound discretion of the Court; and the Court finding that due and adequate notice of the Motion was provided to all necessary parties; and the Court having determined that no other nor further notice of the Motion is required; and no objections to the relief sought in the Motion having been timely filed; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the Motion is Granted as set forth herein; and it is further

¹ To the extent not otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Motion.

ORDERED that Exhibit 1 attached hereto is the list of Allowed General Unsecured Claims for which distributions shall be made; and it is further

ORDERED that the Satisfied Priority/Administrative Claims set forth in Exhibit 2 attached hereto have been fully satisfied, and the holders of such Satisfied Priority/Administrative Claims are entitled to no additional payment or satisfaction by the Liquidating Trust on account of such Claims; and it is further

ORDERED that any entity or claim that is not listed in Exhibit 1 or Exhibit 2 shall not receive a distribution and shall be forever barred from receiving a distribution or payment from the Liquidating Trust as an Allowed Claim; and it is further

ORDERED that any holder of an Allowed Claim that has not complied with Section 13.04 of the Liquidating Trust Agreement by providing necessary tax information is not entitled to receive a distribution and such distribution is deemed unclaimed property in accordance with section 347(b) of the Bankruptcy Code and sections 8.8 and 13.04 of the Liquidating Trust Agreement; and it is further

ORDERED that Claims Agent shall modify the Claims Register to reflect that the Konica Claim (Claim No. 2) is allowed solely in the general unsecured amount of \$16,510.90; and it is further

ORDERED that this Court shall retain jurisdiction over any matters related to or arising from the implementation of this order..

Dated: New York, New York
~~October~~November __, 2020

HONORABLE SEAN H. LANE
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1
Distribution List

Filed/Schedule d Claim No.	Claimant Name	Allowed General Unsecured Claim Amount
81	AIR FAST TICKETS LIMITED	\$22,500,000.00
38	AIRLINES REPORTING CORPORATION	\$601,609.04
42	ALBERT JEN-TA LEE & YING SUNNY CHEN REVOCABLE TRST	\$441,555.46
s57	AMERICAN EXPRESS	\$4,050.63
13	AMERICAN EXPRESS BANK FSB	\$1,010,789.22
s60	AMERICAN EXPRESS MERCHANT RISK	\$600.00
70	AOL ADVERTISING INC	\$16,490.00
s64	ASIANA AIRLINES ARC ECCB	\$843.00
43	ASSOCIATED INT'L (HONGKONG) LTD.	\$1,868,332.97
46	CHING-YAO KAO	\$252,200.00
9	COMMUNICATION ASSOCIATES	\$258,000.00
26	DODD CARTER	\$420.00
48	EDGAR D. PARK	\$565,583.37
49	EVELYN YANG	\$68,500.00
3	FARECOMPARE LP	\$163,230.48
86	FAREPORTAL INC	\$3,000,000.00
50	GARY CHANG	\$279,333.33
35	GOOGLE INC	\$4,707,774.65
69	HNA GROUP (INTERNATIONAL) CO LTD	\$2,888,590.00
19	IHEARTMEDIA	\$98,801.00
84	INTERNAL REVENUE SERVICE	\$10,386.93
53	JASON CHEN	\$1,378,563.00
s116	JET AIRWAYS (INDIA) LTD	\$894.12
54	JOSEPHINE WOO SAU TIN	\$69,500.00
<u>34</u>	<u>KAYAK SOFTWARE CORPORATION</u>	<u>\$442,726.49</u>
59	MICHAEL YANG	\$190,833.31
74	MICROSOFT CORPORATION & MICROSOFT ONLINE INC	\$1,608,941.41
60	NEW SILICON HOLDINGS LIMITED	\$1,944,999.56
10	OUTFRONT MEDIA LLC	\$743,037.96
11	OUTFRONT MEDIA LLC	\$52,941.18

61	PENG HSUEH-HUA	\$491,166.67
8	Pioneer Funding Group, LLC (formerly EVERY MUNDO LLC) ¹	\$569,904.54
s175	Pioneer Funding Group, LLC (formerly INTENT MEDIA)	\$2,440,045.32
44	Pioneer Funding Group II, LLC (formerly CHEN LUNG TSAI)	\$245,333.29
45	Pioneer Funding Group II, LLC (formerly CHEN TSAO CHIN)	\$126,716.64
51	Pioneer Funding Group II, LLC (formerly GOLDEN CROWN INTERNATIONAL LTD.)	\$955,777.57
52	Pioneer Funding Group II, LLC (formerly HO YU KUANG)	\$2,043,943.95
55	Pioneer Funding Group II, LLC (formerly LEE BOU INT'L LTD)	\$638,888.75
58	Pioneer Funding Group II, LLC (formerly MELISSA YOU)	\$119,555.54
62	Pioneer Funding Group II, LLC (formerly PHILLIP YU KANG CHEN)	\$136,999.96
63	Pioneer Funding Group II, LLC (formerly PI HUA YANG)	\$68,055.54
64	Pioneer Funding Group II, LLC (formerly SHIEH JAW-CHYI KAY)	\$930,277.60
65	Pioneer Funding Group II, LLC (formerly SOPHIA YANG)	\$398,222.13
66	Pioneer Funding Group II, LLC (formerly SUMMIT ELITE GLOBAL LTD)	\$638,333.20
68	Pioneer Funding Group II, LLC (formerly ZHAO YANPING)	\$421,700.00
s144	RONALDO ALMERO	\$450.00
s145	RR DONNELLEY	\$11,139.17
<u>31</u>	<u>SMARTER TRAVEL MEDIA LLC</u>	<u>\$1,520,221.56</u>
s161	TRAVCOM	\$150.00
<u>30</u>	<u>TRIPADVISOR LLC</u>	<u>\$51,187.69</u>

¹ Pioneer Funding Group, LLC and Pioneer Funding Group II, LLC (collectively, “Pioneer”) acquired a number of claims through claim transfers, notices for which were filed in this Chapter 11 Case. The parties identified in parentheses in this Distribution List are the original claimants, are not entitled to a distribution and are listed herein for informational purposes only. Pioneer, as the current holder of these claims, will receive any and all distributions on account of such claims.

67	TRUST FOR PATRICK	\$127,555.53
	Total:	\$55,091,016.02 <u>\$57,105,151.76</u>

EXHIBIT 2

Satisfied Priority/Administrative Claims

Filed/Scheduled Claim No.	Claimant Name	Satisfied Priority/Administrative Claim Amounts
36	AETNA INC	\$4,910.45
83	INTERNAL REVENUE SERVICE	\$280.17
20	KAYAK SOFTWARE CORPORATION DBA KAYAK.COM	\$17,662.22
79	MARY-PHILIPPA BARRETT	\$7,500.00
1	MODRZEJEWSKA-WILSON	\$1,472.50
82	NYC DEPARTMENT OF FINANCE	\$31,007.61
78	STEVEN J BARRETT	\$7,500.00
	Total:	\$70,332.95

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