

**Presentment Date: March 19, 2021 at 12:30 p.m. (prevailing Eastern Time)**  
**Objection Deadline: March 19, 2021 at 11:30 a.m. (prevailing Eastern Time)**

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*Counsel for the Liquidating Trust  
of Airfasttickets, Inc.*

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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**NOTICE OF PRESENTMENT OF LIQUIDATING TRUST’S  
APPLICATION FOR ENTRY OF AN ORDER AUTHORIZING  
TERMINATION OF RETENTION OF CLAIMS AND NOTICING AGENT**

**PLEASE TAKE NOTICE** that upon the annexed *Liquidating Trust’s Application for Entry of an Order Authorizing Termination of Retention of Claims and Noticing Agent* (the “Application”) filed by the Liquidating Trust of Airfasttickets, Inc. (the “Liquidating Trust”), through Adam Meislik (the “Liquidating Trustee”), the duly appointed trustee of the Liquidating Trust for the above-captioned debtor (the “Debtor”) pursuant to the confirmed *Debtor’s Second Amended Chapter 11 Plan of Liquidation* [Docket No. 238] (the “Plan”), the undersigned will present the attached proposed order to the Honorable Sean H. Lane, United States Bankruptcy Judge, Courtroom 701, at the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”), One Bowling Green, New York, New York 10004, on **March 19, 2021 at 12:30 p.m. (prevailing Eastern Time)**.

**PLEASE TAKE FURTHER NOTICE** that objections to the proposed order, if any, must be in writing, must comply with the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and the Local Bankruptcy Rules for the Southern District of New York, must set forth the name of the objecting party, must state with particularity the basis for the objection and the specific grounds therefor, and must be filed with the Bankruptcy Court with a courtesy copy delivered to the Bankruptcy Court’s chambers, One Bowling Green, New York, New York 10004; and must be served on (a) the Office of the United States Trustee for the Southern District of New York, 201 Varick Street, Suite 1006, New York, New York 10014; (b) the attorneys for the Liquidating Trust, (i) Arent Fox LLP, 1301 Avenue of the Americas, Floor 42, New York, New York 10019 (Attn: Nicholas A. Marten, Esq.), (ii) Arent Fox LLP, 555 West Fifth Street, 48th Floor, Los Angeles, CA 90013 (Attn: Aram Ordubegian, Esq.); and (c) all parties who have requested notice pursuant to Bankruptcy Rule 2002; so as to be actually received no later than **March 19, 2021 at 11:30 a.m. (prevailing Eastern Time)** (the “Objection Deadline”). The electronic case filing docket number to which the filing relates shall be included in the upper right hand corner of the caption of all objections.

**PLEASE TAKE FURTHER NOTICE** that if the Bankruptcy Court determines to hold a hearing on the Application, parties wishing to telephonically appear or attend any such hearing must make arrangements through CourtSolutions LLC at [www.Court-Solutions.com](http://www.Court-Solutions.com). Additional instructions for registering with CourtSolutions, LLC may be found at <http://www.nysb.uscourts.gov/sites/default/files/m543.pdf>.

**PLEASE TAKE FURTHER NOTICE** that if no objections are timely filed, served, and received by the Objection Deadline, the proposed order may be entered without further notice or a hearing. If an objection is filed, you may be notified of a hearing to consider the requested

relief.

Dated: March 2, 2021  
New York, New York

**ARENT FOX LLP**

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*Counsel for the Liquidating Trust of  
Airfasttickets, Inc.*

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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.	:	
-----X		

**LIQUIDATING TRUST’S APPLICATION FOR  
ENTRY OF AN ORDER AUTHORIZING TERMINATION  
OF RETENTION OF CLAIMS AND NOTICING AGENT**

The Liquidating Trust of Airfasttickets, Inc. (the “Liquidating Trust”), through Adam Meislik (the “Liquidating Trustee”), the duly appointed trustee of the Liquidating Trust for the above-captioned debtor (the “Debtor”) pursuant to the confirmed *Debtor's Second Amended Chapter 11 Plan of Liquidation* [Docket No. 238] (the “Plan”), through its undersigned counsel, hereby files this motion (the “Application”) seeking entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”), authorizing the Liquidating Trust to terminate the retention of BMC Group, Inc. as the claims and noticing agent for the above captioned chapter 11 case (this “Chapter 11 Case”). In support of this Application, the Liquidating Trust respectfully states as follows:

## **JURISDICTION**

1. The United States Bankruptcy Court of the Southern District of New York (this “Bankruptcy Court”) has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334, and Article XI of the Plan. Venue of these proceedings and this Application is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

## **BACKGROUND**

2. On July 27, 2015, an involuntary petition was filed against the Debtor seeking an order for relief under chapter 7 of title 11 of the United States Code (the “Bankruptcy Code”) in the Bankruptcy Court. On September 21, 2015, the Debtor consented to entry of the relief order [Docket No. 8]. On October 27, 2015, the Bankruptcy Court entered an order converting the case (this “Chapter 11 Case”) to one under chapter 11 of the Bankruptcy Code [Docket No. 28].

3. On December 2, 2015, the Bankruptcy Court entered an Order [Docket No. 68] authorizing retention and employment of the Debtor’s claims and noticing agent, BMC Group, Inc. (the “Claims Agent”). Since the Claims Agent’s retention and engagement, it has maintained a public register of claims (the “Claims Register”). As of the filing of this Application, the Claims Agent is in possession of a \$10,000 retainer (the “Retainer”).

4. On February 25, 2016, the Bankruptcy Court entered the *Order Granting Debtor’s Motion Pursuant to 11 U.S.C. § 502(b)(9), Fed. R. Bankr. P. 2002 and 3003(c)(3), and Local Rule 3003-1 for Entry of an Order (I) Establishing Deadline for Filing Proofs of Claim and Procedures Related thereto and (II) Approving Form and Manner of Notice Thereof* [Docket No. 109] (the “Bar Date Order”), establishing April 6, 2016 (the “General Bar Date”) as the deadline for all parties other than governmental units to file proofs of claim in the Chapter 11

Case asserting claims arising prior to the Petition Date, including Claims arising pursuant to section 503(b)(9) of the Bankruptcy Code, and April 25, 2016 (the “Governmental Bar Date”) as the deadline for governmental units to file proofs of claim in the Chapter 11 Case asserting claims arising prior to the Petition Date.

5. On October 26, 2016 (the “Confirmation Date”), the Bankruptcy Court entered its *Findings of Fact, Conclusions of Law and Order Confirming the Debtor’s Second Amended Chapter 11 Plan of Liquidation* [Docket No. 251] confirming the Plan.

6. The Plan established the date which is thirty (30) days after the Confirmation Date, or November 25, 2016, as the deadline for creditors to file proofs of claim seeking allowance of administrative expense claims (the “Administrative Expense Claim Bar Date” and, together with the General Bar Date and Governmental Bar Date, the “Bar Dates”), other than administrative expense claims of estate professionals. *See* Plan § 1.2.

7. On December 2, 2016 (the “Effective Date”), the Plan became effective. *See Notice of Occurrence of Effective Date of Plan* [Docket No. 262].

8. On the Effective Date, pursuant to and in accordance with sections 5.1-2 of the Plan and that certain Liquidating Trust Agreement annexed to the Confirmation Order as Exhibit B (the “Liquidating Trust Agreement”), the Liquidating Trust was granted certain rights and powers, including the rights to object to Disputed Claims, compromise or settle any such Claims prior to and after objection, seek estimation of any Claim, to assert and enforce all rights of setoff and recoupment and other defenses that the Debtor or its Estate may have with respect to any such Disputed Claims, and to make distributions to holders of Allowed Claims.

9. Since the Effective Date, the Liquidating Trust and its professionals worked to administer the Plan, including, among other things, objecting to and resolving Claims on behalf of the estates and making distributions to certain holders of Allowed Claims.

10. On November 25, 2020, the Bankruptcy Court entered its *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* [Docket No. 435] (the “Distribution Order”) which, among other things, approved the final list of holders of Allowed Claims who had returned the requisite tax information and were, therefore, entitled to distributions under the Plan. Following entry of the Distribution Order, the Liquidating Trust proceeded with making distributions pursuant to the Distribution Order. As of the filing of this Application distributions have been made.

11. As of the filing of this Application, the administration of the Debtor’s estate is substantially complete. Accordingly, contemporaneously with this Application, the Liquidating Trust is filing its *Motion for an Order Entering Final Decree and Closing the Chapter 11 Case* (the “Final Decree Motion”) seeking, among other things, an entry of a final decree closing this Chapter 11 Case.<sup>1</sup> The Final Decree Motion was served on notice of presentment, pursuant to Local Rule 9074-1 of the Bankruptcy Court, with the same presentment date and time as this Application, March 19, 2021 at 12:30 p.m. (prevailing Eastern Time).

**RELIEF REQUESTED**

12. By order dated December 2, 2015, this Bankruptcy Court approved the retention of the Claims Agent in this Chapter 11 Case, pursuant to 28 U.S.C. § 156(c). The Claims Agent

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<sup>1</sup> Additional details concerning the administration of this Chapter 11 Case are contained in the Final Decree Application.

has continuously performed in that capacity since that time and has maintained and recorded the proofs of claim filed in this Chapter 11 Case.

13. The Debtor retained the services of the Claims Agent in order to expedite the processing of claims and to relieve the Clerk's Office of the administrative burden that would otherwise be imposed by a case of this size and complexity. The Debtor's estate, however, no longer require the services of the Claims Agent. Each of the Bar Dates, the latest of which was November 25, 2016, have passed. Nearly all claims filed in this Chapter 11 Case have been resolved. There being no further need to expend additional sums on the services provided by the Claims Agent, the Liquidating Trust therefore seeks an order authorizing them to terminate the retention of the Claims Agent.

14. Accordingly, by this application, the Liquidating Trust respectfully request that this Bankruptcy Court enter the Proposed Order, authorizing the Liquidating Trust to terminate the retention of the Claims Agent.

**CONSENT**

15. The Claims Agent has reviewed this Application and consents to the relief requested herein and entry of the Proposed Order.

16. The Clerk of the Court has reviewed this Application and the Proposed Order and has consented to the relief sought herein.

**NO PRIOR REQUEST**

17. The Liquidating Trust has not previously sought the relief requested herein from this Bankruptcy Court or any other court.



**NOTICE**

18. Notice of this Application has been provided to: (a) the United States Trustee; and  
(b) all parties who have requested notice pursuant to Bankruptcy Rule 2002.

**CONCLUSION**

WHEREFORE, the Liquidating Trust respectfully requests that this Bankruptcy Court enter an order, substantially in the form of the Proposed Order annexed hereto as Exhibit A, authorizing the Liquidating Trust to terminate the retention of the Claims Agent and grant such other and further relief as is just and proper.

Dated: March 2, 2021  
New York, New York

**ARENT FOX LLP**

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