

UNITED STATES BANKRUPTCY COURT Southern District of New York

PROOF OF CLAIM

Name of Debtor:
Airfasttickets, Inc.

Case Number:
15-11951

RECEIVED
NOV 30 2015
BMC GROUP

NOTE: Do not use this form to make a claim for an administrative expense that arises after the bankruptcy filing. You may file a request for payment of an administrative expense according to 11 U.S.C. § 503.

Name of Creditor (the person or other entity to whom the debtor owes money or property):
Latham & Watkins LLP

COURT USE ONLY

Name and address where notices should be sent:
Mitchell Seider & Annemarie Reilly
Latham & Watkins LLP
885 Third Ave., New York NY 10022
Telephone number: 212-906-1200 email: mitchell.seider@lw.com; annemarie.reilly@lw.com

Check this box if this claim amends a previously filed claim.
Court Claim Number: _____
(If known)
Filed on: _____

Name and address where payment should be sent (if different from above):

Telephone number: _____ email: _____

Check this box if you are aware that anyone else has filed a proof of claim relating to this claim. Attach copy of statement giving particulars.

1. Amount of Claim as of Date Case Filed: \$ 455,787.19

If all or part of the claim is secured, complete item 4.
If all or part of the claim is entitled to priority, complete item 5.
 Check this box if the claim includes interest or other charges in addition to the principal amount of the claim. Attach a statement that itemizes interest or charges.

2. Basis for Claim: Legal services provided
(See instruction #2)

3. Last four digits of any number by which creditor identifies debtor:
1 3 8 6

3a. Debtor may have scheduled account as:

(See instruction #3a)

3b. Uniform Claim Identifier (optional):

(See instruction #3b)

4. Secured Claim (See instruction #4)
Check the appropriate box if the claim is secured by a lien on property or a right of setoff, attach required redacted documents, and provide the requested information.
Nature of property or right of setoff: Real Estate Motor Vehicle Other Describe:
Value of Property: \$ _____
Annual Interest Rate _____ % Fixed or Variable (when case was filed)

Amount of arrearage and other charges, as of the time case was filed, included in secured claim, if any: \$ _____
Basis for perfection: _____
Amount of Secured Claim: \$ _____
Amount Unsecured: \$ _____

5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507 (a). If any part of the claim falls into one of the following categories, check the box specifying the priority and state the amount.

<input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507 (a)(1)(A) or (a)(1)(B).	<input type="checkbox"/> Wages, salaries, or commissions (up to \$12,475*) earned within 180 days before the case was filed or the debtor's business ceased, whichever is earlier – 11 U.S.C. § 507 (a)(4).	<input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. § 507 (a)(5).	Amount entitled to priority: \$ _____
<input type="checkbox"/> Up to \$2,775* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use – 11 U.S.C. § 507 (a)(7).	<input type="checkbox"/> Taxes or penalties owed to governmental units – 11 U.S.C. § 507 (a)(8).	<input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. § 507 (a)(____).	

*Amounts are subject to adjustment on 4/01/16 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

6. Credits. The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #6)

AirFastTickets, Inc. POC

00005

7. Documents: Attached are redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, security agreements, or, in the case of a claim based on an open-end or revolving consumer credit agreement, a statement providing the information required by FRBP 3001(c)(3)(A). If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached. If the claim is secured by the debtor's principal residence, the Mortgage Proof of Claim Attachment is being filed with this claim. (See instruction #7, and the definition of "redacted".)

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain: **See Attachment 1**

8. Signature: (See instruction #8)

Check the appropriate box.

- I am the creditor. I am the creditor's authorized agent. I am the trustee, or the debtor, or their authorized agent. I am a guarantor, surety, indorser, or other codebtor.
- (See Bankruptcy Rule 3004.) (See Bankruptcy Rule 3005.)

I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief.

Print Name: Mitchell A. Seider

Title: Partner

Company: Latham & Watkins LLP

Address and telephone number (if different from notice address above):
885 Third Ave.

New York, NY 10022

(Signature)

(Date)

Telephone number: 212-906-1849 email: mitchell.seider@lw.com

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, exceptions to these general rules may apply.

Items to be completed in Proof of Claim form

Court, Name of Debtor, and Case Number:

Fill in the federal judicial district in which the bankruptcy case was filed (for example, Central District of California), the debtor's full name, and the case number. If the creditor received a notice of the case from the bankruptcy court, all of this information is at the top of the notice.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on delivering health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if an interested party objects to the claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

3a. Debtor May Have Scheduled Account As:

Report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

3b. Uniform Claim Identifier:

If you use a uniform claim identifier, you may report it here. A uniform claim identifier is an optional 24-character identifier that certain large creditors use to facilitate electronic payment in chapter 13 cases.

4. Secured Claim:

Check whether the claim is fully or partially secured. Skip this section if the

claim is entirely unsecured. (See Definitions.) If the claim is secured, check the box for the nature and value of property that secures the claim, attach copies of lien documentation, and state, as of the date of the bankruptcy filing, the annual interest rate (and whether it is fixed or variable), and the amount past due on the claim.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. § 507 (a).

If any portion of the claim falls into any category shown, check the appropriate box(es) and state the amount entitled to priority. (See Definitions.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

7. Documents:

Attach redacted copies of any documents that show the debt exists and a lien secures the debt. You must also attach copies of documents that evidence perfection of any security interest and documents required by FRBP 3001(c) for claims based on an open-end or revolving consumer credit agreement or secured by a security interest in the debtor's principal residence. You may also attach a summary in addition to the documents themselves. FRBP 3001(c) and (d). If the claim is based on delivering health care goods or services, limit disclosing confidential health care information. Do not send original documents, as attachments may be destroyed after scanning.

8. Date and Signature:

The individual completing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. If you sign this form, you declare under penalty of perjury that the information provided is true and correct to the best of your knowledge, information, and reasonable belief. Your signature is also a certification that the claim meets the requirements of FRBP 9011(b). Whether the claim is filed electronically or in person, if your name is on the signature line, you are responsible for the declaration. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. If the claim is filed by an authorized agent, provide both the name of the individual filing the claim and the name of the agent. If the authorized agent is a servicer, identify the corporate servicer as the company. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS

INFORMATION

Debtor

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Creditor

A creditor is a person, corporation, or other entity to whom debtor owes a debt that was incurred before the date of the bankruptcy filing. See 11 U.S.C. §101 (10).

Claim

A claim is the creditor's right to receive payment for a debt owed by the debtor on the date of the bankruptcy filing. See 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the clerk of the same bankruptcy court in which the bankruptcy case was filed.

Secured Claim Under 11 U.S.C. § 506 (a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien.

A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. § 507 (a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor must show only the last four digits of any social-security, individual's tax-identification, or financial-account number, only the initials of a minor's name, and only the year of any person's date of birth. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

Acknowledgment of Filing of Claim

To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim or you may access the court's PACER system (www.pacer.psc.uscourts.gov) for a small fee to view your filed proof of claim.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.

Attachment 1 to Proof of Claim

Latham & Watkins LLP ("Latham") provided prepetition legal services to AirFastTickets, Inc. ("AirFastTickets" or the "Debtor"). An involuntary petition under chapter 7 of title 11, United States Code (the "Bankruptcy Code") was filed against the Debtor on July 27, 2015. On September 21, 2015, the Debtor filed the *Motion to Convert Chapter 7 Case to One Under Chapter 11 Pursuant to 11 U.S.C. § 706(a)* [Docket No. 10], which motion was granted on October 28, 2015 [Docket No. 28]. The Debtor's chapter 11 proceedings are being administered under Bankruptcy Case No. 15-11951 in the United States Bankruptcy Court for the Southern District of New York.

As noted, Latham provided pre-petition legal services to AirFastTickets for which Latham has not been paid, including, without limitation, the following:

Invoice No.	Invoice Date	Invoice Amount	Amount Paid	Amount Unpaid
131600234	01/31/2013	\$13,204.32	\$0.00	\$13,204.32
131600444	02/28/2013	\$112,042.90	\$30,715.09	\$81,327.81
131600660	03/31/2013	\$250,550.37	\$169,222.56	\$81,327.81
131600901	04/30/2013	\$7,335.06	\$62.00	\$7,273.06
141601195	04/30/2014	\$111,711.53	\$0.00	\$111,711.53
141601493	05/31/2014	\$91,614.76	\$0.00	\$91,614.76
141601807	06/30/2014	\$37,535.00	\$0.00	\$37,535.00
141602147	07/31/2014	\$13,851.00	\$0.00	\$13,851.00
141602767	09/30/2014	\$16,927.00	\$0.00	\$16,927.00
141603397	11/30/2014	\$1,014.90	\$0.00	\$1,014.90
Total:		\$655,786.84	\$199,999.65	\$455,787.19

Accordingly, the total amount of unpaid, prepetition fees and expenses owed by AirFastTickets to Latham is not less than \$455,787.19.

The summary pages to the invoices referenced above are attached hereto as Exhibit A. However, the complete invoices contain confidential information and, therefore, are not filed herewith. Copies of the complete invoices are available upon request.

Latham reserves the right to amend and/or supplement this proof of claim at any time and in any manner and/or to file additional proofs of claims for additional claims that may be based on the same or additional documents or grounds of liability. Latham further reserves the right to file requests for payment of administrative expenses or other claims entitled to priority.

The filing of this proof of claim is not: (a) a waiver or release of Latham's rights against any person, entity or property; (b) a consent by Latham to the jurisdiction of this Court with respect to the subject matter of this claim, any objections or other proceedings commenced with respect thereto, or any other proceedings commenced in this case against or otherwise involving Latham; (c) a waiver of the right to move to withdraw the reference, or otherwise to challenge the jurisdiction of this Court, with respect to the subject matter of this claim, any objection or other proceedings commenced in this case against or otherwise involving Latham; or (d) an election of remedy.

All notices to Latham should be sent to Mitchell A. Seider and Annemarie V. Reilly,
Latham & Watkins LLP, 885 Third Avenue, New York, NY 10022.

Exhibit A

LATHAM & WATKINS LLP

John Hancock Tower, 20th Floor
200 Clarendon Street
Boston, Massachusetts 02116
Tel: +1.617.948.6000 Fax: +1.617.948.6001
www.lw.com

INVOICE

January 31, 2013

Airfasttickets, Inc.
875 Third Avenue
New York, NY 10022
ATTN: Nikolaos Koklonis

Tax Identification No: 95-2018373

REMITTANCE INSTRUCTIONS

WIRE TRANSFERS:

Bank: Citibank, Delaware
One Penn's Way
New Castle, DE 19720
ABA: 0311-00209
SWIFT: CITIUS33
Account Name: Latham & Watkins LLP
Account Number: 3911-7003

CHECKS:

Latham & Watkins LLP
8035
P O Box 7247
Philadelphia, PA
19170-8035

Please identify your check or wire transfer with the following numbers:
Invoice No. 131600234
File No. 051386-0003

For professional services rendered through January 31, 2013	\$15,534.50
Less 15% Emerging Company Discount on Fees	(\$2,330.18)
TOTAL BALANCE DUE	<u>\$13,204.32</u>

Re:

Seyalioglu	\$15,534.50
TOTAL SERVICES	<u>15,534.50</u>

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 131600234

BN899798.1

John Hancock Tower, 20th Floor
200 Clarendon Street
Boston, Massachusetts 02116
Tel: +1.617.948.6000 Fax: +1.617.948.6001
www.lw.com

LATHAM & WATKINS LLP

INVOICE

February 28, 2013

Airfasttickets, Inc.
875 Third Avenue
New York, NY 10022
ATTN: Nikolaos Koklonis

Tax Identification No: 95-2018373

REMITTANCE INSTRUCTIONS

WIRE TRANSFERS:

Bank: Citibank, Delaware
One Penn's Way
New Castle, DE 19720
ABA: 0311-00209
SWIFT: CITIUS33
Account Name: Latham & Watkins LLP
Account Number: 3911-7003

CHECKS:

Latham & Watkins LLP
8035
P O Box 7247
Philadelphia, PA
19170-8035

Please identify your check or wire transfer with the following numbers:
Invoice No. 131600444
File No. 051386-0003

For professional services rendered through February 28, 2013	\$130,694.00
Less 15% Other charges incurred through February 28, 2013	<u>(\$19,604.10)</u>
SUBTOTAL	\$111,089.90
Other charges incurred through February 28, 2013	\$ 953.00
SUBTOTAL	\$112,042.90
Balance due from previous billing	<u>\$13,204.32</u>
TOTAL BALANCE DUE	<u>\$125,247.22</u>

Re:

Seyalioglu \$130,694.00
TOTAL SERVICES **\$130,694.00**

Other Charges:

DOCUMENT PREPARATION \$150.00
PRACTICE TECHNOLOGY SUPPORT SERVICES 803.00
TOTAL OTHER CHARGES **\$ 953.00**

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 131600444

LATHAM & WATKINS^{LLP}

John Hancock Tower, 20th Floor
200 Clarendon Street
Boston, Massachusetts 02116
Tel: +1.617.948.6000 Fax: +1.617.948.6001
www.lw.com

INVOICE

March 31, 2013

Airfasttickets, Inc.
875 Third Avenue
New York, NY 10022
ATTN: Nikolaos Koklonis

Tax Identification No: 95-2018373

REMITTANCE INSTRUCTIONS

WIRE TRANSFERS:

Bank: Citibank, Delaware
One Penn's Way
New Castle, DE 19720
ABA: 0311-00209
SWIFT: CITIUS33
Account Name: Latham & Watkins LLP
Account Number: 3911-7003

CHECKS:

Latham & Watkins LLP
8035
P O Box 7247
Philadelphia, PA
19170-8035

Please identify your check or wire transfer with the following numbers:
Invoice No. 131600660
File No. 051386-0002

For professional services rendered through March 31, 2013	\$290,047.50
Less 15% Emerging Company Discount on Fees	<u>(\$43,507.13)</u>
SUBTOTAL	\$246,540.37
Other charges incurred through March 31, 2013	<u>4,010.00</u>
SUBTOTAL	\$250,550.37
Balance due from previous billing	<u>\$125,247.22</u>
TOTAL BALANCE DUE	<u>\$375,797.59</u>

Re:

Seyalioglu \$290,047.50
TOTAL SERVICES **\$290,047.50**

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 131600660

BN924686.1

LATHAM & WATKINS LLP

John Hancock Tower, 20th Floor
200 Clarendon Street
Boston, Massachusetts 02116
Tel: +1.617.948.6000 Fax: +1.617.948.6001
www.lw.com

INVOICE

April 30, 2013

Airfasttickets, Inc.
875 Third Avenue
New York, NY 10022
ATTN: Nikolaos Koklonis

Tax identification No: 95-2018373

REMITTANCE INSTRUCTIONS

WIRE TRANSFERS:

Bank: Citibank, Delaware
One Penn's Way
New Castle, DE 19720
ABA: 0311-00209
SWIFT: CITIUS33
Account Name: Latham & Watkins LLP
Account Number: 3911-7003

CHECKS:

Latham & Watkins LLP
8035
P O Box 7247
Philadelphia, PA
19170-8035

Please identify your check or wire transfer with the following numbers:
Invoice No. 131600901
File No. 051386-0000

For professional services rendered through April 30, 2013	\$7,088.00
Other charges incurred through April 30, 2013	<u>\$247.06</u>
SUBTOTAL	\$7,335.06
Balance due from previous billing	<u>\$375,797.59</u>
TOTAL BALANCE DUE	<u>\$383,132.65</u>

Re:

General	\$ 195.00
Seyalioglu	6,893.00
TOTAL SERVICES	<u>\$7,088.00</u>

Other Charges:

FEDERAL EXPRESS TRANSCRIPTS	\$ 11.46 <u>235.60</u>
TOTAL OTHER CHARGES	<u>\$ 247.06</u>

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 131600901

BN926746.1

LATHAM & WATKINS LLP

John Hancock Tower, 20th Floor
200 Clarendon Street
Boston, Massachusetts 02116
Tel: +1.617.948.6000 Fax: +1.617.948.6001
www.lw.com

INVOICE

April 30, 2014

Airfasttickets, Inc.
875 Third Avenue
New York, NY 10022
Attn: Nikolaos Koklonis

Tax Identification No: 95-2018373

REMITTANCE INSTRUCTIONS

WIRE TRANSFERS:

Bank: Citibank, Delaware
One Penn's Way
New Castle, DE 19720
ABA: 0311-00209
SWIFT: CITIUS33
Account Name: Latham & Watkins LLP
Account Number: 3911-7003

CHECKS:

Latham & Watkins LLP
8035
P O Box 7247
Philadelphia, PA
19170-8035

Please identify your check or wire transfer with the following numbers:

Invoice No. 141601195

File No. 051386-0000

Re:

General	\$1,110.00
IPO	<u>109,861.50</u>
TOTAL SERVICES	\$110,971.50

Other Charges:

TRAVEL EXPENSES	65.45
MEALS	446.58
LEGAL RESEARCH/WESTLAW	90.00
GLOBAL DOCUMENT SUPPORT	<u>138.00</u>
TOTAL OTHER CHARGES	\$ 740.03

For professional services rendered through April 30, 2014
Other charges incurred through April 30, 2014

\$110,971.50

740.03

TOTAL BALANCE DUE

\$111,711.53

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 141601195

BN1021004.1

LATHAM & WATKINS LLP

John Hancock Tower, 20th Floor
200 Clarendon Street
Boston, Massachusetts 02116
Tel: +1.617.948.6000 Fax: +1.617.948.6001
www.lw.com

INVOICE

May 31, 2014

Airfasttickets, Inc.
875 Third Avenue
New York, NY 10022
Attn: Nikolaos Koklonis

Tax Identification No: 95-2018373

REMITTANCE INSTRUCTIONS

WIRE TRANSFERS:

Bank: Citibank N.A.
One Penn's Way
New Castle, DE 19720
ABA: 0311-00209
SWIFT: CITIUS33
Account Name: Latham & Watkins LLP
Account Number: 3911-7003

CHECKS:

Latham & Watkins LLP
8035
P O Box 7247
Philadelphia, PA
19170-8035

Please identify your check or wire transfer with the following numbers:

Invoice No. 141601493

File No. 051386-0000

Re:

General	\$758.00
IPO	\$104,612.00
TOTAL SERVICES	\$105,370.00

Other Charges:

TRAVEL EXPENSES	\$2,050.26
TOTAL OTHER CHARGES	\$2,050.26

For professional services rendered through May 31, 2014	\$105,370.00
Less 15% Emerging Company Discount on Fees	(\$15,805.50)
SUBTOTAL	\$89,564.50
Other charges incurred through May 31, 2014	\$2,050.26
SUBTOTAL	\$91,614.76
Balance due from previous billing	\$111,711.53
TOTAL BALANCE DUE	\$203,326.29

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 141601493

BNN1024512.1

LATHAM & WATKINS LLP

John Hancock Tower, 20th Floor
200 Clarendon Street
Boston, Massachusetts 02116
Tel: +1.617.948.6000 Fax: +1.617.948.6001
www.lw.com

INVOICE

June 30, 2014

Airfasttickets, Inc.
875 Third Avenue
New York, NY 10022
Attn: Nikolaos Koklonis

Tax identification No: 95-2018373

REMITTANCE INSTRUCTIONS

WIRE TRANSFERS:

Bank: Citibank N.A.
One Penn's Way
New Castle, DE 19720
ABA: 0311-00209
SWIFT: CITIUS33
Account Name: Latham & Watkins LLP
Account Number: 3911-7003

CHECKS:

Latham & Watkins LLP
8035
P O Box 7247
Philadelphia, PA
19170-8035

Please identify your check or wire transfer with the following numbers:
Invoice No. 141601807
File No. 051386-0000

Re:

IPO

\$37,535.00

For professional services rendered through June 30, 2014

\$37,535.00

Balance due from previous billing

\$203,326.29

TOTAL BALANCE DUE

\$240,861.29

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 141601807

BN1035361.1

LATHAM & WATKINS LLP

John Hancock Tower, 20th Floor
200 Clarendon Street
Boston, Massachusetts 02116
Tel: +1.617.948.6000 Fax: +1.617.948.6001
www.lw.com

INVOICE

July 31, 2014

Airfasttickets, Inc.
875 Third Avenue
New York, NY 10022
Attn: Nikolaos Koklonis

Tax Identification No: 95-2018373

REMITTANCE INSTRUCTIONS

WIRE TRANSFERS:

Bank: Citibank N.A.
One Penn's Way
New Castle, DE 19720
ABA: 0311-00209
SWIFT: CITIUS33
Account Name: Latham & Watkins LLP
Account Number: 3911-7003

CHECKS:

Latham & Watkins LLP
8035
P O Box 7247
Philadelphia, PA
19170-8035

Please identify your check or wire transfer with the following numbers:
Invoice No. 141602147
File No. 051386-0000

Re:

IPO

\$13,851.00

For professional services rendered through July 31, 2014

\$13,851.00

Balance due from previous billing

\$240,861.29

TOTAL BALANCE DUE

\$240,861.29

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 141602147

BN1038661.1

LATHAM & WATKINS LLP

John Hancock Tower, 27th Floor
200 Clarendon Street
Boston, Massachusetts 02116
Tel: +1.617.948.6000 Fax: +1.617.948.6001
www.lw.com

INVOICE

September 30, 2014

Airfasttickets, Inc.
875 Third Avenue
New York, NY 10022
Attn: Nikolaos Koklonis

Tax Identification No: 95-2018373

REMITTANCE INSTRUCTIONS

WIRE TRANSFERS:

Bank: Citibank N.A.
One Penn's Way
New Castle, DE 19720
ABA: 0311-00209
SWIFT: CITIUS33
Account Name: Latham & Watkins LLP
Account Number: 3911-7003

CHECKS:

Latham & Watkins LLP
8035
P O Box 7247
Philadelphia, PA
19170-8035

Please identify your check or wire transfer with the following numbers:
Invoice No. 141602767
File No. 051386-0000

Re:		
General		\$16,927.00
For professional services rendered through September 30, 2014		\$16,927.00
Balance due from previous billing		<u>\$254,712.29</u>
TOTAL BALANCE DUE		<u>\$271,639.29</u>

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 141602767

BN1047861.1

LATHAM & WATKINS LLP

John Hancock Tower, 27th Floor
200 Clarendon Street
Boston, Massachusetts 02116
Tel: +1.617.948.6000 Fax: +1.617.948.6001
www.lw.com

INVOICE

November 30, 2014

Airfasttickets, Inc.
875 Third Avenue
New York, NY 10022
Attn: Nikolaos Koklonis

Tax identification No: 95-2018373

REMITTANCE INSTRUCTIONS

WIRE TRANSFERS:

Bank: Citibank N.A.
One Penn's Way
New Castle, DE 19720
ABA: 0311-00209
SWIFT: CITIUS33
Account Name: Latham & Watkins LLP
Account Number: 3911-7003

CHECKS:

Latham & Watkins LLP
8035
P O Box 7247
Philadelphia, PA
19170-8035

Please identify your check or wire transfer with the following numbers:
Invoice No. 141603397
File No. 051386-0000

Re:		
General	\$1,194.00	
For professional services rendered through November 30, 2014		\$1,194.00
Less 15% Emerging Company Discount		<u>(\$179.10)</u>
SUBTOTAL		\$1,014.90
Balance due from previous billing		<u>\$271,639.29</u>
TOTAL BALANCE DUE		<u>\$272,654.19</u>

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 141603397

BN1055592.1

Annemarie Reilly
Direct Dial: (212) 906-1849
annemarie.reilly@lw.com

53rd at Third
885 Third Avenue
New York, New York 10022-4834
Tel: +1.212.906.1200 Fax: +1.212.751.4864
www.lw.com

LATHAM & WATKINS LLP

November 25, 2015

BMC Group, Inc.
Attn: AirFastTickets Claims Processing
P.O. Box 90100
Los Angeles, CA 90009

FIRM / AFFILIATE OFFICES

Abu Dhabi	Milan
Barcelona	Moscow
Beijing	Munich
Boston	New Jersey
Brussels	New York
Century City	Orange County
Chicago	Paris
Dubai	Riyadh
Düsseldorf	Rome
Frankfurt	San Diego
Hamburg	San Francisco
Hong Kong	Shanghai
Houston	Silicon Valley
London	Singapore
Los Angeles	Tokyo
Madrid	Washington, D.C.

Re: Proof of Claim in the AirFastTickets, Inc. Bankruptcy Case

Dear Sir or Madam:

Enclosed for filing is a proof of claim on behalf of Latham & Watkins LLP against debtor AirFastTickets, Inc. (15-11951). Please file-stamp the enclosed copy of the proof of claim and return it to my attention in the self-addressed stamped envelope provided herewith.

Please contact me at (212) 906-1849 if you have any questions. Thank you very much.

Best regards,



Annemarie Reilly
of LATHAM & WATKINS LLP

Enclosures