

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION

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|---|--------------------------|
| In re: | Chapter 11 |
| AFH AIR PROS, LLC, <i>et al.</i> , ¹ | Case No. 25-10356 (PMB) |
| Debtors. | (Jointly Administered) |
| | Related to Docket No. 16 |

**NOTICE OF FILING OF MODIFIED PROPOSED FINAL ORDER
(I) AUTHORIZING THE DEBTORS TO PAY (A) ALL PREPETITION EMPLOYEE OBLIGATIONS AND (B) PREPETITION WITHHOLDING OBLIGATIONS, AND
(II) DIRECTING BANKS TO HONOR RELATED TRANSFERS**

PLEASE TAKE NOTICE that, on March 16, 2025, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Emergency Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay (A) All Prepetition Employee Obligations and (B) Prepetition Withholding Obligations, and (II) Directing Banks to Honor Related Transfers* [Docket No. 16] (the “Motion”). A proposed form of final order was attached to the Motion as Exhibit B (the “Initial Proposed Final Order”).

PLEASE TAKE FURTHER NOTICE that on March 18, 2025, the United States Bankruptcy Court for the Northern District of Georgia (the “Court”) entered the *Interim Order (I) Authorizing the Debtors to Pay (A) All Prepetition Employee Obligations and (B) Prepetition Withholding Obligations, and (II) Directing Banks to Honor Related Transfers* [Docket No. 30] (the “Interim Order”).

PLEASE TAKE FURTHER NOTICE that pursuant to the Interim Order, objections to approval of the Motion on a final basis were due by April 7, 2025, at 4:00 p.m. (prevailing Eastern Time). No objections or responses were received by the Debtors.

PLEASE TAKE FURTHER NOTICE that attached hereto as **Exhibit A** is a revised proposed final order granting the Motion (the “Modified Proposed Final Order”), which includes certain clarifying edits and modifications consistent with the Interim Order.

¹ The last four digits of AFH Air Pros, LLC’s tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Suite 200, Plantation, Florida 33324.



PLEASE TAKE FURTHER NOTICE that attached hereto as **Exhibit B** is a blackline reflecting the modifications between the Initial Proposed Final Order and the Modified Proposed Final Order.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Interim Order, a final hearing to consider the relief requested in the Motion will be held before the Honorable Paul M. Baisier, United States Bankruptcy Judge, **Courtroom 1202 in the Richard B. Russell Federal Building and United States Courthouse, 75 Ted Turner Drive, SW, Atlanta, Georgia, 30303 on April 14, 2025 at 10:00 a.m. (prevailing Eastern Time).**

PLEASE TAKE FURTHER NOTICE that copies of all documents filed in the above captioned chapter 11 cases are available free of charge by visiting the case website maintained by the Debtors' notice and claims agent, Kurtzman Carson Consultants, LLC dba Verita Global, at <https://www.veritaglobal.net/AirPros> or by calling (866) 927-7076. You may also obtain copies of any pleadings by visiting the Office of the Clerk, U.S. Bankruptcy Court for the Northern District of Georgia (Newnan Division) between 8:00 a.m. and 4:00 p.m. or online by visiting the Court's website at <http://ecf.ganb.uscourts.gov> (registered users) or at <http://pacer.psc.uscourts.gov> (unregistered users). Further information may be obtained by using the "Submit an Inquiry" function at <https://www.veritaglobal.net/AirPros/inquiry>.

Dated: April 10, 2025

Respectfully submitted,

GREENBERG TRAURIG, LLP

/s/ David B. Kurzweil
David B. Kurzweil (Ga. Bar No. 430492)
Matthew A. Petrie (Ga. Bar No. 227556)
Terminus 200
3333 Piedmont Road, NE, Suite 2500
Atlanta, Georgia 30305
Telephone: (678) 553-2100
Email: kurzweild@gtlaw.com
petriem@gtlaw.com

*Proposed Counsel for the Debtors and
Debtors in Possession*

CERTIFICATE OF SERVICE

I hereby certify that on April 10, 2025, all ECF participants registered in these Chapter 11 Cases were served electronically with the foregoing notice through the Court's ECF system at their respective email addresses registered with this Court.

By: /s/ David B. Kurzweil
David B. Kurzweil

Exhibit A

(Modified Proposed Final Order)

**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION**

In re:

AFH AIR PROS, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10356 (PMB)

(Jointly Administered)

Re: Docket Nos. 16, 30

**FINAL ORDER (I) AUTHORIZING THE DEBTORS TO PAY
(A) ALL PREPETITION EMPLOYEE OBLIGATIONS AND
(B) PREPETITION WITHHOLDING OBLIGATIONS, AND
(II) DIRECTING BANKS TO HONOR RELATED TRANSFERS**

Upon the *Emergency Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay (A) All Prepetition Employee Obligations and (B) Prepetition Withholding Obligations, and (II) Directing Banks to Honor Related Transfers* [Docket No. 16]

¹ The last four digits of AFH Air Pros, LLC's tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Suite 200, Plantation, Florida 33324.

(the “Motion”);² and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue of these Chapter 11 Cases and the Motion in this district being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and this Court having held a hearing (the “Hearing”) to consider the relief requested in the Motion; and upon the First Day Declaration and the record of the Hearing; and the Court having entered an interim order granting the relief requested in the Motion [Docket No. 30] (the “Interim Order”); and good and sufficient cause appearing for the relief set forth in this Order; and after due deliberation thereon,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED to the extent provided herein.
2. The Debtors are authorized, but not directed, to continue to honor and pay all prepetition Employee Obligations in accordance with the Debtors’ stated policies as fully set forth in the Motion and in the ordinary course of the Debtors’ businesses; provided, however, that without prejudice to the Debtors’ right to seek additional payments at any other time subsequent hereto, (i) payments to or on behalf of any Employee on account of any prepetition Employee Obligation, including PTO, shall not exceed the amounts afforded priority status by any applicable provisions of section 507 of the Bankruptcy Code, including sections 507(a)(4) and 507(a)(5), and (ii) the aggregate amount of such payments shall not exceed \$3,314,300 unless further ordered by the Court.
3. The Debtors are authorized, but not directed, to continue to honor and pay their Reimbursable Expenses, including any such prepetition obligations, in accordance with the

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

Debtors' stated policies and prepetition practices, and are authorized to satisfy such prepetition Reimbursable Expenses in an amount not to exceed \$10,000.

4. The Debtors are authorized to continue the Non-Insider Bonus Programs and pay all prepetition amounts relating thereto in the ordinary course.

5. The Debtors are authorized to continue the Workers' Compensation Programs and pay all prepetition amounts relating thereto in the ordinary course.

6. The Debtors are authorized to continue to honor and pay amounts related to the Employee Benefit Plans in the ordinary course of business, including any such prepetition obligations.

7. The Debtors are authorized to make postpetition payments with respect to the foregoing in the ordinary course of business.

8. All of the Debtors' banks are authorized and directed to receive, process, honor, and pay any and all checks or electronic transfers drawn on the Debtors' payroll and disbursement accounts related to Employee Obligations, including, but not limited to, Wages, PTO, Employee Benefit Plans, Non-Insider Bonus Programs, Reimbursable Expenses, and Withholding Obligations authorized by the Final Order, whether presented before or after the Petition Date, provided that sufficient funds are on deposit in the applicable accounts to cover such payments.

9. To the extent that any employment or related agreements may be deemed executory contracts within the meaning of section 365 of the Bankruptcy Code, the Debtors have not sought authority to assume such contracts, and no relief is granted in respect thereof.

10. Nothing in the Motion, the Interim Order, or the Final Order, nor as a result of any payment made pursuant to the Final Order, shall be deemed or construed as an admission as to the validity or priority of any claim against the Debtors, an approval or assumption of any agreement,

contract, or lease pursuant to section 365 of the Bankruptcy Code, or a waiver of the rights of the Debtors, or shall impair the ability of the Debtors, or any other party in interest, to the extent applicable, to contest the validity and amount of any payment made pursuant to the Final Order.

11. Notwithstanding anything to the contrary contained in this Final Order, any payment, deposit, or other transfer made or to be made under this Final Order, any authorization contained in this Final Order, or any claim for which payment is authorized hereunder, shall be subject to the terms and provisions of any orders of this Court approving any debtor-in-possession financing for, or any use of cash collateral by, the Debtors and any approved budget (subject to permitted variances thereto) in connection therewith. Nothing herein is intended to modify, alter, or waive, in any way, any terms, provisions, requirements, or restrictions of (a) any such orders approving any debtor-in-possession financing or use of cash collateral or (b) any debtor-in-possession financing agreements and documents related thereto.

12. Nothing herein shall be deemed to authorize (i) the payment of any amounts in satisfaction of bonus or severance obligations to an insider of the Debtors, which are subject to section 503(c) of the Bankruptcy Code, or (ii) the payment of any amounts owing to any retired or former employees under any supplemental executive retirement plan or otherwise.

13. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order.

14. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof.

15. The Court shall retain jurisdiction with respect to all matters arising from or related to the implementation and/or interpretation of this Order.

16. Proposed counsel for the Debtors, through Kurtzman Carson Consultants, LLC d/b/a Verita Global (“Verita”), shall, within three days of the entry of this Order, cause a copy of this Order to be served by electronic mail or first-class mail, as applicable, on all parties served with the Motion and the Interim Order, and Verita shall file promptly thereafter a certificate of service confirming such service.

END OF DOCUMENT

Prepared and presented by:

GREENBERG TRAURIG, LLP

/s/ David B. Kurzweil

David B. Kurzweil (Ga. Bar No. 430492)

Matthew A. Petrie (Ga. Bar No. 227556)

Terminus 200

3333 Piedmont Road, NE, Suite 2500

Atlanta, Georgia 30305

Telephone: (678) 553-2100

Email: kurzweild@gtlaw.com

petriem@gtlaw.com

*Proposed Counsel for the Debtors and
Debtors in Possession*

Exhibit B

(Blackline)

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION

In re:

AFH AIR PROS, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10356 (PMB)

(Jointly Administered)

Re: Docket ~~No~~Nos. ~~—16, 30~~

**FINAL ORDER (I) AUTHORIZING THE DEBTORS TO PAY
(A) ALL PREPETITION EMPLOYEE OBLIGATIONS AND
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(the “Motion”);² and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue of these Chapter 11 Cases and the Motion in this district being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and this Court having held a hearing (the “Hearing”) to consider the relief requested in the Motion; and upon the First Day Declaration and the record of the Hearing; and the Court having entered an interim order granting the relief requested in the Motion [\[Docket No. 30\]](#) (the “Interim Order”); and good and sufficient cause appearing for the relief set forth in this Order; and after due deliberation thereon,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED to the extent provided herein.
2. The Debtors are authorized, but not directed, to continue to honor and pay all prepetition Employee Obligations in accordance with the Debtors’ stated policies as fully set forth in the Motion and in the ordinary course of the Debtors’ businesses; provided, however, that without prejudice to the Debtors’ right to seek additional payments at any other time subsequent hereto, (i) payments to or on behalf of any Employee on account of any prepetition Employee Obligation, including PTO, shall not exceed the amounts afforded priority status by any applicable provisions of section 507 of the Bankruptcy Code, including sections 507(a)(4) and 507(a)(5), and (ii) the aggregate amount of such payments shall not exceed \$3,30914,300 unless further ordered by the Court.
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10. Nothing in the Motion, the Interim Order, or the Final Order, nor as a result of any payment made pursuant to the Final Order, shall be deemed or construed as an admission as

to the validity or priority of any claim against the Debtors, an approval or assumption of any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code, or a waiver of the rights of the Debtors, or shall impair the ability of the Debtors, or any other party in interest, to the extent applicable, to contest the validity and amount of any payment made pursuant to the Final Order.

11. Notwithstanding anything to the contrary contained in this Final Order, any payment, deposit, or other transfer made or to be made under this Final Order, any authorization contained in this Final Order, or any claim for which payment is authorized hereunder, shall be subject to the terms and provisions of any orders of this Court approving any debtor-in-possession financing for, or any use of cash collateral by, the Debtors and any approved budget (subject to permitted variances thereto) in connection therewith. Nothing herein is intended to modify, alter, or waive, in any way, any terms, provisions, requirements, or restrictions of (a) any such orders approving any debtor-in-possession financing or use of cash collateral or (b) any debtor-in-possession financing agreements and documents related thereto.

12. Nothing herein shall be deemed to authorize (i) the payment of any amounts in satisfaction of bonus or severance obligations to an insider of the Debtors, which are subject to section 503(c) of the Bankruptcy Code, or (ii) the payment of any amounts owing to any retired or former employees under any supplemental executive retirement plan or otherwise.

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