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*Proposed Counsel for Debtors and  
Debtors-In-Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
: :  
In re: : Chapter 11  
: :  
Avianca Holdings S.A., : Case No. 20-11133 (MG)  
: :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

: :  
In re: : Chapter 11  
: :  
Aero Transporte de Carga Unión, S.A. de C.V., : Case No. 20-11140 (MG)  
: :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

: :  
In re: : Chapter 11  
: :  
Aeroinversiones de Honduras, S.A., : Case No. 20-11141 (MG)  
: :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

: :  
In re: : Chapter 11  
: :  
Aerovias del Continente Americano S.A. Avianca, : Case No. 20-11134 (MG)  
: :  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
: :  
Airlease Holdings One Ltd., : Case No. 20-11142 (MG)  
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Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
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America Central (Canada) Corp., : Case No. 20-11143 (MG)  
: :  
Debtor. :  
Tax I.D. No.: 00-1071563 :  
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In re: : Chapter 11  
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America Central Corp., : Case No. 20-11144 (MG)  
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Debtor. :  
Tax I.D. No.: 65-0444665 :  
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In re: : Chapter 11  
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Av International Holdco S.A., : Case No. 20-11145 (MG)  
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Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
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Av International Holdings S.A., : Case No. 20-11146 (MG)  
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Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Av International Investments S.A., : Case No. 20-11147 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Av International Ventures S.A., : Case No. 20-11148 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
AV Investments One Colombia S.A.S., : Case No. 20-11135 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
AV Investments Two Colombia S.A.S., : Case No. 20-11136 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
AV Taca International Holdco S.A., : Case No. 20-11149 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Avianca Costa Rica S.A., : Case No. 20-11150 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Avianca Leasing, LLC, : Case No. 20-11151 (MG)  
Debtor. :  
Tax I.D. No.: 47-2628716 :  
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In re: : Chapter 11  
Avianca, Inc., : Case No. 20-11132 (MG)  
Debtor. :  
Tax I.D. No.: 13-1868573 :  
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In re: : Chapter 11  
Avianca-Ecuador S.A., : Case No. 20-11152 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Aviaservicios, S.A., : Case No. 20-11153 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Aviateca, S.A., : Case No. 20-11154 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Avifreight Holding Mexico, S.A.P.I. de C.V., : Case No. 20-11155 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
C.R. Int'l Enterprises, Inc., : Case No. 20-11156 (MG)  
Debtor. :  
Tax I.D. No.: 59-2240957 :  
-----X  
In re: : Chapter 11  
Grupo Taca Holdings Limited, : Case No. 20-11157 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
International Trade Marks Agency Inc., : Case No. 20-11158 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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-----X  
In re: : Chapter 11  
Inversiones del Caribe, S.A., :  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Isleña de Inversiones, S.A. de C.V., :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Latin Airways Corp., :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Latin Logistics, LLC, :  
Debtor. :  
Tax I.D. No.: 41-2187926 :  
-----X

In re: : Chapter 11  
Nicaraguense de Aviación, Sociedad Anónima :  
(Nica, S.A.), :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

-----X  
In re: : Chapter 11  
Regional Express Américas S.A.S., : Case No. 20-11137 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Ronair N.V., : Case No. 20-11164 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Servicio Terrestre, Aereo y Rampa S.A., : Case No. 20-11165 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Servicios Aeroportuarios Integrados SAI S.A.S., : Case No. 20-11138 (MG)  
Debtor. :  
Tax I.D. No.: 92-4006439 :  
-----X

In re: : Chapter 11  
Taca de Honduras, S.A. de C.V., : Case No. 20-11166 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

-----X  
In re: : Chapter 11  
Taca de México, S.A., :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Taca International Airlines S.A., :  
Debtor., :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Taca S.A., :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Tampa Cargo S.A.S., :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Technical and Training Services, S.A. de C.V., :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X



**DEBTORS' MOTION FOR ENTRY OF AN  
ORDER (I) DIRECTING JOINT ADMINISTRATION OF  
CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Avianca Holdings S.A. and its affiliated debtors-in-possession (collectively, the "Debtors") in the above-captioned chapter 11 cases (the "Chapter 11 Cases"), respectfully represent as follows in support of this motion (this "Motion"):

**RELIEF REQUESTED**

1. By this Motion, the Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Proposed Order"): (a) directing the joint administration of these cases for procedural purposes only; and (b) granting related relief, pursuant to rule 1015(b) of the Federal Rules of Bankruptcy Procedure (as amended, the "Bankruptcy Rules"). Specifically, the Debtors request that the Court maintain one file and one docket for all of these Chapter 11 Cases under the case of Avianca Holdings S.A., and that these Chapter 11 Cases be administered under the following caption:

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	
	:
In re:	: Chapter 11
	:
AVIANCA HOLDINGS S.A., <i>et al.</i> , <sup>1</sup>	: Case No. 20-11133 (MG)
	:
Debtor.	: (Jointly Administered)
	:
-----X	

1. The Debtors in these chapter 11 cases, and each Debtor's federal tax identification number (to the extent applicable), are as follows: Avianca Holdings S.A. (N/A); Aero Transporte de Carga Unión, S.A. de C.V. (N/A); Aeroinversiones de Honduras, S.A. (N/A); Aerovías del Continente Americano S.A. Avianca (N/A); Airlease Holdings One Ltd. (N/A); America Central (Canada) Corp. (00-1071563); America Central Corp. (65-0444665); AV International Holdco S.A. (N/A); AV International Holdings S.A. (N/A); AV International Investments S.A. (N/A); AV International Ventures S.A. (N/A); AV Investments One Colombia S.A.S. (N/A); AV Investments Two Colombia S.A.S. (N/A); AV Taca International Holdco S.A. (N/A); Avianca Costa Rica S.A. (N/A); Avianca Leasing, LLC (47-2628716); Avianca, Inc. (13-1868573); Avianca-Ecuador S.A. (N/A); Aviaservicios, S.A.

(N/A); Aviateca, S.A. (N/A); Avifreight Holding Mexico, S.A.P.I. de C.V. (N/A); C.R. Int'l Enterprises, Inc. (59-2240957); Grupo Taca Holdings Limited (N/A); International Trade Marks Agency Inc. (N/A); Inversiones del Caribe, S.A. (N/A); Isleña de Inversiones, S.A. de C.V. (N/A); Latin Airways Corp. (N/A); Latin Logistics, LLC (41-2187926); Nicaraguense de Aviación, Sociedad Anónima (Nica, S.A.) (N/A); Regional Express Américas S.A.S. (N/A); Ronair N.V. (N/A); Servicio Terrestre, Aereo y Rampa S.A. (N/A); Servicios Aeroportuarios Integrados SAI S.A.S. (92-4006439); Taca de Honduras, S.A. de C.V. (N/A); Taca de México, S.A. (N/A); Taca International Airlines S.A. (N/A); Taca S.A. (N/A); Tampa Cargo S.A.S. (N/A); Technical and Training Services, S.A. de C.V. (N/A). The Debtors' principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.

2. The Debtors further request that this Court order that the foregoing caption satisfies the requirements set forth in section 342(c)(1) of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code").

3. The Debtors also request that a docket entry, substantially similar to the following, be entered on the docket in the case of each Debtor other than Avianca Holdings S.A. to reflect the joint administration of these chapter 11 cases:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York directing joint administration for procedural purposes only of the chapter 11 cases of: The Debtors in these chapter 11 cases, and each Debtor's federal tax identification number (to the extent applicable), are as follows: Avianca Holdings S.A.; Aero Transporte de Carga Unión, S.A. de C.V.; Aeroinversiones de Honduras, S.A.; Aerovías del Continente Americano S.A. Avianca; Airlease Holdings One Ltd.; America Central (Canada) Corp.; America Central Corp.; AV International Holdco S.A.; AV International Holdings S.A.; AV International Investments S.A.; AV International Ventures S.A.; AV Investments One Colombia S.A.S.; AV Investments Two Colombia S.A.S.; AV Taca International Holdco S.A.; Avianca Costa Rica S.A.; Avianca Leasing, LLC; Avianca, Inc.; Avianca-Ecuador S.A.; Aviaservicios, S.A.; Aviateca, S.A.; Avifreight Holding Mexico, S.A.P.I. de C.V.; C.R. Int'l Enterprises, Inc.; Grupo Taca Holdings Limited; International Trade Marks Agency Inc.; Inversiones del Caribe, S.A.; Isleña de Inversiones, S.A. de C.V.; Latin Airways Corp.; Latin Logistics, LLC; Nicaraguense de Aviación, Sociedad Anónima (Nica, S.A.); Regional Express Américas S.A.S.; Ronair N.V.; Servicio Terrestre, Aereo y Rampa S.A.; Servicios Aeroportuarios Integrados SAI S.A.S.; Taca de Honduras, S.A. de C.V.; Taca de México, S.A.; Taca International Airlines S.A.; Taca S.A.; Tampa Cargo S.A.S.; Technical and Training Services, S.A. de C.V. **All further pleadings and other papers in such cases**

**shall be filed in and all further docket entries shall be made in  
Avianca Holdings S.A. Case No. 20-11133 (MG).**

4. The Debtors further request authority to file any monthly operating reports and post-effective date quarterly operating reports on a consolidated basis for the jointly administered Debtors, provided that income and disbursements are tracked and broken out on a Debtor-by-Debtor basis.

**JURISDICTION**

5. This Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334.

6. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

7. Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

8. The statutory bases for the relief requested herein are sections 105(a) and 342 of the Bankruptcy Code, Bankruptcy Rule 1015(b), and rule 9013-1(a) of the Local Bankruptcy Rules for the Southern District of New York (the "Local Bankruptcy Rules").

**BACKGROUND**

9. Avianca is the second-largest airline group in Latin America and the most important carrier in the Republic of Colombia and in the Republic of El Salvador. It is the largest airline in the Republic of Colombia (the third largest Latin American economy), a code-share partner of United Airlines, and a member of the Star Alliance which, with 26 members, is the world's largest global airline alliance. Established in 1919, Avianca has a 100-year legacy as a leading provider of air travel and cargo services in the Latin American market and around the globe. Avianca is well respected throughout Latin America and maintains significant customer brand equity and market share in the regions it services.

10. The Debtors operate an extensive network of routes from their primary hubs in Bogotá and San Salvador (in addition to other focus markets) and offer passenger services on more than 5,350 weekly flights to more than 76 destinations in 27 countries. With approximately 18,900 employees and approximately \$3.9 billion in annual revenues, the Debtors play a key role in the Latin American airline market.

11. Despite an effective debt reprofiling executed in the second half of 2019, a significant improvement in Avianca's liquidity position in early 2020, and the successful 2019 launch of the "Avianca 2021" transformation plan (as further described below), the Debtors have been compelled to file these Chapter 11 Cases for one principal reason: the COVID-19 pandemic, which has affected the world's population and economies in ways that have never been experienced. The reduction in travel as a result of the virus, and the measures undertaken to combat the virus, including restrictions commercial flights and on travel, have had and will continue to have an adverse impact on the Debtors. As a result of the ongoing pandemic and its consequences, the Debtors are facing significantly reduced revenues from ticket sales and ancillary revenues, government prohibitions globally on international flights, substantial ongoing contractual obligations to their lessors, lenders and other creditors, and a near complete standstill of the global economy—all with significant continued impact and limited visibility as to the potential market recovery.

12. On March 20, 2020, the Republic of Colombia, consistent with what numerous other governments around the world have done, announced that it would close its airspace to address the spread of COVID-19. As a result of the restrictions imposed by the Colombian government, as well as similar measures in various other of the Debtors' primary markets, on March 24, 2020 the Debtors announced that they were suspending all scheduled passenger flights

from March 25, 2020 until at least the end of April 2020; this situation has now been extended and is ongoing, and no date has been established for restart of flights.

13. Additional information regarding the Debtors' business, capital structure, and the circumstances leading to the commencement of these Chapter 11 Cases is set forth in the *Declaration of Adrian Neuhauser in Support of Chapter 11 Petitions and First Day Motions* (the "First Day Declaration"), which is being filed contemporaneously herewith and is incorporated by reference herein.

### **BASIS FOR RELIEF**

14. Section 105(a) of the Bankruptcy Code authorizes this Court to issue "any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title." 11 U.S.C. § 105(a). Bankruptcy Rule 1015(b) provides, in pertinent part, that "[i]f . . . two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates." Fed. R. Bankr. P. 1015(b). As set forth in the corporate ownership statements accompanying each of the petitions, the thirty-nine (39) Debtors in these cases are "affiliates" as that term is defined in section 101(2) of the Bankruptcy Code. Accordingly, the Bankruptcy Code and Bankruptcy Rules authorize this Court to grant the relief requested herein.

15. Given the integrated nature of the Debtors' operations, the joint administration of these cases will provide significant administrative convenience. Many of the filings, hearings, and orders in these cases will affect each Debtor. Joint administration of these cases will decrease fees and costs by avoiding duplicative filings that would be required absent such relief. It will also allow parties in interest to monitor these cases with greater ease and efficiency.

16. Joint administration of these cases will not harm or otherwise adversely affect the Debtors' respective constituencies because this Motion seeks only administrative, and not substantive, consolidation of the Debtors' estates. Instead, parties in interest will benefit from the cost reductions associated with joint administration. Accordingly, the Debtors submit that the joint administration of these cases is in the best interests of their estates, their creditors, and other parties in interest.

17. Joint administration is generally non-controversial, and courts have routinely granted the joint administration of cases with multiple related debtors. See, e.g., In re Stearns Holdings, LLC, No. 19-12226 (SCC) (Bankr. S.D.N.Y. Jul. 10, 2019); In re Trident Holding Co., LLC, No. 19-10384 (SHL) (Bankr. S.D.N.Y. Feb. 12, 2019); In re Synergy Pharmaceuticals, Inc., No. 18-14010 (JLG) (Bankr. S.D.N.Y. Dec. 14, 2018); In re Sears Holdings Corp., No. 18-23538 (RDD) (Bankr. S.D.N.Y. Oct. 16, 2018); In re Chassix Holdings, Inc., No. 15-10578 (MEW) (Bankr. S.D.N.Y. Mar. 12, 2015); In re NII Holdings, Inc., No. 14-12611 (SCC) (Bankr. S.D.N.Y. Sept. 16, 2014); In re Genco Shipping & Trading Ltd., No. 14-11108 (SHL) (Bankr. S.D.N.Y. Apr. 23, 2014).

### **NOTICE**

18. The Debtors will provide notice of this Motion to the following parties: (a) the Office of the United States Trustee for the Southern District of New York; (b) the holders of the forty (40) largest unsecured claims against the Debtors (on a consolidated basis); (c) the holders of the five (5) largest secured claims against the Debtors (on a consolidated basis); (d) the Internal Revenue Service; (e) the Securities and Exchange Commission; (f) the Federal Aviation Administration; and (g) any party that requests service pursuant to Bankruptcy Rule 2002. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

**No Prior Requests**

19. No prior request for the relief sought in this Motion has been made to this or any other court.

WHEREFORE, the Debtors respectfully request that this Court enter an order, substantially in the form of the Proposed Order, granting the relief requested herein and such other relief as this Court deems appropriate under the circumstances.

Dated: New York, New York  
May 10, 2020

MILBANK LLP

/s/ Evan R. Fleck

Dennis F. Dunne  
Evan R. Fleck  
MILBANK LLP  
55 Hudson Yards  
New York, New York 10001  
Telephone: (212) 530-5000  
Facsimile: (212) 530-5219

- and -

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Los Angeles, CA 90067  
Telephone: (424) 386-4000  
Facsimile: (213) 629-5063

*Proposed Counsel for Debtors and  
Debtors-in-Possession*

**Exhibit A**

**Proposed Order**



**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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Debtor. :  
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Tax I.D. No.: N/A :  
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Tax I.D. No.: N/A :  
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Aerovias del Continente Americano S.A. Avianca, : Case No. 20-11134 (MG)  
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Tax I.D. No.: 00-1071563 :  
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-----X  
In re: : Chapter 11  
America Central Corp., : Case No. 20-11144 (MG)  
Debtor. :  
Tax I.D. No.: 65-0444665 :  
-----X

-----X  
In re: : Chapter 11  
Av International Holdco S.A., : Case No. 20-11145 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

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Av International Holdings S.A., : Case No. 20-11146 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Av International Ventures S.A., : Case No. 20-11148 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
AV Investments One Colombia S.A.S., : Case No. 20-11135 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
AV Investments Two Colombia S.A.S., : Case No. 20-11136 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
AV Taca International Holdco S.A., : Case No. 20-11145 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Avianca Costa Rica S.A., : Case No. 20-11150 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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Avianca Leasing, LLC, : Case No. 20-11151 (MG)  
Debtor. :  
Tax I.D. No.: 47-2628716 :  
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Avianca, Inc., : Case No. 20-11132 (MG)  
Debtor. :  
Tax I.D. No.: 13-1868573 :  
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Aviaservicios, S.A., : Case No. 20-11153 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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Debtor. :  
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Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
C.R. Int'l Enterprises, Inc., : Case No. 20-11156 (MG)  
Debtor. :  
Tax I.D. No.: 59-2240957 :  
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In re: : Chapter 11  
Grupo Taca Holdings Limited, : Case No. 20-11157 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
International Trade Marks Agency Inc., : Case No. 20-11158 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Inversiones del Caribe, S.A., : Case No. 20-11159 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

-----X  
In re: : Chapter 11  
Isleña de Inversiones, S.A. de C.V., : Case No. 20-11160 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Latin Airways Corp., : Case No. 20-11161 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Latin Logistics, LLC, : Case No. 20-11162 (MG)  
Debtor. :  
Tax I.D. No.: 41-2187926 :  
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In re: : Chapter 11  
Nicaraguense de Aviación, Sociedad Anónima : Case No. 20-11163 (MG)  
(Nica, S.A.), :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Regional Express Américas S.A.S., : Case No. 20-11137 (MG)  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Ronair N.V., :  
Debtor. :  
Tax I.D. No.: N/A :  
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In re: : Chapter 11  
Servicio Terrestre, Aereo y Rampa S.A., :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Servicios Aeroportuarios Integrados SAI S.A.S., :  
Debtor. :  
Tax I.D. No.: 92-4006439 :  
-----X

In re: : Chapter 11  
Taca de Honduras, S.A. de C.V., :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Taca de México, S.A., :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

-----X  
In re: : Chapter 11  
Taca International Airlines S.A., :  
Debtor., :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Taca S.A., :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Tampa Cargo S.A.S., :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

In re: : Chapter 11  
Technical and Training Services, S.A. de C.V., :  
Debtor. :  
Tax I.D. No.: N/A :  
-----X

**ORDER (I) DIRECTING JOINT ADMINISTRATION  
OF CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF**

Upon consideration of the motion [Docket No. \_\_\_\_] (the “Motion”)<sup>1</sup> of the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) seeking entry of an order (this “Order”), (a) directing the joint administration of the Debtors’ cases for procedural purposes only;

<sup>1</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.



and (b) granting certain related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and the Motion in this Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Motion appearing adequate and appropriate under the circumstances; and the Court having found that no other or further notice is needed or necessary; and the Court having reviewed the Motion and the First Day Declaration and having heard statements in support of the Motion at a hearing held before the Court (the “Hearing”); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and it appearing, and the Court having found, that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors and other parties in interest; and any objections to the relief requested in the Motion having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Motion is granted to the extent set forth herein.
2. The above-captioned cases are consolidated for procedural purposes only and shall be jointly administered by this Court under Case No. 20-11133 (MG).
3. The caption of the jointly administered cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
: In re: : Chapter 11  
: :  
: AVIANCA HOLDINGS S.A., *et al.*,<sup>1</sup> : Case No. 20-11133 (MG)  
: :  
: Debtor. : (Jointly Administered)  
: :  
-----X  
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1. The Debtors in these chapter 11 cases, and each Debtor's federal tax identification number (to the extent applicable), are as follows: Avianca Holdings S.A. (N/A); Aero Transporte de Carga Unión, S.A. de C.V. (N/A); Aeroinversiones de Honduras, S.A. (N/A); Aerovías del Continente Americano S.A. Avianca (N/A); Airlease Holdings One Ltd. (N/A); America Central (Canada) Corp. (00-1071563); America Central Corp. (65-0444665); AV International Holdco S.A. (N/A); AV International Holdings S.A. (N/A); AV International Investments S.A. (N/A); AV International Ventures S.A. (N/A); AV Investments One Colombia S.A.S. (N/A); AV Investments Two Colombia S.A.S. (N/A); AV Taca International Holdco S.A. (N/A); Avianca Costa Rica S.A. (N/A); Avianca Leasing, LLC (47-2628716); Avianca, Inc. (13-1868573); Avianca-Ecuador S.A. (N/A); Aviaservicios, S.A. (N/A); Aviateca, S.A. (N/A); Avifreight Holding Mexico, S.A.P.I. de C.V. (N/A); C.R. Int'l Enterprises, Inc. (59-2240957); Grupo Taca Holdings Limited (N/A); International Trade Marks Agency Inc. (N/A); Inversiones del Caribe, S.A. (N/A); Isleña de Inversiones, S.A. de C.V. (N/A); Latin Airways Corp. (N/A); Latin Logistics, LLC (41-2187926); Nicaraguense de Aviación, Sociedad Anónima (Nica, S.A.) (N/A); Regional Express Américas S.A.S. (N/A); Ronair N.V. (N/A); Servicio Terrestre, Aereo y Rampa S.A. (N/A); Servicios Aeroportuarios Integrados SAI S.A.S. (92-4006439); Taca de Honduras, S.A. de C.V. (N/A); Taca de México, S.A. (N/A); Taca International Airlines S.A. (N/A); Taca S.A. (N/A); Tampa Cargo S.A.S. (N/A); Technical and Training Services, S.A. de C.V. (N/A). The Debtors' principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.

4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.

5. All pleadings and other documents to be filed in the jointly-administered cases shall be filed and docketed in the case of Avianca Holdings S.A., Case No. 20-11133 (MG).

6. A docket entry, substantially similar to the following, shall be entered on the docket in the case of each Debtor other than Avianca Holdings S.A. to reflect the joint administration of these cases:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York directing joint administration for procedural purposes only of the chapter 11 cases of: The Debtors in

these chapter 11 cases, and each Debtor's federal tax identification number (to the extent applicable), are as follows: Avianca Holdings S.A.; Aero Transporte de Carga Unión, S.A. de C.V.; Aeroinversiones de Honduras, S.A.; Aerovías del Continente Americano S.A. Avianca; Airlease Holdings One Ltd.; America Central (Canada) Corp.; America Central Corp.; AV International Holdco S.A.; AV International Holdings S.A.; AV International Investments S.A.; AV International Ventures S.A.; AV Investments One Colombia S.A.S.; AV Investments Two Colombia S.A.S.; AV Taca International Holdco S.A.; Avianca Costa Rica S.A.; Avianca Leasing, LLC; Avianca, Inc.; Avianca-Ecuador S.A.; Aviaservicios, S.A.; Aviateca, S.A.; Avifreight Holding Mexico, S.A.P.I. de C.V.; C.R. Int'l Enterprises, Inc.; Grupo Taca Holdings Limited; International Trade Marks Agency Inc.; Inversiones del Caribe, S.A.; Isleña de Inversiones, S.A. de C.V.; Latin Airways Corp.; Latin Logistics, LLC; Nicaraguense de Aviación, Sociedad Anónima (Nica, S.A.); Regional Express Américas S.A.S.; Ronair N.V.; Servicio Terrestre, Aereo y Rampa S.A.; Servicios Aeroportuarios Integrados SAI S.A.S.; Taca de Honduras, S.A. de C.V.; Taca de México, S.A.; Taca International Airlines S.A.; Taca S.A.; Tampa Cargo S.A.S.; Technical and Training Services, S.A. de C.V. **All further pleadings and other papers in such cases shall be filed in and all further docket entries shall be made in Avianca Holdings S.A. Case No. 20-11133 (MG).**

7. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the Southern District of New York shall keep, one consolidated docket, one file, and one consolidated service list for these cases.

8. The Debtors may file their monthly operating reports required by the *Operating Guidelines and Reporting Requirements for Debtors in Possession and Trustees*, issued by the United States Trustee, by consolidating the information required for each Debtor in one report that tracks and breaks out all of the specific information, e.g., receipts, disbursements, profit and loss statements, balance sheets, and other required information on a debtor-by-debtor basis in each monthly operating report.

9. Nothing contained in this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these cases and this Order shall be without

prejudice to the rights of the Debtors or any other party in interest to seek or oppose substantive consolidation of these cases.

10. The Debtors are authorized to take all actions that are necessary and appropriate to effectuate the relief granted in this Order in accordance with the Motion.

11. The requirements set forth in Rule 9013-1 of the Local Bankruptcy Rules for the Southern District of New York are satisfied.

12. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Date: \_\_\_\_\_, 2020  
New York, New York

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UNITED STATES BANKRUPTCY JUDGE