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*Proposed Counsel for Debtors and
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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
AVIANCA HOLDINGS S.A., <i>et al.</i> , ¹	: Case No. 20-11133 (MG)
Debtors.	: (Joint Administration Requested)
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**DEBTORS' MOTION FOR ENTRY OF AN ORDER
PURSUANT TO SECTIONS 105(a), 363(b)(1), 503(B)(1) and 503(B)(9) OF THE
BANKRUPTCY CODE AUTHORIZING THE PAYMENT OF CERTAIN UNDISPUTED
OBLIGATIONS ARISING FROM GOODS ORDERED PREPETITION**

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.



TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

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

RELIEF REQUESTED

1. By this Motion, the Debtors seek entry of an order, pursuant to sections 105(a), 363(b)(1), 503(b)(1) and 503(b)(9) of title 11 of the United States Code, 11 U.S.C. §§ 101, et seq. (as amended, the “Bankruptcy Code”), substantially in the form annexed hereto as **Exhibit A** (the “Proposed Order”), authorizing, but not directing, the Debtors to pay undisputed prepetition claims on account of goods (i) received by the Debtors within 20 days before the Petition Date (the “503(b)(9) Claims”); and (ii) ordered by the Debtors prior to the Petition Date but which were, or will be, delivered after the Petition Date (the “Prepetition Order Claims”). In each case, the Debtors request authority to make such payments only as they come due in the ordinary course of business.

JURISDICTION

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

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

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

5. The bases for the relief requested herein are sections 105(a), 363(b)(1), 503(b)(1) and 503(b)(9) of the Bankruptcy Code and Rules 6003 and 6004 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

STATUS OF THE CASES

6. On the date hereof (the “Petition Date”), each of the Debtors filed with this Court a voluntary petition for relief under chapter 11 of the Bankruptcy Code.

7. Each Debtor is continuing to operate its business and manage its properties as a debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

8. No creditors' committee has yet been appointed in these cases. No trustee or examiner has been appointed.

9. The Debtors have filed a motion requesting joint administration of the Debtors' chapter 11 cases (the "Chapter 11 Cases") pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (as amended, the "Bankruptcy Rules").

BACKGROUND

10. 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.

11. 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.

12. 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, 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.

13. 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.

14. 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.

BACKGROUND RELEVANT TO MOTION

15. In the normal course of business, the Debtors rely on an extensive network of vendors and suppliers that provide the Debtors with various aircraft parts, supplies, consumables and other goods (the “Goods”) on an ongoing or order-by-order basis. Due to the international nature of the Debtors’ operations, the shipment of Goods must be precisely coordinated across a globally-dispersed collection of hubs and other facilities to accord with changing flight and maintenance schedules.

16. Certain of the Goods shipped shortly before the Petition Date have not yet been paid for, including: (i) goods actually delivered within the 20-day period immediately prior to the Petition Date; and (ii) goods ordered prior to the Petition Date that have been or will be delivered after the Petition Date, giving rise to 503(b)(9) Claims and Prepetition Order Claims, respectively. Importantly, the Debtors have crucial and commercially favorable relationships with many of the vendors entitled to assert such claims (collectively, the “503(b) Claimants”), which total, in the aggregate, \$3 million as of the Petition Date.

17. While the Debtors benefit from an established course of dealing with many of the 503(b) Claimants, certain arrangements between the parties are not governed by long-term contracts or master agreements. Instead, the Goods are often supplied on an order-by-order basis. Without the assurance of prompt payment in the ordinary course, the 503(b) Claimants may, on a go-forward basis, demand substantial concessions, refuse to ship previously ordered goods, recall existing shipments, or entirely cease doing business with the Debtors. Each of these contingencies poses a significant risk to the Debtors’ ongoing operations and liquidity position as they work to implement a global restructuring.

18. Importantly, both the 503(b)(9) Claims and Prepetition Order Claims may be afforded administrative priority status under Section 503(b) of the Bankruptcy Code. Therefore,

the relief requested herein most likely implicates only timing concerns, rather than substance or relative priorities. In this respect, none of the Debtors' creditors will be negatively impacted by such payments and, instead, will benefit from the continued support of the 503(b) Claimants.

19. Notwithstanding the fact that the Debtors' passenger transport business has been grounded, the Debtors must obtain immediate authority to pay certain prepetition claims (including various vendor claims) in order to avoid irreparable harm to their businesses. The Debtors' cargo transport business remains in full operation, and generally has not been subject to the travel restrictions imposed by various governments in the markets which the Debtors operate. Moreover, the Debtors also must continue to operate charter flights, repatriation flights, and "ferry flights" of their passenger aircraft, which involve the repositioning and relocation of various passenger aircraft depending on aircraft parking and storage availability in various locations. The Debtors also continue to perform certain "lead time" operations in anticipation of a modest near-term resumption of passenger flights. Certain operations must be undertaken sufficiently in advance—such as aircraft maintenance, ticket sales, and ongoing flight training—to allow for passenger flights to timely resume when circumstances permit. Furthermore, aircraft require substantial maintenance, even while grounded, in order to maintain airworthiness and asset values. The ongoing support of the 503(b) Claimants is necessary and appropriate to accomplish these goals and to protect against further diminution in the value.

BASIS FOR RELIEF REQUESTED

20. The relief requested herein will ensure continuity in the supply of Goods to support the Debtors' global operations and represents a sound exercise of the Debtors' business judgment.

21. Section 503(b)(9) of the Bankruptcy Code affords administrative priority to claims for the “value of any goods received by the debtor within 20 days before the date of commencement of a case under this title in which goods have been sold to the debtor in the ordinary course of such debtor’s business”. 11 U.S.C. § 503(b)(9). Section 503(b)(1)(A) of the Bankruptcy Code provides administrative priority for “the actual, necessary costs and expenses of preserving the estate”. 11 U.S.C. § 503(b)(1)(A). Obligations that arise in connection with the postpetition delivery of goods, including goods ordered prepetition, are administrative claims because they benefit the estate postpetition. See In re John Clay & Co., 43 B.R. 797, 809–10 (Bankr. D. Utah 1984) (holding that goods ordered prepetition but delivered postpetition are entitled to administrative priority); In re Blockbuster Inc., Case No. 10-14997 (BRL) (Bankr. S.D.N.Y. Oct. 27, 2010) (ordering same with regards to the Blockbuster debtors). Moreover, the 503(b)(9) Claims and Prepetition Order Claims must be satisfied in full for the Debtors to confirm a chapter 11 plan. See 11 U.S.C. § 1129(a)(9)(A). As such, granting the relief sought herein will not affect the relative priority of claims that have been or may be asserted against the Debtors, and will not prejudice any party in interest.

22. Courts have routinely drawn on section 363(b)(1) and 105(a) of the Bankruptcy Code to authorize payment of prepetition claims where doing so is necessary to preserve the Debtors’ estates. See, e.g., In re Ionosphere Clubs, Inc., 98 B.R. 174, 175 (Bankr. S.D.N.Y. 1989) (authorizing debtor to pay prepetition wage claims); Armstrong World Indus., Inc. v. James A. Phillips, Inc. (In re James A. Phillips, Inc.), 29 B.R. 391, 398 (Bankr. S.D.N.Y. 1983) (authorizing the payment of prepetition supplier claims). In doing so, Courts have recognized that section 363(b) of the Bankruptcy Code allows for postpetition satisfaction of prepetition claims where the underlying rationale is supported by good business judgment and a proper discharge of applicable

fiduciary duties. See Ionosphere Clubs, 98 B.R. at 175 (noting that section 363(b) provides “broad flexibility” to authorize a debtor to honor prepetition claims where supported by an appropriate business justification); In re CoServ, L.L.C., 273 B.R. 487, 497 (Bankr. N.D. Tex. 2002) (recognizing instances where a debtor’s fiduciary duties can “only be fulfilled by the preplan satisfaction of a prepetition claim”). Indeed, satisfaction of claims analogous to the Prepetition Order Claims have also been approved under section 363(c)(1) as ordinary course payments. In re AMR Corp., Case No. 11-15463 (SHL) (Bankr. S.D.N.Y. Nov. 30, 2011).

23. In addition to section 363, Courts may also look to the broad discretion afforded under section 105(a) of the Bankruptcy Code to authorize payment of the 503(b)(9) Claims and Prepetition Order Claims. Section 105(a) of the Bankruptcy Code provides that the Court “may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions [of the Bankruptcy Code]”. 11 U.S.C. § 105(a). Courts have historically drawn on section 105(a) and a well-established corollary, the “doctrine of necessity”, to authorize prompt postpetition payment of prepetition obligations where doing so is crucial to the viability of the Debtors’ business. See, e.g., Ionosphere Clubs, 98 B.R. at 175; In re C.A.F. Bindery, Inc., 199 B.R. 828, 835 (Bankr. S.D.N.Y. 1996); In re Fin. News Network Inc., 134 B.R. 732, 735–36 (Bankr. S.D.N.Y. 1991). Indeed, the doctrine of necessity expressly contemplates and allows for payment of obligations akin to the 503(b)(9) Claims and Prepetition Order Claims. In re Lehigh & New England Railway Company, 657 F.2d 570, 581 (3rd Cir.1981) (“the necessity of payment doctrine...”[permits] immediate payment of claims of creditors where those creditors will not supply services or materials essential to the conduct of the business until their pre-reorganization claims shall have been paid.”) (*quoting* In re Penn Central Transportation Co., 467 F.2d 100, 102 n.1 (3rd Cir.1972)). Here, payment of the 503(b)(9) Claims and Prepetition Order Claims is critical

to the Debtors' operational well-being, as well as the preservation of their value as a going concern. The failure to promptly issue such undisputed payments risks the loss of valuable trade terms, business relationships and Goods that the Debtors count on to provide safe and reliable transportation to their global customer base.

24. Courts in this district and others have routinely granted substantially similar relief to large, sophisticated Debtors. See e.g., In re Frontier Comm. Corp., Case No. 20-22476 (RDD) (Bankr. S.D.N.Y. Apr. 20, 2020) (authorizing payment of certain prepetition critical vendor, lien claimant and 503(b)(9) claims); In re Windstream Holdings, Inc., Case No. 19-22312 (RDD) (Bankr. S.D.N.Y. Apr. 22, 2019) (same); In re Aegean Marine Petrol. Network Inc., Case No. 18-13374 (MEW) (Bankr. S.D.N.Y. Dec. 6, 2018) (same); In re Firstenergy Solutions Corp., Case No. 18-50757 (AMK) (Bankr. N.D. Ohio Apr. 4, 2018) (authorizing payment of certain prepetition lien claimant, 503(b)(9) and prepetition order claims); In re Linn Energy LLC, Case No. 16-60040 (DRJ) (Bankr. S.D. Tex. May 13, 2016) (same); In re AMR Corp., Case No. 11-15463 (SHL) (Bankr. S.D.N.Y. Nov. 30, 2011) (authorizing payment of certain prepetition order claims). The Debtors submit that authorizing payment of the 503(b)(9) Claims and Prepetition Order Claims is justified under sections 363(b) and 105(a) of the Bankruptcy Code.

RESERVATION OF RIGHTS

25. Nothing contained herein is intended to be or shall be construed as: (i) an admission as to the validity of any claim against the Debtors; (ii) a waiver of the rights of the Debtors' or any appropriate party in interest to dispute any claim; or (iii) an approval or assumption of any agreement or lease under section 365 of the Bankruptcy Code. Likewise, if the Court grants the relief sought herein, any payment made pursuant to the Court's order is not intended to be, and

should not be construed as, an admission as to the validity of any claim or waiver of the Debtors' rights to dispute such claim subsequently.

**BANKRUPTCY RULE 6003 IS SATISFIED AND
REQUEST FOR WAIVER OF STAY**

26. The Debtors further submit that because the relief requested in this Motion is necessary to avoid immediate and irreparable harm to the Debtors for the reasons set forth herein and in the First Day Declaration, Bankruptcy Rule 6003 has been satisfied.

27. Specifically, Bankruptcy Rule 6003 provides:

Except to the extent that relief is necessary to avoid immediate and irreparable harm, the court shall not, within 21 days after the filing of the petition, issue an order granting the following: . . . (b) a motion to use, sell, lease, or otherwise incur an obligation regarding property of the estate, including a motion to pay all or part of a claim that arose before the filing of the petition, but not a motion under Rule 4001

Fed. R. Bankr. P. 6003.

28. As described herein, payment of undisputed 503(b)(9) Claims and Prepetition Order Claims in the ordinary course of business is necessary to prevent a significant interruption to the Debtors' businesses and ability to promptly resume flying when conditions permit. Not only is timely delivery of the Goods integral to the Debtors' interconnected and widely-dispersed network of operations, but the Debtors' relationships with many of the vendors who hold such claims are extremely valuable.

The Debtors further seek a waiver of any stay of the effectiveness of the order approving this Motion. Pursuant to Bankruptcy Rule 6004(h), "[a]n order authorizing the use, sale, or lease of property other than cash collateral is stayed until the expiration of 14 days after entry of the order, unless the court orders otherwise." Fed. R. Bankr. P. 6004(h). As set forth above, the relief requested herein is essential to prevent immediate and irreparable damage to the Debtors'

operations, going-concern value, and their efforts to pursue a resolution to these Chapter 11 Cases. Accordingly, the requirements of Bankruptcy Rules 6003 and 6004(h) are satisfied.

NOTICE

29. 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 REQUEST

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

CONCLUSION

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 granting such other and further relief as is just and proper.

Dated: New York, New York
May 10, 2020

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

Exhibit B

Proposed Order

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

-----X
In re: : Chapter 11
: :
AVIANCA HOLDINGS S.A., *et al.*,¹ : Case No. 20-11133 (MG)
: :
Debtors. : (Joint Administration Requested)
: :
-----X

**ORDER PURSUANT TO SECTIONS
105(a), 363(b)(1), 503(B)(1) and 503(B)(9) OF THE BANKRUPTCY CODE
AUTHORIZING THE PAYMENT OF CERTAIN UNDISPUTED OBLIGATIONS
ARISING FROM GOODS ORDERED PREPETITION**

Upon consideration of the motion (the “Motion”)² of the above-captioned debtors and debtors-in-possession (the “Debtors”), seeking entry of an order (this “Order”) pursuant to sections 105(a), 363(b)(1), 503(b)(1) and 503(b)(9) of the Bankruptcy Code authorizing payment of the 503(b)(9) Claims and Prepetition Order Claims, each as described more fully in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from*

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 Capitalized terms not defined herein shall have the meaning ascribed to them in the Motion.

the United States District Court for the Southern District of New York, dated February 1, 2012; and it appearing that venue of these Chapter 11 Cases and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the Motion and the *Declaration of Adrian Neuhauser in Support of the Debtors' Chapter 11 Petitions and First Day Orders*, dated as of the Petition Date; and upon the statements of counsel in support of the relief requested in the Motion at the hearing before the Court; and all of the proceedings had before the Court; and this Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors and other parties-in-interest; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The Debtors are authorized, but not directed, to pay undisputed 503(b)(9) Claims and Prepetition Order Claims in the ordinary course of business.
3. The banks and financial institutions on which checks were drawn or electronic payment requests made on account of the prepetition obligations approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Order.
4. Nothing contained in this Order or in the Motion is intended to be or shall be construed as (a) an admission as to the validity or priority of any claim against the Debtors, (b) a waiver of the Debtors' or any appropriate party in interest's rights to dispute any claim, (c) a

promise or requirement to pay any prepetition claim, or (d) an approval or assumption of any agreement, contract, program, policy, or lease under section 365 of the Bankruptcy Code.

5. Notwithstanding entry of this Order, nothing herein shall create, or is intended to create, any rights in favor of or enhance the status of any claim held by, any party.

6. The Debtors are authorized to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of these chapter 11 cases with respect to prepetition amounts owed in connection with the relief granted herein.

7. Notwithstanding any applicability of Bankruptcy Rule 6004, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

8. The Debtors are authorized and empowered to take all actions necessary to implement the relief requested in this Order.

9. This Court shall retain jurisdiction with respect to any matters, claims, rights, or disputes arising from or related to the implementation of this Order.

Dated: _____, 2020

UNITED STATES BANKRUPTCY JUDGE