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Attorneys for International Air Transport Association (IATA)

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

-----X
In re:

AVIANCA HOLDINGS S.A., *et al.*,¹

Debtors.

-----X

Chapter 11

Case No. 20-11133 (MG)

(Jointly Administered)

Ref. Doc. Nos. 2210, 2208, 2166, 2162

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.



**LIMITED OBJECTION AND RESERVATION OF RIGHTS OF INTERNATIONAL
AIR TRANSPORT ASSOCIATION TO CONFIRMATION OF THE
CHAPTER 11 PLAN FILED BY THE DEBTORS**

International Air Transport Association (“IATA”), hereby files this *Limited Objection and Reservation of Rights of International Air Transport Association to Confirmation of the Chapter 11 Plan Filed by the Debtors* (the “Objection”) and respectfully submits as follows:

A. Background

1. On May 10, 2020 (the “Petition Date”), Avianca Holdings S.A. and certain of its affiliates (collectively, the “Debtors”) commenced voluntary petitions under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”). The Debtors’ chapter 11 cases are pending before the United States Bankruptcy Court for the Southern District of New York (the “Court”).

2. On September 15, 2021, the Court entered an order [Docket No. 2136] approving the Debtors’ disclosure statement (as amended, the “Disclosure Statement”) pursuant to which the Debtors have solicited votes in support of the Debtors’ proposed plan (as amended, the “Plan”).

3. On October 13, 2021, the Debtors filed their *Notice of Filing of Plan Supplement* [Docket No. 2208] (the “Plan Supplement”). Attached as Exhibit E-1 to the Plan Supplement is a schedule of proposed assumed contracts (the “Schedule of Assumed Contracts”).

4. The deadline for objecting to confirmation of the Plan is October 19, 2021.

B. IATA’s Relationship to the Debtors

5. IATA is the trade association for the world’s airlines and represents approximately 290 airlines. IATA provides a number of services to various of the Debtors including, without limitation, through IATA’s billing and settlement systems. IATA’s relationship with the Debtors is governed by a series of contracts and agreements. For example, Aerovías del Continente Americano S.A. (“Avianca”) is a member of IATA and participates in a number of its governance groups. Five of the debtors – Avianca, Taca International Airlines S.A., Avianca Costa Rica S.A.,

Avianca-Ecuador S.A., and Tampa Cargo S.A.S. – participate in one or more of IATA’s settlement systems (such as the Billing and Settlement Plans, Cargo Accounts Settlement System or IATA Clearing House). The Debtors have remained participants in good standing in the IATA settlement systems throughout these chapter 11 cases, and it is IATA’s understanding that the Debtors plan to continue this relationship upon reorganization.

6. In the Plan Supplement, the Debtors identified what appear to be a number of contracts with IATA and certain IATA affiliates (see Plan Supplement p. 131 of 498). However, the contracts with IATA which are proposed to be assumed are not listed with specificity. As such, IATA cannot determine which of its agreements with the Debtors are proposed to be assumed, and which (by default, under the terms of the Plan) will therefore be rejected. IATA has requested clarification on this point from the Debtors’ counsel but has unfortunately not received a response.

C. IATA’s Limited Objection and Reservation of Rights

7. Many of the IATA contracts and agreements are interconnected and constitute integrated agreements. IATA objects to confirmation of the Plan to the extent that the Plan, through its default rejection provisions or otherwise, would result in the rejection of any IATA agreements that are integral to any other IATA agreements that the Debtors seek to assume. Given the current lack of information and clarity into the scope of the contracts the Debtors are seeking to assume and/or reject, IATA reserves its right to argue that some of the agreements which may be proposed to be rejected are integrated with one or more of the contracts the Debtors propose to assume – and therefore cannot be rejected – or to raise any other objections regarding the potential rejection of its agreements with the Debtors.

8. For the avoidance of doubt, IATA reserves and preserves all other rights and remedies in connection with the Plan, Plan confirmation, and IATA’s contracts and agreements

with the Debtors including, without limitation: (i) the right to raise further objections to the Plan or any other motion that affects IATA's contracts and agreements with the Debtors; (ii) to assert an administrative expense claim and/or a proof of claim arising from the rejection of any agreement between the Debtors and IATA; (iii) to amend and/or supplement this reservation of rights; and (iv) to be heard on these and any other matters.

Dated: October 19, 2021
New York, New York

Respectfully submitted,

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By: /s/ Richard S. Kanowitz

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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document was served by: (i) electronic mail via the Court's ECF system to all parties authorized to receive electronic notice in this case and (ii) by electronic mail and/or first class mail on the below listed parties [per Doc. No. 2166] on October 19, 2021.

/s/ Richard S. Kanowitz

Richard S. Kanowitz

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5 Largest prepetition secured lenders	UMB Bank, N.A.	Marilee Sobieski	6440 S. Millrock Drive, Suite 400			Salt Lake City	UT	84121-5058		corptrustutah@umb.com; Marilee.Sobieski@umb.com
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