

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re:

Dynamic Aerostructures LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10292 (LSS)

(Jointly Administered)

Related Docket No. 242 & 266

**CERTIFICATION OF COUNSEL REGARDING ORDER GRANTING THE DEBTORS’
MOTION FOR ENTRY OF AN ORDER (I) DISMISSING THE CHAPTER 11 CASES,
(II) AUTHORIZING THE DEBTORS TO ABANDON OR DESTROY CERTAIN
BOOKS AND RECORDS, (III) AUTHORIZING THE DEBTORS TO DISSOLVE,
(IV) EXCULPATING CERTAIN PARTIES FROM LIABILITY IN CONNECTION
WITH THE CHAPTER 11 CASES, (V) TERMINATING ENGAGEMENT OF CLAIMS
AGENT, AND (VI) GRANTING RELATED RELIEF**

The undersigned counsel for the above-captioned debtors and debtors in possession (the “**Debtors**”) hereby certifies as follows:

1. On May 14, 2025, the Debtors filed the *Debtors’ Motion for Entry of Orders (I) Establishing Procedures for Payment of Final Fee Applications, (II) Dismissing the Chapter 11 Cases, (III) Authorizing the Debtors to Abandon or Destroy Certain Books and Records, (IV) Authorizing the Debtors to Dissolve, (V) Exculpating Certain Parties from Liability in Connection with the Chapter 11 Cases, (VI) Terminating Engagement of Claims Agent, and (VII) Granting Related Relief* [Docket No. 242] (the “**Motion**”). A proposed form of dismissal order was attached as Exhibit B to the Motion.

2. On June 6, 2025, following discussions with the Office of the United States Trustee (the “**U.S. Trustee**”), the Debtors filed a certification of counsel with a revised proposed

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form of dismissal order (the “**Initial Proposed Dismissal Order**”) along with a blackline against the proposed form of dismissal order attached to the Motion. The Initial Proposed Dismissal Order was reviewed by and acceptable to the U.S. Trustee.

3. Following a hearing on June 10, 2025 (the “**Hearing**”), the Court entered the *Initial Order Establishing Procedures for Payment of Final Fee Applications, and Granting Related Relief* [Docket No. 266] (the “**Initial Order**”).

4. Pursuant to paragraph 4 of the Initial Order, that Debtors may request the entry of the Dismissal Order² under Certification after Final Fee Applications have been heard, allowed Professional Fees and Expenses have been paid, U.S. Trustee fees have been paid, and the Wind-Down Reserve has been established.

5. The undersigned verifies that (a) all U.S. Trustee fees have been paid in full, (b) all Professional Fees and Expenses incurred in these chapter 11 cases have been approved on a final basis and paid in full, and (c) the Wind-Down Reserve has been established.

6. To address comments from the Court at the Hearing, the Debtors hereby submit a revised proposed form of dismissal order (the “**Revised Dismissal Order**”) attached hereto as **Exhibit A**.

7. Attached hereto as **Exhibit B** is a blackline of the Revised Dismissal Order against the Initial Proposed Dismissal Order filed on June 6, 2025.

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion and the Initial Order.

WHEREFORE, the Debtors respectfully request that the Court enter the Revised Dismissal Order attached hereto as **Exhibit A** at its earliest convenience.

Dated: August 29, 2025
Wilmington, Delaware

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Counsel to the Debtors and Debtors in Possession

EXHIBIT A

Order

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:

Dynamic Aerostructures LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10292 (LSS)

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Related Docket No. 242

**ORDER GRANTING THE DEBTORS' MOTION FOR ENTRY OF AN ORDER
(I) DISMISSING THE CHAPTER 11 CASES, (II) AUTHORIZING THE DEBTORS TO
ABANDON OR DESTROY CERTAIN BOOKS AND RECORDS, (III) AUTHORIZING
THE DEBTORS TO DISSOLVE, (IV) EXCULPATING CERTAIN PARTIES FROM
LIABILITY IN CONNECTION WITH THE CHAPTER 11 CASES, (V) TERMINATING
ENGAGEMENT OF CLAIMS AGENT, AND (VI) GRANTING RELATED RELIEF**

Upon the Debtors' motion (the "Motion")² pursuant to sections 105(a), 305(a), and 1112(b) of the Bankruptcy Code for the entry of an order (this "Order"): (a) dismissing the Chapter 11 Cases; (b) authorizing, but not directing, the Debtors or their designee to abandon or destroy the Debtors' remaining books and records not taken by the Purchaser, subject to the terms herein; (c) authorizing the Debtors to dissolve; (d) exculpating certain parties from liability in connection with the Chapter 11 Cases; (e) terminating the services of Kurtzman Carson Consultants, LLC DBA Verita Global (the "Claims Agent") in the Chapter 11 Cases; and (f) granting related relief; and this Court having reviewed the Motion and having conducted a hearing on the Motion, at which time the Debtors and all parties in interest were given an opportunity to be heard; and it appearing that sufficient notice of the Motion has been given to parties in interest; and the Court having found that (a) it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334

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and this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (b) notice of the Motion and the opportunity for a hearing thereon was adequate and sufficient under the circumstances and no other or further notice need be given, (c) the legal and factual bases set forth in the Motion constitute just cause for the relief granted herein, and (d) the relief requested in the Motion is in the best interests of the Debtors' estates and creditors; and after due deliberation thereon and sufficient cause appearing therefor, it is

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is hereby GRANTED as set forth herein.
2. All objections to the Motion or the relief requested therein that have not been withdrawn, waived, or settled, and all reservations of rights included therein, are overruled on the merits and denied with prejudice.
3. Pursuant to sections 105(a), 305(a), and 1112(b) of the Bankruptcy Code, each of the Chapter 11 Cases are hereby dismissed effective as of the date of entry of this Order.
4. The Debtors shall file and serve on the U.S. Trustee any remaining monthly operating reports and pay any quarterly fees due and owing pursuant to 28 U.S.C. § 1930(a)(6) in the Chapter 11 Cases within 30 days of the entry of this Order. Entry of this Order is without prejudice to the rights of the U.S. Trustee to reopen the Chapter 11 Cases to seek appropriate relief in the event of an unresolved dispute over the payment of fees pursuant to 28 U.S.C. § 1930(a)(6).
5. Notwithstanding anything to the contrary, including, without limitation, section 349 of the Bankruptcy Code, all prior orders, rulings, orders and judgments of this Court made during the course of the Chapter 11 Cases, including, without limitation, the Sale Order and the DIP Orders, shall remain final and in full force and effect, shall be unaffected by the dismissal of the Chapter 11 Cases, and are specifically preserved for all preclusive purposes, including, without limitation, collateral estoppel and *res judicata*.

6. The Clerk of the Court shall enter this Order individually on each of the dockets of the Chapter 11 Cases and thereafter each docket shall be marked as “Closed.”

7. Entry of this Order is without prejudice to (a) the rights of the Debtors or any other party in interest to seek to reopen the Chapter 11 Cases for cause pursuant to section 350(b) of the Bankruptcy Code, and (b) the right of the Debtors or any other parties in interest to dispute, object to or resolve all claims that were filed against the Debtors in the Chapter 11 Cases.

8. Pursuant to sections 105(a) and 554 of the Bankruptcy Code and Bankruptcy Rule 6007, the Debtors are authorized, but not directed, to abandon or destroy, or cause to be abandoned or destroyed, any and all Books and Records not taken by the Purchaser that remain with the Debtors’ estates as of the date of entry of this Order; provided, however, that any hard copy documents containing personally identifiable information must be shredded and any electronic documents containing personally identifiable information must be destroyed.

9. Upon entry of this Order, the Claims Agent, as the Debtors’ claims and noticing agent, is relieved of its responsibilities as the Debtors’ claims and noticing agent in these Chapter 11 Cases; provided, however, that the Claims Agent shall provide the services described in this paragraph. Pursuant to Local Rule 2002-1(e)(ix), within fourteen (14) days of entry of this Order, the Claims Agent shall (a) forward to the Clerk of the Court an electric version of all imaged claims, (b) upload the creditor mailing list into CM/ECF, and (c) docket a combined final claims register in the lead case. Should the Claims Agent receive any mail regarding the Chapter 11 Cases after entry of this Order, the Claims Agent shall collect and forward such mail monthly, to the Debtors; provided, however, that the Claims Agent is authorized to destroy any undeliverable mail, correspondence, or other documents that it has in its possession related to the Debtors, other than the mail referenced in this paragraph. The above services to be rendered by Verita shall be a

charge to the estates and Verita shall be compensated in accordance with the terms of its Engagement Agreement.

10. As soon as reasonably practicable after entry of this Order, without the need for further action on the part of this Court and without the need for further corporate action or action of the board of directors of the Debtors, the Debtors shall be authorized to dissolve pursuant to applicable state law. Any officer or other authorized representative of the Debtors is authorized to execute and file on behalf of the Debtors all applicable tax returns or other documents necessary and proper to effectuate and consummate the dissolution of the Debtors in accordance with applicable law.

11. Notwithstanding the applicability of any Bankruptcy Rules to the contrary, the terms and conditions of this Order shall be effective and enforceable immediately upon entry of this Order.

12. The Debtors are authorized and empowered to execute and deliver such documents, and to take and perform any and all actions necessary to implement and effectuate the relief granted pursuant to this Order.

13. The Court shall retain jurisdiction with respect to any matters, claims, rights, or disputes arising from or relating to the implementation of any order of this Court entered in the Chapter 11 Cases.

EXHIBIT B

Redline Order

**UNITED STATES BANKRUPTCY COURT
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pursuant to 28 U.S.C. §§ 157 and 1334 and this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (b) notice of the Motion and the opportunity for a hearing thereon was adequate and sufficient under the circumstances and no other or further notice need be given, (c) the legal and factual bases set forth in the Motion constitute just cause for the relief granted herein, and (d) the relief requested in the Motion is in the best interests of the Debtors' estates and creditors; and after due deliberation thereon and sufficient cause appearing therefor, it is

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is hereby GRANTED as set forth herein.
2. All objections to the Motion or the relief requested therein that have not been withdrawn, waived, or settled, and all reservations of rights included therein, are overruled on the merits and denied with prejudice.
3. Pursuant to sections 105(a), 305(a), and 1112(b) of the Bankruptcy Code, each of the Chapter 11 Cases are hereby dismissed effective as of the date of entry of this Order.
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5. Notwithstanding anything to the contrary, including, without limitation, section 349 of the Bankruptcy Code, all prior orders, ~~releases, stipulations, settlements,~~ rulings, orders and judgments of this Court made during the course of the Chapter 11 Cases, including, without limitation, the Sale Order and the DIP Orders, shall remain final and in full force and effect,

shall be unaffected by the dismissal of the Chapter 11 Cases, and are specifically preserved for all preclusive purposes, including, without limitation, collateral estoppel and *res judicata*.

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monthly, to the Debtors; provided, however, that the Claims Agent is authorized to destroy any undeliverable mail, correspondence, or other documents that it has in its possession related to the Debtors, other than the mail referenced in this paragraph. The above services to be rendered by Verita shall be a charge to the estates and Verita shall be compensated in accordance with the terms of its Engagement Agreement.

10. As soon as reasonably practicable after entry of this Order, without the need for further action on the part of this Court and without the need for further corporate action or action of the board of directors of the Debtors, the Debtors shall be authorized to dissolve pursuant to applicable state law. Any officer or other authorized representative of the Debtors is authorized to execute and file on behalf of the Debtors all applicable tax returns or other documents necessary and proper to effectuate and consummate the dissolution of the Debtors in accordance with applicable law.

11. Notwithstanding the applicability of any Bankruptcy Rules to the contrary, the terms and conditions of this Order shall be effective and enforceable immediately upon entry of this Order.

12. The Debtors are authorized and empowered to execute and deliver such documents, and to take and perform any and all actions necessary to implement and effectuate the relief granted pursuant to this Order.

13. The Court shall retain jurisdiction with respect to any matters, claims, rights, or disputes arising from or relating to the implementation of any order of this Court entered in the Chapter 11 Cases.

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Document 2 ID	netdocuments://4900-9483-0665/3
Description	FMI - Final Dismissal Order
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Legend:	
<u>Insertion</u>	
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Moved cell	
Split/Merged cell	
Padding cell	

Statistics:	
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Deletions	1
Moved from	0
Moved to	0
Style changes	0
Format changes	0
Total changes	1