

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

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| In re: |) | |
| |) | Chapter 11 |
| |) | |
| WESCO AIRCRAFT HOLDINGS, INC., <i>et al.</i> , ¹ |) | Case No. 23-90611 (MI) |
| |) | |
| Debtors. |) | (Jointly Administered) |
| |) | |
| |) | Ref. Doc. Nos. 348, 422 and 672 |
| |) | |
| |) | |

**SECOND SUPPLEMENTAL DECLARATION OF CHARLES
A. BECKHAM, JR. IN SUPPORT OF THE DEBTORS’
APPLICATION FOR ENTRY OF AN ORDER
AUTHORIZING THE RETENTION AND EMPLOYMENT OF
HAYNES AND BOONE, LLP AS CO-COUNSEL FOR THE
DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE
AS OF THE PETITION DATE**

¹ The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one’s federal tax identification number and the address of its principal office, is available on the website of the Debtors’ noticing agent at <http://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.



I, Charles A. Beckham, Jr., being duly sworn, state the following under penalty of perjury:

1. I am a partner in the law firm of Haynes and Boone, LLP (“**Haynes Boone**”), 1221 McKinney Street, Suite 4000, Houston, Texas 77010. I am a member in good standing of the State Bar of Texas and the State Bar of New York. I am admitted to practice before the United States District Court for the Northern, Southern, Eastern and Western Districts of Texas, as well as the United States District Court for the Southern District of New York, and for each of their respective bankruptcy courts. I am also admitted to practice before the United States Court of Appeals for the Fifth Circuit and the Supreme Court of the United States. There are no disciplinary proceedings pending against me.

2. On June 1, 2023 (the “**Petition Date**”), the above-captioned debtor, debtor in possession, and its debtor affiliates (collectively, the “**Debtors**”) each commenced a voluntary case under chapter 11 of the Bankruptcy Code in this Court.

3. On June 30, 2023, the Debtors filed their *Application for Entry of an Order Authorizing the Employment and Retention of Haynes and Boone, LLP as Co-Counsel to the Debtors and Debtors in Possession Effective as of the Petition Date* [Docket No. 348] (the “**Retention Application**”).² Concurrently therewith, the Debtors filed the *Declaration of Charles A. Beckham, Jr. in Support of the Debtors’ Application for entry of an order Authorizing the Retention and Employment of Haynes and Boone, LLP as Co-Counsel for the Debtors and Debtors in Possession Effective as of the Petition Date* [Docket No. 348-1, Ex. A] (the “**Original Declaration**”).

² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Retention Application.

4. On August 22, 2023, the Court entered the *Order Granting the Debtors' Application for the Employment and Retention of Haynes and Boone, LLP as Co-Counsel for the Debtors and Debtors in Possession Effective as of the Petition Date* [Docket No. 672] (the "**Retention Order**").

5. On September 25, 2023, the Debtors filed the *First Supplemental Declaration of Charles A. Beckham, Jr. in Support of the Debtors' Application for the Employment and Retention of Haynes and Boone, LLP as Co-Counsel for the Debtors and Debtors in Possession Effective as of the Petition Date* [Docket No. 773] (the "**First Supplemental Declaration**").

6. In connection with the Retention Application, Original Declaration, and the First Supplemental Declaration, and following a further review of the names of parties in interest and creditors as well as their respective representatives appearing after the Petition Date, I submit this second supplemental declaration (the "**Second Supplemental Declaration**") to provide additional disclosures in accordance with Bankruptcy Rules 2014(a) and 2016(b). Except as otherwise noted, I have personal knowledge of the matters set forth herein.

Supplemental Disclosures

7. As stated in the Original Declaration, before the Petition Date, Haynes Boone obtained from the Debtors and their representatives the names of individuals and entities that may be parties in interest in these Chapter 11 Cases (the "**Original Potential Parties in Interest List**"). Since the filing of the Chapter 11 Cases, the Debtors and their representatives (including Haynes and Boone) continued to review their records for additional parties in interests. Consistent with that undertaking, the First Supplemental Declaration provided further disclosures on new information obtained. This Second Supplemental Declaration makes certain additional disclosures regarding the Additional Potential Parties in Interest (as defined below) that have arisen since the First Supplemental Declaration.

Additional Potential Parties in Interest

8. Since the First Supplemental Declaration, Haynes Boone recently became aware of the names of other creditors and parties in interest that were not included in the Original Potential Parties in Interest List or in the First Supplemental Declaration. These additional parties are listed on **Schedule 1** attached hereto (the “*Additional Potential Parties in Interest*”).³

9. Haynes and Boone has identified connections to certain of the Additional Potential Parties in Interest as set forth on **Schedule 2** attached hereto (the “*Supplemental Disclosures*”). Unless otherwise stated on Schedule 2, to the extent that I have been able to ascertain, Haynes Boone does not have any connections to the Additional Potential Parties in Interest.

Statement of Disinterestedness

10. I make this Supplemental Declaration to: (i) make the Supplemental Disclosures and (ii) identify the Additional Potential Parties in Interest that Haynes Boone has run through the System since filing the Retention Application and the First Supplemental Declaration.

11. I also reaffirm that based on the conflicts search conducted to date and as supplemented as described herein, to the best of my knowledge and insofar as I have been able to ascertain, (i) Haynes and Boone is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, as required by section 327(a) of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors’ estates and (ii) Haynes and Boone has no connection to the Debtors, their creditors, or other parties in interest, except as may be disclosed herein.

³ Haynes and Boone’s inclusion of parties in the following Schedules is solely to illustrate Haynes and Boone’s conflict search process and is not an admission that any party has a valid claim against the Debtors or that any party properly belongs in the schedules or has a claim or legal relationship to the Debtors of the nature described in the schedules.

12. The Firm will continue to supplement Haynes Boone's disclosures in the event that Haynes Boone learns of additional parties or connections that require disclosure. Accordingly, Haynes Boone reserves the right to further supplement this disclosure if necessary, as more or new information becomes available. If any new material relevant facts or relationships are discovered or arise, Haynes Boone will promptly file a further supplemental declaration pursuant to Bankruptcy Rule 2014(a).

The foregoing constitutes my supplemental statement and that of Haynes Boone pursuant to section 327 of the Bankruptcy Code and Rule 2014(a) of the Federal Rules of Bankruptcy Procedure. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: November 22, 2023

Respectfully submitted,

/s/ Charles A. Beckham, Jr.
Charles A. Beckham, Jr.

SCHEDULE 1

The following lists contain the names of reviewed entities in connection with the Second Supplemental Declaration. Where the names of the entities reviewed are incomplete or ambiguous, the scope of the search was intentionally broad and inclusive, and Haynes and Boone, LLP reviewed each entity in its records, as more fully described in the Original Declaration, matching the incomplete or ambiguous name.

CLAIMANT-FILED CLAIMS

EULER HERMES N.A. INSURANCE CO.
HUTCHINSON AEROSPACE &
INDUSTRY, INC.
HUTCHINSON SNC
JEHIER SAS
JPR SAS
LE JOINT FRANCAIS SNC
TEMCO LIMITED
THE CIT GROUP/COMMERCIAL
SERVICES, INC.
THYSSENKRUPP ENGINEERED
PLASTICS
WELLS FARGO FINANCIAL LEASING,
INC.

CONTRACT COUNTERPARTY

BOEING DISTRIBUTION, INC.

ORDINARY COURSE PROFESSIONAL

STAGG, PLLC

PROSPECTIVE INVESTOR

IVY INVESTMENTS

SCHEDULED UNSECURED CREDITOR

AMAZON UK
BNP PARISBAS LEASING SOLUTIONS
CITADEL ADVISORS LLC
F.U.N.K.E. AVIONICS GMBH
FRONTIER COMMUNICATIONS
HONEYWELL CONTROL SYSTEMS
LIMITED
LOCKHEED MARTIN OVERSEAS
CORP.
METTLER-TOLEDO INC.
QUIMICA DELTA SA DE CV
SEPCO
SOLENIS CANADA ULC
SOLENIS TECHNOLOGIES MEXICO S.
DE R.
U.S. BANK N.A.
VERIZON WIRELESS – LA

VENDORS

ABB BV
CHEVRON GLOBAL LUBRICANTS
ESPA SARL
LINDE FINANCIAL SERVICES
LINDE MATERIAL HANDLING
FINANCE
LINDE, INC.

SCHEDULE 2 TO DECLARATION OF CHARLES A. BECKHAM, JR.**CONNECTIONS TO POTENTIAL PARTIES IN INTEREST**

| Name of Entity Searched | Name of Firm Client | Status |
|-------------------------------------|----------------------------|---|
| Amazon UK | Amazon.com, Inc. | Current client; unrelated work. |
| BNP Paribas Leasing Solutions | BNP Paribas | Current client; unrelated work. |
| Boeing Distribution, Inc. | Boeing Company | Current client affiliate; unrelated work. |
| Chevron Global Lubricants | Chevron Corporation | Current client affiliate; unrelated work. |
| Citadel Advisors LLC | Citadel, LLC | Current client affiliate; unrelated work. |
| Thyssenkrupp Engineered Plastics | TK Elevator corporation | Current client affiliate; unrelated work. |
| U.S. Bank N.A. | U.S. Bank N.A. | Current client; unrelated work. |
| Wells Fargo Financial Leasing, Inc. | Wells Fargo Bank, N.A. | Current client affiliate; unrelated work. |