IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
AF LIQUIDATING LLC[1], *et al*.,	Case No. 26-10183 (MFW)
Debtors.[2]	(Jointly Administered)
	Re: Docket No. 397

ORDER (A) AUTHORIZING REJECTION OF UNEXPIRED LEASES OF NON-RESIDENTIAL REAL PROPERTY AND EXECUTORY CONTRACTS EFFECTIVE AS OF THE SALE CLOSING DATE; (B) ABANDONING ANY REMAINING PERSONAL PROPERTY LOCATED AT THE LEASED PREMISES; AND (C) GRANTING RELATED RELIEF

Upon consideration of the motion (the "Motion")[3] of the above-captioned debtors and debtors-in-possession (collectively, the "Debtors"), for the entry of an order (this "Order"): (a) authorizing the Debtors to (i) reject the Contracts listed on **Schedule 1** annexed hereto, effective as of the Sale Closing Date; and (ii) reject the Leases listed on **Schedule 2** annexed hereto, effective as of the Sale Closing Date; (b) authorizing the Debtors to abandon any remaining personal property located at the Leased Premises; and (c) granting related relief; all as more fully set forth in the Motion; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District*

[1] On June 1, 2026, the Court entered an *Order (I) Dismissing Certain of the Debtors' Cases and (II) Authorizing Change of Case Caption* [Docket No. 455].

[2] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers are: Avenger Flight Group, LLC (1216); AFG Dallas III, LLC (5615); AFG Dallas IV, LLC (5558); AFG Dallas, LLC (3418); AFG EU Operations Corp. (9406); AFG FLL, LLC (6470); AFG Latam Holding Corp. (6475); AFG Latam Sim Holdings II, LLC (0473); AFG Latam Sim Holdings III, LLC (2592); AFG Latam Sim Holdings IV, LLC (0093); AFG Latam Sim Holdings, LLC (6475); AFG Latam, LLC (9545); AFG Mexico Corp. (1402); AFG Orlando, LLC (8409); AFG Sanford, LLC (6661); AFG Sim Holding Corp. (3325); Avenger Flight Group Europe, Corp. (5908); Avenger Flight Group Topco, LLC (5643); Avenger Flight Training, LLC (5640); Avenger Flight Group Mexico II, S. de R.L. de C.V, (N/A); and Papi Flight Training, LLC (6206). The location of the Debtors' corporate headquarters and the Debtors' service address is Avenger Flight Group LLC, 1450 Lee Wagener Blvd., Fort Lauderdale, FL 33315.

[3] A capitalized term used but not defined herein has the meaning ascribed to it in the Motion.

Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this 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 upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED** as set forth herein.

2. Pursuant to section 365 of the Bankruptcy Code, the Contracts and the Leases shall each be deemed rejected effective as of the Sale Closing Date.

3. The Debtors are authorized to abandon any remaining personal property located at the Leased Premises pursuant to section 554(a) of the Bankruptcy Code.

4. Within three (3) calendar days after entry of this Order, the Debtors will serve this Order on the counterparty to each Contract and Lease.

5. With respect to the Leases listed on **Schedule 2** hereto, any personal property remaining at the leased premises as of the Sale Closing Date shall be deemed abandoned and the landlord shall be free to dispose of such abandoned property in its sole and absolute discretion without notice or liability to the Debtors or any third parties.

6. Counterparties to Contracts and Leases that are rejected pursuant to this Order must file a proof of claim relating to the rejection of such Contracts or Leases, if any, by the later of (a) any applicable claims bar date established in these Chapter 11 Cases, and (b) 30 days after entry of this Order. The Debtors reserve all rights to contest any such claim and to contest the characterization of each Contract or Lease, as executory or not, and to contest whether such Contract or Lease may have terminated prior to the Petition Date or otherwise, or may not have been effective prior to the Petition Date or otherwise.

7. The Debtors reserve their rights to assume, assume and assign, or reject other executory contracts or unexpired leases, and nothing herein shall be deemed to affect such rights.

8. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the validity of any claim against a Debtor entity; (b) a waiver of the Debtors' right to dispute any claim on any grounds; (c) a promise or requirement to pay any claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Order or the Motion; (e) a request or authorization to assume any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver or limitation of the Debtors' rights under the Bankruptcy Code or any other applicable law.

9. Nothing contained in the Motion or this Order is intended or should be construed to create an administrative priority claim.

10. This Order shall be immediately effective and enforceable upon its entry.

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

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

Dated: June 5th, 2026
Wilmington, Delaware
4922-9367-9782.3 05863.00002

MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE

SCHEDULE 1

Rejected Contracts

Counterparty	Counterparty Address	Debtor Entity	Contract Description
Allegiant Air, LLC	c/o Bill Thorsness Vedder Price 222 N. LaSalle Street Chicago, IL 60601	Avenger Flight Group, LLC	Full Flight Simulator Training Agreement
Allegiant Air, LLC	c/o Bill Thorsness Vedder Price 222 N. LaSalle Street Chicago, IL 60601	AFG Sanford, LLC	Property Side Letter
Allegiant Air, LLC	c/o Bill Thorsness Vedder Price 222 N. LaSalle Street Chicago, IL 60601	AFG Sanford, LLC	Sublease Housing and Maintenance Agreement
Allegiant Air, LLC	c/o Bill Thorsness Vedder Price 222 N. LaSalle Street Chicago, IL 60601	Avenger Flight Group, LLC	Flight Training Device Purchase and Relocation and Upgrade Agreement
Crown Castle Fiber LLC	8020 Katy Freeway Houston, TX 77024	Avenger Flight Group, LLC	Order Form (SO # 2021-75826)
Flame Aviation B.V.	Mees Toxopeusstraat 3a Leiden 2315 WD Netherlands	AFG Dallas III, LLC	
Sun Country, Inc. d/b/a Sun Country Airlines	2005 Cargo Road Minneapolis, MN 55450	Avenger Flight Group, LLC	Housing and Maintenance Service Agreement (B737NG)

SCHEDULE 2

Rejected Leases

Counterparty	Counterparty Address	Debtor Entity	Leased Premises
Alliance Aviation, Inc.	5600 NW 36th Street, #101 Miami, FL 33166	Avenger Flight Group, LLC	4649 Diplomacy Road Fort Worth, TX 76155
Avelo Airlines, Inc.	12 Greenway Plaza Houston, TX 77046	Avenger Flight Group, LLC	2612 Consulate Drive, Suite 200B Orlando, FL 32819
Decatur Business Center, LLC	BKM Management Company 680 Pilot Road, Suite B-2 Las Vegas, NV 89119	Avenger Flight Group, LLC	5475 S. Decatur Blvd., Suites 100 - 110 Las Vegas, NV 89118
Spirit Airlines, Inc.	Legal Department 2800 Executive Way Miramar, FL 33025	Avenger Flight Group, LLC	5475 S. Decatur Blvd., Suite 112 Las Vegas, NV 89118
Spirit Airlines, Inc.	Legal Department 2800 Executive Way Miramar, FL 33025	Avenger Flight Group, LLC	4649 Diplomacy Road Fort Worth, TX 76155
Spirit Airlines, Inc.	Legal Department 2800 Executive Way Miramar, FL 33025	Avenger Flight Group, LLC	1450 Lee Wagener Blvd. Fort Lauderdale, FL 33315
Spirit Airlines, Inc.	Legal Department 2800 Executive Way Miramar, FL 33025	Avenger Flight Group, LLC	1450 Lee Wagener Blvd. Fort Lauderdale, FL 33315
Spirit Airlines, Inc.	Legal Department 2800 Executive Way Miramar, FL 33025	Avenger Flight Group, LLC	2612 Consulate Drive, Suite 200B Orlando, FL 32819
Spirit Airlines, Inc.	Legal Department 2800 Executive Way Miramar, FL 33025	Avenger Flight Group, LLC	1701 Radiant Drive Dania Beach, FL 33304