IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
AF LIQUIDATING, LLC, *et al*., [1]	Case No. 26-10183 (MFW)
Debtors.	(Jointly Administered)
	Obj. Deadline: July 13, 2026 at 4:00 p.m. (ET) **Hrg. Date:** ***Only if an objection is filed***

SUMMARY OF THIRD MONTHLY APPLICATION OF WILLKIE FARR & GALLAGHER LLP FOR COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF AVENGER FLIGHT GROUP, LLC FOR THE PERIOD MAY 1, 2026 THROUGH MAY 31, 2026

Name of Applicant:	Willkie Farr & Gallagher LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	April 10, 2026 effective as of February 26, 2026 [Docket No. 298]
Period for which Compensation and Reimbursement are Sought:	May 1, 2026 through May 31, 2026
Amount of Compensation Sought as Actual, Reasonable, and Necessary:	$101,603.20 (80% of $127,004.00)
Amount of Expense Reimbursement Sought as Actual, Reasonable, and Necessary:	$0.00

This is a(n): X monthly ___ interim ___ final application

[1] 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.

2610183260622000000000003

COMPENSATION BY PROFESSIONAL
MAY 1, 2026 THROUGH MAY 31, 2026

Name	Position	Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Todd Goren	Partner	2003 (NY)	BR&R	$2,650	8.2	$21,730.00
Christopher DiPompeo	Partner	2009 (MD) 2011 (DC)	Litigation	$2,275	1.4	$3,185.00
Craig Damast	Counsel	1992 (NY)	BR&R	$1,950	1.1	$2,145.00
Gabrielle Antonello	Associate	2017 (NY)	Litigation	$1,850	27.6	$51,060.00
Joseph Brandt	Associate	2021 (NY)	BR&R	$1,650	18.3	$30,195.00
Zachary Charlton	Associate	2025 (NY) 2025 (CA)	BR&R	$1,150	1.2	$1,380.00
Federico Curbelo	Associate	2025 (NY)	BR&R	$925	12.6	$11,655.00
Total for Attorneys					**70.4**	**$121,350.00**

Paraprofes-sionals	Position	Tenure	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Laura Guido	Senior Paralegal	1 Year	BR&R	$650	7.6	$4,940.00
William Collins	Paralegal	<1 Year	BR&R	$420	1.7	$714.00
Total for Paraprofessionals/Others					**9.3**	**$5,654.00**

Total Fees Requested for Fee Period	$127,004.00
20% Fee Holdback for Fee Period	$25,400.80
80% of Total Fees Requested for Fee Period	$101,603.20
Expenses for Fee Period	$0.00
TOTAL PAYMENT REQUESTED	$101,603.20

COMPENSATION BY TASK CODE
MAY 1, 2026 THROUGH MAY 31, 2026

Task Code	Hours	Amount
Asset Disposition (002)	9.3	$15,370.00
Assumption and Rejection of Leases and Contracts (003)	0.2	$530.00
Case Administration (007)	6.6	$4,290.00
Non-Willkie Fee Statements & Applications (011)	2.1	$2,250.00
Meetings and Communications with Creditors (015)	7.7	$11,300.00
Plan and Disclosure Statement (017)	13.4	$25,340.00
Hearings (024)	5.4	$5,693.50
Claims Investigation (026)	29.9	$56,630.00
Other Motions / Applications (029)	0.7	$1,165.00
Willkie Fee Statements and Applications (032)	4.4	$4,435.50
Time Entry Review (036)	0.0	$12,185.00
Total Hours and Fees Incurred:	**79.7**	**$139,189.00**
Less Client Accommodation for Time Review (100% of Fees Incurred):		**$12,185.00**
Net Compensation Requested:		**$127,004.00**

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
AF LIQUIDATING, LLC, *et al*., [1]	Case No. 26-10183 (MFW)
Debtors.	(Jointly Administered)
	Obj. Deadline: July 13, 2026 at 4:00 p.m. (ET) **Hrg. Date: *Only if an objection is filed***

THIRD MONTHLY APPLICATION OF WILLKIE FARR & GALLAGHER LLP FOR COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF AVENGER FLIGHT GROUP, LLC FOR THE PERIOD MAY 1, 2026 THROUGH MAY 31, 2026

Pursuant to sections 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code") and rule 2016 of the Federal Rules of Bankruptcy Procedure, and in accordance with the *Order Authorizing the Retention and Employment of Willkie Farr & Gallagher LLP as Co-Counsel to the Official Committee of Unsecured Creditors Effective as of February 26, 2026* [Docket No. 298] (the "Retention Order") and the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* [Docket No. 129] (the "Interim Compensation Order"), Willkie Farr & Gallagher LLP ("Willkie") hereby applies (this "Application") to the United States Bankruptcy Court for the District of Delaware (the "Court") for compensation for professional legal services rendered as co-counsel to

[1] 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.

the Official Committee of Unsecured Creditors (the "Committee") appointed in these chapter 11 cases (the "Chapter 11 Cases") in the amount of $127,004.00 for the period May 1, 2026, through May 31, 2026 (the "Monthly Fee Period").[2] In support of this Application, Willkie respectfully represents as follows:

BACKGROUND

1. On February 11, 2026, the above-captioned debtors and debtors in possession (the "Debtors") filed voluntary petitions with this Court for relief under chapter 11 of the Bankruptcy Code. The Debtors manage and operate their business as debtors in possession under sections 1107(a) and 1108 of the Bankruptcy Code.

2. On February 25, 2026, the Office of the United States Trustee for the District of Delaware (the "U.S. Trustee") filed its notice of appointment of the Committee pursuant to section 1102 of the Bankruptcy Code. See Docket No. 95. The Committee currently consists of the following three (3) members: (a) Allegiant Air LLC; (b) Bow Systems (Private) Limited; and (c) Multi Pilot Simulations.

3. On February 26, 2026, the Committee selected Willkie and Womble Bond Dickinson (US) LLP as its proposed co-counsel. On March 2, 2026 the Committee selected FTI Consulting, Inc. ("FTI") as its proposed financial advisor.

4. Willkie was retained effective as of February 26, 2026 by the Retention Order. The Retention Order authorized Willkie to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

[2] Willkie did not incur any expenses during the Monthly Fee Period.

COMPENSATION AND SUMMARY OF SERVICES RENDERED

5. During the Monthly Fee Period, Willkie professionals, including attorneys and paraprofessionals (collectively, the "Willkie Professionals"), devoted 79.7 hours to, among other things, case administration matters (including meetings and communications with the Debtors' professionals); meetings and communications with the Committee, the Committee's other professionals, and other creditors; reviewing and analyzing the proposed sale order and updated asset purchase agreement; and reviewing and analyzing discovery in connection with the Committee's claims investigation. Willkie Professionals' most significant work during the Monthly Fee Period is summarized below and is described in detail on **Exhibit A** attached hereto, which provides an itemization, by task code, of all services performed by Willkie Professionals during the Monthly Fee Period.

A. Asset Disposition
Willkie Task Code: 002
(Fees: $15,370.00/Total Hours Billed: 9.3)

6. Willkie Professionals spent time communicating with the Debtors' and the Committee's respective professionals regarding the sale of the Debtors' Medellin simulators, sale process, and related issues.

B. Assumption and Rejection of Leases and Contracts
Willkie Task Code: 003
(Fees: $530.00/Total Hours Billed: 0.2)

7. Willkie Professionals spent time meeting with the Debtors regarding certain contract assumption and rejection of leases issues, and reviewing and analyzing the Debtors' motions to assume certain executory contracts and extend the deadline to assume or reject nonresidential property leases.

C. Case Administration
Willkie Task Code: 007
(Fees: $4,290.00/Total Hours Billed: 6.6)

8. Willkie Professionals spent time drafting Committee meeting agendas and related materials, reviewing and analyzing case updates, and corresponding with the Committee's other professionals regarding the same.

D. Non-Willkie Fee Statements and Applications
Willkie Task Code: 011
(Fees: $2,250.00/Total Hours Billed: 2.1)

9. Willkie Professionals devoted time to reviewing and revising the second monthly fee applications of the Committee's other professionals and coordinating the filing of the same.

E. Meetings and Communications with Creditors
Willkie Task Code: 015
(Fees: $11,300.00/Total Hours Billed: 7.7)

10. Willkie Professionals prepared for and conducted weekly Committee meetings and communicated with the Committee members and their counsel to discuss relevant case matters, updates, and strategy. Willkie Professionals also prepared for and conducted regular meetings with the Committee's other professionals to debrief on meetings and calls with the Debtors' professionals, discuss case matters and strategy, and prepare for the weekly Committee meetings.

F. Plan and Disclosure Statement
Willkie Task Code: 017
(Fees: $25,340.00/Total Hours Billed: 13.4)

11. Willkie Professionals spent time reviewing and analyzing the Debtors' draft joint chapter 11 plan and disclosure statement, drafting and revising the litigation trust agreement,

and communicating with the Debtors', the DIP lenders', and the Committee's other professionals regarding the same.

G. Hearings
Willkie Task Code: 024
(Fees: $5,693.50/Total Hours Billed: 5.4)

12. Willkie Professionals devoted time to preparing for and attending hearings, including the hearing regarding the sale of the Debtors' Medellin simulators.

H. Claims Investigation
Willkie Task Code: 026
(Fees: $56,630.00/Total Hours Billed: 29.9)

13. Willkie Professionals spent time conducting research on issues related to the Committee's investigation of certain prepetition transactions, corresponding with the Debtors' professionals and the Committee regarding the Committee's claims investigation, and drafting and revising a memorandum related to the same.

I. Other Motions / Applications
Willkie Task Code: 029
(Fees: $1,165.00/Total Hours Billed: 0.7)

14. Willkie Professionals spent time reviewing and analyzing the Debtors' motion for entry of an order dismissing the Debtors' chapter 11 cases.

J. Willkie Fee Statements and Applications
Willkie Task Code: 032
(Fees: $4,435.50/Total Hours Billed: 4.4)

15. Willkie Professionals spent time drafting Willkie's second monthly fee application.

ACTUAL AND NECESSARY EXPENSES

16. Willkie did not incur any expenses during the Monthly Fee Period.

VALUE OF SERVICES

17. Willkie Professionals expended a total of 79.7 hours in connection with services provided to the Committee during the Monthly Fee Period. As noted, the amount of time spent by each of these persons is set forth on **Exhibit A** attached hereto. The hourly rates charged by these persons are Willkie's normal hourly rates for work of this character. The reasonable value of the services rendered by Willkie during the Monthly Fee Period is $127,004.00.

18. Willkie believes that the time entries included on **Exhibit A** attached hereto are in compliance with the requirements of rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware.

19. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount of compensation requested herein is fair and reasonable given (a) the complexity of the Chapter 11 Cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code.

20. Willkie will continue to perform necessary services for the Committee subsequent to the Monthly Fee Period, for which Willkie will file subsequent monthly and/or final fee applications.

CONCLUSION

WHEREFORE, Willkie respectfully requests (a) allowance of $127,004.00 as compensation for actual, reasonable, and necessary professional services rendered to the Committee during the Monthly Fee Period, (b) payment of $101,603.20 (80% of the $127,004.00 compensation requested) in accordance with the Interim Compensation Order, and (c) such other and further relief as this Court may deem just and proper.

Dated: June 22, 2026
Wilmington, Delaware

Respectfully submitted,

/s/ *Brett H. Miller*

Brett H. Miller (admitted *pro hac vice*)
Todd M. Goren (admitted *pro hac vice*)
James H. Burbage (admitted *pro hac vice*)
Joseph R. Brandt (admitted *pro hac vice*)
WILLKIE FARR & GALLAGHER LLP
787 Seventh Avenue
New York, New York 10019-6099
Telephone: (212) 728-8000
Email: bmiller@willkie.com
tgoren@willkie.com
jburbage@willkie.com
jbrandt@willkie.com

Co-Counsel to the Official Committee of Unsecured Creditors of Avenger Flight Group, LLC, et al.

-and-

Matthew P. Ward (No. 4471)
Todd A. Atkinson (No. 4825)
WOMBLE BOND DICKINSON (US) LLP
1313 North Market Street, Suite 1200
Wilmington, Delaware 19801
Telephone: (302) 252-4320
Facsimile: (302) 252-4330
Email: matthew.ward@wbd-us.com
todd.atkinson@wbd-us.com

Co-Counsel to the Official Committee of Unsecured Creditors of Avenger Flight Group, LLC, et al.

VERIFICATION

I, Brett H. Miller, pursuant to 28 U.S.C. § 1746, declare under penalty of perjury that the following statements are true and correct to the best of my knowledge and based on the information and records available to me:

a) I am a Partner with the applicant firm, Willkie Farr & Gallagher LLP, and have been admitted *pro hac vice* to appear before this Court.

b) I am familiar with the work performed on behalf of the Committee by the professionals and paraprofessionals in the firm.

c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. L.R. 2016-2, and submit that the Application substantially complies with such rule.

Dated: June 22, 2026

/s/ *Brett H. Miller*
Brett H. Miller

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
AF LIQUIDATING, LLC, *et al*., [1]	Case No. 26-10183 (MFW)
Debtors.	(Jointly Administered)
	Obj. Deadline: July 13, 2026 at 4:00 p.m. (ET) **Hrg. Date:** ***Only if an objection is filed***

NOTICE OF THIRD MONTHLY APPLICATION OF WILLKIE FARR & GALLAGHER LLP FOR COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF AVENGER FLIGHT GROUP, LLC FOR THE PERIOD MAY 1, 2026 THROUGH MAY 31, 2026

PLEASE TAKE NOTICE that, on June 22, 2026, the *Third Monthly Application of Willkie Farr & Gallagher LLP For Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors of Avenger Flight Group, LLC for the Period May 1, 2026 Through May 31, 2026* (the "Application") was filed with the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801 (the "Court").

PLEASE TAKE FURTHER NOTICE that, objections, if any, to the Application must be made in accordance with the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* [Docket No. 129] (the "Interim Compensation Order"), and must be filed with the Clerk of the Bankruptcy Court and served upon the undersigned counsel and the Notice Parties (as defined in the Interim Compensation Order) so as to be received no later than July 13, 2026 at 4:00 p.m. (Eastern Time).

PLEASE TAKE FURTHER NOTICE that, if an objection is properly filed and served in accordance with the above procedures, a hearing (the "Hearing") on the Application will be held at a time and date to be determined before the Honorable Mary F. Walrath, United States Bankruptcy Judge, United States Bankruptcy Court for the District of Delaware, 824 N. Market

[1] 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.

Street, 5th Floor, Courtroom No. 4, Wilmington, Delaware 19801. Only objections made in writing and timely filed and received will be considered by the Court at such Hearing.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS TO THE APPLICATION ARE TIMELY FILED AND RECEIVED IN ACCORDANCE WITH THE INTERIM COMPENSATION ORDER, THE RELIEF REQUESTED IN THE APPLICATION MAY BE GRANTED WITHOUT FURTHER NOTICE OR HEARING.

Dated: Wilmington, Delaware
June 22, 2026

/s/ *Matthew P. Ward*

WOMBLE BOND DICKINSON (US) LLP
Matthew P. Ward (No. 4471)
Todd A. Atkinson, Esq. (No. 4825)
1313 North Market Street, Suite 1200
Wilmington, Delaware 19801
Telephone: (302) 252-4320
Facsimile: (302) 252-4330
Email: matthew.ward@wbd-us.com
todd.atkinson@wbd-us.com

-and-

WILLKIE FARR & GALLAGHER LLP
Brett H. Miller, Esq. (admitted *pro hac vice*)
Todd M. Goren, Esq. (admitted *pro hac vice*)
James H. Burbage, Esq. (admitted *pro hac vice*)
Joseph R. Brandt, Esq. (admitted *pro hac vice*)
787 Seventh Avenue
New York, New York 10019-6099
Telephone: (212) 728-8000
Email: bmiller@willkie.com
tgoren@willkie.com
jburbage@willkie.com
jbrandt@willkie.com

Co-Counsel to the Official Committee of Unsecured Creditors

EXHIBIT A

WILLKIE FARR & GALLAGHER LLP

787 Seventh Avenue
New York, NY 10019-6099

Tel: 212 728 8000
Fax: 212 728 8111

Federal ID 13-5536844

Official Committee of Unsecured Creditors of Avenger Flight Group, LLC, et al.

Chapter 11 of Avenger Flight Group, LLC, et al.

PLEASE INDICATE INVOICE NUMBER ON REMITTANCE
Invoice No. 12617597
Client/Matter No. 137400.00001
June 22, 2026

FOR PROFESSIONAL SERVICES RENDERED
through May 31, 2026 as set out in the attached detail

Claims Investigation	$	56,630.00
Hearings		5,693.50
Meetings and Communications with Creditors		11,300.00
Asset Disposition		15,370.00
Willkie Fee Statements and Applications		4,435.50
Plan and Disclosure Statement		25,340.00
Case Administration		4,290.00

WIRE FRAUD ALERT: Our wire instructions are included on the remittance page of this invoice and remain unchanged. You should not accept new wire instructions via email or change wire instructions on file without first performing an independent verbal verification, either through the attorney responsible for your matter or by contacting the Willkie Farr & Gallagher LLP Accounting Department directly. Even if an email looks like it has come from someone associated with our firm, please call first to verify any new or modified instructions before initiating a wire transfer or ACH.

Other Motions/Applications		1,165.00
Non-Willkie Fee Statements & Applications		2,250.00
Assumption and Rejection of Leases and Contracts		530.00
Total this Invoice	$	127,004.00

Chapter 11 of Avenger Flight Group, LLC, et al.

Asset Disposition

Date	Timekeeper	Description	Hours	Amount
5/5/26	T G	Call w/ M. Litvak (Pachulski) and G. Demo (Pachulski) re: wind-down budget.	0.50	$ 1,325.00
5/5/26	F C	Review/analyze Medellin simulators sale motion (.5), related shortening order (.2), and related declaration (.2); corr. w/ Willkie team re: same (.1).	1.00	925.00
5/5/26	Z C	Review/analyze motion to approve sale of Medellin simulators (.5); corr. with F. Curbelo re: filed motions (.2).	0.70	805.00
5/6/26	J B	Review/analyze issues re: asset purchase agreement amendment and excluded cash (.8); corr. w/ Willkie team and FTI team re: same (.4).	1.20	1,980.00
5/7/26	J B	Review/analyze issues re: asset purchase agreement and excluded cash (.7); corr. w/ Willkie team and FTI team re: same (.5).	1.20	1,980.00
5/8/26	T G	Review/analyze asset purchase agreement amendment (.3); correspondence w/ Willkie team re: same (.3).	0.60	1,590.00
5/8/26	J B	Review/analyze issues re: asset purchase amendment and excluded cash (1.1); corr. w/ FTI team, Willkie team, Debtors' advisors, and lenders' advisors re: same (.5).	1.60	2,640.00
5/9/26	J B	Review/analyze issues re: sale closing and excluded cash schedule (.7); review/analyze draft amendment to asset purchase agreement re: same (.9); multiple corr. (6x) w/ FTI, Willkie, Proskauer, and Debtors' advisors re: same (.9).	2.50	4,125.00

		Subtotal - Asset Disposition	**9.30**	**15,370.00**

Assumption and Rejection of Leases and Contracts

Date	Timekeeper	Description	Hours	Amount
5/4/26	T G	Call w/ S. Golden (Pachulski) re: Spirit contract rejection.	0.20	$ 530.00
		Subtotal - Assumption and Rejection of Leases and Contracts	**0.20**	**530.00**

Case Administration

Date	Timekeeper	Description	Hours	Amount
5/1/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1).	0.20	$ 130.00
5/4/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1); review/revise case calendar (.4); corr. w/ Willkie team re: same (.1).	0.70	455.00
5/5/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1).	0.20	130.00
5/6/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1); review/revise case calendar (.1); corr. w/ Willkie team re: same (.1).	0.40	260.00
5/7/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1).	0.20	130.00
5/8/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1); review/revise case calendar (.2); corr. w/ Willkie team re: same (.1).	0.50	325.00
5/11/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1); review/revise case calendar (.1); corr. w/ Willkie team re: same (.1).	0.40	260.00

5/12/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.2); review/revise case calendar (.2); corr. w/ Willkie team re: same (.1).	0.60	390.00
5/13/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1).	0.20	130.00
5/14/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1); review/revise case calendar (.1); corr. w/ Willkie team re: same (.1).	0.40	260.00
5/15/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.2).	0.30	195.00
5/18/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1); review/revise case calendar (.1); corr. w/ Willkie team re: same (.1).	0.40	260.00
5/19/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.2).	0.30	195.00
5/20/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1).	0.20	130.00
5/21/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1); review/revise case calendar (.1); corr. w/ Willkie team re: same (.1).	0.40	260.00
5/22/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1).	0.20	130.00
5/26/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1); review/revise case calendar (.1); corr. w/ Willkie team re: same (.1).	0.40	260.00
5/27/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1).	0.20	130.00

5/28/26	L G	Corr. w/ Willkie team re: recent court filings (.1); review/analyze same (.1); review/revise case calendar (.1); corr. w/ Willkie team re: same (.1).	0.30		195.00
5/29/26	L G	Corr. w/ Willkie team re: recent court filings.	0.10		65.00
		Subtotal - Case Administration	**6.60**		**4,290.00**

Non-Willkie Fee Statements & Applications

Date	Timekeeper	Description	Hours		Amount
5/18/26	F C	Review/revise FTI April monthly fee application (.7); multiple corr. (3x) w/ Willkie team re: same (.3).	1.00	$	925.00
5/19/26	CAD	Correspondence w/ F. Curbelo regarding draft of FTI April 2026 monthly fee application.	0.30		585.00
5/19/26	F C	Review/revise FTI April monthly fee application (.6); corr. w/ Willkie and FTI teams re: same (.2).	0.80		740.00
		Subtotal - Non-Willkie Fee Statements & Applications	**2.10**		**2,250.00**

Meetings and Communications with Creditors

Date	Timekeeper	Description	Hours		Amount
5/1/26	F C	Corr. w/ Committee re: bar date.	0.30	$	277.50
5/1/26	Z C	Review/revise claims bar date summary for Committee (.1); corr. with F. Curbelo re: same (.1).	0.20		230.00
5/4/26	F C	Corr. w/ Committee re: disclosure statement, confirmation timeline.	0.20		185.00
5/4/26	Z C	Review/revise confirmation timeline chart for Committee.	0.30		345.00

5/11/26	F C	Draft agenda for 5/12 weekly Committee meeting (.6); corr. w/ Willkie team re: same (.1); review/revise same (.4); corr. w/ Committee re: same (.2).	1.30	1,202.50
5/11/26	T G	Review/analyze draft agenda for 5/12 weekly Committee call (.2); correspondence w/ Willkie team re: same (.1).	0.30	795.00
5/11/26	J B	Draft/revise agenda for 5/12 weekly Committee meeting (.3); corr. w/ Willkie team re: same (.2).	0.50	825.00
5/12/26	T G	Prepare for (.2) and participate in (.7) weekly Committee call re: trustee selection, sale closing, and plan status.	0.90	2,385.00
5/12/26	F C	Prepare for (.2) and attend (.7) meeting w/ Committee re: trustee selection, sale closing, and plan status	0.90	832.50
5/13/26	J B	Draft/revise summary of hearing for Committee (.5); corr. w/ Willkie team re: same (.3).	0.80	1,320.00
5/18/26	J B	Participate in meeting with UCC and UCC professionals re: update on investigation; plan updates; and other case updates.	0.50	825.00
5/22/26	F C	Draft summary for Committee re: litigation trust agreement (.4); corr. w/ Willkie team re: same (.1); corr. w/ Committee re: same (.2).	0.70	647.50
5/26/26	F C	Prepare for (.2) and attend (.2) weekly meeting with Committee re: plan and case updates.	0.40	370.00
5/26/26	T G	Attend weekly meeting with Committee re: plan and case updates.	0.40	1,060.00
		Subtotal - Meetings and Communications with Creditors	**7.70**	**11,300.00**

Plan and Disclosure Statement

Date	Timekeeper	Description	Hours	Amount
5/1/26	F C	Review/analyze amended chapter 11 plan (.2); corr. w/ Willkie team re: same (.1).	0.30	$ 277.50
5/4/26	F C	Review/analyze disclosure statement order (.5); draft summary re: same (.3); corr. w/ Willkie team re: same (.1).	0.90	832.50
5/6/26	T G	Correspondence w/ Dundon team re: trustee position (.2); review/analyze status of litigation trust agreement (.2).	0.40	1,060.00
5/6/26	J B	Draft/revise litigation trust agreement.	4.70	7,755.00
5/7/26	T G	Review/revise draft litigation trust agreement.	0.70	1,855.00
5/7/26	J B	Draft/revise litigation trust agreement (2.9); corr. w/ Willkie team re: same (.5).	3.40	5,610.00
5/8/26	T G	Review/analyze tax analysis related to plan (.2); correspondence w/ G. Demo (Pachulski) re: same (.2).	0.40	1,060.00
5/11/26	T G	Attend call w/ litigation trust trustee candidates (.4); correspondence w/ Willkie team/FTI team re: same (.3).	0.70	1,855.00
5/12/26	T G	Correspondence w/ Pachulski and Proskauer teams re: trustee selection (.2); correspondence w/ P. Hurwitz (Dundon) re: same (.2).	0.40	1,060.00
5/15/26	T G	Review/analyze Proskauer mark-up of litigation trust agreement (.4); correspondence w/ Proskauer team re: same (.2).	0.60	1,590.00

5/21/26	T G	Call w/ J. Brandt re: case dismissal order (.2); review/analyze updated litigation trust agreement (.3); correspondence w/ Willkie team re same (.1).	0.60	1,590.00
5/22/26	T G	Correspondence w/ Willkie team re: litigation trust agreement and dismissal order comments.	0.30	795.00
		Subtotal - Plan and Disclosure Statement	**13.40**	**25,340.00**

Hearings

Date	Timekeeper	Description	Hours		Amount
5/11/26	F C	Review/revise materials for 5/13 hearing re: motion to approve sale of Medellin simulators.	0.20	$	185.00
5/11/26	L G	Compile materials for 5/13 hearing re: motion to approve sale of Medellin simulators.	0.40		260.00
5/12/26	L G	Review/revise 5/13 omnibus hearing materials re: motion to approve sale of Medellin simulators.	0.30		195.00
5/12/26	F C	Prepare for 5/13 hearing on motion to approve sale of Medellin simulators.	0.10		92.50
5/13/26	L G	Update 5/13 hearing materials re: motion to approve sale of Medellin simulators.	0.30		195.00
5/13/26	F C	Call w/ J. Brandt re: 5/13 hearing re: motion to approve sale of Medellin simulators (.1); prepare for (1.0) and participate in (.3) same.	1.40		1,295.00
5/13/26	W C	Prepare for (.2) and attend (.6) hearing re: motion to approve sale of Medellin simulators.	0.80		336.00

5/13/26	J B	Prepare for (1.4) and participate in (.5) hearing re: motion to approve sale of Medellin simulators.	1.90	3,135.00
		Subtotal - Hearings	**5.40**	**5,693.50**

Claims Investigation

Date	Timekeeper	Description	Hours	Amount
5/4/26	G A	Review/analyze discovery documents re: claims analysis.	0.50	$ 925.00
5/5/26	CD	Call with G. Antonello re: claims investigation progress.	0.20	455.00
5/5/26	G A	Call with C. DiPompeo re: claims investigation (.3); review/revise memorandum re: same (1.0).	1.30	2,405.00
5/7/26	G A	Correspondence w/ Willkie team re: Debtors' document production (.2); review/analyze discovery documents re: same (.2); review/revise claims memo (.3).	0.70	1,295.00
5/8/26	G A	Correspondence w/ Willkie team re: Debtors' document production (.3); review/analyze documents re: claims investigation (1.1).	1.40	2,590.00
5/11/26	G A	Review/analyze documents re: claims memo (1.1); correspond with M. Arakelyan (Proskauer) re: Debtors' production (.2).	1.30	2,405.00
5/12/26	CD	Call with G. Antonello re: claims investigation (.2); attend call with G. Antonello, N. Ward, and J. Rattey re: claims investigation document review process (.6).	0.80	1,820.00
5/12/26	G A	Review/analyze documents re: claims memorandum.	3.90	7,215.00

5/13/26	G A	Review/analyze documents re: claims memorandum.	0.60	1,110.00
5/14/26	G A	Review/analyze documents re: claims memorandum.	1.50	2,775.00
5/15/26	G A	Review/analyze documents re: claims memorandum.	1.60	2,960.00
5/18/26	G A	Review/revise claims memo.	2.00	3,700.00
5/19/26	T G	Call w/ Willkie team re: claims status (.5); review/analyze draft claims memo (.4).	0.90	2,385.00
5/19/26	CD	Call with G. Antonello re: claims investigation.	0.20	455.00
5/19/26	G A	Call with C. DiPompeo re: claims analysis (.2); call with T. Goren, C. DiPompeo, and J. Brandt re: same (.5); review/revise claims memo (1.7).	2.40	4,440.00
5/20/26	CD	Call with G. Antonello re: claims investigation status.	0.20	455.00
5/20/26	G A	Call with C. DiPompeo re: claims investigation (.2); review/analyze documents re: same (1.4).	1.60	2,960.00
5/21/26	G A	Review/revise memo re: claims analysis.	1.50	2,775.00
5/26/26	G A	Review/revise memo re: claims analysis.	1.60	2,960.00
5/28/26	G A	Review/revise memo re: claims analysis.	2.40	4,440.00
5/29/26	G A	Review/revise memo re: claims analysis.	3.30	6,105.00
		Subtotal - Claims Investigation	**29.90**	**56,630.00**

Other Motions/Applications

Date	Timekeeper	Description	Hours		Amount
5/11/26	F C	Review/analyze motion for entry of an order dismissing chapter 11 cases (.2); draft summary re: same (.2).	0.40	$	370.00
5/15/26	T G	Review/analyze partial case closing motion (.2) and U.S. Trustee comments to same (.1).	0.30		795.00
		Subtotal - Other Motions/Applications	**0.70**		**1,165.00**

Willkie Fee Statements and Applications

Date	Timekeeper	Description	Hours		Amount
5/11/26	F C	Review/analyze Debtors' schedule for filing fee applications (.3); corr. w/ Willkie team re: same (.1); corr. w/ FTI team re: same (.1); corr. w/ Womble team re: same (.1).	0.60	$	555.00
5/14/26	CAD	Correspondence w/ Z. Charlton, J. Brandt regarding Willkie interim fee application, timing for filing, and coordination w/ Debtors.	0.40		780.00
5/15/26	F C	Review/revise Willkie April monthly fee application (.8); multiple corr. (3x) w/ Willkie team re: same (.3).	1.10		1,017.50
5/18/26	F C	Review/revise Willkie April monthly fee application (.6); corr. w/ Willkie team re: same (.2).	0.80		740.00
5/18/26	W C	Review/revise Willkie's April monthly fee application (.7); corr. w/ F. Curbelo and Z. Charlton re: same (.2).	0.90		378.00
5/19/26	CAD	Review/analyze revised draft of Willkie April 2026 monthly fee application (.2); correspondence w/ F. Curbelo, T. Goren regarding same (.2).	0.40		780.00
5/20/26	F C	Corr. w/ Womble team re: Willkie April monthly fee application filing.	0.20		185.00

Subtotal - Willkie Fee Statements and Applications	**4.40**	**4,435.50**

Timekeeper	Hours	Rate	Amount
CHRISTOPHER DIPOMPEO	1.40	$ 2,275.00	$ 3,185.00
TODD GOREN	8.20	2,650.00	21,730.00
CRAIG A. DAMAST	1.10	1,950.00	2,145.00
GABRIELLE ANTONELLO	27.60	1,850.00	51,060.00
JOSEPH BRANDT	18.30	1,650.00	30,195.00
ZACHARY CHARLTON	1.20	1,150.00	1,380.00
FEDERICO CURBELO	12.60	925.00	11,655.00
WILLIAM COLLINS	1.70	420.00	714.00
LAURA GUIDO	7.60	650.00	4,940.00

Professional Fees	$ 127,004.00
Total this Invoice	$ 127,004.00

WILLKIE FARR & GALLAGHER LLP

787 Seventh Avenue
New York, NY 10019-6099

Tel: 212 728 8000
Fax: 212 728 8111

Federal ID 13-5536844

REMITTANCE ADVICE

Official Committee of Unsecured Creditors of Avenger Flight Group, LLC, et al.

Chapter 11 of Avenger Flight Group, LLC, et al.

Remit To:

Willkie Farr & Gallagher LLP
787 Seventh Avenue, 37th Floor
New York, NY 10019-6099
Attention: Accounts Receivable

PLEASE INDICATE INVOICE NUMBER ON REMITTANCE
Invoice No. 12617597
Client/Matter No. 137400.00001
June 22, 2026

FOR PROFESSIONAL SERVICES RENDERED
through May 31, 2026

Claims Investigation	$	56,630.00
Hearings		5,693.50
Meetings and Communications with Creditors		11,300.00
Asset Disposition		15,370.00
Willkie Fee Statements and Applications		4,435.50

PLEASE RETURN THIS PAGE WITH YOUR REMITTANCE



WILLKIE FARR & GALLAGHER LLP

787 Seventh Avenue
New York, NY 10019-6099

Tel: 212 728 8000
Fax: 212 728 8111

Federal ID 13-5536844

REMITTANCE ADVICE

Plan and Disclosure Statement	25,340.00
Case Administration	4,290.00
Other Motions/Applications	1,165.00
Non-Willkie Fee Statements & Applications	2,250.00
Assumption and Rejection of Leases and Contracts	530.00
Total this Invoice	$ 127,004.00

PLEASE RETURN THIS PAGE WITH YOUR REMITTANCE

