**IN THE UNITED STATES BANKRUPTCY COURT**
**FOR THE DISTRICT OF DELAWARE**

| | |
|---|---|
| In re: | Chapter 11 |
| AF LIQUIDATING, LLC, *et al.*, | Case No. 26-10183 (MFW) |
| Debtors.[1] | (Jointly Administered) |
| | **Objection Deadline: July 13, 2026 at 4:00 p.m. (ET)** |

**THIRD MONTHLY FEE APPLICATION OF WOMBLE BOND DICKINSON (US) LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS DELAWARE CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM MAY 1, 2026 THROUGH MAY 31, 2026**

| | |
|---|---|
| Name of Applicant: | Womble Bond Dickinson (US) LLP |
| Authorized to Provide Professional Services to: | Official Committee of Unsecured Creditors |
| Date of Retention: | April 10, 2026; effective February 26, 2026 |
| Period for which Compensation and Reimbursement is Sought: | May 1, 2026 through May 31, 2026 |
| Amount of Compensation sought as Actual, Reasonable and Necessary: | $7,590.40 (80% of $9,488.00) |
| Amount of Expense Reimbursement sought as actual, reasonable and necessary: | $3.09 |

This is a(n): ___√___ Monthly _____ Interim _____ Final Fee 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.



2610183260622000000000004

Previously Filed Applications:

| Date Filed | Period Covered | Requested Fees | Requested Expenses | Approved Fees | Approved Expenses |
|---|---|---|---|---|---|
| 04.24.2026 [Docket No. 364] | 02.26.2026 — 03.31.2026 | $56,423.00 | $0.00 | $45,138.40 | $0.00 |
| 05.20.2026 [Docket No. 417] | 04.01.2026 — 04.30.2026 | $14,600.00 | $257.14 | $14,600.00 | $257.14 |

**TIMEKEEPER SUMMARY FOR MONTHLY PERIOD**
**MAY 1, 2026 THROUGH MAY 31, 2026**

| NAME OF PROFESSIONAL PERSON | POSITION/DATE ADMITTED TO BAR/NUMBER OF YEARS | HOURLY BILLING RATE | TOTAL HOURS BILLED | TOTAL COMPENSATION SOUGHT |
|---|---|---|---|---|
| Matthew P. Ward | Partner; Admitted to Delaware Bar 2003; Joined WBD 2008 | $1,030.00 | 2.4 | $2,472.00 |
| Todd A. Atkinson | Counsel; Admitted to Delaware Bar 2006; Joined WBD 2020 | $750.00 | 5.8 | $4,350.00 |
| Michelle M. Dero | Paralegal; Joined WBD 2026 | $430.00 | 6.2 | $2,666.00 |
| **TOTALS:** | | | **14.4** | **$9,488.00** |
| **Total Blended Rate:** | | | | **$658.89** |

**SUMMARY OF SERVICES BY TASK CODE FOR MONTHLY PERIOD**
**MAY 1, 2026 THROUGH MAY 31, 2026**

| TASK CODE | TASK DESCRIPTION | HOURS | AMOUNT |
|---|---|---|---|
| BKAD | Asset Disposition - General | 0.6 | $498.00 |
| BKBD | Bar Date | 0.5 | $375.00 |
| BKCO | Claims Objections | 0.3 | $225.00 |
| BKH | Court Hearings/Preparation/Agenda | 0.8 | $504.00 |
| BKC | Creditors Committee Meeting/Conferences | 1.5 | $1,125.00 |
| BKDS | Disclosure Statement | 0.8 | $824.00 |
| BKE | Executory Contracts/Lease Agreements | 2.4 | $1,924.00 |
| BKF | Fee Application/Monthly Billing | 3.6 | $2,048.00 |
| BKFO | Fees of Others | 2.6 | $1,406.00 |
| BKG | General Case Administration | 0.9 | $387.00 |
| BKPO | Plan of Reorganization | 0.4 | $172.00 |
| | **Total** | 14.4 | $9,488.00 |

**SUMMARY OF EXPENSES FOR MONTHLY PERIOD**
**MAY 1, 2026 THROUGH MAY 31, 2026**

| EXPENSE CATEGORY | TOTAL EXPENSES |
|---|---|
| Postage | $3.09 |
| **Total Expenses Requested:** | **$3.09** |

**IN THE UNITED STATES BANKRUPTCY COURT**
**FOR THE DISTRICT OF DELAWARE**

| | |
|---|---|
| In re: | Chapter 11 |
| AF LIQUIDATING, LLC, *et al.*, | Case No. 26-10183 (MFW) |
| Debtors.[1] | (Jointly Administered) |
| | **Objection Deadline: July 13, 2026 at 4:00 p.m. (ET)** |

**THIRD MONTHLY APPLICATION OF WOMBLE BOND DICKINSON (US) LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS DELAWARE CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD MAY 1, 2026 THROUGH MAY 31, 2026**

Womble Bond Dickinson (US) LLP ("**WBD**"), as Delaware co-counsel to the Official Committee of Unsecured Creditors (the "**Committee**") appointed in these chapter 11 bankruptcy case (the "**Chapter 11 Case**s") of the above-captioned debtors and debtors-in-possession (the "**Debtor**s"), submits its second monthly application (the "**Application**"), pursuant to sections 330(a), 331, and 1103 of Title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (as amended, the "**Bankruptcy Code**"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), Rule 2016-2 ("**Local Rule 2016-2**") of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "**Local Rules**"), the *United States Trustee Guidelines for Reviewing Applications for*

[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.

*Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330* issued by the Executive Office for United States Trustees (the "**Guidelines**"), and this Court's *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals, and (II) Granting Related Relief,* entered March 6, 2026 [Docket No. 129] (the "**Interim Compensation Order**"), for the allowance of monthly compensation for professional services performed by WBD for the period May 1, 2026 through and including May 31, 2026 (the "**Application Period**") in the amount of $9,488.00, together with reimbursement for actual and necessary expenses in the amount of $3.09 incurred during the Application Period. In support of the Application, WBD respectfully represents as follows:

## JURISDICTION AND VENUE

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334.

2. Venue of these cases and this Application is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory predicates for the relief sought herein are Bankruptcy Code sections 330 and 331.

## BACKGROUND

4. On February 12, 2026 (the "**Petition Date**"), the Debtors each filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code with the United States Bankruptcy Court in the District of Delaware (the "**Court**") commencing these cases (the "**Chapter 11 Cases**"). No trustee or examiner has been appointed in the Chapter 11 Cases.

5. Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, the Debtors continue to manage their properties and operate their businesses as debtors in possession.

6. On February 25, 2026, the Office of the United States Trustee appointed the Committee pursuant to Bankruptcy Code section 1102(a)(1). *See* Docket No. 95. The Committee is comprised of the following three (3) members: (i) Allegiant Air LLC; (ii) Bow Systems (Private) Limited; and (iii) Multi Pilot Simulations. On February 26, 2026, the Committee selected Willkie Farr & Gallagher LLP ("**Willkie**") and WBD to serve as its Delaware co-counsel.

7. Information regarding the Debtors' history, business operations, capital structure, primary secured indebtedness, and the events leading up to the commencement of these *Chapter 11 Cases can be found in the Declaration of Lawrence Perkins in Support of Debtors' Chapter 11 Petitions and First Day Relief* [Docket No. 33].

8. On March 25, 2026, the Committee applied to the Court for an order authorizing the Committee to retain WBD as its Delaware co-counsel effective February 26, 2026 [Docket No. 196] (the "**Retention Application**").

9. On April 10, 2026, the Court entered an Order approving the retention of WBD as Delaware co-counsel to the Committee effective February 26, 2026 [Docket No. 299] (the "**Retention Order**").

## SUMMARY OF SERVICES RENDERED

10. A detailed statement of fees incurred by WBD during the Application Period are attached as **Exhibit A**. This statement contains daily time logs describing the time spent by each attorney and paraprofessional for the Compensation Period. To the best of WBD's knowledge, this Application complies with Sections 330 and 331 of the Bankruptcy Code, the applicable Bankruptcy Rules, Local Rule 2016-2, applicable Third Circuit law and the Administrative Order.

## SUMMARY OF EXPENSES

11. Attached as **Exhibit B** are WBD's itemized records detailing expenses incurred on behalf of the Committee during the Application Period in the amount of $3.09. All entries detailed in Exhibit B comply with the requirements set forth in Local Rule 2016-2(e), including an itemization of the expenses by category, the date the expense was incurred, and the individual incurring the expense, where available.

12. WBD has not charged the Committee for internal photocopying expenses. WBD also does not charge for outgoing facsimile transmissions. The rates incurred by WBD in connection with third-party photocopying, electronic data management services, including scanning and document imaging, travel, travel-related expenses, business meals, messengers, couriers, postage, witness fees, and other fees related to trials and hearings are billed at cost. As per the Guidelines, WBD has not requested reimbursement of expenses related to overhead charges, such as secretarial services and proofreading.

## VALUATION OF SERVICES

13. WBD's attorneys and paraprofessionals expended a total of 14.4 hours for the Application Period. The professional time expended by the firm and the value of said time in fees were actual, reasonable, and necessary. In all respects, the firm's fees meet the standards for allowance under Bankruptcy Code section 330, as well as the standards that govern the review and allowance of bankruptcy professionals' fees.

14. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given (i) the complexity of the case, (ii) the time expended, (iii) the nature and extent of the services rendered, (iv) the value of such services, and (v) the costs of comparable services other than in a case under chapter 11 of the Bankruptcy Code.

## RESERVATION OF RIGHTS

15. To the extent time or disbursement charges for services rendered or disbursements incurred relate to the Application Period but were not processed prior to the preparation of this Application, or WBD has for any other reason not sought compensation or reimbursement of expenses herein with respect to any services rendered or expenses incurred during the Application Period, WBD reserves the right to request additional compensation for such services and reimbursement of such expenses in a future application.

## CERTIFICATE OF COMPLIANCE AND WAIVER

16. The undersigned representative of WBD certifies that the undersigned has reviewed the requirements of Local Rule 2016-2, and that the Application substantially complies with such Local Rule. To the extent that the Application does not comply in all respects with the requirements of Local Rule 2016-2, the undersigned believes that such deviations are not material. Accordingly, WBD respectfully requests that any such requirements be waived.

## CONCLUSION

**WHEREFORE**, WBD respectfully requests that it be granted (i) a monthly allowance of fees in the amount of $9,488.00 and authority for an interim payment of compensation for professional services rendered herein as counsel to the Debtors during the Application Period in the amount of $7,590.40, which is eighty percent (80%) of the fees incurred; (ii) one hundred percent (100%) reimbursement of expenses in the amount of $3.09; and such further relief as the Court may deem just and proper.

Dated: June 22, 2026
Wilmington, Delaware

**WOMBLE BOND DICKINSON (US) LLP**

*/s/ Matthew P. Ward*

Matthew P. Ward (No. 4471)
Todd A. Atkinson (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

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

**IN THE UNITED STATES BANKRUPTCY COURT**
**FOR THE DISTRICT OF DELAWARE**

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| In re: | Chapter 11 |
| AF LIQUIDATING, LLC, *et al.*, | Case No. 26-10183 (MFW) |
| Debtors.[1] | (Jointly Administered) |
| | **Objection Deadline: July 13, 2026 at 4:00 p.m. (ET)** |

**NOTICE OF THIRD MONTHLY FEE APPLICATION OF WOMBLE BOND DICKINSON (US) LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS DELAWARE CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM MAY 1, 2026 THROUGH MAY 31, 2026**

**PLEASE TAKE NOTICE** that on June 22, 2026, The Official Committee of Unsecured Creditors of Avenger Flight Group, LLC, *et al.* (the "**Committee**"), by and through the Committee's undersigned counsel, filed the *Third Monthly Fee Application of Womble Bond Dickinson (US) LLP for Compensation for Services Rendered and Reimbursement of Expenses as Delaware Co-Counsel for the Official Committee of Unsecured Creditors for the Period from May 1, 2026 through May 31, 2026* (the "**Application**") with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, Wilmington, Delaware 19801 (the "**Bankruptcy Court**").

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Court's *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals,*

[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.

*and (II) Granting Related Relief* [Docket No. 129] (the "**Interim Compensation Order**"), objections, if any, to the Application must be filed with the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, and be served upon: (i) counsel to the Debtors, Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th Floor, P.O. Box 8705, Wilmington, Delaware 19899-8705 (Courier 19801), Attn: Richard M. Pachulski, Esquire (rpachulski@pszjlaw.com), Gregory V. Demo, Esquire (gdemo@pszjlaw.com) and Mary F. Caloway, Esquire (mcaloway@pszjlaw.com); (ii) the Office of the United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Attn: Jon Lipshie, Esquire (jon.lipshie@usdoj.gov); (iii) counsel to the DIP Lenders, (a) Proskauer Rose LLP, Eleven Times Square, New York, New York 10036, Attn: David M. Hillman, Esquire (dhillman@proskauer.com) and Matthew R. Koch, Esquire (mkoch@proskauer.com)), and (b) Landis Rath & Cobb LLP, 919 Market Street, Suite 1800, Wilmington, Delaware 19801, Attn: Matthew B. McGuire, Esquire (mcguire@lrclaw.com)); (iv) counsel to the DIP Agent, Alston & Bird LLP, 90 Park Avenue, New York, New York 10016, Attn: William Hao, Esquire (william.hao@alston.com) and Dylan S. Cassidy, Esquire (dylan.cassidy@alston.com)); and (v) counsel for the Committee, (a) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019-6099, Attn: Brett H. Miller, Esquire (bmiller@willkie.com), Todd M. Goren, Esquire (tgoren@willkie.com), James H. Burbage, Esquire (jburbage@willkie.com), Joseph R. Brandt, Esquire (jbrandt@willkie.com), and (b) Womble Bond Dickinson (US) LLP, 1313 North Market Street, Suite 1200, Wilmington, Delaware 19801, Attn: Matthew P. Ward, Esquire (matthew.ward@wbd-us.com) and Todd A. Atkinson, Esquire (todd.atkinson@wbd-us.com), (each, an "**Application Recipient**" and collectively, (the "**Application Recipients**") by no later than **July 13, 2026 at 4:00 p.m. (*prevailing* Eastern Time)**

(the "**Objection Deadline**"). A hearing on the Application shall be held in the event timely objections are filed.

**PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTION TO THE APPLICATION IS TIMELY FILED AND SERVED IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY ENTER AN ORDER GRANTING THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE OR A HEARING.**

Dated: June 22, 2026
Wilmington, Delaware

**WOMBLE BOND DICKINSON (US) LLP**

*/s/ Matthew P. Ward*
Matthew P. Ward (No. 4471)
Todd A. Atkinson (No. 4825)
1313 North Market Street, Suite 1200
Wilmington, Delaware 19801
Telephone: (302) 252-4320
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*Delaware Co-Counsel to the Official Committee of Unsecured Creditors of Avenger Flight Group, LLC, et al.*

# EXHIBIT A

## Detailed Statement of Fees

WOMBLE BOND DICKINSON

Avenger Flight Group -Official Committee
c/o Womble Bond Dickinson
Wilmington, DE 19801

June 16, 2026
Invoice No. 6845738
Matter No. 324398.00001
*Due Upon Receipt*

**Billing Attorney:** M. Ward
**Avenger Flight Group, LLC**

For Professional Services Rendered through May 31, 2026

| | |
|---|---|
| Fees | $9,488.00 |
| Disbursements | $3.09 |
| **Current Balance Due** | **$9,491.09** |
| Previous Balance Due | $29,791.74 |
| **Total Balance Due** | **$39,282.83** |

| **Remittance Instructions** | Federal Tax ID: 56-0308470 |
|---|---|
| **Checks Only (Lockbox)** | **Electronic Payments** |
| Womble Bond Dickinson (US) LLP<br>P.O. Box 601879<br>Charlotte, NC 28260-1879<br><br>***The lockbox does not accept checks sent via certified mail, UPS, FedEx or courier.* | |

**Professional Services**

| Date | Timekeeper | Description | Hours | Amount |
|---|---|---|---|---|
| **Task: BKAD Asset Disposition - General** | | | | |
| 05/06/26 | M. Dero | Download Notice of Hearing Regarding Debtors' Motion for Order Approving Sale of Medellin Simulators Free and Clear of All Encumbrances and calendar deadlines | 0.10 | 43.00 |
| 05/15/26 | M. Dero | Retrieve Order Approving Sale of Medellin Simulators Free and Clear of All Encumbrances and email to M. Ward and T. Atkinson | 0.10 | 43.00 |
| 05/18/26 | M. Ward | Review/analyze motion, proposed order, and affidavit in support of simulators sale, and motion and proposed order to expedite | 0.40 | 412.00 |
| | **Subtotal** | | | **$498.00** |
| **Task: BKBD Bar Date** | | | | |
| 05/04/26 | T. Atkinson | Review and consider Spirit's certification of counsel seeking to extend the bar date (.1); communicate with Mr. Brandt regarding same (.1); review and consider debtors' reservation of rights filed in Spirit's bankruptcy case (.3) | 0.50 | 375.00 |
| | **Subtotal** | | | **$375.00** |
| **Task: BKC Creditors Committee Meeting/Conferences** | | | | |
| 05/12/26 | T. Atkinson | Prepare for (.3) and attend (.8) committee meeting. | 1.10 | 825.00 |
| 05/26/26 | T. Atkinson | Prepare for and attend weekly committee meeting | 0.40 | 300.00 |
| | **Subtotal** | | | **$1,125.00** |
| **Task: BKCO Claims Objections** | | | | |
| 05/20/26 | T. Atkinson | Review and consider multiple correspondences and supporting documents from Willkie and FTI teams regarding status of claims reconciliations and related issues | 0.30 | 225.00 |
| | **Subtotal** | | | **$225.00** |
| **Task: BKDS Disclosure Statement** | | | | |
| 05/18/26 | M. Ward | Review/analyze amended chapter 11 plan, disclosure statement, blackline, revised proposed solicitation order, blackline, and certification | 0.80 | 824.00 |
| | **Subtotal** | | | **$824.00** |
| **Task: BKE Executory Contracts/Lease Agreements** | | | | |
| 05/03/26 | M. Ward | Correspondences with J. Brandt at Willkie and T. Atkinson re Spirit bankruptcy and executory contract issues | 0.20 | 206.00 |
| 05/04/26 | M. Ward | Correspondences with S. Golden at Pachulski, J. Bradt at Willkie, and T. Atkinson re Spirit bankruptcy and executory contract issues (.2); review reservation of rights as filed (.1) | 0.30 | 309.00 |

| Date | Timekeeper | Description | Hours | Amount |
|---|---|---|---|---|
| 05/04/26 | T. Atkinson | Review and consider reports concerning Spirit's liquidation (.1); communicate with Mr. Golden regarding status of Spirit stipulation to resolve rejection motion (.1) | 0.20 | 150.00 |
| 05/11/26 | M. Ward | Correspondences with Pachulski and Willkie teams and T. Atkinson re Spirit status and anticipated contract rejection | 0.20 | 206.00 |
| 05/11/26 | T. Atkinson | Communicate with Mr. Golden regarding Spirit and potential rejection of agreement (.3); review and consider Spirit term sheet relative to same (.1); communicate with Mr. Brandt regarding Spirit (.2) | 0.60 | 450.00 |
| 05/12/26 | T. Atkinson | Review and consider AVG's fourth omnibus motion to reject executory contracts and leases (.2); communicate with Mr. Brandt and Mr. Curbelo regarding same (.1) | 0.30 | 225.00 |
| 05/12/26 | M. Dero | Download and review Debtors' Fourth Omnibus Rejection Motion, and email same to WBD team (.1); calendar deadlines (.1) | 0.20 | 86.00 |
| 05/15/26 | M. Dero | Retrieve rejection order and email to M. Ward and T. Atkinson | 0.10 | 43.00 |
| 05/18/26 | M. Ward | Review certification and revised proposed order on Spirit rejection | 0.20 | 206.00 |
| 05/19/26 | M. Dero | Download Order Authorizing Rejection of Executory Contract with Spirit Airlines, Inc. | 0.10 | 43.00 |
| | **Subtotal** | | | **$1,924.00** |
| **Task: BKF Fee Application/Monthly Billing** | | | | |
| 05/11/26 | M. Ward | Review/revise April time and expense detail in connection with preparing fee application | 0.30 | 309.00 |
| 05/11/26 | T. Atkinson | Review and consider correspondence from Mr. Curbelo regarding Committee professionals April fee statements (.1); communicate with Ms. Dero regarding same (.1) | 0.20 | 150.00 |
| 05/11/26 | M. Dero | Emails with T. Atkinson and M. Ward regarding monthly application for April | 0.10 | 43.00 |
| 05/12/26 | T. Atkinson | Communicate with Mr. Curbelo and, separately, Ms. Dero regarding anticipated CNOs re: first monthly fee applications | 0.10 | 75.00 |
| 05/14/26 | M. Dero | Prepare certificate of no objection and chart regarding WBD's first monthly application and email same to T. Atkinson (.2); review reports regarding fees by professionals and task code (.2); prepare WBD's second monthly application and notice for review by M. Ward and T. Atkinson (.4) | 0.80 | 344.00 |
| 05/15/26 | M. Dero | Email from M. Ward attaching finalized invoice and save same (.1); update WBD's second monthly application (.2) | 0.30 | 129.00 |
| 05/18/26 | T. Atkinson | Review and consider final CNOs re: monthly fee | 0.20 | 150.00 |

| Date | Timekeeper | Description | Hours | Amount |
|---|---|---|---|---|
| | | applications (.1); communicate with Mr. Curbelo regarding WBD invoice (.1) | | |
| 05/18/26 | M. Dero | Finalize and file certificate of no objection regarding WBD's first monthly application | 0.20 | 86.00 |
| 05/19/26 | T. Atkinson | Review draft WBD second monthly fee application and related papers (.4); communicate with Ms. Dero regarding same (.1) | 0.50 | 375.00 |
| 05/19/26 | M. Dero | Email from T. Atkinson regarding WBD's second monthly application (.1); update invoice to remove banking information (.1) | 0.20 | 86.00 |
| 05/20/26 | M. Dero | Update WBD's second monthly application and notice and update certain portions of exhibits (.2); finalize and file Second Monthly Fee Application of Womble Bond Dickinson (US) LLP (.2); effectuate email service of same (.1); emails with B. Nowland-Hurlock regarding first class service (.1); calendar deadline (.1) | 0.70 | 301.00 |
| | **Subtotal** | | | **$2,048.00** |
| **Task: BKFO Fees of Others** | | | | |
| 05/14/26 | T. Atkinson | Review and consider draft CNOs relating to Willkie, FTI and WBD first monthly fee applications (.2); communicate with Ms. Dero regarding same (.1) | 0.30 | 225.00 |
| 05/14/26 | M. Dero | Prepare certificates of no objection and charts to first monthly applications of (i) Willkie and (ii) FTI and email same to T. Atkinson | 0.30 | 129.00 |
| 05/18/26 | M. Dero | Email to co-counsel attaching certificates of no objection to first monthly applications for review (.1); email from Z. Charlton regarding certificates of no objection (.1); finalize and file certificates of no objection regarding first monthly application of (i) Willkie and (ii) FTI Consulting (.3) | 0.50 | 215.00 |
| 05/20/26 | T. Atkinson | Review finalize draft Willkie and FTI second monthly fee applications and related documents (.4); communicate with Mr. Curbelo regarding same (.1); communicate with Ms. Dero regarding finalizing and filing second monthly fee applications (.1) | 0.60 | 450.00 |
| 05/20/26 | M. Dero | Emails from F. Curbelo and T. Atkinson regarding Willkie and FTI's second monthly applications (.1); save and revise applications (.3); finalize and file Second Monthly Fee Applications of (i) Willkie Farr & Gallagher LLP and (ii) FTI Consulting, Inc. (.2); effectuate email service of same (.1); emails with B. Nowland-Hurlock regarding first class service (.1); calendar deadlines (.1) | 0.90 | 387.00 |
| | **Subtotal** | | | **$1,406.00** |
| **Task: BKG General Case Administration** | | | | |

| Date | Timekeeper | Description | Hours | Amount |
|---|---|---|---|---|
| 05/11/26 | M. Dero | Download Debtors' Motion to Dismiss Certain Debtors and calendar deadlines | 0.10 | 43.00 |
| 05/12/26 | M. Dero | Download Debtors' Motion to Extend Removal Deadline and calendar deadlines (.1); emails from F. Curbelo and T. Atkinson regarding pro hac motion (.1); prepare pro hac motion and email to F. Curbelo for review (.1); download pro hac order and email to same (.1) | 0.40 | 172.00 |
| 05/22/26 | M. Dero | Prepare certificate of service regarding second monthly applications and email same to M. Ward and T. Atkinson for review (.2); finalize and file Certificate of Service (.2) | 0.40 | 172.00 |
| | **Subtotal** | | | **$387.00** |
| **Task: BKH Court Hearings/Preparation/Agenda** | | | | |
| 05/11/26 | M. Dero | Download May 13 agenda notice and email same to WBD and Willkie teams (.1); email from Z. Charlton regarding Zoom participation (.1); register WBD and Willkie teams to appear via Zoom (.1) | 0.30 | 129.00 |
| 05/13/26 | T. Atkinson | Prepare for and attend hearing | 0.50 | 375.00 |
| | **Subtotal** | | | **$504.00** |
| **Task: BKPO Plan of Reorganization** | | | | |
| 05/01/26 | M. Dero | Retrieve disclosure statement and blackline and email same to M. Ward and T. Atkinson | 0.20 | 86.00 |
| 05/04/26 | M. Dero | Retrieve solicitation order and email same to M. Ward and T. Atkinson (.1); calendar deadlines (.1) | 0.20 | 86.00 |
| | **Subtotal** | | | **$172.00** |
| **Total Fees** | | | | **$9,488.00** |

**Timekeeper Summary**

| Attorney | Title | Billed Hours | Billed Rate | Billed Amount |
|---|---|---|---|---|
| T. Atkinson | Counsel | 5.80 | 750.00 | 4,350.00 |
| M. Dero | Paralegal | 6.20 | 430.00 | 2,666.00 |
| M. Ward | Partner | 2.40 | 1,030.00 | 2,472.00 |
| **Total Fees** | | **14.40** | | **$9,488.00** |

# EXHIBIT B

## Summary of Expenses

## Disbursements

| Date | Description | Amount |
|---|---|---|
| **Total Disbursements** | | **$3.09** |

## Disbursements Summary

| Description | Amount |
|---|---|
| Postage | 3.09 |
| **Total Disbursements** | **$3.09** |
| **Total Fees & Disbursements** | **$9,491.09** |