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Robbie T. Boone, Jr. (admitted *pro hac vice*)

*Special Aviation Counsel for Grupo Aeroméxico, S.A.B. de C.V., et al.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11
	:	
GRUPO AEROMÉXICO, S.A.B. de C.V., et	:	Case No. 20-11563 (SCC)
al.,	:	
	:	(Jointly Administered)
Debtors. <sup>1</sup>	:	
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**NOTICE OF TENTH MONTHLY STATEMENT OF WHITE & CASE LLP  
AS SPECIAL AVIATION COUNSEL TO THE DEBTORS FOR COMPENSATION  
FOR PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT  
OF ACTUAL AND NECESSARY EXPENSES INCURRED  
FROM MAY 1, 2021 THROUGH AND INCLUDING MAY 31, 2021**

<sup>1</sup> The Debtors in these cases, along with each Debtor's registration number in the applicable jurisdiction, are as follows: Grupo Aeroméxico, S.A.B. de C.V. 286676; Aerovías de México, S.A. de C.V. 108984; Aerolitoral, S.A. de C.V. 217315; Aerovías Empresa de Cargo, S.A. de C.V. 437094-1. The Debtors' corporate headquarters is located at Paseo de la Reforma No. 243, piso 25 Colonia Cuauhtémoc, Mexico City, C.P. 06500.

<b>Name of Applicant:</b>	White & Case LLP
<b>Authorized to Provide Professional Services as:</b>	Special Aviation Counsel to the Debtors
<b>Authorized to Provide Services to:</b>	Grupo Aeroméxico, S.A.B. de C.V., et al.
<b>Date of Retention</b>	Order entered on September 23, 2020 authorizing retention <i>nunc pro tunc</i> to the petition date, June 30, 2020, Docket No.456
<b>Period for which Compensation and Expenses are Sought:</b>	May 1, 2021 through May 31, 2021
<b>May Compensation Requested:</b>	\$999,141.50
<b>Less 20% Holdback:</b>	\$199,828.30
<b>May Compensation Net of Holdbacks</b>	\$799,313.20
<b>Total May Compensation Net of Holdbacks:</b>	\$799,313.20
<b>Expenses Requested:</b>	\$473.40
<b>Total Compensation and Expenses (Net of Holdbacks):</b>	\$799,786.60

In accordance with the *Order Pursuant To 11 U.S.C. §§ 105(A) and 331 Establishing Procedures for Monthly and Interim Compensation and Reimbursement of Expenses for Retained Professionals* dated September 8, 2020 [Docket No. 360] (the “**Interim Compensation Order**”),<sup>2</sup> White & Case LLP (the “**W&C**” or the **Firm**”) hereby submits this Tenth monthly statement (the “**Tenth Monthly Statement**”), seeking compensation for services rendered and reimbursement of expenses incurred as special aviation counsel to the Debtors, for the period May 1, 2021 through May 31, 2021 (the “**Tenth Monthly Period**”). By this Tenth Monthly Statement, and after taking into account certain voluntary reductions, W&C seeks payment in the amount of \$799,786.60, which comprises (i) 80% of the total amount of compensation sought for actual and necessary services rendered during the Tenth Monthly Period and (ii) reimbursement of 100% of actual and necessary expenses incurred in accordance with such services.

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<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed in such terms in the Interim Compensation Order.

**SERVICES RENDERED AND EXPENSES INCURRED**

1. Attached hereto as **Exhibit A** is a summary of the Firm professionals by individual, setting forth the (a) name and title of each individual who provided services for the Tenth monthly Period, (b) aggregate hours spent by each individual, (c) hourly billing rate for each such individual in the Firm current billing rates, (d) amount of fees earned by each Firm professional, and (d) year for each attorney. The blended hourly billing rate of the Firm timekeepers from May 1, 2021 to May 31, 2021 is approximately \$937.<sup>3</sup>

2. Attached hereto as **Exhibit B** is a summary of the services rendered and compensation sought, by project category for the Tenth Monthly Period.

3. Attached hereto as **Exhibit C** is a summary of expenses incurred and reimbursement of expenses sought, by expense type, for the Tenth Monthly Period.

4. Attached hereto as **Exhibit D** are itemized time records of the Firm professionals for the Tenth Monthly Period and summary materials related thereto.

5. Attached hereto as **Exhibit E** is an itemized record of all expenses for the Tenth Monthly Period.

**NOTICE OF OBJECTION PROCEDURES**

6. Notice of this Tenth Monthly Statement shall be given to the following parties (the “**Application Recipients**”): (i) Grupo Aeroméxico, S.A.B. de C.V., Paseo de la Reforma No. 243, piso 25 Colonia Cuauhtémoc, Mexico City, C.P. 06500, Attn.: Daniel Martinez Martinez and Patricia Bobadilla, Email: dmartinezm@ aeromexico.com, mbobadilla@ aeromexico.com; (ii) counsel to the Debtors, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New

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<sup>3</sup> The blended rate is comprised of all Firm timekeepers who provided services during the Tenth Monthly Period and represents a weighted average.

York 10017, Attn.: Timothy Graulich and Stephen Piraino, Email: timothy.graulich@davispolk.com, stephen.piraino@davispolk.com; (iii) counsel to the Committee, Morrison & Foerster LLP, 250 West 55th Street, New York, NY 10019, Attn.: Brett Miller, Todd Goren, Erica Richards and Benjamin Butterfield, Email: brettmiller@mofo.com, tgoren@mofo.com, erichards@mofo.com, bbutterfield@mofo.com; (iv) the Office of the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, New York 10014, Attn.: Andrea Beth Schwartz, Email: andrea.b.schwartz@usdoj.gov; and (v) Counsel to the DIP Lender, Cleary Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, NY 10006, Attn.: Richard J. Cooper, Luke A. Barefoot, Thomas S. Kessler, Email: rcooper@cgsh.com, lbarefoot@cgsh.com, tkessler@cgsh.com.

7. If no objections to the Tenth Monthly Statement are received by the Objection Deadline, the Debtors shall pay the Firm 80% of the fees identified in this Tenth Monthly Statement.

8. To the extent an objection to this Tenth Monthly Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of this Tenth Monthly Statement to which the Objection is directed and promptly pay the remainder of the fees and expenses in the percentages set forth above pursuant to the terms of the Interim Compensation Order. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: August 30, 2021

Respectfully submitted,

WHITE & CASE LLP

By: /s/ John K. Cunningham

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*Special Aviation Counsel for Grupo Aeroméxico,  
S.A.B. de C.V., et al.*

**EXHIBIT A**

**May 1, 2021 through May 31, 2021**

<b>Name</b>	<b>Position</b>	<b>Year Admitted</b>	<b>Area of Expertise</b>	<b>Sum of Hours</b>	<b>Average of Rate</b>	<b>Sum of Amount</b>
Andreeva, Anna	Partner	2005	Asset Finance	112.70	1,200.00	135,240.00
Boone, Robbie	Associate	2013	FRI	5.00	1,045.00	5,225.00
Collins, Simon	Partner	1998	EIPF	22.90	1,260.00	28,854.00
Farol, Angela	Legal Assistant	N/A	Asset Finance	30.70	385.00	11,819.50
Ferguson, Terrel	Associate	2020	EIPF	36.20	730.00	26,426.00
Godly, Jeffrey	Associate	2018	EIPF	28.00	920.00	25,760.00
Grotts, David	Associate	2011	Asset Finance	4.40	1,085.00	4,774.00
Hansen, Christian	Partner	1992	Asset Finance	51.70	1,390.00	71,863.00
Kaplan, Jeff	Associate	2017	EIPF	143.60	940.00	134,984.00
Kinder, Kevin	Associate	2018	Asset Finance	85.90	835.00	71,726.50
Ledesma, Maricela	Legal Assistant	N/A	Asset Finance	47.50	330.00	15,675.00
Llamo, Rosa	Associate	2017	Asset Finance	14.30	920.00	13,156.00
Martinez, Joan	Associate	2017	EIPF	124.10	920.00	114,172.00
Maury, Andrew	Associate	2018	Asset Finance	43.50	835.00	36,322.50
Renzi, Ignazio	Associate	2019	Asset Finance	83.80	730.00	61,174.00
Reznick, Matt	Associate	2020	Asset Finance	173.40	730.00	126,582.00
Smith, Richard	Partner	1981	Asset Finance	33.20	1,390.00	46,148.00
Wolynski, Todd	Partner	2007	Asset Finance	56.20	1,200.00	67,440.00
Zaifman, Hagai	Partner	2005	Tax	1.50	1,200.00	1,800.00
<b>Grand Total</b>				<b>1,098.60</b>	<b>937.40</b>	<b>999,141.50</b>

**EXHIBIT B**

**Project Category Totals for May 1, 2021 through May 31, 2021**

<b>Project Category</b>	<b>Name</b>	<b>Sum of Hours</b>	<b>Average of Rate</b>	<b>Sum of Amount</b>
DIP Financing	Wolynski, Todd	0.20	1,200.00	240.00
<b>DIP Financing Total</b>		<b>0.20</b>	<b>1,200.00</b>	<b>240.00</b>
General Administrative	Ledesma, Maricela	47.50	330.00	15,675.00
<b>General Administrative Total</b>		<b>47.50</b>	<b>330.00</b>	<b>15,675.00</b>
Long-term fleet restructuring	Andreeva, Anna	112.70	1,200.00	135,240.00
	Collins, Simon	22.90	1,260.00	28,854.00
	Farol, Angela	30.70	385.00	11,819.50
	Ferguson, Terrel	36.20	730.00	26,426.00
	Godly, Jeffrey	28.00	920.00	25,760.00
	Grotts, David	4.40	1,085.00	4,774.00
	Hansen, Christian	51.70	1,390.00	71,863.00
	Kaplan, Jeff	143.60	940.00	134,984.00
	Kinder, Kevin	85.90	835.00	71,726.50
	Llamo, Rosa	14.30	920.00	13,156.00
	Martinez, Joan	124.10	920.00	114,172.00
	Maury, Andrew	43.50	835.00	36,322.50
	Renzi, Ignazio	83.80	730.00	61,174.00
	Reznick, Matt	173.40	730.00	126,582.00
	Smith, Richard	33.20	1,390.00	46,148.00
	Wolynski, Todd	56.00	1,200.00	67,200.00
	Zaifman, Hagai	1.50	1,200.00	1,800.00
<b>Long-term Fleet Restructuring Total</b>		<b>1,045.90</b>	<b>970.75</b>	<b>978,001.50</b>
Retention and Fee Applications	Boone, Robbie	5.00	1,045.00	5,225.00
<b>Retention and Fee Applications Total</b>		<b>5.00</b>	<b>1,045.00</b>	<b>5,225.00</b>
<b>Grand Total</b>		<b>1,098.60</b>	<b>937.40</b>	<b>999,141.50</b>

**EXHIBIT C**

**Summary of Expenses for May 1, 2021 through May 31, 2021**

<b>Expense Category</b>	<b>Total Expenses</b>
Miscellaneous Other	\$298.00
Printing	\$132.02
Taxi – Business	\$43.38
<b>Grand Total:</b>	<b>\$473.40</b>



**EXHIBIT D**

Aerovias de Mexico, S.A. de C.V.  
Av Paseo de la Reforma, No 243, Piso 25  
Col. Cuauhtemoc  
06500 Ciudad de México  
Mexico

Marco Antonio Campos

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200 South Biscayne Boulevard  
Miami, Florida 33131-2352  
T +1 305 371 2700

Federal Identification Number:  
13-5605970

**whitecase.com**

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RE:	<b>Fleet Restructuring - Chapter 11</b>	INVOICE NUMBER:	<b>1400-21-01165</b>
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OUR REF:	1501275-0049	INVOICE DATE:	30 August 2021
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Tax ID	AME880912I89
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For professional services for the period 1 May 2021 through 31 May 2021

USD

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TOTAL PROFESSIONAL FEES:	<b>999,141.50</b>
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COSTS AND DISBURSEMENTS:	<b>473.40</b>
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TOTAL DUE:	<b>999,614.90</b>
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Aerovias de Mexico, S.A. de C.V.  
RE: Fleet Restructuring - Chapter 11

OUR REF: 1501275-0049

For professional services for the period ending 31 May 2021

**Summary of Services By Code**

Description	HOURS	AMOUNT
DIP financing	0.20	240.00
General Administrative	47.50	15,675.00
Long-term fleet restructuring	1,045.90	978,001.50
Retention and Fee Applications	5.00	5,225.00
<b>TOTAL:</b>	<b>1,098.60</b>	<b>999,141.50</b>

Aerovias de Mexico, S.A. de C.V.  
RE: Fleet Restructuring - Chapter 11

OUR REF: 1501275-0049

DATE	DESCRIPTION	TIMEKEEPER	HOURS
<b>DIP financing</b>			
11 May 2021	Email with C. Hansen re: CFM/GE SLB and requirements under DIP documents (0.1); email with DPW re: re: CFM/GE SLB and requirements under DIP documents (0.1).	T Wolynski	0.20
<b>SUBTOTAL: DIP financing</b>			<b>0.20</b>
<b>General Administrative</b>			
3 May 2021	Assist A. Maury with signature pages.	M Ledesma	1.00
6 May 2021	Assist M. Reznick with signature pages.	M Ledesma	1.00
7 May 2021	Assist M. Reznick with signature pages.	M Ledesma	1.10
10 May 2021	Assist M. Reznick and create Word documents (1.7); review UCC Chart (0.5); distribute signature pages as per K. Kinder's instructions (0.5).	M Ledesma	2.70
11 May 2021	Retrieve priority search certificates (MSN 31713) (0.6); email K. Kinder regarding notarizations/apostille documents (0.4); upload record of signature pages (0.6).	M Ledesma	1.60
13 May 2021	Check in signature pages, place signature pages on its respective folders, and update closing checklists, as per M. Reznick's instructions (2.7); distribute officer's certificates re: Clover lease amendments as per K. Kinder's instructions (0.6).	M Ledesma	3.30
14 May 2021	Assist M. Reznick with upcoming JSA closings (0.2); prepare officer's certificate for Merx transaction, as per K. Kinder's instructions (1.0).	M Ledesma	1.20
17 May 2021	Review emails and check in signature pages and file same on Workspace, as per M. Reznick's instructions.	M Ledesma	1.20
18 May 2021	Review emails and sort out (Clover) signature pages.	M Ledesma	1.60
19 May 2021	Assist M. Reznick with signature pages and documents.	M Ledesma	3.00
20 May 2021	Assist K. Kinder re Clover and Merx transactions (1.4); assist M. Reznick with the JSA transaction (1.4); prepare Cape Town form for J. Martinez re MSN 43754 (1.0).	M Ledesma	3.80
21 May 2021	Assist K. Kinder with Clover transaction (1.7); assist M. Reznick with JSA transaction (2.0); assist J. Martinez with IR and PUE requests (1.7).	M Ledesma	5.40
24 May 2021	Assist J. Martinez with the IPA Clover documents (2.0); prepare compiled copies of the Clover leases as per K. Kinder's instructions (1.6).	M Ledesma	3.60
25 May 2021	Assist K. Kinder with Clover transaction (3.1); assist M. Reznick with the JSA transaction (3.3); emails from the International Registry to J. Martinez re authorizations from Aeromexico and Wilmington Trust (0.1).	M Ledesma	6.50

Aerovias de Mexico, S.A. de C.V.  
RE: Fleet Restructuring - Chapter 11

OUR REF: 1501275-0049

DATE	DESCRIPTION	TIMEKEEPER	HOURS
26 May 2021	Assist M. Reznick with the JSA transaction.	M Ledesma	5.70
27 May 2021	Assist M. Reznick with the JSA transaction.	M Ledesma	3.70
28 May 2021	Prepare email to J. Martinez and A. Farol re IR filings (0.4); proceed with IR filings as instructed by J. Martinez re MSN 43711 (0.7).	M Ledesma	1.10
<b>SUBTOTAL: General Administrative</b>			<b>47.50</b>

**Long-term fleet restructuring**

1 May 2021	(Long-term fleet restructuring) Respond to Skyworks' questions concerning AMX's obligation to replace the EXIM-financed engine that suffered an event of loss (0.4); follow up with W&C team on Carlyle operating lease-related points (0.1).	A Andreeva	0.50
1 May 2021	Review email correspondence and coordinate next steps re: ALC lease.	J Kaplan	0.30
1 May 2021	Draft and review correspondence regarding Ex-Im Bank FOD engine (ESN 956449).	I Renzi	0.20
3 May 2021	Fleet status update call (1.0); call with AMX regarding lease restructuring and Boeing delivery timelines (1.2); attention to court filings (redactions) (3.9).	C Hansen	6.10
3 May 2021	(Long-term fleet restructuring) Review and respond to Vedder Price's comments to the Airframe Warranty Assignment (0.4); correspondence with Davis Polk re: bankruptcy court orders for the Boeing package (0.2); call with J. Martinez re: delivery timeline for the first Aerocap aircraft (0.2); status call with W&C team (0.3); fleet strategy call with Aeromexico and Skyworks (1.1); follow up with Aeromexico on Carlyle's changes to the lease (0.1); review ALC's mark-up of the Lease (0.7); review and revise the open issues list arising from ALC's mark-up (3.5); call with Aeromexico's in-house counsel re: response to GE's letter concerning an EXIM-financed engine (0.4); call with W&C team re: letters to GE, EXIM and DIP lenders (0.2); coordinate with W&C team on the additional adjustments to redactions to reflect US Trustee's comments (0.2); review feedback from Aeromexico's in-house counsel on the open issues in the ALC mark-up (0.5); correspondence with ALC's counsel re: redactions (0.1); review and comment on the draft Aerocap lessor guarantee (0.5).	A Andreeva	8.40
3 May 2021	Call with W&C Internal team re: status update on LOIs and Leases (0.3); preparation for call with Merx (0.5); attending call with Merx re: open items in draft lease (1.0); attending fleet call with Skyworks and AMX to discuss status of Boeing discussions, Orix LOI open issues, GECAS open issues, Aviators Engine Performance Restoration open issues, Avolon outside date issue, Carlyle open issues, BOC Aviation open issues and BBAM status (1.1); attending call with A. Andreeva and C. Hansen re: status of leases and LOI (0.5).	T Wolynski	3.40
3 May 2021	Finalize redactions to Clover Lease Amendment and Lease Agreement (0.4); attend daily update call (0.4).	D Grotts	0.80
3 May 2021	Review ALC LOIs and update redactions thereto and coordinate with ALC re: same (4.0); review issues chart for ALC lease MSN 43371 (1.1); conference call with W&C team and review notes (0.9).	J Kaplan	6.00

Aerovias de Mexico, S.A. de C.V.  
RE: Fleet Restructuring - Chapter 11

OUR REF: 1501275-0049

DATE	DESCRIPTION	TIMEKEEPER	HOURS
3 May 2021	Attention to following up with NRF on Carlyle operating lease.	J Godly	0.20
3 May 2021	Prepare/review CPs to AerCap upcoming 737 MAX deliveries and coordinate/correspond with all parties re: same (3); call with W&C team to discuss status/next steps (0.4); prepare revised draft of Fuyo Lease to include AMX comments (0.7); prepare updated redactions for Santander, SMBC/Natixis and AerCap documents (4.9).	J Martinez	9.00
3 May 2021	Prepare for and attend W&C internal AMX fleet restructuring call (0.5); internal emails with M. Reznick and T. Wolynski re: Merx MSN 39002 lease agreement language (0.4); email A. Andreeva re: AMX leases with cross-collateralization provisions (0.2); email AMX/SkyWorks re: drafts of documents in advance of Merx conference call (0.1); prepare for and attend W&C-Merx all-parties conference call re: MSN 39002 lease agreement open points (1.0); attention to emails from C. Hansen and many internal emails re: revised redaction instructions from UST (0.4); internal correspondence with D. Grotts re: same (0.2); prepare updated redacted copy of Clover-AMX form lease and email same to Clifford Chance/Clover (0.8); emails with CC re: additional redactions (0.2); finalize updated clean redacted AMX-Clover form lease and UST copy and email same to M. Reznick (0.4); email AMX re: open points from earlier AMX-Merx conference call (0.2).	K Kinder	4.40
3 May 2021	Internal calls and correspondence to discuss further instructions to update redacted documents for all transaction documents (0.5); draft correspondence to W&C team and Clover and Clifford Chance ("CC"); regarding comments to redactions from UST (0.4); draft correspondence to Milbank and coordinate the preparation of signature pages for the Carlyle Signature pages to relevant PDP docs (0.8); revise proposed redactions (grayed out) and final PDF redactions for Clover and Carlyle documents per further feedback from US Trustee and prepare relevant comparisons (1.0).	A Maury	2.70
3 May 2021	Draft officer certificate and opinion re: ALC lease (1.4); attend meeting re: weekly status updates (1.4).	T Ferguson	2.80
3 May 2021	Attend meeting to discuss AMX work streams (0.3); draft correspondence regarding US Trustee redactions to AerCap documents (0.4); draft and review correspondence regarding AerCap Lease and conditions precedent thereto (0.6); draft and review correspondence regarding Chorus Lease Amendment (0.2); draft correspondence regarding ESN 424811 delivery and conditions precedent (0.2); draft correspondence regarding tripartite agreements (0.3); revise AerCap Engine Warranties Agreement and draft correspondence to GE and Vedder Price regarding the same (0.5); compile PDP and JOLCO documentation for distribution to Morrison & Foerster and draft correspondence regarding the same (0.9); prepare notices to Ex-Im and the DIP Lenders regarding FOD to ESN 956449 and prepare a response to GE's BER letter (1.1); review correspondence regarding MTU Agreements and confidentiality restrictions therein (0.2); review confidentiality restrictions in underlying GE Agreements (0.2); discuss AerCap work streams with J. Martinez (0.4).	I Renzi	5.30
3 May 2021	(Long-term fleet restructuring) participate in internal status meeting call (0.4); review and revise the redacted JSA and Carlyle documents for filing (7.6); correspond with parties regarding the filing (2.3); correspond with parties regarding issues to Avolon leases (0.4).	M Reznick	10.70
4 May 2021	Call with Boeing regarding delivery status and FAA service bulletin	C Hansen	5.30

Aerovias de Mexico, S.A. de C.V.  
RE: Fleet Restructuring - Chapter 11

OUR REF: 1501275-0049

DATE	DESCRIPTION	TIMEKEEPER	HOURS
	issues (1.0); review service bulletin (0.5); attention to final redactions to documents filed for Boeing motion (2.2); update calls with Aeromexico and SkyWorks (1.6).		
4 May 2021	(Long-term fleet restructuring) Call with C. Hansen and T. Wolynski re: next steps on the fleet-related work streams (0.3); correspondence with AlixPartners re: distribution of certain transaction documents to FTI and MoFo (0.2); review comments from Aeromexico's fleet team to the airframe check definitions for the 737 aircraft (0.4); correspondence with Skyworks re: Aeromexico's migration of the maintenance program for the 737 aircraft (0.3); calls with Aeromexico's fleet team re: open issues in the ALC lease (1.7); follow up on the closing checklist and CPs for the ALC aircraft (0.2); call with Skyworks re: fleet-related work streams and priorities (1.0); coordinate distribution of the outstanding issues lists on various lessors to Skyworks (0.1); fleet decisions call with AMX and Skyworks (1.0); correspondence with Skyworks re: transfer of the DVB loan to MUFG (0.3); review the increased cost provisions and transfer restrictions in the DVB loan documentation (0.3); prepare a summary of the provisions in the DVB loan documentation for Skyworks (0.2); review the US Trustee's additional comments to the redactions in the AerCap documents (0.1); coordinate implementation of the US Trustee's comments with W&C team (0.1); correspondence with Davis Polk and Aeromexico re: AerCap order and payment of security deposit (0.4); correspondence with Vedder Price re: AerCap aircraft delivery schedule (0.1); follow up on the DAE issues list (0.1).	A Andreeva	6.80
4 May 2021	Email with M. Reznick re: redactions for UST (0.1); review of general comments from AMX to lease documentation technical provisions (0.2); attending call with C. Hansen and A. Andreeva re: status update on leases and LOIs (0.4); email with M. Reznick and DPW re: event of default waiver in Avolon lease (0.2); editing MRO agreement for MQ lessor contribution (0.5); email with AMX re: JSA change in registers and notification to Boeing (0.1); call with Skyworks re: status of certain leases and LOI (0.5).	T Wolynski	2.00
4 May 2021	Review ALC LOIs and update redactions thereto and coordinate with ALC re: same (2.4); review AMX responses to issues chart for ALC lease MSN 43371 (2.1); conference call with AMX teams and update ALC lease accordingly (2.2).	J Kaplan	6.70
4 May 2021	Commenting and reviewing on the Carlyle Notice and Acknowledgment of Security Assignment (1.0); review issue re: DAE (0.3).	J Godly	1.30
4 May 2021	Reviewed SAEL general terms agreement and engine lease and prepared response for A. Andreeva's response re question on the LOI mark-up received from SAEL for ESN 956854.	R Llamo	2.10
4 May 2021	Prepare/review CPs to AerCap upcoming 737 MAX deliveries and coordinate/respond with all parties re: same (1.5); call with Vedder Price and AerCap to discuss status of CPs for MSN 43754 (0.5); prepare revised draft of Fuyo Lease to include AMX comments and circulate same to all parties (2.0); prepare updated redactions for AerCap documents for US Trustee and for filing purposes (3.2).	J Martinez	7.20
4 May 2021	Email with E. Wicker re: Clover document redactions (0.1); attention to multiple internal emails re: UST proposed redactions (0.3); email C. Hansen re: Clover sign-off on redactions (0.1); emails re: final proposed redacted versions (0.1); phone call with I. Hernandez re: Merx MSN 39902 Lease Agreement (0.3); emails with T. Wolynski re:	K Kinder	4.60

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	preparation of revised Merx MSN 39002 lease agreement (0.1) prepare revised draft of Merx MSN 39002 Lease Agreement and email same plus open points list to Wolynski (2.2); phone calls with I. Ma to discuss breaking out Clover lease agreements and lease amendments (0.5); emails with I. Hernandez re: lessor details for Merx aircraft customs import (0.2); email H&K/Merx re: MSN 39002 lease agreement and lessor details for Mexican import regime (0.3); emails with DPW re: final redacted documents (0.3); email M. Reznick re: Clover sign-off on redacted documents (0.1).		
4 May 2021	Internal correspondence with W&C team to discuss further instructions to update redacted documents for all transaction documents and distribution of signature pages (0.8); draft correspondence to Milbank and W&C team to coordinate the preparation of signature pages for the Carlyle Signature pages to relevant PDP docs (0.5); revise proposed redactions (grayed out) and final PDF redactions for Clover documents per further feedback from US Trustee and prepare relevant comparisons (1.0); compile signature pages for each PDP restructuring transaction and draft correspondence to Boeing and Aeromexico with relevant pages (0.8).	A Maury	3.10
4 May 2021	Draft correspondence to Davis Polk regarding counterparty contact information (0.2); review SkyWorks markup of Falko LOI (0.2); compile PDP and JOLCO documentation for distribution to Morrison & Foerster and draft correspondence regarding the same (1.0); draft and review correspondence regarding AerCap Lease and conditions precedent thereto (0.5); draft correspondence to GE and Vedder Price regarding the AerCap Engine Warranties Agreement (0.4); prepare signature packets and draft correspondence regarding execution of GE/CFM Agreements (0.3); review AerCap closing checklist and attend call with Vedder Price to discuss the same (0.6); draft correspondence to SkyWorks regarding Chorus Lease Amendment (0.1); review MUFG Loan Documents to determine obligations with regard to reimbursement of costs associated with a transfer of the loan (0.4); review confidentiality restrictions in underlying JOLCO facility documents (0.4).	I Renzi	4.10
4 May 2021	(Long-term fleet restructuring) review and revise the Avolon lease (2.1); correspond with parties regarding the Avolon Lease (0.2); prepare all PDP documents for bankruptcy filing (4.3); correspond with parties to coordinate filing (0.9).	M Reznick	7.50
5 May 2021	Attend fleet strategy update call with SkyWorks and AMX (1.0); attention to various documentation issues with lessors (0.6).	C Hansen	1.60
5 May 2021	Correspondence re: UCC request for security documents (0.2); attention to pay-off mechanics (0.3).	R Smith	0.50
5 May 2021	(Long-term fleet restructuring) Review Skyworks feedback on the maintenance program transition for the B737 aircraft (0.2); correspondence with Aeromexico re: maintenance program (0.1); correspondence with Davis Polk re: amended PBH stipulation with AerCap (0.1); coordinate with W&C team on the AWA and the EWA for the AerCap aircraft (0.2); correspondence with Skyworks re: GECAS' general unsecured claim amount (0.1); fleet decisions call with Aeromexico and Skyworks (0.8); correspondence with Vedder and AerCap re: expected time table for the upcoming deliveries (0.2); review and comment on drafts of the response to GE and the notices to EXIM and DIP lenders relating to the BER engine ESN 956449 (1.0); correspondence with Carlyle re: draw on the LC (0.1); prepare a list of GAM guarantees for Aeromexico and AlixPartners (0.6); respond to	A Andreeva	5.50



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	AlixPartners' request for list of guarantees issued by Aeromexico and Aerolitoral (0.5); call with Skyworks re: LOIs with EXIM and MUFG, and re: Petition Date maintenance status for various aircraft (0.3); coordinate with W&C team on the list of critical points to be addressed vis-a-vis GECAS in the restructured leases (0.4); correspondence with AlixPartners re: documentation request from FTI and MoFo (0.3); coordinate with W&C team on updated names for the AerCap lessor entities (0.1); correspondence with W&C team on the funds flow for the AerCap aircraft (0.2); review the AerCap order and distribute same to AMX and AerCap (0.1); prepare a chart of payment dates for the undelivered aircraft per Aeromexico's request (0.2).		
5 May 2021	Call with G. Munger re: MQ tripartite agreement legal issues (0.1); email with G. Munger re: edits to MQ tripartite agreement side letter (0.1); attending fleet status call with AMX and skyworks to discuss status of leases and LOIs, Orix, edits to leases on maintenance shop visits (0.3); review of new delivery Avolon lease draft prepared by M. Reznick (0.3); review of BBAM issues list (0.4); email with J. Martinez re: open BBAM issues (0.1).	T Wolynski	1.30
5 May 2021	Review and provide comments to then ALC lease.	H Zaifman	1.50
5 May 2021	Review AMX responses to issues chart for ALC lease MSN 43371 and update ALC lease accordingly (5.6); review and revise AMX entity role power point (0.7).	J Kaplan	6.30
5 May 2021	Review Notice and Acknowledgment of Security Agreement and corresponding with AMX (2.0); reviewed query from A. Andreeva re: Simulators (0.3); review guarantors with respect to simulators (0.3).	J Godly	2.60
5 May 2021	Review CPs/documents to AerCap deliveries and Santander releases and coordinate/respond with all parties re: same (4.0); review and provide comments to issues list re: BBAM Lease and correspond with Skyworks re: same (3.0); coordinate/respond with W&C team and H&K re: CPs to BBAM deliveries (1.3).	J Martinez	8.30
5 May 2021	Internal correspondence with J. Martinez and A. Maury re: Clover aircraft delivery schedule (0.1); review Clover IPA amendment for delivery schedules (0.2); review draft of broken out Clover-AMX MSN 43717 Lease Agreement and prepare comments to same (0.9); email I. Ma re: comments to MSN 43717 Lease Agreement (0.1); review draft of MSN 43708 Lease Amendment and prepare comments to same (0.3); review draft of MSN 43710 Lease Amendment and prepare comments to same (0.3); email from AMX re: rent payment and security deposit payment dates and email A. Andreeva re: Clover table details (0.3); email T. Wolynski re: review of Merx MSN 39002 lease agreement (0.1).	K Kinder	2.30
5 May 2021	Draft correspondence to Internal W&C team regarding Clover Documentation and Scheduled Delivery Dates for such aircraft and calls with internal W&C team coordinating the breaking out of leases for Clover aircraft.	A Maury	1.20
5 May 2021	Review closing precedents re: BBAM lease MSN 34954.	T Ferguson	0.60
5 May 2021	Draft correspondence regarding redactions to AerCap documentation (0.2); draft correspondence to Davis Polk regarding counterparty contact information (0.1); draft correspondence regarding GE/CFM Amendments (0.2); draft and review correspondence regarding AerCap	I Renzi	3.90

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	Lease and conditions precedent thereto (0.4); draft correspondence regarding Ex-Im LOI and review revised interest mechanics thereto (0.4); draft correspondence regarding revised AerCap Engine Warranties Agreement (0.5); prepare revised notices to Ex-Im Bank and the DIP Lenders regarding FOD damaged ESN 956449 (0.8); review confidentiality restrictions in underlying JOLCO facility documentation (0.6); draft correspondence regarding AerCap Funds Flow Memo (0.5); draft correspondence regarding technical issues in Chorus Lease Amendments (0.2).		
5 May 2021	(Long-term fleet restructuring) review and revise JSA checklists (4.2); prepare the new lease delivery for the Avolon aircraft (3.9); correspond with parties regarding lease delivery issues (0.4).	M Reznick	8.50
6 May 2021	Call regarding engine/aircraft lease guarantees with Alix Partners (0.5); call with W&C team regarding transaction status (1.0); call with DVB/MUFG regarding restructured loan (0.5); fleet decisions call with AMX and SkyuWorks (1.0).	C Hansen	3.00
6 May 2021	(Long-term fleet restructuring) Call with T. Wolynski re: status of various work streams (0.2); review and comment on a draft of the notice of foreign object damage relating to the EXIM-financed engine (0.2); call with AlixPartners and Skyworks re: claims analysis (0.3); coordinate with W&C team re: reviewing underlying documents and responding to AlixPartners' questions re: claims (0.4); call with W&C team re: GECAS LOI (0.5); team status call with W&C (0.3); call with M. Wilhoit re: status of the loan transfer from DVB to MUFG (0.7); call with Skyworks re: withholding tax issue arising from the DVB loan transfer (0.2); review and revise the SAEL LOI (1.1); call with Skyworks to discuss the SAEL LOI (0.3); call with Aeromexico re: side letter with ALC relating to the spare engines for MSN 35120 (0.7); coordinate with J. Kaplan on preparing a mark-up of the side letter with ALC (0.4); fleet strategy call with Skyworks and Aeromexico (1.3); review and comment on the draft side letter between AMX and ALC relating to the provision of the spare engines (1.5); coordinate with J. Kaplan on circulating a mark-up of the side letter to AMX (0.2); coordinating with R. Llamo on additional inquiries from AlixPartners re: claims against multiple debtor entities (0.2); coordinate with B. Renzi on updating the EXIM LOI (0.3); correspondence with Skyworks re: EXIM LOI (0.2).	A Andreeva	9.00
6 May 2021	Call with C. Hansen and A. Andreeva re: GECAS Leases (0.3); call with internal W&C Team to discuss status of LOIs and Leases (0.5); email with M. Reznick re: Avolon changes to Undelivered Form Lease (0.2); email with Skyworks re: MQ tripartite agreement (0.2); review of tripartite agreement changes from MQ (0.2); attending fleet decisions call with AMX and Skyworks to discuss TrueNoord LOI, Boeing delivery schedule, Chorus LOC issues, Orix LOI and BBAM open issues (2.0); review of updated MERX lease (0.6); email with K. Kinder re: updated Merx lease (0.2); email with R. Llamo re: Chorus Maintenance LOC issue (0.1).	T Wolynski	4.30
6 May 2021	Review AMX responses to issues chart for ALC lease MSN 43371 and update ALC lease accordingly (5.3); conference call with AMX team re: ALC MSN 35120 side letter and engine lease, and revise side letter accordingly (4.1).	J Kaplan	9.40
6 May 2021	Prepare issues list for DAE Operating Lease.	J Godly	6.50
6 May 2021	Reviewed underlying lease documents for MSNs 19000538, 19000129, 19000121, 19000135, 19000145, 19000234, 19000238, 19000248 and	R Llamo	6.80

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	19000554 to determine debtor against whom a claim may be filed (6.0); reviewed underlying lease documents for MSNs 19000024, 19000188, 19000216, 19000672 and 19000673 and ESN 193906 to double-check lessee and guarantor parties (0.5); attended bi-weekly internal W&C AMX meeting re status and next steps (0.3).		
6 May 2021	Review CPs/documents to AerCap deliveries and Santander releases and coordinate/correspond with all parties re: same (3.5); call with W&C team to discuss status/next steps (0.4); coordinate/correspond with T. Ferguson and H&K re: BBAM deliveries (0.5); review and update issues list re: BBAM Lease (0.5).	J Martinez	4.90
6 May 2021	Review and revised MSN 43708 Lease Amendment (0.2); review and revise MSN 43710 Lease Amendment (0.2); review and revise broken out MSN 43719 Aircraft Lease Agreement (0.3); review and revise broken out MSN 43717 Aircraft Lease Agreement (0.3); review and revise broken out MSN 43718 Aircraft Lease Agreement (0.3); review and revise broken out MSN 43720 Aircraft Lease Agreement (0.3); review and revise broken out MSN 43721 Aircraft Lease Agreement (0.3); review and revise broken out MSN 43727 Aircraft Lease Agreement (0.3); review and revise broken out MSN 43761 Aircraft Lease Agreement (0.3); email CC re: drafts of broken out Clover lease amendments and lease agreements (0.1); prepare and participate in W&C internal AMX fleet restructuring conference call (0.6); email DPW re: timing of bankruptcy court order and process for document execution (0.2); emails with DPW and internally re: same (0.4); prepare execution versions of MSN 43705 and 43710 Lease Amendments (0.1); email E. Wicker re: Clover lease execution procedures (0.1); email I. Hernandez re: MSN 43705, 43708 and 43710 execution version lease amendments, Spanish translation and AEP codes in respect of same (0.2); internal correspondence with T. Wolynski re: comments to Merx MSN 39002 Lease Agreement (0.2); prepare revised draft of MSN 39002 Lease Agreement (0.3); email H&K re: same (0.1); email R. Sustaita and I. Hernandez re: Merx MSN 39002 Lease Agreement and open points (0.2); internal W&C AMX emails re: DPW advice and signing procedures (0.2); internal emails re: AMX signing requirements (0.2); attention to emails from DPW re: Boeing and related bankruptcy court orders (0.1).	K Kinder	5.50
6 May 2021	Internal W&C all-hands status call (0.6); draft multiple correspondence to W&C, Aeromexico, Carlyle and Boeing to coordinate the preparation of signature pages for the Carlyle Signature pages to relevant PDP docs (1.8); call with Holland & Knight and M. Reznick to review closing checklist and take inventory of outstanding items for PDP and Leasing transactions while revising and updating closing checklists and draft follow up correspondence to H&K team regarding documents discussed on the call (1.4); review UCC financing statement and amendment to the same and draft correspondence to J. Leong coordinating termination of the same (0.7).	A Maury	4.50
6 May 2021	Draft officer certificate and in-house opinion re: BBAM lease (2.5); create AMX signature packet re: BBAM lease (0.5).	T Ferguson	3.00
6 May 2021	Attend AMX meeting to discuss work streams (0.3); prepare revised notices to Ex-Im Bank and the DIP Lenders regarding FOD damaged ESN 956449 (0.4); prepare AerCap Funds Flow Memo and discuss the same with B. Lynch (1.5); draft and review correspondence regarding AerCap Lease and conditions precedent thereto (0.9); review correspondence regarding claims made by the Brazilian Ministry of Finance and draft correspondence regarding the same (0.5); draft correspondence regarding Ex-Im LOI and review revised interest	I Renzi	4.40

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	mechanics thereto (0.6); draft correspondence regarding revised AerCap Engine Warranties Agreement (0.2).		
6 May 2021	(Long-term fleet restructuring) participate in internal status call (0.4); participate in conference call with outside parties regarding CPs to the JSA aircraft (0.9); review and revise JSA lease documents (2.8); correspond with parties regarding issues to the JSA, Avolon and Aviator Lease documents (1.1); prepare JSA signature packet (1.9).	M Reznick	7.10
6 May 2021	Prepare signature page packets for Aeromexico and Clover entities to the Lease Agreements and Lease Amendments.	A Farol	1.10
7 May 2021	Analyze AerCap invoice issues (0.3); review Runway/Carlyle expense issues (0.3); attention to JSA mortgage amendment (1.2); review AerCap pay-off letter (0.3).	R Smith	2.10
7 May 2021	Review LOI for all JOLCO and analyze issues re same.	S Collins	1.00
7 May 2021	(Long-term fleet restructuring) Coordinate with J. Kaplan on finalizing mark-up of the side letter with ALC re: spare engines (0.5); review and respond to additional comments from ALC to the side letter for the spare engines (0.3); correspondence with Aeromexico re: Carlyle's draw under the SDLC (0.1); correspondence with W&C team re: AerCap's comments to the AWA and the EWA (0.2); coordinate execution of the AerCap lease amendments (0.1); correspondence with Aeromexico re: Boeing invoice for the AerCap aircraft (0.1); call with W&C team to discuss Aeromexico's claims on maintenance reserves for the BNDES aircraft (0.5); review Vedder Price's comments to the Payoff Letter (0.2); call with R. Smith re: Santander payoff mechanics and Vedder Price's request for the Boeing invoice (0.5); correspondence with Skyworks re: withholding tax issue on the loan transfer from DVB to MUFG (0.3); review and comment on NAC's mark-up of the LOI (0.4); review and comment on the updated ALC lease (1.0).	A Andreeva	4.20
7 May 2021	Email with Skyworks re: potential Delta mechanics lien issues (0.1); email with C. Hansen re: Avolon status (0.1); review of R. Llamo summary of maintenance LC provisions in Chorus Lease and Stipulation per Skyworks request (0.4); email to R. Llamo re: conclusion of Chorus maintenance LC review (0.1); email with Skyworks re: AMX rights vis-a-vis: Chorus maintenance LC (0.1); email with M. Reznick re: JSA conditions precedent (0.1); email with A. Andreeva re: Delta engine invoice issues (0.1).	T Wolynski	1.00
7 May 2021	Review AMX responses to issues chart for ALC lease MSN 43371 and update ALC lease accordingly.	J Kaplan	3.10
7 May 2021	Prepare issues list for DAE Operating Lease.	J Godly	8.10
7 May 2021	Reviewed underlying lease documents for MSNs 19000538, 19000129, 19000121, 19000135, 19000145, 19000234, 19000238, 19000248 and 19000554 to determine debtor against whom a claim may be filed (0.7); reviewed stipulations and lease documents for MSNs 19000200, 19000208 and 19000664 to determine if they directly cover whether AMX can reduce an outstanding balance of a Maintenance LC if they complete maintenance on an engine (3.6).	R Llamo	4.30
7 May 2021	Review CPs/documents to AerCap deliveries and Santander releases and coordinate/respond with all parties re: same (3.5); review	J Martinez	6.00

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	checklist/CPs/documents to BBAM deliveries and coordinate/respond with all parties re: same (2.5).		
7 May 2021	Emails from H&K/Merx related to AMX pro-forma customs invoice (0.1); email I. Hernandez re: same (0.2); emails with M. Ledesma re: AMX signing instructions and formality requirements (0.2); review comments from CC to MSN 43717 lease agreement (0.2); prepare revised draft of MSN 43717 lease agreement (0.2); email E. Wicker re: same (0.1); prepare draft of MSN 43705 AMX in-house legal opinion and email D. Grotts re: same (1.0); attention to emails from AMX re: customs pro-forma invoice and email V. Koob re: same (0.3).	K Kinder	2.30
7 May 2021	Review correspondence from Holland & Knight team regarding UCC3-Amendment in respect of JSA Mortgage and draft Schedule to be appended to the same along with filled out UCC form (1.5); draft correspondence to internal W&C and Aeromexico teams regarding status of signature pages and cps to closing on JSA and Carlyle transactions (0.7).	A Maury	2.20
7 May 2021	Draft closing checklist re: BBAM lease MSN 34954.	T Ferguson	3.20
7 May 2021	Attend call with R. Apar (Norton Rose) to discuss MOF (BNDES) maintenance claims (0.3); draft correspondence regarding MOF (BNDES) aircraft maintenance claims and attend call with A. Andreeva to discuss the same (0.8); draft correspondence regarding AerCap Funds Flow Memo (0.4); draft and review correspondence regarding AerCap Lease and conditions precedent thereto (0.7); draft correspondence regarding AerCap PBH Agreement (0.2); review correspondence regarding DVB/MUFG LOI (0.2); revise Falko LOI in accordance with updates from SkyWorks team (1.4).	I Renzi	4.00
7 May 2021	(Long-term fleet restructuring) prepare JSA signature packets (1.3); correspond with parties regarding the signature packet (0.3); prepare issues list for JSA (1.9); correspond with client regarding issues to the JSA transaction (0.6); correspond with colleagues regarding the AMX signature process (0.3); review matter file regarding the AMX signature process (0.7).	M Reznick	5.10
7 May 2021	Review and save revised signature pages received from Aeromexico for MSNs 43754, 43713, 43711 and 43714.	A Farol	1.40
8 May 2021	(Long-term fleet restructuring) Review and revise the updated NAC LOI.	A Andreeva	0.40
8 May 2021	Call with M. Landess at Skyworks re: Delta engine invoices.	T Wolynski	0.20
8 May 2021	Prepare issues list for DAE Operating Lease.	J Godly	3.00
9 May 2021	(Long-term fleet restructuring) Mark up the ALC lease (2.0); review and respond to J. Hayden's tax comments to the ALC lease (0.4); review and revise the issues list for SMBC AC (2.4).	A Andreeva	4.80
9 May 2021	Review SMBC MSN 43706 lease and update issues chart (2.1); review and revise ALC MSN 43701 lease (0.8).	J Kaplan	2.90
9 May 2021	Emails from H&K/Merx re: pro-forma customs invoice and tax requirements and email I. Hernandez re: questions to same (0.3); review revised H&K draft of MSN 39002 Lease Agreement (1.1); email	K Kinder	2.00

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	T. Wolynski re: open points and proposed responses (0.3); email R. Sustaita re: engine insurance open point in MSN 39002 lease agreement (0.2); email V. Koob re: review of revised MSN 39002 lease agreement and OP letter (0.1).		
9 May 2021	Review Chorus Lease Amendment and draft correspondence regarding the same.	I Renzi	0.30
9 May 2021	(Long-term fleet restructuring) prepare the W&C Legal Opinion for JSA (1.5); review and revise the Lessor legal opinions for JSA (1.9); correspond with colleague regarding the opinions (0.4).	M Reznick	3.80
10 May 2021	Participate in fleet strategy call with AMX and SkyWorks.	C Hansen	1.00
10 May 2021	Review Runway PDP payment obligations (1.4); telephone conference with J. Sturm re: Runway payment obligations (0.5); review Carlyle/Runway UCC's and security arrangements (1.3); review and revise AerCap funds flow memo (0.8).	R Smith	4.00
10 May 2021	Review and comment on LOI (2.0); review underlying documents for five JOLCO transactions (0.7); emails to AMX team (0.3).	S Collins	3.00
10 May 2021	(Long-term fleet restructuring) Review and comment on Aeromexico's in-house counsel's mark-ups of the Spare Engine Side Letter and the short-term spare engine lease with ALC (1.2); update the NAC LOI per correspondence with Davis Polk and Skyworks (0.3); fleet strategy call with AMX and Skyworks (1.2); review the MTOW confirmation letter received from Boeing (0.2); review C. Hansen's comments to the list of points to be raised with GECAS in the LOI (0.1).	A Andreeva	3.00
10 May 2021	Review of updated Merx lease (0.5); email with M. Reznick re: responses to Merx open issues (0.4); email with J. Martinez re: BBAM open issues (0.1); review of draft W&C opinion for JSA A&R Lease (0.6); review of changes to Avolon lease proposed by H&K (0.4); conversation with M. Reznick re: changes to Avolon lease (0.2) Call with Morris Nichols re: Delta motion (0.2); call with W&C internal team re: status of leases and LOI (0.2); email with S. Chin re: JSA NY Law opinion (0.1); call with Skyworks and AMX re: status of Avolon lease, Aviators lease, Carlyle unsecured claims, status of TrueNoord LOI. Orix, E190 fleet (1.2); email with M. Reznick re: finalizing Aviators lease (0.1); email with S. Chin and R. Kampfner re: NY law opinion for JSA (0.2); attending call with Morris Nichols and Skyworks re: Delta motion (0.5); review of updated Orix LOI (0.2); review updated BBAM open issues list (0.2); attending call with Skyworks re: Orix LOI open issues (0.3); editing Orix LOI (0.2); email with J. Martinez re: BBAM indemnity provisions (0.1).	T Wolynski	5.70
10 May 2021	Attend daily update call (0.3); review Aeromexico in-house opinion for Clover Lease Amendment (0.6).	D Grotts	0.90
10 May 2021	Call with W&C team and review notes (0.7); call with legal team at AMX to discuss ALC MSN 43371 lease and review notes (1.2); review and revise ALC MSN 43371 lease and coordinate with team re: same (4.2); review and revise ALC MSN 43371 lease deliverables and checklist (0.9); review and revise SMBC MSN 43706 issues chart (0.3).	J Kaplan	7.30
10 May 2021	Attended internal call re: status.	J Godly	0.50



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10 May 2021	Attended Internal W&C AMX Meeting call with T. Wolynski, A. Andreeva, and the rest of the W&C AMX team to discuss status.	R Llamo	0.30
10 May 2021	All parties call with Aeromexico, SkyWorks, BBAM and Holland & Knight to discuss BBAM Lease and prepare revised draft re: same (4.5); review CPs/documents to AerCap deliveries and Santander releases and coordinate/correspond with all parties re: same (1.5); review CPs/documents to BBAM deliveries and coordinate/correspond with all parties re: same (1.6).	J Martinez	7.60
10 May 2021	Prepare for and participate in W&C internal AMX fleet restructuring conference call (0.5); attention to executed MSN 39002 pro-forma invoice and email I. Hernandez re: same (0.2); email V. Koob re: status of MSN 39002 lease agreement comments (0.1); internal correspondence with A. Maury re: AMX-Clover IPA document signature pages and execution versions (0.4); internal correspondence with M. Ledesma re: preparation of Clover-AMX signature packets and signature request emails (0.5); internal correspondence with A. Maury re: draft AMX-Clover closing checklist (0.2); review revised H&K draft MSN 39002 OP Letter and email T. Wolynski re: same (0.5); emails with I. Hernandez re: Merx pro-forma invoice and tax document requirements (0.3); email R. Sustaita re: Merx MSN 39002 lease agreement open insurance point (0.1); review draft Clover signature emails from M. Ledesma and provide comments to same (0.3); email I. Hernandez re: AMX-Clover signing requirements (0.1); review H&K draft Merx-AMX closing checklist and prepare comments to same (0.6); prepare initial draft of AMX in-house legal opinion for MSN 39002 lease agreement (0.7); email I. Hernandez re: AMX-Merx closing checklist and draft in-house legal opinion (0.2); prepare draft of MSN 39002 AMX officer certificate and email same to I. Hernandez (0.2); review comments from D. Grotts and prepare revised draft of MSN 43705 Lease Amendment AMX in-house legal opinion and email same to I. Hernandez (0.7); prepare final comments to MSN 39002 lease agreement and email same to V. Koob (0.6).	K Kinder	6.20
10 May 2021	Internal W&C all-hands status call (0.6); draft multiple correspondence to W&C, Aeromexico, Carlyle and Boeing to coordinate the preparation of UCC Filings for the relevant PDP transactions and revise schedules to filings accordingly (1.6); call with K. Kinder to discuss clover transaction and signature page distribution and update closing checklist in respect of the transaction (1.1).	A Maury	3.30
10 May 2021	Draft and revise chart re: fleet lease statuses (1.9); review and revise closing precedents re: AMX-BBAM lease MSN 31713 (2.3); attend open issues meeting with all parties re: AMX-BBAM MSN 31713 lease (0.5).	T Ferguson	4.70
10 May 2021	Attend call to discuss AMX work streams (0.3); revise Funds Flow Memorandum and draft correspondence regarding the same (0.5); draft and review correspondence regarding AerCap documentation and conditions precedent thereto (0.9); review BNDES underlying documentation and BNDES Stipulation to determine Lessor's obligations with regards to maintenance reserves (0.6); discuss MOF reimbursement obligations with L. Gayosso Hernandez (0.2).	I Renzi	2.50
10 May 2021	(Long-term fleet restructuring) participate in internal status meeting (0.4); review and revise W&C Legal Opinion (0.8); correspond with colleagues regarding the Opinion (0.4); review and revise the Aviator Lease (2.2); correspond with parties regarding the Aviator Lease (0.6).	M Reznick	4.40

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11 May 2021	Attend call with lessor/lender creditors (0.5); call with Boeing regarding status update (0.5); Fleet decisions call with AMX and SkyWorks (1.0).	C Hansen	2.00
11 May 2021	Review closing requirements for SLB/PDP transaction (1.1); telephone conference with J. Craine re: funding of deliveries (0.7).	R Smith	1.80
11 May 2021	Calls and emails regarding term sheet issues for JOLCO restructuring (0.3); attend AMX creditor call (2.0).	S Collins	2.30
11 May 2021	(Long-term fleet restructuring) Review and comment on the funds flow memo with AerCap and Boeing (0.3); correspondence with Santander's counsel re: payoff timing (0.1); respond to Aeromexico's inquiry re: executed amendments to the GE services agreements (0.1); fleet strategy call with AMX and Skyworks (1.3); call with Aeromexico's technical team re: Carlyle's maintenance reserves (0.2); call with Aeromexico re: BER engine ESN 956449 (0.5); coordinate with W&C team on updating the notice to EXIM re: total loss of ESN 956449 (0.1).	A Andreeva	2.60
11 May 2021	Email with M. Reznick re: cross-collateralization of Avolon security deposits (0.1); attending fleet decisions call with AMX and Skyworks to discuss JOLCO restructuring, spare engine issues, Orix LOI update, lease and LOI priorities and material open issues (1.2); review of AWA and EWA for BBAM leases (0.2); email with J. Martinez re: AWA and EWA for BBAM Leases (0.1); call with A. Andreeva and C. Hansen re: Boeing deliveries (0.5); email with K. Kinder re: Merx OP Letter (0.1); email with M. Reznick re: JSA opinions (0.2); email to M. Reznick re: finalizing Aviators lease (0.1); emails with Skyworks and DPW re: CFM/GE engine purchase and related approvals (0.4); review of updated legal opinion for JSA (0.3).	T Wolynski	3.20
11 May 2021	Review and revise ALC MSN 43371 lease and coordinate with team re: same (2.2); review and revise ALC MSN 43371 lease deliverables and checklist (1.2).	J Kaplan	3.40
11 May 2021	Follow up with AMX and SkyWorks on Carlyle operating lease re: open items (1.0); complete cross-reference checks on the Carlyle operating lease (0.4).	J Godly	1.40
11 May 2021	Review CPs/documents to AerCap deliveries and Santander releases and coordinate/respond with all parties re: same (1.5); review CPs/documents to BBAM deliveries and coordinate/respond with all parties re: same (2.5); prepare revised draft of BBAM Lease (2); review and provide comments to Fuyo Lease issues list (1.9).	J Martinez	7.90
11 May 2021	Internal correspondence with J. Martinez re: AMX lease language (0.2); internal correspondence with M. Ledesma re: AMX-Clover signature pages and execution instructions (0.2); emails from AMX re: Merx transaction and tax form requirements and email I. Hernandez and L. Hernandez re: same (0.4); prepare revised draft of MSN 39002 pro-forma invoice and email same to I. Hernandez (0.3); review comments from H&K and prepare revised draft of MSN 39002 OP Letter (0.6); emails with T. Wolynski re: same (0.2); email A. Maury re: Clover-AMX checklist (0.1); update draft of Clover-AMX closing checklist and emails with M. Ledesma re: same (0.9); internal correspondence with D. Grotts re: AMX-Clover document execution (0.2); compile CPs, review and prepare comments to draft MSN 39002 closing checklist and email H&K re: same (1.7); email R. Sustaita re: MSN 39002 lease agreement insurance language (0.1); emails re: status and coordination of PDP/DLB work streams (0.2).	K Kinder	5.10



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11 May 2021	Draft multiple correspondence to internal W&C team regarding JSA UCC Amendment and Clover closing list (0.5); draft correspondence to H&K team regarding deliverables to closing (0.6).	A Maury	1.10
11 May 2021	Review and revise closing precedents re: AMX-BBAM Lease MSN 31713 (0.5); review lease for closing precedents re: AMX-ALC Lease 43371 (0.5).	T Ferguson	1.00
11 May 2021	Draft correspondence regarding executed CFM Agreements (0.2); draft correspondence regarding claim language in AMX LOIs (0.2); draft and review correspondence regarding AerCap documentation and conditions precedent thereto (1.8); revise Ex-Im Summary of Terms (1.1); attend call with AMX team to discuss Ex-Im ESN 95644 engine and notices regarding FOD thereto (0.5); draft correspondence regarding UCC documentation request (0.3).	I Renzi	4.10
11 May 2021	(Long-term fleet restructuring) prepare OEM CPs for the JSA aircraft (4.3); correspond with OEMs regarding the drafts (0.9); review and revise JSA CPs (2.1); correspond with JSA regarding comments to the JSA CPs (1.1); correspond with colleagues regarding the JSA Opinions (0.8); review and revise the JSA Opinions (0.8).	M Reznick	10.00
11 May 2021	Prepare and review drafts of AWA and Boeing Consent to AWA for MSN 43574, 43711, 43713 and 43714 and save into iManage.	A Farol	1.60
12 May 2021	Fleet strategy call with SkyWorks and AMX (1.0); call with DPW regarding purchase of spare engine and DIP facility (0.5).	C Hansen	1.50
12 May 2021	Review Runway PDP expense claims (0.5); review Santander Trustee payment requirements (0.8).	R Smith	1.30
12 May 2021	Further discussion and amendments to JOLCO LOI (0.4); emails regarding engine swaps (0.5); review revised LOI (0.9).	S Collins	1.80
12 May 2021	(Long-term fleet restructuring) Review and comment on the updated Carlyle lease (0.2); fleet strategy call with AMX and Skyworks (0.9); call with Aeromexico's technical team re: ALC lease (0.3); coordinate with W&C team on distributing the revised ALC lease to the working group (0.2); call with W&C team re: notice to EXIM relating to the damaged engine ESN 956449 (0.3); review and revise the updated notice to EXIM (0.6); coordinate with Skyworks, Davis Polk and AlixPartners on the JOLCO counterparties' consent to disclosure to the Unsecured Creditors Committee (0.3); correspondence with Vedder re: Santander invoice (0.1); coordinate with W&C team on inspection-related activities for the AerCap aircraft (0.2); follow up on the documents requested by Boeing for the upcoming AerCap deliveries (0.1); call with Skyworks re: open points on the MUFG and EXIM LOIs (0.5); review and update the MUFG and EXIM LOIs based on discussion with Skyworks (0.3); correspondence with Skyworks re: claims discussion on the Carlyle aircraft (0.1).	A Andreeva	4.10
12 May 2021	Review of Fuyo issues list (0.4); email with J. Martinez re: Fuyo issues list (0.1); review of analysis prepared by Morris Nichols re: Delta engine motion (0.3); editing Truenoord LOI per request of Skyworks (0.4); attending call with AMX and Skyworks re: Orix and BBAM open points (1.0); attending fleet call with AMX and Skyworks to discuss Carlyle unsecured claims, TrueNoord LOI open issues and JOLCO issues (0.9); email with AMX re: technical open issues in BBAM lease (0.1).	T Wolynski	3.20

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12 May 2021	Email correspondence re execution of Clover documents.	D Grotts	0.60
12 May 2021	Review and revise ALC MSN 43371 lease and coordinate with team re: same (2.7); review and revise ALC MSN 43371 lease deliverables, checklist and signature pages (1.3).	J Kaplan	4.00
12 May 2021	Correspondence re: Carlyle operating lease.	J Godly	0.30
12 May 2021	Review CPs/documents to AerCap deliveries and Santander releases and coordinate/respond with all parties re: same (1.5); review CPs/documents to BBAM deliveries and coordinate/respond with all parties re: same (1.5); call with Skyworks and Aeromexico teams re: BBAM open points and prepare revised draft re: same (3.2); prepare updated Fuyo Lease issues list and circulate to Skyworks and Aeromexico teams (1.0).	J Martinez	7.20
12 May 2021	Email from H&K re: MSN 39002 OP Letter and tax document requests (0.2); internal correspondence with T. Wolynski re: same (0.2); email I. Hernandez and L. Hernandez re: MSN 39002 pro-forma invoice and tax requirements (0.2); emails with V. Koob re: MSN 39002 OP Letter and AMX tax requirements (0.3); review and revise Merx MSN 39002 Closing Checklist draft (0.5); internal correspondence with M. Ledesma and D. Grotts re: Clover-AMX document execution formalities and instructions (0.3); email from AMX re: MSN 39002 lease agreement engine insurance language and email Z. Jackson re: same (0.3); attention to W&C internal emails re: Boeing PDP/SLB work streams status and simultaneous release (0.1); emails with Clover/CC re: document notarization/apostille requirements (0.1).	K Kinder	2.20
12 May 2021	Draft multiple correspondence to W&C and Boeing to coordinate the review of the execution versions for all JSA, Clover, SMBC, Carlyle and Santander.	A Maury	1.30
12 May 2021	Draft process agent letter re: AMX-BBAM MSN 31713 lease (0.8); revise and compile closing precedents re: AMX-BBAM MSN 31713 lease (0.8).	T Ferguson	1.60
12 May 2021	Draft correspondence regarding AerCap EWA to Vedder Price and GE (0.3); draft and review correspondence regarding AerCap documentation and conditions precedent thereto (1.1); revise Ex-Im ESN 95644 engine FOD Notice and draft correspondence regarding the same (0.9); discuss Chorus Lease Amendment with G. Munger and draft correspondence regarding the same (0.4); review confidentiality restrictions in the AMX-JOLCO underlying documents and draft correspondence regarding the same (1.4); draft correspondence regarding AMX Legal Opinion (0.3); draft correspondence regarding AerCap PBH Agreement execution (0.2); draft correspondence regarding MOF claims for maintenance events (0.3); attend call with A. Andreeva and J. Craine to discuss Ex-Im and MUFG LOI status (0.3).	I Renzi	5.20
12 May 2021	(Long-term fleet restructuring) participate in internal status meeting (0.4); review and revise JSA CP documentation (1.8); prepare response to client's questions for JSA Lease issues (3.6); correspond with parties regarding the JSA documents (1.9); review and revise the Avolon Lease (1.6); correspond with parties regarding Avolon lease issues (0.8).	M Reznick	10.10
13 May 2021	Fleet decisions call with SkyWorks and Aeromexico (1.0); attention to document requests from UCC and AHG (0.6).	C Hansen	1.60

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13 May 2021	Telephone conference with J. Carpenter re: netting letter (0.4); correspondence re: netting letter and invoices (0.3); attention to invoices requirements (0.5).	R Smith	1.20
13 May 2021	Review emails to JOLCO parties with LOI (0.6); respond to initial queries from JOLCO equity and lenders and report to AMX team (1.6).	S Collins	2.20
13 May 2021	(Long-term fleet restructuring) call with Davis Polk re: disclosure of transaction documents to UCC (0.2); call with Willkie re: requested documentation (0.2); correspondence with AlixPartners re: sharing of the documents (0.3); review and revise the draft response to Aeromexico on the maintenance reserve reimbursement for the BNDES aircraft (0.3); update the MUFG and EXIM LOIs and coordinate their distribution to Skyworks (0.4); W&C team status call (0.5); correspondence with Skyworks re: transfer from DVB to MUFG (0.2); review and comment on the updated Falko LOI (0.5); coordinate with W&C team on reviewing the existing Falko lease (0.2); fleet strategy call with AMX and Skyworks (1.0); follow up with W&C team on the ALC closing checklist and CPs (0.1); coordinate with J. Kaplan on FAA signing instructions for the ALC documents (0.1); correspondence with Skyworks re: AerCap funds flow (0.5); coordinate with W&C team on reviewing the insurance settlement provisions in the Ex-Im financing (0.3); correspondence with AMX's in-house legal team re: distribution of the notice of a damaged engine to EXIM and DIP lenders (0.1); correspondence with Skyworks re: invoicing and funds flow memo for the AerCap aircraft (0.3); follow up with Vedder Price on the funds flow memo (0.1); update the NAC LOI to reflect AMX's feedback and recirculate (0.2).	A Andreeva	5.50
13 May 2021	Email with J. Martinez re: status of BBAM lease and delivery (0.2); attending internal White & Case meeting re: status of LOI and Leases (0.4); review of draft Chorus lease (1.5); call with I. Renzi re: APU and Ch. 11 points in Chorus lease (0.2); email with R. Kampfner re: form W&C opinion (0.1); email with M. Reznick re: JSA FAA opinion (0.1); attending fleet decisions call to discuss Avolon open issues and hearing date, AdHoc committee queries on JOLCOs and Boeing deliveries (0.3); email with M. Reznick and AMX re: Avolon SD issues (0.1); review of BBAM open issues (0.5); emails with DPW re: Avolon SD issues and hearing dates (0.4).	T Wolynski	3.80
13 May 2021	Attend daily update call (0.4); email correspondence re execution of Clover documents (0.5).	D Grotts	0.90
13 May 2021	Call with W&C team and review notes (0.7); review and revise ALC MSN 43371 lease deliverables, checklist and signature pages and coordinate same with ALC and team (3.2); review and revise SMBC MSN 43706 issues chart (0.3); call with Skyworks team to discuss guarantees and review documentation to respond to questions re: same (1.9).	J Kaplan	6.10
13 May 2021	Review correspondence re: Carlyle operating lease.	J Godly	0.20
13 May 2021	Attended internal biweekly status call.	R Llamo	0.40
13 May 2021	Prepare and coordinate with Aeromexico re: CPs to PDP restructuring transactions (2); call with W&C team to discuss status/next steps (0.5); review CPs/documents to AerCap deliveries and coordinate/respond with all parties re: same (2.2); review CPs/documents to BBAM deliveries and coordinate/respond with all parties re: same (2.1).	J Martinez	6.80

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13 May 2021	Review revised draft of MSN 39002 lease agreement (0.5); review revised H&K draft MSN 39002 closing checklist (0.3); email H&K re: MSN 39002 lease agreement and closing checklist (0.2); prepare for and participate in W&C internal AMX fleet restructuring conference call (0.5); emails from CC re: AMX-Clover lease agreements and execution formalities (0.1); internal correspondence with D. Grotts re: same (0.2); internal emails and phone call with J. Martinez re: copies of AMX CPs provided in previous deliveries and draft AMX officer's certificate for Clover transactions (0.4); prepare final draft AMX officer certificate for MSNs 43705, 43708 and 43710 (0.6); email M. Ledesma re: preparation of signature pages to same (0.1); email I. Hernandez re: Merx MSN 39002 CPs (0.2); internal correspondence with D. Grotts re: 3x Clover lease amendments filing timing (0.2); review internal W&C emails re: status of PDP work streams (0.2); attention to responses from I. Hernandez re: AMX-Clover lease amendment signing and filing requirements (0.2).	K Kinder	3.70
13 May 2021	Internal W&C all-hands status call (0.6); draft multiple correspondence to Boeing, Milbank and W&C coordinating the preparation of signature pages to various entities in the Carlyle and JSA transaction (0.9); review and compile Officer's Certificates, Board Resolutions and other corporate documentation for all Aeromexico entities and Irish SPVs (1.9).	A Maury	3.40
13 May 2021	Attend weekly status call re: lease updates (1.0); review and update closing precedents re: change in engine models (1.0).	T Ferguson	2.00
13 May 2021	Revise Chorus Lease Amendment in accordance with technical comments from AMX team (1.7); draft correspondence regarding MUFG LOI (0.2); draft correspondence regarding MOF claims for maintenance events (0.3); draft and review correspondence regarding AerCap documentation and conditions precedent thereto (0.8); draft correspondence regarding Ex-Im and DIP FOD engine notice (0.1); draft correspondence regarding AMX Legal Opinion and discuss the same with T. Green (Davis Polk) (0.3); draft correspondence regarding Ex-Im LOI (0.2); draft correspondence regarding Wil kie/UCC document request (0.6); draft correspondence regarding Falko LOI (1.3); draft correspondence to GE regarding EWA execution (0.1); review Ex-Im documentation to determine insurance obligations therein (0.5).	I Renzi	6.10
13 May 2021	(Long-term fleet restructuring) participate in internal status meeting (0.4); reviewed and revised JSA CP documentation (5.6); corresponded with parties regarding the documents (1.9); review and revise the Avolon Lease (1.6); correspond with parties regarding Avolon lease issues (0.8).	M Reznick	10.30
13 May 2021	(AerCap) Review and prepare Boeing documents for MSNs 43711, 43714, and 43754 and send to Joan Martinez.	A Farol	2.10
14 May 2021	Call with Boeing, AMX and SkyWorks regarding delivery schedule (1.0); review NAC revised proposal (1.1).	C Hansen	2.10
14 May 2021	Conference call with AMX re: invoices for AerCap aircraft (0.5); conference call re: AerCap payment mechanics (0.5); telephone conference with J. Carpenter re: funding mechanics and invoices (0.6); conference call with AerCap, Vedder and A. Andreeva and J. Martinez re: invoices (0.7); review of invoices and attention to funding (1.2).	R Smith	3.50
14 May 2021	Review term sheet proposal for MSN 44427 and respond to queries	S Collins	3.20

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	and issues arising (2.1); further reports and discussion regarding queries from JOLCO equity and lenders (1.1).		
14 May 2021	(Long-term fleet restructuring) Call with Skyworks re: damaged engine ESN 956449 (0.6); respond to Seabury's questions re: damaged engine (0.3); correspondence with Skyworks re: Fa ko LOI (0.1); discussion with Skyworks and AMX re: payment flow with Boeing for the upcoming AerCap deliveries (0.5); follow up discussion with W&C team re: funds flow for the AerCap aircraft (0.4); call with AerCap and Vedder Price re: invoices from Boeing, Santander and AMX (0.3); coordinate with AMX on preparing an invoice requested by AerCap (0.4); review and respond to AerCap's comments to the Payoff Letter and the Funds Flow (0.5); correspondence with Skyworks re: MUFG's existing interest rates (0.2); call with AlixPartners re: obligors under various fleet-related documents (0.7); coordinate with W&C team on verifying fleet-related information in response to AlixPartners' questions (0.3); follow up with AMX on Boeing's notices of target delivery (0.2); revise the NAC LOI to reflect agreement on landing gear reimbursement (0.5).	A Andreeva	5.00
14 May 2021	Call with Avolon re: finalizing leases and hearing date (0.4); email with DPW re: Avolon hearing (0.1); email with M. Reznick re: Avolon documentation and final points (0.1); review of revised Avolon lease (0.4); attending call with AMX and Skyworks re: BBAM open issues (0.7); call with Avolon and AMX re: open issues in lease and court filing (0.4); emails with Skyworks and DPW re: Avolon lease court filings and unsecured claim process (0.2); email with K. Kinder re: Merx OP letter (0.1); review of Merx OP Letter (0.1).	T Wolynski	2.50
14 May 2021	Review and revise ALC MSN 43371 lease deliverables, checklist and signature pages (2.6); review guarantees and other underlying documentation of certain lessors to respond to questions from Skyworks (2.6).	J Kaplan	5.20
14 May 2021	Review CPs/documents to AerCap deliveries and Santander releases and coordinate/respond with all parties re: same (1.2); review CPs/documents to BBAM deliveries and coordinate/respond with all parties re: same (1); prepare responses to issues list re: BBAM Lease and correspond with Skyworks and Aeromexico teams re: same (1.3).	J Martinez	3.50
14 May 2021	Review comments from Matheson to MSN 39002 lease agreement (0.5); review draft Wilmington Trust board minutes in connection with MSN 39002 lease (0.3); email H&K re: MSN 39002 lease comments and Wilmington board minutes (0.2); emails with Merx/H&K re: engine serial numbers (0.2); internal correspondence with T. Wolynski re: same (0.1); email from E. Wicker re: Clover-AMX closing checklist and email M. Ledesma re: same (0.1); internal W&C emails re: AMX-Clover closing checklist and draft documentation (0.3); review revised draft of MSN 39002 lease agreement (0.2); email Z. Jackson re: same and responsibility for drafting DPOA (0.1); email I. Hernandez re: MSN 39002 lease agreement, CPs and AEP Codes (0.2); prepare draft of MSN 39002 officer's certificate and email M. Ledesma re: duplication of same for MSNs 39162 and 39164 (0.6); email Z. Jackson re: comments to MSN 39002 lease agreement (0.2); review email from H&K re: AMX signature packs and signing instructions for 3x Merx aircraft and email Z. Jackson re: questions to same (0.3); email L. Hernandez re: MSN 39002 rent beneficiary details and commercial register extract (0.3); review revised draft of MSN 39002 OP Letter (0.3); internal correspondence with T. Wolynski re: same (0.3); email SkyWorks re: open issue with Merx relating to draft OP Letter and attention to emails re: same (0.4); emails re: timing and coordination of	K Kinder	4.80

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	AMX PDP restructuring transactions (0.2).		
14 May 2021	Review Clifford Chance comments to Clover closing checklist and draft correspondence to internal W&C team and Clifford Chance teams regarding the same (1.0) ; Draft multiple correspondence to internal W&C team regarding JSA UCC Amendment and status of all counterparts signature pages (0.7); draft correspondence to Milbank and Boeing regarding execution version of 787-9 Assumption Letter and coordinate execution of the same (0.4); review signature pages received from Boeing to all JSA, Clover, Carlyle, Santander and SMBC transactions, take inventory of the same and coordinate execution of missing pages with Boeing (0.8).	A Maury	2.90
14 May 2021	Review lease and prepare closing precedents re: AMX-ALC MSN 43371 Lease.	T Ferguson	2.00
14 May 2021	Draft correspondence regarding Willkie/UCC document request.	I Renzi	0.20
14 May 2021	(Long-term fleet restructuring) participate in conference call regarding the Avolon lease (0.7); review and revise the Avolon form lease (0.8); correspond with parties regarding lease issues (1.2); participate in conference with bankruptcy counsel (0.6); prepare portion of the Bankruptcy Order (1.2); correspond with parties regarding the Order (0.3); prepare redacted version of the Avolon Lease (3.1); correspond with parties regarding the redactions (0.3); review the revised RQN Opinion for JSA (0.2); review and revise the JSA Leases for delivered aircraft (1.4); review and revise the A&R Lease Supplements for JSA (0.8) correspond with parties regarding the JSA Leases (1.2).	M Reznick	11.80
15 May 2021	Review of edits to Redelivery Maintenance Payments section in Avolon lease (0.4); email with AMX and Skyworks re: edits to Redelivery Maintenance Payment section of Avolon lease (0.1); email with M. Reznick re: edits to "Undelivered" Avolon lease (0.1); review of proposed redactions by M. Reznick to Avolon lease (0.3); email with M. Reznick re: redactions to Avolon lease (0.1); review of proposed order for Avolon lease (0.4); review of Redelivery Maintenance Payment formula in Avolon lease (0.4); email with AMX re: Redelivery Maintenance Payment formula in Avolon lease (0.1).	T Wolynski	1.90
15 May 2021	Review guarantees and other underlying documentation of certain lessors to respond to questions from Skyworks.	J Kaplan	1.10
15 May 2021	Prepare revised draft of BBAM Lease and correspond with Skyworks and Aeromexico teams re: same.	J Martinez	1.90
15 May 2021	Finalize AMX signature packet in respect of 3x AMX-Merx aircraft leases and email I. Hernandez re: same (0.5); emails from I. Hernandez re: draft MSN 39002 AMX in-house legal opinion and other CPs and email I. Hernandez re: responses (0.2); email T. Wolynski and I. Hernandez re: CP status conference call (0.1); finalize draft MSN 39002 officer certificate and email H&K re: same as well as questions regarding status of open items and lessor CPs (0.6).	K Kinder	1.40
15 May 2021	(Long-term fleet restructuring) review and revise the Avolon form lease (2.2); correspond with parties regarding the lease (0.4).	M Reznick	2.60
16 May 2021	Correspond with A&O/Santander re: release documents.	J Martinez	0.10



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16 May 2021	Draft and review correspondence regarding AerCap documentation and conditions precedent thereto.	I Renzi	0.30
16 May 2021	(Long-term fleet restructuring) reviewed and revised transaction description for the Avolon Order (1.1); correspond with parties regarding the lease (0.4).	M Reznick	1.50
17 May 2021	Fleet strategy call with AMX and SkyWorks (1.0); review and comment on Avolon lease redactions (0.6).	C Hansen	1.60
17 May 2021	Attend fleet strategy call to discuss invoice requirements and first deliveries (0.6); review closing requirements for PDP/SLB transactions (0.9); prepare Excess Funds Credit Letter (1.3).	R Smith	2.80
17 May 2021	(Long-term fleet restructuring) Review ALC's draft of the A&R side letter and discuss same with ALC (0.2); coordinate with W&C team on ALC's conditions precedent (0.1); follow up with W&C team on Santander's and Deutsche Bank's signatures and release (0.1); fleet status call with W&C team (0.5); coordinate distribution of the updated status chart to AMX (0.2); coordinate the outreach to Alter Domus on the PDP financing payoff and release (0.4); review and comment on the updated Falko LOI (0.6); fleet strategy call with AMX and Skyworks (0.9); call with W&C Mexico re: AMX's request to review loan facilities and guarantees (0.2); follow up on the Carlyle claim amount (0.1); follow up with W&C team on the review of the Falko lease (0.1); coordinate with W&C team on the BBAM attorneys to be named in the DPOA (0.3); follow up on the closing script for the AerCap aircraft (0.1); call with ALC re: comments to the Lease for MSN 43371 and the spare engine lease (0.5); review and comment on the draft AMX invoice to AerCap and on the revised Funds Flow memo (0.4); coordinate execution of the NAC LOI (0.1); correspondence with Skyworks and NAC re: NAC form lease (0.1); review and revise the updated EXIM LOI (0.3); review a summary of the confidentiality restrictions in the fleet financing documents (0.2).	A Andreeva	5.40
17 May 2021	Attending Internal W&C call to discuss status of LOIs and Leases (0.3); email with M. Reznick re: JSA opinion (0.1); email with M. Reznick re: Avolon undelivered aircraft lease (0.1); review of Chorus APU language (0.1); email with I. Renzi re: Chorus APU Language (0.1); review of updated EoD Avolon language (0.1); attending call with AMX and Skyworks re: TrueNoord discussions, GECAS status, AerCap closings, Credit Agricole (JOLCO) update, BBAM closing, Air Lease status (0.9); email with J. Martinez re: BBAM delivery (0.1); email with M. Reznick re: edits to Avolon undelivered aircraft (0.1); review of Avolon motion and order (0.5); editing Avolon motion and order (0.1).	T Wolynski	2.50
17 May 2021	Call with W&C team and review notes (0.7); review and revise ALC MSN 43371 lease deliverables, checklist and signature pages and coordinate same with ALC and team (3.1); review guarantees and other underlying documentation of certain lessors to respond to questions from Skyworks (0.9).	J Kaplan	4.70
17 May 2021	Prepare and review CPs/documents to AerCap deliveries and coordinate/correspond with all parties re: same (3.0); coordinate/correspond with Skyworks and Aeromexico re: BBAM Lease and prepare/circulate revised draft re: same (1.5); review CPs/documents to BBAM deliveries and coordinate/correspond with all parties re: same (0.5); coordinate/correspond with all parties re: PDP restructuring documents (0.9).	J Martinez	5.90

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17 May 2021	Prepare for and attend W&C internal AMX fleet restructuring call (0.5); review draft MSN 39002 certificate of insurance and email H&K re: same (0.3); attention to email from CC and email CC re: drafts of Clover-AMX lease amendments and lease agreements (0.2); phone call with I. Renzi re: AMX in-house legal opinion (0.2); conference call with I. Hernandez and S. Parra re: Merx MSN 39002 CP checklist and ancillaries (0.6); revise draft of MSN 39002 AMX in-house legal opinion and officer's certificate (0.6); email H&K re: MSN 39002 draft CPs and open items for closing (0.2); email E. Navarrete re: status of AMX-Merx lease agreement and closing (0.1); internal correspondence with D. Grotts re: AMX Clover in-house legal opinion (0.1); attention to email from I. Hernandez re: Merx form DPOA and email I. Hernandez re: same (0.2); email I. Hernandez re: copies of EV Clover lease agreements and lease amendments (0.2).	K Kinder	3.20
17 May 2021	Review data room documents re: GAM document request (1.8); attend bi-weekly meeting re: lease status updates (0.4); revise CP documents re: ALC 43371 lease (1.4).	T Ferguson	3.60
17 May 2021	Review underlying confidentiality provisions with respect to Wil kie/UCC document request (1.3); revise Chorus Lease Amendment in accordance with technical comments from AMX and SkyWorks teams (1.4); retrieve Court orders regarding Lease-in Aircraft (0.4); draft correspondence regarding Falko LOI (0.8); draft and review correspondence regarding AerCap documentation and conditions precedent thereto (0.7); attend call to discuss AMX work streams (0.3); discuss AMX Legal Opinion with K. Kinder (0.2); draft correspondence regarding AMX Legal Opinion (0.3); draft correspondence regarding NAC LOI (0.2); revise Ex-Im LOI in accordance with discussions with SkyWorks (0.8).	I Renzi	6.40
17 May 2021	(Long-term fleet restructuring) review and revise the JSA closing checklists (1.7); participate in internal status meeting call (0.4); review and revise the Avolon Leases (4.9); correspond with parties regarding the Leases (1.8); review and revise the Avolon motion exhibits (0.3); correspond with parties regarding the exhibits (0.1); review the Aviator Lease (0.4); correspond with parties regarding the lease (0.2).	M Reznick	9.80
18 May 2021	Update call with Boeing (1.0); attention to Santander loan closing mechanics (0.6); call with UCC counsel regarding AMX aircraft financing structures (1.1); Fleet decisions call with AMX and SkyWorks (1.1).	C Hansen	3.80
18 May 2021	Telephone conference with T. Thoroddes and A. Andreeva re: Carlyle and Santander PDP financings and review and respond to correspondence re: same (0.5); review and revise Funds Flow Memo and Invoice (1.3); attention to Excess Funds Credit Letter (1.2); review comments to RM opinion and correspondence re: same (0.6); attention to resolution issues (0.5).	R Smith	4.10
18 May 2021	Further calls regarding long term JOLCO restructure with Lender counsel and equity (MSN 444236, 43861).	S Collins	1.50
18 May 2021	(Long-term fleet restructuring) coordinate with Aeromexico on the ALC signature pages for FAA filing purposes (0.2); follow up on the ALC guarantee (0.2); correspondence with M. Wilhoit re: DVB loan transfer to MUFG (0.3); correspondence with EXIM re: consent to disclosure of financing documents to UCC's counsel (0.1); correspondence with Wil kie re: EXIM documents (0.1); call with Akin Gump and Ducera re: questions concerning JOLCO restructuring (0.4); coordinate with J.	A Andreeva	6.60



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	Martinez on the revised funds flow and invoice for the AerCap aircraft (0.3); correspondence with Aeromexico and Skyworks re: funds flow for the AerCap aircraft (0.3); call with Skyworks re: MUFG LOI (0.3); review and revise the MUFG LOI (0.4); call with Willkie re: structure of the financed aircraft (0.4); follow up with the JOLCO counterparties on the disclosure to the UCC (0.2); fleet strategy call with AMX and Skyworks (2.0); update the Falko LOI and recirculate to Skyworks (0.2); review and comment on the summary of principal deviations between the existing Falko precedent and AMX form lease (0.4); coordinate with W&C team on AMX's comments to the spare engine lease with ALC (0.1); review the BNDES documents and respond to AlixPartners' question re: claims against Aerolitoral (0.3); correspondence with Aeromexico re: maintenance reserve reimbursement from NAC (0.2); call with AlixPartners re: information included in the Confidential Information Memorandum (0.2).		
18 May 2021	Editing TrueNoord LOI per Skyworks instructions (0.3); email with Skyworks re: Truenoord LOI changes (0.1); email with K. Kinder re: Merx OP Letter (0.1); call with K. Kinder re: Merx status (0.1); review of BBAM comments to Lease (0.2); email with M. Reznick re: JSA legal opinion (0.1).	T Wolynski	0.90
18 May 2021	Review and revise ALC MSN 43371 lease deliverables, checklist and signature pages and coordinate same with ALC and team (5.6); review responses to SMBC MSN 43706 issues chart from Skyworks (0.6); review guarantees and underlying documentation of certain lessors to respond to questions (0.8); review and revise engine lease of ESN 895159 (0.9).	J Kaplan	7.90
18 May 2021	Review BBAM/HK comments to MSN 31713 Lease and prepare issues list re: same (1.5); prepare and review CPs/documents to AerCap deliveries and Santander releases and coordinate/correspond with all parties re: same (4.1); coordinate/correspond with all parties re: CPs to PDP restructuring documents (0.5).	J Martinez	6.10
18 May 2021	Attention to email from H&K re: Merx MSN 39002 security trustee QEL and comments to AMX in-house legal opinion (0.3); phone call with T. Wolynski re: Merx MSN 39002 OP Letter and conference call with Merx/H&K re: same (0.2); email Z. Jackson re: AMX-Merx conference call (0.1); review H&K comments to MSN 39002 AMX in-house legal opinion and email I. Hernandez re: same (0.6); attention to email from E. Navarrete re: AMX-Clover lease rent chart and email D. Grotts re same (0.2); emails with T. Wolynski re: Merx-AMX leases and payment obligations of lessor (0.3); review AMX-Clover form lease and IPA amendment and prepare draft of AMX-Clover Rent Chart (1.1); email D. Grotts re: same (0.1).	K Kinder	2.90
18 May 2021	Draft correspondence to internal W&C team regarding collection of signature pages and status (0.3); review signature pages received from Aeromexico to all JSA, Clover, Carlyle, Santander and SMBC transactions and take inventory of the same and coordinate execution of missing pages with Aeromexico (1.2).	A Maury	1.50
18 May 2021	Compile updated signature packet for AMX re: ALC 43371 lease (0.5); review ALC CP checklists re: ALC 43371 lease (0.5).	T Ferguson	1.00
18 May 2021	Draft correspondence to GE regarding AerCap EWA (0.2); review correspondence with M. Wilhoit regarding DVB/MUFG documentation (0.2); review underlying confidentiality provisions with respect to Wilkie/UCC document request (1.2); draft correspondence regarding	I Renzi	6.40

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	AMX Legal Opinion (0.1); draft correspondence regarding NAC LOI (0.1); draft correspondence regarding Falko LOI (0.3); draft and review correspondence regarding AerCap documentation and conditions precedent thereto (0.5); prepare summary of core provisions of Falko MSN 19000651 Lease and provide recommended amendments therein (2.9); revise MUFG LOI in accordance with discussions with SkyWorks (0.9).		
18 May 2021	(Long-term fleet restructuring) review and revise the Avolon Leases (1.9); review and revise proposed redactions to the Avolon Leases (2.2).	M Reznick	4.10
18 May 2021	Review and revise date of SMBC closing documents and prepare execution versions (1.3); review miscellaneous SMBC signature pages (0.9); prepare SMBC executed copies/versions and send to Joan Martinez (1.6).	A Farol	3.80
19 May 2021	Fleet call with Aeromexico and SkyWorks (1.0); internal call regarding open legal issues (0.5); call with Max Alvarez and Claudia Cervantes regarding lease restructuring status (0.6).	C Hansen	2.10
19 May 2021	Attention to release of funds by Santander (0.3); review and revise Excess Funds Credit Memorandum (0.8).	R Smith	1.10
19 May 2021	Review SO (0.3); calls with Skyworks (0.4); calls with Japanese equity and with Lender counsel (msn 44426) (0.5).	S Collins	1.20
19 May 2021	(Long-term fleet restructuring) Fleet strategy call with AMX and Skyworks (1.0); call with Aeromexico to discuss the allocation of Boeing PDP amounts and invoice for the AerCap aircraft (0.5); review and comment on the revised ALC lease (1.1); prepare a high-level issues list for Aeromexico's fleet team (0.6); call with Aeromexico to discuss the ALC issues (0.5); internal call with W&C team to discuss legal issues (0.2); review inquiry from JOLCO counterparties re: sharing of the documents with the UCC (0.1); correspondence with Davis Polk re: confidentiality restrictions applicable to the UCC and other constituencies (0.2); correspondence with Skyworks re: sharing of the EXIM restructured terms with the UCC (0.1); correspondence with UCC's counsel re: confidentiality of the MUFG documents (0.2); correspondence with Aeromexico re: reimbursement of the maintenance reserves by NAC (0.2); finalize the purchase price split for the first AerCap aircraft with Skyworks and Aeromexico and update the funds flow (0.3); coordinate with J. Kaplan on distributing Aeromexico's additional comments to the spare engine lease with ALC (0.3); coordinate with W&C team on responding to AMX's question re: release of cash collateral from Santander's account (0.2); follow up with W&C team on the SMBC AC issues list (0.1); coordinate a closing scripts, closing timing and flywires for the upcoming Boeing deliveries (0.4); review and comment on the ALC guarantee (0.6); discussion with AMX re: maintenance reserve balances on the Carlyle aircraft (0.2).	A Andreeva	6.80
19 May 2021	Call with HK and Merx re: open issues (0.4); review of OP Letter prior to call with HK and Merx (0.1); review of proposed change to TrueNoord LOI per Skyworks (0.1); attending call with Skyworks and AMX to discuss Goshawk open issues, TrueNoord engine issues, ALC credit and open issues (0.6); review of JSA comments to WC opinion (0.1); email with M. Reznick re: JSA comments to WC opinion (0.1); review of MERX QEL Letter (0.1); email with K. Kinder re: Merx QEL Letter and pro forma invoice methodology (0.1); review of proposed redactions from Avolon (0.1); call with C. Hansen and A Andreeva re:	T Wolynski	2.40

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	open legal issues in leases (0.2); call with C. Hansen re: FAA Category 2 designation for Mexico (0.1); emails with M. Reznick and FAA Counsel re: FAA Category 2 designation for Mexico (0.2); review of research prepared by M. Reznick re: Category 2 FAA designation (0.2).		
19 May 2021	Email correspondence and research relating to Mexico being re-categorized as Category II by FAA.	D Grotts	0.50
19 May 2021	Review ALC comments to MSN 43371 lease and prepare issues list and coordinate re: responses with Aeromexico, and revise lease accordingly (7.1); review and revise ALC MSN 43371 lease deliverables, checklist and signature pages and coordinate same with ALC and team (3.6); review and revise engine lease of ESN 895159 (0.9).	J Kaplan	11.60
19 May 2021	Review outstanding issues to BBAM Lease, correspond with Aeromexico/Skyworks teams re: same and prepare revised draft of BBAM Lease (1.5); review CPs/documents to AerCap deliveries and Santander releases and coordinate with all parties re: same (2.8); attention to CPs/executed documents re: PDP restructuring documents (1.0).	J Martinez	5.30
19 May 2021	Prepare for and hold conference call with H&K/Merx re: owner participant letter and leasing structure open points (0.4); email I. Hernandez re: Merx question on pro-forma invoice values (0.1); attention to emails and research re: FAA category 2 country designation (0.2); internal emails with A. Andreeva and T. Wolynski re: Merx lease statuses (0.2); emails with L. Hernandez re: MERx MSN 39002 security deposit payment (0.2); email DPW re: review of AMX form in-house legal opinion and attention to response (0.2); attention to email from E. Navarrete re: pro-forma invoice value methodology (0.1); review LOI/lease and email T. Wolynski re: Merx-AMX costs and expenses responsibility (0.3); review initial draft of PK quiet enjoyment letter (QEL) in connection with 3x Merx aircraft and prepare comments (0.4); internal correspondence with T. Wolynski re: comments to PK QEL and revise comments (0.2); review draft of Matheson Irish legal opinion in respect of MSN 39002 and prepare comments to same (0.3); email H&K re: comments to PK QEL and Matheson MSN 39002 legal opinion and other pre-closing matters (0.2); email I. Hernandez re: comments to draft AMX MSN 39002 in-house legal opinion (0.1); email I. Hernandez re: status of AMX signatures to Merx documents (0.1); review and prepare comments to draft of MSN 39162 lease agreement (0.2); review and prepare comments to draft of MSN 39164 lease agreement (0.3); email H&K re: comments to MSNs 39162 and 39164 lease agreements and revised MSN 39002 AMX opinion (0.1); prepare revised draft of MSN 43705 lease amendment AMX in-house legal opinion (0.3); email T. Wolynski and M. Reznick re: FAA aircraft registration and category 2 question (0.2); email A. Maury re: AMC-Clover closing checklist (0.1).	K Kinder	4.20
19 May 2021	Draft correspondence to internal W&C team regarding collection of signature pages and closing status and take inventory of the same and coordinate compilation of executed versions for Carlyle transaction.	A Maury	0.90
19 May 2021	Review and revise ALC CP checklist re: ALC 43371 lease.	T Ferguson	1.90
19 May 2021	Prepare summary of core provisions of Falko MSN 19000651 Lease and provide recommended amendments therein (0.9); draft and review correspondence regarding AerCap documentation and conditions precedent thereto (1.3); draft correspondence regarding Wil kie/UCC	I Renzi	3.00

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	document request (0.3); draft correspondence regarding AMX Legal Opinion (0.1); review and comment on Excel spreadsheet containing credit obligations (0.4).		
19 May 2021	(Long-term fleet restructuring) review and revise the Avolon Leases (0.3); correspond with parties regarding the Avolon Leases (0.3); review and revise the JSA leases (1.3); review and revise the JSA Lease Supplements (0.7); correspond with parties regarding the JSA documents (3.9); review JSA closing rooms (0.5); correspond with parties regarding the closing rooms (0.1); review proposed redactions to the Avolon leases (0.6); correspond with parties regarding the redactions (0.4); review JSA's comments to the W&C Opinion (0.2); correspond with parties regarding such opinion (0.3); correspond with parties regarding the Airframe Warranties for the Avolon aircraft (0.4); research FAA regulations in respect of a Category 2 designation for a country (1.5); correspond with parties regarding the research (0.4).	M Reznick	10.90
19 May 2021	Review and update Santander closing documents (1.7); review signature pages, prepare executed copies and list of outstanding signatures and send to Joan Martinez (1.8); review and update JSA closing documents (1.0); prepare executed copies and list of outstanding signatures and send to Joan Martinez (1.9).	A Farol	6.40
20 May 2021	Call regarding Aeromexico/Aerolitoral guarantee claims and structure of financings (0.6); attention to review of Category 2 degradation issue (FAA reducing Mexico's security status) (3.2); fleet decisions call with SkyWorks and Aeromexico (1.0).	C Hansen	4.80
20 May 2021	Calls with C. Pietz and A. Andreeva re: Clover claims (0.8); attention to Santander release of funds (0.2); review and revise SkyWorks email re: Clover claims (0.4); review Clover agreements re: claims (1.2).	R Smith	2.60
20 May 2021	Calls with Japanese equity and with Lender counsel (msn 44426).	S Collins	1.20
20 May 2021	(Long-term fleet restructuring) Call with AlixPartners and Davis Polk re: creditors' claims against Aerolitoral under subleases (0.4); review proposed revisions to the Carlyle guarantee (0.2); coordinate with Davis Polk on the motion and order for the restructured Carlyle lease (0.1); review and comment on the revised ALC lease (1.1); confirm payments due in respect of the ALC aircraft (0.1); correspondence with Aeromexico re: maintenance contributions by ALC (0.3); documentation status call with W&C team (0.3); correspondence with Aeromexico re: calculated rent for the first two Aerocap deliveries (0.2); review and respond to Boeing's comments re: application of PDPs and carryovers (0.4); correspondence with Skyworks re: reconciliation of Santander payoff figures and flow of payments for the first Aerocap delivery (0.2); follow up on Aerocap's readiness to take delivery (0.1); review closing script for the first Aerocap aircraft (0.2); coordinate with W&C team on reviewing the consequences of transferring N-registered aircraft to a Mexican registry (0.3); circulate the analysis of the consequences to AMX (0.1); call with Skyworks re: Clover claims (0.5); fleet strategy call with Aeromexico and Skyworks (1.0).	A Andreeva	5.50
20 May 2021	Email to C. Hansen re: Category 2 FAA designation (0.2); email with M. Reznick re: Category 2 FAA designation (0.1); attending White & Case Internal update call (0.2); review of updated open issues with BBAM (0.1); call with Skyworks re: TrueNoord engine maintenance issues (0.1); review of open issues re: TrueNoord engine maintenance issues (0.2); conversation with E. Sahr re: FAA Category 2 regulatory issues (0.5); attending call with Skyworks and DPW re: TrueNoord engine	T Wolynski	3.80

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	maintenance payment issues in LOI (0.5); email with AMX re: Merx lease finalization (0.1); email with DPW re: Avolon motion and timing (0.1); attending fleet decisions call with AMX and Skywest to discuss Merx, Clover, Avolon, unsecured claims, Category 2 designation and BBAM open issues (1.2); editing BBAM open language (0.1); call with AMX re: Category 2 issue (0.3); review of JSA Boeing delivery notices (0.1).		
20 May 2021	Call with W&C team and review notes (0.7); coordinate responses on open items for ALC aircraft lease with Aeromexico (1.0); review documentation and respond to query re: registering in US (1.5); review and revise ALC MSN 43371 lease deliverables, checklist and signature pages and coordinate same with ALC and team (1.0); call with Skyworks, Davis Po k and W&C to discuss guarantees and claims, and review notes re: same (1.9).	J Kaplan	6.10
20 May 2021	Attended call with team (0.5); reviewed Carlyle Guarantee (1.0); updated Carlyle lease with petition date condition (0.5).	J Godly	2.00
20 May 2021	Review CPs/documents to AerCap deliveries and Santander releases re: MSNs 43754 and 43711 and coordinate with all parties re: same (3.3); attention to CPs/executed documents re: PDP restructuring documents (3.0); review outstanding issues to BBAM Lease, correspond with Aeromexico/Skyworks teams re: same and prepare revised draft of BBAM Lease (1.0).	J Martinez	7.30
20 May 2021	Review revised draft of MSN 39002 Matheson Irish legal opinion (0.3); email H&K re: Matheson Irish opinion, Merx signatures in escrow and status of MSN 39002 executed pro-forma invoice (0.2); internal correspondence with M. Ledesma re: status of AMX-Clover signatures (0.3); prepare for and participate in W&C internal AMX fleet restructuring conference call (0.4); review comments to AMX-Merx security trustee quiet enjoyment letter and email H&K re: same (0.4); internal correspondence with M. Ledesma re: Clover lease amendment officer's certificates (0.2); email T. Wolynski re: Merx aircraft state of registration (0.1); review revised draft of MSN 39002 lease agreement (0.2); review revised draft of MSN 39162 lease agreement (0.2); review revised draft of MSN 39164 lease agreement (0.2); prepare execution version of MSN 39002 AMX in-house legal opinion (0.2); prepare execution version of MSN 39162 AMX in-house legal opinion (0.2); prepare execution version of MSN 39164 AMX in-house legal opinion (0.2); email M. Ledesma re: preparation of compiled, executed and undated AMX CPs in connection with Merx MSNs 39002, 39162 and 39164 (0.2); review revised version of Clover-AMX lease amendment officer certificate for MSN 43705 and email M. Ledesma re: same (0.1); attention to emails re: FAA category 2 and aircraft registration matters (0.3); review updated H&K closing checklist for MSN 39002 (0.2); attention to emails with CC/Clover re: status of signature pages (0.1); attention to email from E. Wicker re: AMX in-house opinions and emails with R. Smith, J. Martinez and A. Maury re: IPA amendment opinion (0.3); emails with E. Navarrete re: Merx MSN 39002 scheduled delivery (0.3); email J. Gonzales re: drafts of 7x AMX-Clover lease agreements (0.1); email M. Sansores re: AMX-Merx lease agreements (0.1); email E. Wicker re: AMX-Clover lease amendment opinions and response to IPA Amendment opinion query (0.2); attention to emails with AMX re: MSN 39002 lease agreement signature release and delivery timing (0.4); internal correspondence with T. Wolynski re: same (0.2); prepare compiled, executed copy of MSN 39002 AMX officer's certificate (0.3); prepare compiled, executed copy of MSN 39002 DPOA (0.2); prepare compiled, executed copy of MSN 39002 AMX in-house legal opinion (0.2); attention to emails with T. Wolynski and I. Hernandez re: MSN 39002 lease agreement (0.2); email H&K re: MSN 39002 AMX	K Kinder	6.70

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	documents/signatures in escrow and timing for release of lease agreement (0.1); email A. Maury re: CC comments to AMX-Clover closing checklist (0.1).		
20 May 2021	Internal W&C all-hands status call (0.5); review Clifford Chance comments to Clover closing checklist and draft correspondence to Clifford Chance regarding the same (0.6); review Spanish Board Resolutions from Aeromexico for Santander transaction and draft correspondence to Aeromexico providing missing information to be populated in documents (0.8); compile executed version of Carlyle transaction documents and draft correspondence to Carlyle and Milbank coordinating release of the same (0.8); draft correspondence to W&C internal team coordinating CP deliverables to closing for all transactions (1.0).	A Maury	3.70
20 May 2021	Revise CP checklist re: ALC 43371 lease (1.0); review and revise signature packets re: ALC 43371 lease (1.1).	T Ferguson	2.10
20 May 2021	Attend call to discuss AMX work streams (0.2); draft and review correspondence regarding AerCap documentation and conditions precedent thereto (1.6); review and comment on Excel spreadsheet containing credit obligations (1.9).	I Renzi	3.70
20 May 2021	(Long-term fleet restructuring) review and revise the Avolon Leases (1.5); correspond with parties regarding the Avolon lease (0.3); review JSA event of default provisions (0.4); correspond with colleague regarding such review (0.3); prepare summary chart of the new aircraft to be n-registered (1.1); correspond with parties regarding the chart (0.8); review and revise JSA Leases (0.7); review and revise JSA CPs (5.2); correspond with parties regarding the revise JSA documents (1.3).	M Reznick	11.60
20 May 2021	Review Carlyle signature pages; update closing documents and prepare executed copies and list of outstanding signatures and send to A. Maury (1.6); review Clover signature pages; update closing documents and prepare executed copies and list of outstanding signatures and send to J. Martinez (3.7); review and revise Santander Partial Release and Termination Confirmation documents (0.8).	A Farol	6.10
21 May 2021	Follow up on US Category 2 designation issue (3.5); call with Boeing (1.0).	C Hansen	4.50
21 May 2021	Telephone call re: Clover claims (2.9); attention to Santander release of security (0.2).	R Smith	3.10
21 May 2021	(Long-term fleet restructuring) Follow up on signatures and closing call logistics for the AerCap deliveries (0.2); discussion with W&C team re: comments to the warranty assignment documents for ALC (0.3); call with ALC and its counsel re: open issues in the lease (0.6); review and comment on ALC's secretary's certificate (0.4); review and coordinate a response to Aeromexico re: security deposit payment to Merx (0.2); correspondence with the JOLCO counterparties and with Davis Polk re: confidentiality restrictions on sharing documents with the UCC's counsel (0.2); follow up on Carlyle's maintenance reserve balances (0.1); call with R. Smith re: Santander PDP payoff logistics (0.3).	A Andreeva	2.30
21 May 2021	Email with AMX re: status of JSA leases (0.2); emails with M. Reznick re: open issues to release of JSA undelivered and delivered aircraft leases (0.2); email with C. Hansen re: JSA undelivered aircraft leases	T Wolynski	1.30



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	and Category 2 (0.1); review of MTU Agreement (0.4); email with DPW and Skyworks re: interconnection between Falko and MTU Agreement (0.1); call with K. Kinder re: release of Merx lease agreements (0.1); email with K. Kinder re: release of Merx lease agreements (0.1); emails with M. Reznick re: JSA undelivered leases (0.1).		
21 May 2021	Call with ALC to discuss remaining issues on the MSN 43371 lease, review notes and draft issues list re: same (1.1); review and revise ALC MSN 43371 lease deliverables, checklist and signature pages and coordinate same with ALC and team (3.8).	J Kaplan	4.90
21 May 2021	Attention to reviewing Guarantee provided by NRF/AMX.	J Godly	0.20
21 May 2021	Review CPs/documents to AerCap deliveries and Santander releases re: MSNs 43754 and 43711 and coordinate with all parties re: same (2.5); attention to CPs/executed documents re: PDP restructuring documents (3.3); attention to execution version of BBAM Lease and CPs to upcoming delivery (0.5).	J Martinez	6.30
21 May 2021	Attention to email from CC re: Clover-AMX lease details and IR registrations table (0.1); email D. Grotts re: Clover-AMX lease amendments and IR registrations (0.1); prepare execution version of MSN 43717 lease agreement (0.3); prepare execution version of MSN 43727 lease agreement (0.3); prepare execution version of MSN 43718 lease agreement (0.3); prepare execution version of MSN 43719 lease agreement (0.3); prepare execution version of MSN 43720 lease agreement (0.3); prepare execution version of MSN 43721 lease agreement (0.3); prepare execution version of MSN 43761 lease agreement (0.3); emails with M. Ledesma re: preparation of IR closing rooms for MSNs 43705, 43708, and 43710 (0.2); review drafts of same (0.2); review comments and rider from H&K to MSN 39002 insurance certificate and email AMX insurance broker re: same (0.3); attention to executed MSN 39002 pro-forma invoice and email I. Hernandez re: same (0.2); review draft MSN 39002 IR Filing Table and email H&K re: same (0.2); review executed MSN 39002 lease agreement in escrow and email AMX re: release of same (0.3); emails with Z. Jackson re: PK quiet enjoyment letter (0.2); review executed PK quiet enjoyment letter and email Merx and AMX re: same (0.2); email AMX re: release of AMX signatures to 3x Merx lease agreements (0.1); phone call with I. Hernandez re: same (0.2); phone call with T. Wolynski re: AMX release of signatures (0.1); email M. Ledesma re: AMX signatures to officer's certificates in connection with 3x Clover lease amendments (0.1); attention to email from E. Wicker re: comments to draft MSN 43705 AMX in-house opinion and email D. Grotts re: same (0.3); phone call with J. Martinez re: AMX corporate authorities and signatures for Clover-AMX PDP transaction (0.2); email CC/Clover re: execution version of 7x AMX-Clover lease agreements, draft IR filing tables and AMX signatures (0.3); attention to email from AMX re: Merx rent beneficiary, review lease agreement and discuss internally with T. Wolynski (0.5); email AMX re: Merx lease rent beneficiary and obligations for tax reporting (0.3); phone call with D. Grotts re: CC comments to MSN 43705 AMX in-house opinion (0.2); email A. Andreeva re: same (0.2) attention to email from CC re: Clover signatures and IPA amendment closing and email M. Ledesma re: same (0.3); revise AMX-Clover Rent Chart and email E. Navarrete re: same (0.4); email Merx/H&K re: rent account and status of signature release (0.2) emails with T. Wolynski re: AMX-Merx lease and rent account instruction (0.3); attention to email from M. Matar re: release of AMX signatures (0.1); email T. Wolynski and I. Hernandez re: same (0.2); attention to email from M. Matar re: release of AMX signatures to MSN 39002 lease agreement (0.1); email I. Hernandez re: same (0.1); email H&K/Merx re: release of AMX signatures to MSN 39002 lease	K Kinder	8.60

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	agreement and request for staggered release of MSNs 39162 and 39164 leases (0.2); attention to email re: AMX signatures in escrow to Merx acceptance certificates (0.1).		
21 May 2021	Compile executed version of Jackson Square and Carlyle transaction documents and draft correspondence to Holland & Knight, Jackson Square and Carlyle and Milbank coordinating release of the same (1.7); draft correspondence to W&C internal team coordinating CP deliverables to closing for all JSA, Clover, Carlyle and Santander transactions (1.6).	A Maury	3.30
21 May 2021	Revise in-house legal opinion re: ALC 43371 lease (1.2); create ALC signature packet re: ALC 43371 lease (1.1).	T Ferguson	2.30
21 May 2021	Draft and review correspondence regarding AerCap documentation and conditions precedent thereto (0.4); review and comment on Excel spreadsheet containing credit obligations (0.9); draft correspondence regarding NAC LOI (0.2); review confidentiality obligations and NDAs with respect to AMX constituencies (0.4); draft correspondence regarding GE documentation (0.1); draft and review correspondence regarding UCC JOLCO document request (0.2).	I Renzi	2.20
21 May 2021	(Long-term fleet restructuring) review and revise the JSA closing checklists (1.3); participate in conference call with outside counsel regarding JSA CPs (0.4); review and revise the JSA Leases (0.5); prepare compiled JSA Leases (0.4); correspond with outside parties regarding the JSA Leases (1.7); review comments received to the Avolon Leases (0.6); correspond with parties regarding the Avolon (0.6).	M Reznick	5.50
22 May 2021	(Long-term fleet restructuring) Correspondence with Aeromexico re: delay in delivery of AerCap and ALC aircraft.	A Andreeva	0.10
22 May 2021	Emails with K. Kinder and AMX re: execution of Merx Lease and status of deliveries.	T Wolynski	0.40
22 May 2021	Review notes from call with ALC on remaining issues on the MSN 43371 lease and draft issues list re: same (1.9); coordinate ALC lease deliverables with team (0.4).	J Kaplan	2.30
22 May 2021	Attention to email from Merx re: release of three AMX-Merx lease agreements (0.1); email Merx re: same and revised draft of MSN 39002 insurance certificate (0.2); email Aeromexico re: Merx position on lease agreement signature release and W&C view (0.3); email A. Green re: MSN 39002 lease agreement signatures in escrow (0.1); review signatures to 3x AMX-Merx lease acceptance certificates and email I. Hernandez re: same (0.2).	K Kinder	0.90
23 May 2021	Email with Skyworks re: amendments to JSA undelivered aircraft.	T Wolynski	0.10
23 May 2021	Review notes from call with ALC on remaining issues on the MSN 43371 lease and draft issues list re: same (0.9); coordinate ALC lease deliverables with team (0.5).	J Kaplan	1.40
24 May 2021	Fleet strategy call with SkyWorks and Aeromexico (1.2); attention to Category 2 degradation issue (calls with ALC and JSA, calls with AMX team, call with regulatory counsel) (2.3); review GE spare engine purchase proposal (0.4).	C Hansen	3.90



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DATE	DESCRIPTION	TIMEKEEPER	HOURS
24 May 2021	Review Santander loan documents re: release of security and correspondence re: same (1.1); attention to amendment of JSA IPA and leases for reduced purchase price (0.8); attention to closing conditions for SLB/PDP transactions (0.9).	R Smith	2.80
24 May 2021	All party call with Skyworks, Agent, Lenders and Equity (msn 43861).	S Collins	1.50
24 May 2021	(Long-term fleet restructuring) Discussion with W&C team re: in-house legal opinion on required under the amended Clover lease (0.1); call with W&C team re: status of the various fleet-side work streams (0.4); coordinate with W&C team on distributing the updated fleet status chart to Aeromexico (0.1); calls with W&C team re: cash collateral arrangements under the Santander PDP financing (0.6); correspondence with Santander's counsel re: application of cash collateral (0.1); review and comment on the revised AerCap PAA (0.2); correspondence with Carlyle re: open issues on maintenance reserve reimbursement amount (0.2); fleet strategy call with AMX and Skyworks (1.0); review Aeromexico's questions re: NAC LOI (0.2); call with G. Munger at Skyworks to discuss the NAC LOI (0.2); review and comment on the list of open issues in the ALC lease (0.9); review feedback from AMX on the open issues in the ALC lease (0.5); correspondence with Aeromexico re: subordination agreement with IAI in relation to a lease-in engine from ALC (0.1); review and comment on the side letter concerning the potential downgrade of Mexico to Category 2 by the FAA (0.6); correspondence with AMX re: maintenance reserve claims from Ministry of Finance (0.2); coordinate with W&C team on distributing the updated issues list in the SMBC AC lease (0.1).	A Andreeva	5.50
24 May 2021	Emails with R. Smith re: JSA undelivered aircraft amendments (0.1); attending call with internal W&C group re: status of leases and LOIs (0.4); attending fleet decisions call with AMX and Skyworks to discuss Category 2 issue, JSA amendment, ALC, NAC LOI, Orix, Carlyle MR balance and Avolon claims (0.9); email with M. Reznick re: JSA amendment (0.1); email with M. Reznick, J. Kaplan and A. Andreeva re: ALC and JSA side letters re: Cat 2 (0.2); review of side letters for ALC and JSA (0.2).	T Wolynski	1.90
24 May 2021	Review Clover/Aeromexico opinion to be delivered in connection with Lease Amendment.	D Grotts	0.70
24 May 2021	Call with W&C team and review notes (0.7); coordinate responses on open items for ALC aircraft lease with Aeromexico (1.0); review SMBC issues list responses from Skyworks and update list accordingly (1.7); review and revise issues list for ALC MSN 43371 and review responses (2.3); review and revise ALC MSN 43371 lease, lease deliverables, checklist and signature pages and coordinate same with ALC and team (2.1).	J Kaplan	7.80
24 May 2021	Attended bi-weekly W&C team status call.	R Llamo	0.40
24 May 2021	Prepare are review CPs/documents to AerCap deliveries and Santander releases re: MSNs 43754 and 43711 and coordinate with all parties re: same (2.7); attention to CPs/executed documents re: PDP restructuring documents (1.5).	J Martinez	4.20
24 May 2021	Attention to email from H&K/Merx re: engine swap and lease documentation updates (0.2); review revised execution version of MSN 39002 lease agreement (0.2); review revised execution version of MSN 39162 lease agreement (0.2); review revised execution version of MSN	K Kinder	7.50

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	39164 lease agreement (0.2); review revised MSM 39002 IR filing table (0.1); attention to Merx comments to MSN 39002 insurance certificate, prepare mark-up and email AMX/Gallagher re: same (0.4); email H&K/Merx re: revised AMX-Merx lease agreements and MSN 39002 pro-forma invoice (0.1); email L. Hernandez re: AMX-Merx rent account details (0.1); prepare for and participate in W&C internal AMX fleet restructuring conference call (0.5); email I. Hernandez re: comment to MSN 43705 AMX in-house legal opinion (0.2); emails with V. Koob re: AMX release of signatures to 3x AMX-Merx lease agreements (0.2); internal correspondence with T. Wolynski re: dating of 3x AMX-Merx lease agreements (0.1); email Z. Jackson re: same and MSN 39002 pro-forma invoice (0.2); review signed copy of MSN 39002 pro-forma invoice and email I. Hernandez re: same (0.3); attention to internal W&C emails re: AMX-Clover IPA documents (0.2); review executed MSNs 39002, 39162 and 39164 lease agreements in escrow and email Merx/H&K re: release of AMX signatures to same (0.4); attention to email from Merx/H&K re: confirmation of closing and signature release (0.1); email M. Ledesma re: preparation of compiled AMX-Clover lease agreements and lease amendments (0.2); prepare revised executed copy of AMX MSN 39002 DPOA (0.1); prepare executed copy of AMX MSN 39162 DPOA (0.3); prepare executed copy of AMX MSN 39164 DPOA (0.2); prepare revised executed copy of AMX MSN 39002 Officer Certificate (0.1); prepare executed copy of AMX MSN 39162 Officer Certificate (0.2); prepare executed copy of AMX MSN 39164 Officer Certificate (0.2); prepare revised executed copy of AMX MSN 39002 In-House Opinion (0.1); prepare executed copy of AMX MSN 39162 In-House Opinion (0.2); prepare executed copy of AMX MSN 39164 In-House Opinion (0.2); catalog AMX signatures to Merx acceptance certificates and update draft of AMX-Merx closing checklist (0.3); prepare revised draft of MSN 43705 AMX in-house legal opinion reflecting comments from CC/Clover and email D. Grotts re same (0.5); review signed certificate of insurance for MSN 39002 and email Merx/H&K re: same (0.3); review comments from D. Grotts to MSN 43705 AMX in-house opinion and discuss same with D. Grotts (0.3); prepare revised draft of MSN 43705 AMX in-house opinion and email I. Hernandez re: same (0.4); email E. Wicker re: review of comments to MSN 43705 AMX in-house opinion (0.1); email M. Ledesma re: status of compiled AMX-Clover lease agreements and lease amendments (0.1).		
24 May 2021	Internal all hands W&C team call to discuss transaction status and regulatory updates from FAA (0.6); call with A. Andreeva to discuss Santander-AMX Trust Agreement queries and Review Spanish language Mexican Trust Agreement in the Santander transaction and draft correspondence to A. Andreeva outlining responses to queries (1.9).	A Maury	2.50
24 May 2021	Attend bi-weekly call re: lease status updates (0.4); compile closing documents re: AMX-BBAM MSN 31713 lease (1.0).	T Ferguson	1.40
24 May 2021	Attend meeting to discuss AMX work streams (0.4); draft and review correspondence regarding AerCap documentation and conditions precedent thereto (0.5); draft correspondence regarding amended & restated Chorus lease agreement (0.3); draft correspondence regarding GENx spare engine purchase (0.3); prepare executed version of NAC LOI and draft correspondence regarding the same (0.3); draft correspondence to SkyWorks regarding GE/CFM documentation (0.1); draft correspondence regarding MOF claims (0.2); draft and review correspondence regarding confidentiality restrictions and disclosures (0.2); review and comment on Report and Analysis of Covenants related to AMX financing documents (1.6).	I Renzi	3.90

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24 May 2021	(Long-term fleet restructuring) participate in internal status meeting (0.4); prepare Lease amendments for the JSA documents (1.5); correspond with parties regarding the amendments (0.7); review and revise the Lease Amendments (1.9); correspond with parties regarding the NAC LOI (0.4); review and revise the Avolon Leases (1.1); correspond with parties regarding the Avolon Leases (0.3); review and revise JSA CPs (2.2).	M Reznick	8.50
24 May 2021	Review and prepare executed versions of AMX-SMBC documents and send to J. Martinez (3.7); review and prepare executed AMX-Santander documents and send to J. Martinez (2.6).	A Farol	6.30
25 May 2021	Call with JOLCO parties and SkyWorks (1.0); Fleet decisions call (1.0).	C Hansen	2.00
25 May 2021	Review and revise JSA purchase price amendments and telephone conference with J. Craine re: same.	R Smith	1.20
25 May 2021	All party call to discuss JOLCO SOT (MSN 44427).	S Collins	1.00
25 May 2021	(Long-term fleet restructuring) Call with the JOLCO counterparties on MSN 44427 (1.0); coordinate a response to certain questions raised by the BBAM JOLCO counterparties (0.2); call with AMX and Skyworks re: open issues in the SMBC AC lease (1.0); call with M. Bravo re: open issues with ALC (0.5); finalize AMX's responses to the ALC's issues list (0.3); all-hands calls with ALC, Aeromexico and counsel to discuss the open issues in the ALC lease (3.0); follow up on certain outstanding CPs to delivery of the ALC aircraft (0.2); fleet strategy call with AMX and Skyworks (1.0); review the Mexican Trust Agreement under the Santander PDP financing in response to Aeromexico's question re: release of cash collateral (0.2); call with Aeromexico's in-house counsel re: quiet enjoyment of the ALC spare engines (0.2); correspondence with ALC re: Subordination Agreement required by IAI (0.2); review and comment on the updated Spare Engine Side Letter received from ALC (0.5); correspondence with Santander's counsel re: wire cutoff for the payoff amount (0.1); coordinate a response to Aeromexico's inquiry re: shopped AerCap and Avolon engines (0.2).	A Andreeva	8.60
25 May 2021	Review of Wings issues list (1.0); email with R. Hughes re: open issues on Wings (0.1); email with Skyworks re: JSA amendments (0.1); email with A. Andreeva re: ALC amendments (0.1); attending fleet decisions call with AMX and Skyworks to discuss JSA amendments, JOLCO issues, Orix LOI and NAC (1.0); email from J. Martinez re: FUYO open points (0.1); editing JSA Amendment (0.1); email with R. Smith and A. Maury re: IPA JSA Amendments (0.1); review of JSA IPA Amendment (0.1).	T Wolynski	2.70
25 May 2021	Review and revise SMBC issues list and attend call with AMX to discuss responses (4.0); review and revise issues list for ALC MSN 43371 and review responses (0.9); review and revise ALC MSN 43371 lease, lease deliverables, checklist and signature pages and coordinate same with ALC and team (4.1); attend calls with AMX and ALC to discuss remaining issues and review notes re: same (4.3).	J Kaplan	13.30
25 May 2021	Prepare and review CPs/documents to AerCap deliveries and Santander releases re: MSNs 43754 and 43711 and coordinate with all parties re: same (3.5); attention to CPs/executed documents re: PDP restructuring documents (1.0); prepare revised draft and issues list of Fuyo A&R Lease (3.1).	J Martinez	7.60

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25 May 2021	Emails with M. Ledesma re: preparation of AMX-Clover lease amendments and Aeromexico officer certificates (0.3); review H&K draft of MSN 39002 closing checklist and email Z. Jackson re: same (0.4); emails with Z. Jackson re: MSN 39002 AEP Codes (0.2); internal correspondence with J. Martinez and A. Maury re: Clover-AMX CPs (0.1); internal correspondence with M. Ledesma re: AMX resolutions for Clover transactions (0.2); email I. Hernandez re: comments to MSN 43705 AMX in-house opinion and signatures to same (0.3); attention to emails with Clifford Chance re: AMX-Clover installment purchase amendment and ancillary documents (0.2).	K Kinder	1.70
25 May 2021	Review Spanish language Mexican Trust Agreement in the Santander transaction and draft correspondence to A. Andreeva outlining responses to follow up queries (0.9); review instructions from R. Smith and Aeromexico and prepare Letter Agreement confirming the lower purchase price in the JSA transaction (1.7).	A Maury	2.60
25 May 2021	Revise ferry flight agreement re: MSN 31713 lease (0.6); revise acceptance certificate re: MSN 31713 lease (0.3).	T Ferguson	0.90
25 May 2021	Draft correspondence regarding BBAM JOLCO LOI (0.4); draft correspondence regarding NAC LOI and upload the same to the UCC/Ad Hoc data rooms (0.3); draft correspondence regarding amended & restated Chorus lease agreement (0.2); draft and review correspondence regarding AerCap documentation and conditions precedent thereto (0.2); review AerCap Stipulation and Lease Agreement to determine underlying obligations with regard to Engine Performance Restorations (1.5); draft correspondence regarding GENx spare engine purchase (0.1); review and comment on Report and Analysis of Covenants related to AMX financing documents (2.8).	I Renzi	5.50
25 May 2021	(Long-term fleet restructuring) review and revise the JSA documents (1.1); compiled and finalized the JSA Leases for the delivered aircraft (0.5); correspond with parties regarding the JSA transaction (3.0); correspond with parties regarding the Avolon transaction (0.7).	M Reznick	5.30
25 May 2021	Review and compile Officer's Certificates for SMBC, Clover and JSA and send compiled certificates to J. Martinez (1.1); prepare and compile Effective Time Notices for Santander and send to J. Martinez (0.1).	A Farol	1.20
26 May 2021	Review and revise DAE lease proposal for up to 12 aircraft (2.4); fleet strategy call with AMX and SkyWorks (1.2).	C Hansen	3.60
26 May 2021	Calls and enquiries regarding JOLCO SOT for multiple aircraft.	S Collins	1.50
26 May 2021	(Long-term fleet restructuring) Review the revised side letter for re-registration in Mexico of the ALC aircraft (0.2); discussions with Aeromexico re: ALC side letter (0.3); coordinate the distribution of Aeromexico's cumulative responses on the open issues in the ALC lease (0.5); fleet strategy call with Aeromexico and Skyworks (1.0); follow up on the delivery CPs for AerCap msn 43711 (0.2); correspondence with Carlyle re: open technical points on the maintenance reserves (0.1).	A Andreeva	2.30
26 May 2021	Email with M. Reznick re: JSA Amendment (0.1); email with JSA re: JSA Amendment (0.1); attending call with Skyworks and AMX re: GECAS, Goshawk, JSA Amendment and engine issues (1.0); email with J. Martinez re: remedies in Fuyo lease (0.1); email with JSA re:	T Wolynski	1.40

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	amending claim amount (0.1).		
26 May 2021	Review and revise issues list for ALC MSN 43371 and review responses (1.6); review and revise ALC MSN 43371 lease, lease deliverables, checklist and signature pages and coordinate same with ALC and team (4.1).	J Kaplan	5.70
26 May 2021	Prepare and review CPs/documents to AerCap deliveries and Santander releases re: MSNs 43754 and 43711 and coordinate with all parties re: same (2.0); prepare revised draft and issues list of Fuyo A&R Lease (0.5).	J Martinez	2.50
26 May 2021	Email I. Hernandez re: MSN 43705 AMX in-house opinion (0.2); prepare final revised draft and redline of MSN 43705 AMX in-house opinion and email E. Wicker re same (0.4); phone call with E. Wicker re: AMX MSN 43705 AMX in-house opinion and status of other CPs (0.3); phone call with I. Hernandez re: Merx MSN 39002 apostilled POA and incorporation of aircraft into AMX AOC and fleet (0.5); internal correspondence with T. Wolynski re: same (0.3); email Merx/H&K re: MSN 39002 delivery timeline and apostilled POA status (0.2); email I. Hernandez re: Clover MSNs 43705, 43708 and 43710 lease amendments and AEP Codes (0.2); update Merx MSN 39002 closing checklist (0.2).	K Kinder	2.30
26 May 2021	Follow up with AMX re: MSN 31713 lease (0.3); compile executed lease and ancillary closing documents re: MSN 31713 lease (0.4).	T Ferguson	0.70
26 May 2021	Draft correspondence regarding BBAM JOLCO LOI (0.3); draft correspondence regarding amended & restated Chorus lease agreement (0.2); draft and review correspondence regarding AerCap documentation and conditions precedent thereto (0.3); review Avolon Stipulation and Lease Agreement to determine underlying obligations with regard to Engine Performance Restorations (0.3); draft correspondence regarding NDA for Embraer's representation of the MOF (0.3); prepare distribution of executed PDP, Lease, and Restructuring documentation for AMX's records (0.5); draft correspondence regarding GECAS LOI (0.3).	I Renzi	2.20
26 May 2021	(Long-term fleet restructuring) review and revise the JSA closing checklists (0.4); review and revise the DPOAs for the JSA aircraft (0.6); review and revise the AMX in-house Opinions for JSA (1.9); prepare execution versions of the A&R Lease Supplements for JSA (0.6); prepare EWA for JSA (1.4); prepare AWA for JSA (1.8); review matter file (0.8); correspond with parties regarding JSA delivery issues (2.1); correspond with parties regarding the JSA IPA and Lease Amendments (0.3); review and revise the JSA Matheson Opinion (0.8); correspond with parties regarding the Matheson Opinion (0.2).	M Reznick	10.90
27 May 2021	(Long-term fleet restructuring) Correspondence with Skyworks re: EXIM's position on the short-term insured claims (0.6); call with W&C team re: AerCap and Avolon engine shop visits (0.5); call with Aeromexico re: ALC spare engine (0.5); coordinate with W&C team on revising the spare engine side letter (0.2); call with Aeromexico's in-house legal team re: open points in the ALC lease (0.3); follow up with Aeromexico's fleet team on provisions dealing with possible Mexican registration of the ALC aircraft (0.2); correspondence with T. Wolynski re: repair of ESN 994299 (0.1); review and revise the Advisor Confidentiality Agreement with Embraer (0.3); correspondence with Aeromexico re: maintenance reserve balances and reimbursement claim on the Carlyle aircraft (0.2); coordinate with W&C team on	A Andreeva	3.30

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	finalizing the A&R Lease with Carlyle (0.2); coordinate with W&C team on responding to Aeromexico's request for executed fleet documents (0.1); follow up on the waivers of confidentiality restrictions in the JOLCO documents (0.1).		
27 May 2021	Call with HK and DPW re: Avolon motion and order and JSA claims (0.3); call with AMX re: Merx CPs (0.2); email with K. Kinder re: Merx CP apostille issue (0.1); call with AMX re: Merx CPs (0.3); email with Merx counsel re: apostille (0.1); attending call with AMX re: engine repair issues of Chorus, TN, Avolon and AerCap (1.0); call with Skyworks re: Merx (0.2); email with AMX re: Merx delivery (0.1); call with AMX re: Merx delivery (0.2); review of Beutech MTU Repair Agreement (0.5); email with AMX re: MTU Repair Agreement (0.1).	T Wolynski	3.10
27 May 2021	Review and revise SMBC issues list responses and revise lease accordingly (1.5); review and revise ALC MSN 43371 lease, lease deliverables, checklist and signature pages and coordinate same with ALC and team (3.7); review and revise Engine Lease Side Letter and Subrogation Agreement for MSN 35120, attend call with AMX re: same (3.9).	J Kaplan	9.10
27 May 2021	Prepare and review CPs/documents to AerCap deliveries and Santander releases re: MSNs 43754 and 43711 and coordinate with all parties re: same (2.1); prepare revised draft and issues list of Fuyo A&R Lease (1.0).	J Martinez	3.10
27 May 2021	Attention to emails from H&K re: MSN 39002 lessor CPs and status of apostilled POA (0.2); email I. Hernandez re: same and preparedness for closing (0.2); review MSN 39002 lease agreement, internal emails and phone calls with T. Wolynski re: requirements for apostilled lease/POA and similar post-closing obligations (0.5); email I. Hernandez re: same (0.2); attention to email from A. Green re: MSN 39002 lease agreement execution and internal correspondence with T. Wolynski re: same (0.4); email S. Galindo Parra re: MSNs 39002, 39162 and 39164 lease agreements (0.1); review H&K comments and update MSN 39002 closing checklist (0.3); review Matheson MSN 39002 Irish legal opinion and inventory same (0.3).	K Kinder	2.20
27 May 2021	Pull precedents of MRO Maintenance and GTA Agreements and draft correspondence to J. Kaplan outlining issues and analysis with respect to Insurance and Indemnification points (0.9); review H&K comments to UCC-3 and draft correspondence to internal W&C team signing off and coordinating filing of the same (0.7); Internal status call (0.5); review Irish Company security filings prepared by Matheson in respect of amendments made to the Mortgage and Security Agreement (1.2).	A Maury	3.30
27 May 2021	Correspond with opposing counsel re: MSN 31713 lease.	T Ferguson	1.20
27 May 2021	Draft and review correspondence regarding Ex-Im indebtedness claim (0.4); draft correspondence regarding Wings Lease Agreement (0.1); review Yamasa JOLCO comments (0.2); prepare distribution of executed PDP, Lease, and Restructuring documentation for AMX's records (0.6); attend call with AMX to discuss AerCap and Avolon engine repair obligations (0.5); review GE OnPoint agreement to determine obligations thereunder with respect to engine removals (0.4); draft and review correspondence regarding AerCap documentation and conditions precedent thereto (0.3); prepare NDA for Embraer's representation of the MOF (0.5); prepare markup of GECAS LOI (1.6); draft correspondence regarding GECAS ESN 956321 Lease Extension and Amendment (0.2).	I Renzi	4.80



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27 May 2021	(Long-term fleet restructuring) review and revise the Aviator Lease (0.5); correspond with parties regarding the Lease (0.2); review compiled JSA documents (1.5); correspond with parties regarding issues to the JSA transaction (3.9).	M Reznick	6.10
27 May 2021	[AMX/AerCap] Prepare drafts of closing documents for MSN 43756.	A Farol	0.70
28 May 2021	Fleet decisions call (0.7); call with DPW and SkyWorks regarding lease restructuring status (0.5).	C Hansen	1.20
28 May 2021	Attention to Irish filings for PDP/SLB transactions.	R Smith	1.10
28 May 2021	(Long-term fleet restructuring) Call with Vedder Price re: EXIM's insured claims (0.5); follow up discussion with Skyworks (0.2); attention to closing the delivery of AerCap MSN 43371 (0.5); call with Davis Polk re: bankruptcy approval process for the remainder of the fleet restructuring (0.5); fleet decisions call with Aeromexico and Skyworks (1.0); prepare a list of points to be amended in the GECAS CTA (0.6); follow up on the maintenance reserve reimbursement claim for the Carlyle aircraft (0.1); review and comment on a mark-up of the GENx engine lease for ESN 956321 (0.7); review and comment on the Subordination Acknowledgment and the Spare Engine Side Letter with ALC (0.3); call with Aeromexico's in-house counsel re: same (0.3).	A Andreeva	4.70
28 May 2021	Call with C. Hansen re: Merx status (0.1); emails with AMX re: Beatech engine maintenance arrangement (0.3); call with AMX and Skyworks re: Merx and GE engines (0.5); email with MTU re tripartite agreements (0.2); email to Merx re: acceptance (0.1); call with DPW and Skyworks re: process for upcoming closings (0.5); email with Merx re: delivery process and POA (0.1).	T Wolynski	1.80
28 May 2021	Review and revise SMBC issues list responses and revise lease accordingly (0.5); review and revise ALC MSN 43371 lease, lease deliverables, checklist and signature pages and coordinate same with ALC and team (1.2); review and revise Engine Lease Side Letter and Subrogation Agreement for MSN 35120, attend call with AMX re: same (1.9).	J Kaplan	3.60
28 May 2021	Attention to preparing execution version of the Carlyle operating lease.	J Godly	1.50
28 May 2021	Coordinate/correspond with all parties re: AerCap deliveries (0.6); attend closing call re: MSN 43711 (0.4); review executed and dated versions of MSN 43711 documents (4.2).	J Martinez	5.20
28 May 2021	Attention to emails re: Irish security filings and CPs in connection with AMX-Clover installment purchase agreement amendment (0.3); attention to emails with Merx, Aeromexico and Skyworks re: delivery timeline and Irish apostille process for 3x 737-800 aircraft (0.4); prepare dated and compiled MSN 39002 AMX in-house opinion and DPOA and email same to Merx/H&K (0.5).	K Kinder	1.20
28 May 2021	Review lease re: MSN 31713 lease.	T Ferguson	0.20
28 May 2021	Attend calls with Vedder Price and A. Andreeva to discuss Ex-Im other indebtedness claim and draft correspondence regarding the same (0.8); prepare markup of GECAS ESN 956321 Lease Extension and Amendment (1.2); prepare NDA for Embraer's representation of the MOF (0.3); draft and review correspondence regarding AerCap	I Renzi	4.60

Aerovias de Mexico, S.A. de C.V.  
RE: Fleet Restructuring - Chapter 11

OUR REF: 1501275-0049

DATE	DESCRIPTION	TIMEKEEPER	HOURS
	documentation and conditions precedent thereto (0.3); prepare distribution of executed PDP, Lease, and Restructuring documentation for AMX's records (0.7); draft and review correspondence regarding GECAS LOI (0.2); attend AerCap closing call (1.1).		
28 May 2021	(Long-term fleet restructuring) review and revise the JSA closing checklists (0.4); review and revise insurance certificates for undelivered aircraft (0.5); prepare draft operative documents for the undelivered aircraft (4.1); correspond with parties regarding the transaction (0.6).	M Reznick	5.60
29 May 2021	(Long-term fleet restructuring) Correspondence with Skyworks re: Clover's unsecured claim (0.2); review and revise the proposed execution version of the A&R lease with Carlyle (0.7); review Carlyle's correspondence with the LC issuer re: drawdown (0.1).	A Andreeva	1.00
29 May 2021	Drafting side letter with Beatech re: cost contribution for engine maintenance.	T Wolynski	1.00
29 May 2021	Review and revise SMBC issues list responses, coordinate follow up questions, and revise lease accordingly.	J Kaplan	1.50
30 May 2021	Attention to finalizing Carlyle operating lease.	J Godly	0.20
30 May 2021	Draft correspondence regarding Wings issues list (0.4); draft correspondence regarding redactions to AMX Lease Agreements (0.1).	I Renzi	0.50
30 May 2021	(Long-term fleet restructuring) review and revise the insurance certificates for the JSA delivered aircraft (1.2); correspond with parties regarding the certificates (0.5).	M Reznick	1.70
31 May 2021	Review comments on SOT for MSN 43861, 44426 and 43860 (0.9); emails to AMX team (0.6).	S Collins	1.50
31 May 2021	(Long-term fleet restructuring) Correspondence with W&C team re: local registration requirements for the operational extension in the SMBC AC lease (0.1); correspondence with Aeromexico re: additional technical changes to the ALC acceptance certificate (0.1); discussions with M. Bravo at Aeromexico re: rent payment dates in the ALC lease (0.3); revise the ALC lease and recirculate to AMX (0.2); correspondence with Aeromexico re: maintenance requirements for ESN 956253 (0.1).	A Andreeva	0.80
31 May 2021	Call with AMX re: TN LOI (0.1); email with AMX re: Beatech side letter (0.1).	T Wolynski	0.20
31 May 2021	Review and revise ALC MSN 43371 lease, lease deliverables, checklist and signature pages and coordinate same with ALC and team.	J Kaplan	1.90
31 May 2021	Coordinate/respond with all parties re: delivery of MSN 43754 (AerCap).	J Martinez	0.20
<b>SUBTOTAL: Long-term fleet restructuring</b>			<b>1,045.90</b>

**Retention and Fee Applications**

11 May 2021	Prepare monthly fee statement (1.8); emails with C Hansen (0.3).	R Boone	2.10
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Aerovias de Mexico, S.A. de C.V.  
RE: Fleet Restructuring - Chapter 11

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
25 May 2021	Draft and revise supplemental declaration (0.9); emails with C Hansen (0.2).	R Boone	1.10
26 May 2021	Draft and revise monthly fee statement.	R Boone	1.80
<b>SUBTOTAL: Retention and Fee Applications</b>			<b>5.00</b>
<b>TOTAL</b>			<b>1,098.60</b>

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Aerovias de Mexico, S.A. de C.V.  
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TIMEKEEPER SUMMARY	TITLE	HOURS	RATE	USD
C Hansen	Partner	51.70	1,390.00	71,863.00
R Smith	Partner	33.20	1,390.00	46,148.00
S Collins	Partner	22.90	1,260.00	28,854.00
A Andreeva	Partner	112.70	1,200.00	135,240.00
T Wolynski	Partner	56.20	1,200.00	67,440.00
H Zaifman	Partner	1.50	1,200.00	1,800.00
D Grotts	Level 10+	4.40	1,085.00	4,774.00
R Boone	Level 8	5.00	1,045.00	5,225.00
J Kaplan	Level 5	143.60	940.00	134,984.00
J Godly	Level 4	28.00	920.00	25,760.00
R Llamas	Level 4	14.30	920.00	13,156.00
J Martinez	Level 4	124.10	920.00	114,172.00
K Kinder	Level 3	85.90	835.00	71,726.50
A Maury	Level 3	43.50	835.00	36,322.50
T Ferguson	Level 2	36.20	730.00	26,426.00
I Renzi	Level 2	83.80	730.00	61,174.00
M Reznick	Level 2	173.40	730.00	126,582.00
A Farol	Legal Assistant	30.70	385.00	11,819.50
M Ledesma	Legal Assistant	47.50	330.00	15,675.00
<b>TOTAL</b>		<b>1,098.60</b>		<b>999,141.50</b>

DISBURSEMENT SUMMARY	USD
Miscellaneous Other	298.00
Photocopying	132.02
Taxi - Business	43.38
<b>TOTAL</b>	<b>473.40</b>

**EXHIBIT E**

**Itemized Expenses for May 1, 2021 through May 31, 2021**

Miscellaneous Other

<b>Date</b>	<b>Expense Amount</b>
05/12/2021	66.00
05/12/2021	100.00
05/12/2021	66.00
05/12/2021	66.00
<b>Total</b>	<b>\$298.00</b>

Printing

<b>Date</b>	<b>Expense Amount</b>
05/03/2021	0.70
05/06/2021	25.34
05/06/2021	1.12
05/06/2021	2.10
05/06/2021	0.98
05/06/2021	0.70
05/06/2021	3.36
05/06/2021	14.00
05/09/2021	0.28
05/09/2021	2.94
05/09/2021	0.28
05/09/2021	2.94
05/09/2021	0.70
05/13/2021	2.52
05/13/2021	21.00
05/13/2021	0.14
05/13/2021	7.56
05/13/2021	0.14
05/17/2021	0.42
05/19/2021	15.82
05/19/2021	7.28
05/20/2021	0.98
05/20/2021	0.56
05/20/2021	0.14
05/20/2021	0.28
05/20/2021	3.22
05/21/2021	0.70
05/21/2021	0.70

Date	Expense Amount
05/24/2021	2.66
05/25/2021	0.28
05/25/2021	1.54
05/25/2021	0.70
05/27/2021	4.06
05/27/2021	1.68
05/27/2021	0.70
05/27/2021	0.28
05/27/2021	1.82
05/27/2021	1.26
05/27/2021	0.14
<b>Total</b>	<b>\$132.02</b>

Taxi – Business

Date	Expense Amount
05/11/2021	43.38
<b>Total</b>	<b>\$43.38</b>