

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

In re:

GRUPO AEROMÉXICO, S.A.B. de C.V., *et al.*,  
  
Debtors.<sup>1</sup>

Chapter 11

Case No. 20-11563 (SCC)

(Jointly Administered)

**Ref Docket Nos. 2436-2438,  
2440-2442, & 2445-2449**

**AFFIDAVIT OF SERVICE**

STATE OF CONNECTICUT)

) ss.:

COUNTY OF MIDDLESEX )

ANGHARAD BOWDLER, being duly sworn, deposes and says:

1. I am employed as a Director of Client Services by Epiq Corporate Restructuring, LLC, with their principal office located at 777 Third Avenue, New York, New York 10017. I am over the age of eighteen years and am not a party to the above-captioned action.
2. On January 7, 2022, I caused to be served the:
  - a. “Debtors’ Motion for Entry of an Order (I) Authorizing Debtor Aerovías de México, S.A. de C.V. to Assume (on an Amended Basis) that Certain Lease Agreement and (II) Approving the Claims Settlement with MSN 36707 Trust,” dated January 7, 2022 [Docket No. 2436], (the “MSN Motion”),
  - b. “Debtors’ Motion for Entry of an Order Authorizing the Debtors to Redact Commercially Sensitive Information,” dated January 7, 2022 [Docket No. 2437], (the “Seal 2436 Motion”),

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<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 Mexico, 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.

- c. “Declaration of Matthew Landess in Support of (A) Debtors’ Motion for Entry of an Order (I) Authorizing Debtor Aerovías de México, S.A. de C.V. to Assume (on an Amended Basis) that Certain Lease Agreement and (II) Approving the Claims Settlement with MSN 36707 Trust and (B) Related Sealing Motion,” dated January 7, 2022 [Docket No. 2438], (the “MSN Declaration”),
- d. “Debtors’ Motion for Entry of an Order (I) Authorizing Debtor Aerolitoral, S.A. de C.V. to Assume (on an Amended Basis) Certain Lease Agreements and (II) Approving the Claims Settlement with Beatech Power Systems, LLC,” dated January 7, 2022 [Docket No. 2440], (the “Beatech Motion”),
- e. “Debtors’ Motion for Entry of an Order Authorizing the Debtors to Redact Commercially Sensitive Information,” dated January 7, 2022 [Docket No. 2441], (the “Redact 2440 Motion”),
- f. “Declaration of Matthew Landess in Support of (A) Debtors’ Motion for Entry of an Order (I) Authorizing Debtor Aerolitoral, S.A. de C.V. to Assume (on an Amended Basis) Certain Lease Agreements and (II) Approving the Claims Settlement with Beatech Power Systems, LLC and (B) Related Sealing Motion,” dated January 7, 2022 [Docket No. 2442], (the “Beatech Declaration”),
- g. “Certificate of No Objection Regarding Debtors’ Motion for Entry of an Order (I) Authorizing Certain Debtors to Implement Transactions with Respect to Three Aircraft Subject to Japanese Operating Leases, Including (A) Amend and Assume Two Aircraft Lease Agreements (MSN 44426 and 44427), (B) Enter into a New Aircraft Lease (MSN 43860), (C) Provide the Corresponding Guarantees, and (II) Approving the Related Claims Settlement,” dated January 7, 2022 [Docket No. 2445], (the “CNO Lease Motion”),
- h. “Certificate of No Objection Regarding Debtors’ Motion for Entry of an Order Authorizing the Debtors to Redact Commercially Sensitive Information,” dated January 7, 2022 [Docket No. 2446], (the “CNO Seal Motion”),
- i. “Debtors’ Motion for Entry of an Order (I) Authorizing Debtor Aerovías de México, S.A. de C.V. to Assume (on an Amended Basis) that Certain Lease Agreement and (II) Approving the Claims Settlement with SMBC Aero Engine Lease B.V.,” dated January 7, 2022 [Docket No. 2447], (the “SMBC Motion”),
- j. “Debtors’ Motion for Entry of an Order Authorizing the Debtors to Redact Commercially Sensitive Information,” dated January 7, 2022 [Docket No. 2448], (the “Redact 2447 Motion”), and

- k. “Declaration of Matthew Landess in Support of (A) Debtors’ Motion for Entry of an Order (I) Authorizing Debtor Aerovías de México, S.A. de C.V. to Assume (on an Amended Basis) that Certain Lease Agreement and (II) Approving the Claims Settlement with SMBC Aero Engine Lease B.V. and (B) Related Sealing Motion,” dated January 7, 2022 [Docket No. 2449], (the “SMBC Declaration”),

by causing true and correct copies of the:

- i. MSN Motion, Seal 2436 Motion, MSN Declaration, Beatech Motion, Redact 2440 Motion, Beatech Declaration, CNO Lease Motion, CNO Seal Motion, SMBC Motion, Redact 2447 Motion, and SMBC Declaration to be enclosed securely in separate postage pre-paid envelopes and delivered via first class mail to those parties listed on the annexed Exhibit A,
- ii. MSN Motion, Seal 2436 Motion, and MSN Declaration to be enclosed securely in separate postage pre-paid envelopes and delivered via first class mail to those parties listed on the annexed Exhibit B,
- iii. Beatech Motion, Redact 2440 Motion, and Beatech Declaration to be enclosed securely in separate postage pre-paid envelopes and delivered via first class mail to those parties listed on the annexed Exhibit C,
- iv. CNO Lease Motion, and CNO Seal Motion to be enclosed securely in separate postage pre-paid envelopes and delivered via first class mail to those parties listed on the annexed Exhibit D,
- v. SMBC Motion, Redact 2447 Motion, and SMBC Declaration to be enclosed securely in separate postage pre-paid envelopes and delivered via first class mail to those parties listed on the annexed Exhibit E,
- vi. MSN Motion, Seal 2436 Motion, MSN Declaration, Beatech Motion, Redact 2440 Motion, Beatech Declaration, CNO Lease Motion, CNO Seal Motion, SMBC Motion, Redact 2447 Motion, and SMBC Declaration to be delivered via electronic mail to those parties listed on the annexed Exhibit F,
- vii. CNO Lease Motion, and CNO Seal Motion to be delivered via electronic mail to those parties listed on the annexed Exhibit G,
- viii. MSN Motion, Seal 2436 Motion, and MSN Declaration to be delivered via electronic mail to: *marcus.baldwin@macquarie.aero*,
- ix. Beatech Motion, Redact 2440 Motion, and Beatech Declaration to be delivered via electronic mail to: *david.runck@fmjlaw.com*, and
- x. SMBC Motion, Redact 2447 Motion, and SMBC Declaration to be delivered via electronic mail to: *contract@sacl.aero*; *andreja.l@sacl.aero*, *akinori.k@sacl.aero*.

3. All envelopes utilized in the service of the foregoing contained the following legend:  
“LEGAL DOCUMENTS ENCLOSED. PLEASE DIRECT TO THE ATTENTION OF  
ADDRESSEE, PRESIDENT OR LEGAL DEPARTMENT.”

/s/ Angharad Bowdler  
Angharad Bowdler

Sworn to before me this  
10<sup>th</sup> day of January, 2022

/s/ Amy E. Lewis

Notary Public, State of Connecticut

Acct. No. 100624

Commission Expires: 8/31/2022

**EXHIBIT A**

Claim Name	Address Information
AIR LEASE CORPORATION	2000 AVE OF THE STARS, #1000N LOS ANGELES CA 90067
ASOCIACION SINDICAL DE PILOTOS AVIADORES	PALOMAS 110 1ER PISO REFORMA SOCIAL CIUDAD DE MEXICO, MIGUEL 11650 MEXICO
CREDIT AGRICOLE CIB - TOKYO BRANCH	ATTN AGENCY & MIDDLE OFFICE SHIODOME SUMITOMO BUILDING, 15TH FL 1-9-2, HIGASHI-SHIMBASHI, MINATO-KU 105-0021 TOKYO JAPAN
FEDERAL AVIATION ADMINISTRATION	800 INDEPENDENCE AVE SW WASHINGTON DC 20591
GRUPO TELVISTA SA DE CV	BLVD AGUA CALENTE 11606 COL AVIACION CP TIJUANA BC 22420 MEXICO
HSBC MEXICO SA	PASEO DE LA REFORMA 347, 18TH FL COL. CUAUHTEMOC MEXICO CITY 06500 MEXICO
INTERNAL REVENUE SERVICE	ATTN CENTRALIZED INSOLVENCY OPERATION PO BOX 7346 PHILADELPHIA PA 19101-7346
MTU MAINTENANCE	WORLD TRADE CENTER, OFFICE TOWER B/16F STRAWINSKYLAAN 1639 1077XX AMSTERDAM NETHERLANDS
NATIXIS, NEW YORK BRANCH	ATTN BENOIST DE VIMAL & VALERIE DU MARS 1251 AVE OF THE AMERICAS, 5TH FL REF: NBB LORETO LEASE CO LTD - MSN 43859 NEW YORK NY 10020
NATIXIS, NEW YORK BRANCH	ATTN URS FISHCER & HANNA BECKLES 1251 AVE OF THE AMERICAS, 5TH FL REF: NBB LORETO LEASE CO LTD - MSN 43859 NEW YORK NY 10020
SECURITIES AND EXCHANGE COMMISSION	ATTN SEC HEADQUARTERS 100 F STREET NE WASHINGTON DC 20549
SUMITOMO MITSUI BANKING CORPORATION	ATTENTION SHAWN POWERS 277 PARK AVE NEW YORK NY 10172
TESORERIA DE LA FEDERACION	DOMICILIO CONOCIDO DISTRITO FEDERAL CDMX CIUDAD DE MEXICO MEXICO

<b>Total Creditor count 13</b>
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**EXHIBIT B**

<b>Claim Name</b>	<b>Address Information</b>
MERINO AEROSPACE FINANCE 36707 LIMITED	C/O VEDDER PRICE PC ATTN MICHAEL EDELMAN, ESQ; JEREMIAH VANDERMARK 1633 BROADWAY, 31ST FL NEW YORK NY 10019
MERINO AEROSPACE FINANCE 36707 LIMITED	C/O VEDDER PRICE PC 222 N LA SALLE ST CHICAGO IL 60601
MERINO AEROSPACE FINANCE 36707 LIMITED	ATTN MARCUS BALDWIN, COUNSEL 2 EMBARCADERO CTR, STE 200 SAN FRANCISCO CA 94111

**Total Creditor count 3**

**EXHIBIT C**

SERVICE LIST  
Pg 10 of 26

Claim Name	Address Information
BEAUTECH POWER SYSTEMS LLC	C/O FAFINSKI MARK & JOHNSON ATTN DAVID RUNCK 775 PRAIRIE CENTER DR, STE 400 EDEN PRAIRIE MN 55344
BEAUTECH POWER SYSTEMS LLC	1920 MCKINNEY AVE., STE 920 DALLAS TX 95201

**Total Creditor count 2**

**EXHIBIT D**

Claim Name	Address Information
BALLYPOREEN LLC	TRANSFEROR: DEVELOPMENT BANK OF JAPAN IN C/O STRATEGIC VALUE PARTNERS LLC 100 W PUTNAM AVE GREENWICH CT 06830
BALLYPOREEN LLC	TRANSFEROR: KFW IPEX-BANK GMBH C/O STRATEGIC VALUE PARTNERS LLC 100 W PUTNAM AVE GREENWICH CT 06830
BALLYPOREEN LLC	TRANSFEROR: CHUGOKU BANK LTD C/O STRATEGIC VALUE PARTNERS LLC 100 W PUTNAM AVE; ATTN GC & CCO GREENWICH CT 06830
CASEMENT PARK S.A.R.L.	TRANSFEROR: CARACARA LTD, AS REPRESENTAT C/O STRATEGIC VALUE PARTNERS; GC & CCO 100 W PUTNAM AVE GREENWICH CT 06830
CASEMENT PARK S.A.R.L.	TRANSFEROR: NTT TC LEASING CO LTD C/O STRATEGIC VALUE PARTNERS; GC & CCO 100 W PUTNAM AVE GREENWICH CT 06830
CREDIT AGRICOLE CORP AND INVESTMENT BANK	AS SECURITY TRUSTEE 12 PLACE DES ETATS-UNIS CS 70052 MONTROUGE, CEDEX 92547 FRANCE
CREDIT AGRICOLE CORP AND INVESTMENT BANK	AVIATION GROUP ATTN HEAD OF AVIATION GROUP / AGENCY & MIDDLE OFFICE AIRCRAFT FINANCING 12 PLACE DES ETATS-UNIS CS 70052 MONTROUGE, CEDEX 92547 FRANCE
CREDIT AGRICOLE CORP AND INVESTMENT BANK	AVIATION GROUP ATTN HEAD OF AVIATION GROPU / AGENCY & MIDDLE OFFICE AIRCRAFT FINANCING 12 PLACE DES ETATS-UNIS CS 70052 MONTROUGE, CEDEX 92547 FRANCE
CREDIT AGRICOLE CORP AND INVESTMENT BANK	AS SECURITY TRUSTEE 12 PLACE DES ETATS-UNIS CS 70052 MONTROUGE, CEDEX 9254 FRANCE
CREDIT AGRICOLE CORP AND INVESTMENT BANK	TOKYO BRANCH ATTN AGENCY & MIDDLE OFFICE 1-9-2 HIGASHI-SHIMBASHI MINATO-KU TOKYO 105-0021 JAPAN
CREDIT AGRICOLE CORP AND INVESTMENT BANK	C/O PILLSBURY WINTHROP SHAW PITTMAN LLP ATTN LEO T CROWLEY 31 W 52ND ST NEW YORK NY 10019
CREDIT AGRICOLE CORP AND INVESTMENT BANK	C/O PILLSBURY WINTHROP SHAW PITTMAN LLP ATTN DANIA SLIM 324 ROYAL PALM WAY, STE 220 PALM BEACH FL 33480
JA MITSUI LEASING LTD	ATTN TRANSPORTATION SYSTEMS DEPT SHIP & TRANSPORTATION SYSTEMS DIVISION 8-13-1 GINZA CHUO-KU, TOKYO 104-0061 JAPAN
JA MITSUI LEASING LTD	8-13-1, GINZA , GINZA MITSUI BLDG. CHUO-KU TOKYO 104-0061 JAPAN
JA MITSUI LEASING LTD	C/O CLIFFORD CHANCE US LLP ATTN JENNIFER DEMARCO; MICHELLE MCGREAL; ROBERT JOHNSON 31 W 52ND ST NEW YORK NY 10019
LOBELIA LEASING INC	13-1, GINZA 8-CHOME, CHUO-KU TOKYO JAPAN
LOBELIA LEASING INC	8-13-1, GINZA, CHUO-KU TOKYO JAPAN
MUSGRAVE PARK S.A.R.L.	TRANSFEROR: BOHOLA LLC C/O STRATEGIC VALUE PARTNERS LLC ATTN GEN COUNSEL & CCO; 100 W PUTNAM AVE GREENWICH CT 06830
NATIXIS	C/O VEDDER PRICE PC ATTN MICHAEL EDELMAN, ESQ; JEREMIAH VANDERMARK, ESQ 1633 BROADWAY, 31ST FL NEW YORK NY 10019
NATIXIS	ATTN JOVICA IVETIC; CHRISTOPHER KILEY 1251 AVENUE OF THE AMERICAS, 5TH FL NEW YORK NY 10020
NATIXIS	C/O VEDDER PRICE PC ATTN WILLIAM THORSNESS, ESQ 222 N LA SALLE ST CHICAGO IL 60601
NATIXIS, NEW YORK BRANCH	C/O HERBERT SMITH FREEHILLS NY LLP ATTN PETER BEHMKE; JONATHAN CROSS 450 LEXINGTON AVE NEW YORK NY 10017
NATIXIS, NEW YORK BRANCH	C/O HERBERT SMITH FREEHILLS NEW YORK LLP ATTN PETER BEHMKE; JONATHAN CROSS 450 LEXINGTON AVE NEW YORK NY 10017
NATIXIS, NEW YORK BRANCH	C/O VEDDER PRICE PC ATTN MICHAEL EDELMAN, ESQ; JEREMIAH VANDERMARK, ESQ 1633 BROADWAY, 31ST FL NEW YORK NY 10019
NATIXIS, NEW YORK BRANCH	ATTN JOVICA IVETIC; CHRISTOPHER KILEY 1251 AVENUE OF THE AMERICAS, 5TH FL NEW YORK NY 10020
NATIXIS, NEW YORK BRANCH	C/O VEDDER PRICE PC ATTN WILLIAM THORSNESS, ESQ 222 N LA SALLE ST CHICAGO IL 60601
SUMITOMO MITSUI FIN LEASING CO LIMITED	ATTN GENERAL MGR OF TRANSPORT ASSET BUS 1-3-2 MARUNOUCHI CHIYODA-KU TOKYO 100-8287 JAPAN
SUMITOMO MITSUI FIN LEASING CO LIMITED	C/O HOLLAND & KNIGHT LLP ATTN BARBRA PARLIN, ESQ 31 W 52ND ST NEW YORK NY 10019

Claim Name	Address Information
THOMOND PARK S.A.R.L.	TRANSFEROR: BELGOOLY LLC C/O STRATEGIC VALUE PARTNERS LLC ATTN GEN COUNSEL & CCO; 100 W PUTNAM AVE GREENWICH CT 06830
THOMOND PARK S.A.R.L.	TRANSFEROR: BANK OF UTAH C/O STRATEGIC VALUE PARTNERS LLC ATTN GEN COUNSEL & CCO; 100 W PUTNAM AVE GREENWICH CT 06830

<b>Total Creditor count 30</b>
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**EXHIBIT E**

Claim Name	Address Information
SMBC AERO ENGINE LEASE BV	ATTN ANDREJA LIKAR, CONTRACT MANAGEMENT WORLD TRADE CENTER OFFICE TOWER B/16F STRAWINSKYLAAN 1639 AMSTERDAM 1077XX THE NETHERLANDS
SMBC AERO ENGINE LEASE BV	C/O CLIFFORD CHANCE US LLP ATTN JENNIFER DEMARCO, MICHELLE MCGREAL, ROBERT JOHNSON 31 W 52ND ST NEW YORK NY 10019

<b>Total Creditor count 2</b>
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**EXHIBIT F**

Creditor Name	Email Address
AEROPUERTO DE CANCUN SA DE CV	AGUZMAN@ASUR.COM.MX
AEROPUERTO DE GUADALAJARA SA DE CV	DARELLANOS@AEROPUERTOSGAP.COM.MX
AEROPUERTO DE MONTERREY SA DE CV	ACAMPOS@OMA.AERO
AEROPUERTO INTERNACIONAL DE LA CIUDAD	FPARDO@AICM.COM.MX
AEROPUERTOS Y SERVICIOS AUXILIARES	MAM.COMERCIAL@ASA.GOB.MX
AIR LEASE CORPORATION	INFO@AIRLEASECORP.COM
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CELESTIAL AVIATION TRADING	FIONA.CONNOLLY@GECAS.COM
CITIBANK, NA	PAUL.O.JOSEPH@CITI.COM
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Creditor Name	Email Address
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DEUTSCHE BANK MEXICO, SA F/1748	ALONSO.ROJAS@DB.COM
DEUTSCHE BANK TRUST COMPANY AMERICAS	DEISILANIA.GOMES@DB.COM
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DORSEY & WHITNEY LLP (COUNSEL FOR US BANK ENTITIES) ATTN: SAMUEL S. KOHN, NATASHA WELLS	KOHN.SAM@DORSEY.COM; WELLS.NATASHA@DORSEY.COM
DUANE MORRIS LLP (COUNSEL FOR MOODY'S INVESTORS SERVICE, INC.)	PABOSSWICK@DUANEMORRIS.COM; CRBELMONTE@DUANEMORRIS.COM
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FALKO REGIONAL AIRCRAFT LIMITED	MARCUS.ROWLEY@FALKO.COM
FOLEY HOAG LLP	ABAUER@FOLEYHOAG.COM; JTEOH@FOLEYHOAG.COM; MPARKINSON@FOLEYHOAG.COM
FREIDENBERG, FREIDENBERG & LIFSIC – ABOGADOS (COUNSEL FOR AEROVIAS DE MÉXICO SA DE CV (AEROMÉXICO) ARGENTINE REGISTERED BRANCH)	ELIZABETHFREIDENBERG@EMFRL.COM.AR; ELIZABETHFREIDENBERG@GMAIL.COM; MNUNEZ@EMFRL.COM.AR
GENERAL ELECTRIC	ALAN.FRETWELL@GE.COM
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Creditor Name	Email Address
HOLLAND & KNIGHT LLP (COUNSEL FOR AVOLON AEROSPACE AOE 116 LIMITED, AVOLON AEROSPACE AOE 117 LIMITED, WELLS FARGO TRUST CO N.A. /TA (AIRCRAFT MSN 37165), (AIRCRAFT MSN 37167), (MSN 62147), (MSN 62148), TA 36699, TA 36705, TA 36706, TA 36880, TA 37753, TA 43704 , (AIRCRAFT MSN 33790),(AIRCRAFT MSN 33783), CONSTITUTION AIRCRAFT LEASING (IRELAND) 9 LIMITED , AMENDED AND RESTATED TRUST AGREEMENT (AIRCRAFT 73B-32796 (DELAWARE) TRUST, CREDITOR AND PARTY-IN-INTEREST BOCA AVIATION (IRELAND) LIMITED, CREDITOR AND PARTY-IN-INTEREST MSN 39429 TRUST, CREDITOR AND PARTY-IN-INTEREST FGL AIRCRAFT IRELAND LIMITED, CREDITORS AND PARTIES-IN-INTEREST FO GALAXY LEASING LTD. AND TLC DAFFODIL LTD., CREDITOR AND PARTY-IN-INTEREST ENGINE LEASE FINANCE CORPORATION, CREDITOR AND PARTY-IN-INTEREST MC ENGINE LEASING LTD, MSN 39439)	BARBRA.PARLIN@HKLAW.COM; ARTHUR.ROSENBERG@HKLAW.COM; MARC.ANTONECCHIA@HKLAW.COM; BRIAN.SMITH@HKLAW.COM; ROBERT.JONES@HKLAW.COM
HSBC BANK USA, N.A.	<a href="mailto:DANIELA.ALVARADO@US.HSBC.COM">DANIELA.ALVARADO@US.HSBC.COM</a>
HUGHES HUBBARD & REED LLP (COUNSEL FOR DELTA AIR LINES, INC.) ATTN: KATHRYN A. COLEMAN, ESQ AND JEFFREY MARGOLIN, ESQ.	KATIE.COLEMAN@HUGHESHUBBARD.COM; JEFF.MARGOLIN@HUGHESHUBBARD.COM
HUGHES HUBBARD & REED LLP, ATTN: CHRISTOPHER WHELAN, ESQ)	CHRISTOPHER.WHELAN@HUGHESHUBBARD.COM
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JAMES O. JOHNSTON ( COUNSEL FOR DIAMETER CAPITAL PARTNERS, L.P.)	<a href="mailto:JJHONSTON@JONESDAY.COM">JJHONSTON@JONESDAY.COM</a>
KAPLAN KIRSCH & ROCKWELL LLP ( COUNSEL FOR THE CITY OF AUSTIN, TEXAS, AND THE AUSTIN-BERGSTROM INTERNATIONAL AIRPORT)	SOSIT@KAPLANKIRSCH.COM; ESMITH@KAPLANKIRSCH.COM; DBANNARD@KAPLANKIRSCH.COM
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