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Attorney for Foreign Representative Deloitte Restructuring Inc.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MONTANA

IN RE: ASPEN AIR CORPORATION and ASPEN AIR U.S. CORP., Debtors.	Case No. 18-60662-15 MOTION FOR ENTRY OF AN ORDER SCHEDULING THE RECOGNITION HEARING
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VANESSA ALLEN, Senior Vice President, Deloitte Restructuring Inc., the Foreign Representative of Aspen Air Corporation and Aspen Air U.S. Corp. (the “Aspen Companies”), by and through counsel, James A. Patten, respectfully moves this Court for the Entry of an Order Scheduling the Recognition Hearing pursuant to 11 U.S.C. § 1517.

In support hereof, the Foreign Representative, states:

1. A petition under Chapter 15 of the U.S. Bankruptcy Code was filed in the above entitled court on the 9th day of July, 2018. The foreign main proceedings for Aspen Air Corporation and Aspen Air U.S. Corp. are pending in the Court of Queen’s Bench of Alberta in Bankruptcy and Insolvency, in the matter of the Division I Proposal Proceedings of Aspen Air Corporation and Aspen Air U.S. Corp., case numbers 25-2386427 and 25-2386434. Deloitte

Restructuring Inc., has been designated by the Court of Queen's Bench as the Proposal Trustee and Foreign Representative.

2. Pursuant to the order issued by the Court at Queen's Bench of Alberta on June 26, 2018, the cases for Aspen Air Corporation and Aspen Air U.S. Corp. are administratively consolidated. (Attachment to Form 401 – Chapter 15 Petition, ¶ 25 “Procedural Consolidation”). The Clerk in the Canadian court was directed to open a single, consolidated file for both proceedings. Id.

3. The order states the center of main interest of the Aspen Companies is in the Province of Alberta, Canada, which is where the order issued from the Foreign Main Proceeding is pending. 11 U.S.C. § 1502(4). (Attachment to Form 401 – Chapter 15 Petition, ¶ 24 “Recognition of Proposal Proceedings”).

4. The Order also requests assistance from any court of the United States of America in effecting its purpose and for orders under Chapter 15 of the United States Bankruptcy Code, including for recognition of the instant proceedings in Canada pending as “Foreign Main Proceedings” for the purpose of Chapter 15 relief. (Attachment to Form 401 – Chapter 15 Petition, ¶¶ 22-23 “Recognition of Proposal Proceedings”).

5. The Order identifies the Foreign Representative and so appoints it as required by 11 U.S.C. § 1515. The Order requests recognition of its proceedings as “Foreign Main Proceedings,” as required for petition under Chapter 15 by §§ 1504 and 1515.

6. The Aspen Companies as consolidated by the Order of the Court of Queen's Bench of Alberta are properly petitioned for recognition as consolidated before this Court, as cooperation and fair and efficient administration of both cases, per 11 U.S.C § 1501, will be promoted, as well as the additional policy goals of the Chapter.

7. In accordance with 11 U.S.C § 1517(a), “[A]fter notice and a hearing” an order recognizing a foreign proceeding shall be entered if the statutory requisites described in 11 U.S.C. § 1517(a) are met. A “petition for recognition of a foreign proceeding shall be decided upon at the earliest possible time.” 11 U.S.C. § 1517(c). Rule 2002(q)(1), F.R. Bankr. P., requires the clerk, or such other person as the court may direct, to give the debtor and all persons or bodies authorized to administer foreign proceedings, all entities against whom provisional relief is sought, all parties to litigation pending in the United States to which the debtors are a party, and such other entities as the Court may direct, at least 21 days’ notice by mail of the Recognition Hearing.

8. No provisional relief, as described in 11 U.S.C. § 1519, is sought from any entity. There is no pending litigation against Aspen Air Corporation and Aspen Air U.S. Corp.

9. Unless this Court orders otherwise, notice is required to be given to the foreign representative, Deloitte Restructuring Inc., Aspen Air Corporation and Aspen Air U.S. Corp. and no other.

WHEREFORE, the foregoing, VANESSA ALLEN, Senior Vice President, Deloitte Restructuring Inc., Foreign Representative, respectfully requests this Court schedule a hearing on the Aspen Air Corporation and Aspen Air U.S. Corp. Petition for Recognition and that notice of the hearing, in substantial conformance with the attached Exhibit “A”, be served upon Aspen Air Corporation and Aspen Air U.S. Corp and Deloitte Restructuring Inc. with a courtesy copy to the Office of the U. S. Trustee.

So moved this 9th day of July, 2018

**PATTEN, PETERMAN, BEKKEDAHL
& GREEN, PLLC**

2817 2nd Avenue North, Suite 300
P.O. Box 1239
Billings, MT 59103-1239

By: /s/ JA Patten
James A. Patten
Attorney for the Foreign Representative

CERTIFICATE OF SERVICE

I, the undersigned, do hereby certify, under penalty of perjury, that on the 9th day of July, 2018, a copy of the foregoing was served by electronic means pursuant to LBR 9013-1(d)(2) on the parties noted in the Court's ECF transmission facilities and/or by mail on the following parties:

Aspen Air Corporation
Aspen Air U.S. Corp.
President & CEO
Attn: Onkar Dhaliwal
Southland Tower
10655 Southport Road SW, Suite 1460
Calgary, AB T2W-4Y1

Deloitte Restructuring Inc.
Attn: Vanessa Allen
Senior Vice President
700 Bankers Court
850-2nd Street SW
Calgary, AB T2P-OR8

Aaron York
U.S. Department of Justice
Office of United States Trustee
Liberty Center, Suite 204
301 Central Avenue
Great Falls, MT 59401

By: /s/JA Patten
For Patten, Peterman, Bekkedahl & Green, PLLC

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Attorneys for Foreign Representative Deloitte Restructuring Inc.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MONTANA

<p>IN RE:</p> <p>ASPEN AIR CORPORATION. and ASPEN AIR U.S. CORP.,</p> <p style="text-align: center;">Debtors.</p>	<p>Case No. 18-60662-15</p> <p style="text-align: center;">NOTICE</p>
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To: Aspen Air Corporation. and Aspen Air U.S. Corp., in care of Onkar Dhaliwal, President/ CEO, 10655 South Port Road SW, Calgary, Alberta, T2W-4Y1, and Vanessa Allen, Senior Vice President, Deloitte Restructuring Inc., 700 Bankers Court, 850-2nd Street SW, Calgary, Alberta T2P-OR8.

Please take notice that on the _____ day of _____, 2018 at the hour of _____ o'clock __.m. this Court will hear the Petition for Recognition of a Foreign Main Proceeding involving Aspen Air Corporation and Aspen Air U.S. Corp., in the Ella Knowles Courtroom, James F. Battin Federal Courthouse, 2601 2nd Ave North, Billings, MT 59101.

Dated this ____ day of July, 2018.

By the Court

EXHIBIT A