

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**IN THE MATTER OF THE RECEIVERSHIP OF
SKYSERVICE AIRLINES INC.**

BETWEEN:

THOMAS COOK CANADA INC.

Applicant

- and -

SKYSERVICE AIRLINES INC.

Respondent

**MOTION RECORD
(returnable July 27, 2010)**

July 20, 2010

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Skyservice Airlines Inc.

TO: **The Service List**

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

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Court File No. CV-10-8647-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**IN THE MATTER OF THE RECEIVERSHIP OF
SKYSERVICE AIRLINES INC.**

BETWEEN:

THOMAS COOK CANADA INC.

Applicant

- and -

SKYSERVICE AIRLINES INC.

Respondent

**NOTICE OF MOTION
(returnable July 27, 2010)**

FTI CONSULTING CANADA INC. in its capacity as court-appointed receiver (the “**Receiver**”) of all of the assets, undertakings and properties of Skyservice Airlines Inc. (“**Skyservice**”) acquired for, or used in relation to a business carried on by Skyservice, including all proceeds thereof, will make a motion to a judge presiding over the Commercial List on Tuesday, July 27, 2010 at 10:00 a.m. or as soon after that time as the motion can be heard, at 330 University Avenue, Toronto.

PROPOSED METHOD OF HEARING: The motion is to be heard orally.

THE MOTION IS FOR:

- (a) an order, substantially in the form of the draft order included in the Motion Record as Tab 3 authorizing the Receiver to enter into the settlement agreement made as of July 14, 2010 between Wells Fargo Bank Northwest,

National Association, LTU Lufttransport-Unternehmen GmbH, Aircastle Limited, Skyservice and the Receiver (the "LTU Settlement Agreement");

- (b) an order, substantially in the form of the draft order included in the Motion Record as Tab 4 approving the fees and disbursements of the Receiver and its legal counsel and approving the activities described in the Receiver's reports filed to date (the "Receiver's Reports"); and
- (c) an order, substantially in the form of the draft order included in the Motion Record as Tab 5 approving a procedure for the submission, evaluation and adjudication of claims against Skyservice; and
- (d) Such further and other relief as counsel may request and this Honourable Court may deem just.

THE GROUNDS FOR THE MOTION ARE:

Background

1. By order of the Honourable Justice Gans dated March 31, 2010 (the "Date of Receivership"), the Receiver was appointed receiver of all of the assets, undertakings and properties of Skyservice acquired for or used in relation to a business carried on by Skyservice, including all proceeds thereof.
2. Skyservice ceased operations on March 31, 2010.

LTU Settlement

3. One of the aircraft (the "LTU Aircraft") leased by Skyservice was leased from Wells Fargo Bank Northwest, National Association (the "Head Lessor") under a lease (the "Headlease") and sub-leased by Skyservice to LTU Lufttransport-Unternehmen GmbH (the "Sublessee") under a sublease (the "Sublease").
4. The difference each month between rent due under the Sublease and rent due under the Headlease was US\$45,000 with respect to base rent and US\$6,400 with respect to supplemental rent, both in favour of Skyservice. There were also security deposits under the

Headlease and Sublease, with a difference of US\$32,000 between the two, in favour of the Head Lessor.

5. Since the Date of Receivership the Sublessee has not made payments to Skyservice under the Sublease and Skyservice has not made payments to the Head Lessor under the Headlease.

6. The Receiver has negotiated a settlement with the Head Lessor and Sublessee to enable the Head Lessor and Sublessee to enter direct lease arrangements and to provide some recovery to the Receiver in respect of the lease rate differentials without having to take on any lease-related or aircraft return obligations.

7. The terms of the settlement are set out in an agreement made as of July 14, 2010 (the "LTU Settlement Agreement") the key terms of which are that the Head Lessor will pay US\$225,000 to the Receiver, the Headlease and Sublease will be terminated, and the Receiver and Skyservice are released from any further obligations with respect to the leases, including but not limited to the condition of the LTU Aircraft.

8. The Receiver is of the view that the the LTU Settlement Agreement is reasonable in the circumstances and seeks approval thereof.

Fees

9. The Receiver and its independent legal counsel, McCarthy Tétrault LLP, have undertaken various actions since the Date of Receivership as described in the Receiver's Reports.

10. Paragraph 17 of the Receivership Order provides that the Receiver and its counsel shall be paid their reasonable fees and disbursements at their standard rates and charges.

11. Paragraph 18 of the Receivership Order provides that the Receiver and its legal counsel shall pass accounts from time to time and that such accounts are referred to a judge of the Commercial List of this Court.

12. The costs of the Receiver and its counsel, as set out in the Affidavits of Jamie T. Engen and Dean Palmer, respectively, and the attachments thereto, are fair and reasonable.

Claims Process

13. The Receiver is of the view that it will be necessary to identify and quantify the claims of creditors of Skyservice and that the claims determination procedure will be more efficient if completed now.

14. The key provisions of the proposed claims process are described in the Fourth Report.

15. If approved, the claims process will, among other things:

- (a) allow creditors to submit their claims and supporting documentation on-line using a secure, user-friendly web-based application developed by FTI Consulting for secure on-line filing, review, dispute and adjudication of claims (the "FTI Claims Site");
- (b) establish a claims bar date of August 20, 2010 for filing proofs of claim.
- (c) permit the Receiver to revise or disallow any proof of claim in whole or in part via the FTI Claims Site;
- (d) provide that any claimant may dispute any Notice of Revision or Disallowance via the FTI Claims Site by no later than 5:00 EST on the date that is 15 days after the date of revision or disallowance by the Receiver or such later date as the Court may order;
- (e) Any creditor who is unable or unwilling to use the FTI Claims Site has the option of providing relevant data and supporting documentation to the Receiver who will be able to input the data and upload the supporting documentation on the creditor's behalf. In addition, the Receiver has the ability to provide notices and correspondence via paper copy to any creditor that is unable or unwilling to provide an e-mail contact address.

16. The Receiver also relies on:

- (a) the provisions of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3; and

- (b) such further and other grounds as counsel may advise and this Honourable Court may permit.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of the motion:

- (a) the Fourth Report and attachments thereto, including the Affidavit of Jamie T Engen and the Affidavit of Dean Palmer;
- (b) Such further and other materials as counsel may advise and this Honourable Court may permit.

July 20, 2010

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Skyservice Airlines Inc.

TO: **The Service List**

IN THE MATTER OF THE RECEIVERSHIP OF SKYSERVICE AIRLINES INC.

BETWEEN:

THOMAS COOK CANADA INC.

- and -

SKYSERVICE AIRLINES INC.

Court File No. CV-10-8647-00CL

ONTARIO

**SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

NOTICE OF MOTION

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Court File No. CV-10-8647-00CL

Skyservice Airlines Inc.

FOURTH REPORT OF THE RECEIVER

July 20, 2010

Court File No. CV-10-8647-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

IN THE MATTER OF THE RECEIVERSHIP OF SKYSERVICE AIRLINES INC.

Between

THOMAS COOK CANADA INC.

Applicant

- and -

SKYSERVICE AIRLINES INC.

Respondent

**FOURTH REPORT TO THE COURT SUBMITTED BY
FTI CONSULTING CANADA INC.
IN ITS CAPACITY AS RECEIVER**

INTRODUCTION

1. On March 31, 2010 (the “**Date of Receivership**”), FTI Consulting Canada Inc. was appointed as receiver (the “**Receiver**”) of all of the assets, undertakings and properties (the “**Property**”) of Skyservice Airlines Inc. (“**Skyservice**” or the “**Company**”) pursuant to the order of the Honourable Mr. Justice Gans (the “**Receivership Order**”) granted upon the application of Thomas Cook Canada Inc. (“**TCCI**”) pursuant to section 243(1) of the *Bankruptcy and Insolvency Act (Canada)* (the “**BIA**”) and section 101 of the *Courts of Justice Act (Ontario)*.
2. On June 17, 2010, the Honourable Mr. Justice Morawetz granted an Order (the “**Fasken Sale Process Order**”) authorizing the Receiver to enter into the purchase and sale agreement with 2157565 Ontario Inc. dated May 25, 2010 (as amended, the “**Fasken Stalking Horse Agreement**”) and approving the marketing process for the Fasken property (the “**Fasken Marketing Process**”).

3. Also on June 17, 2010, the Honourable Mr. Justice Morawetz granted an Order (the “**Liquidation Order**”) approving the liquidation services agreement (the “**Liquidation Services Agreement**”) between the Receiver and Century services Inc. (“**Century**”).
4. To date the Receiver’s has filed three Reports and a Supplement to the Second Report on various aspects of the Receivership. The purpose of this, the Receiver’s Fourth Report, is to inform the Court of the following:
 - (i) The activities of the Receiver since June 10, 2010, the date of the Receiver’s Second Report;
 - (ii) Receipts and disbursements for the period from March 31 through July 9, 2010;
 - (iii) The marketing process to be undertaken by the Receiver for the sale of the Hangar (the “**Hangar Marketing Process**”);

and to request the granting by this Honourable Court of:

- (iv) An order approving the settlement agreement made as of July 14, 2010 between Wells Fargo Bank Northwest, National Association, LTU Luftransport-Unternehmen GmbH, Skyservice and the Receiver (the “**LTU Settlement Agreement**”)
- (v) An order approving a procedure for the submission, evaluation and adjudication of claims against Skyservice (the “**Claims Procedure**”);
and
- (vi) An order approving the fees and disbursements of the Receiver for the period to June 20, 2010 and of its legal counsel for the period to June 30, 2010.

TERMS OF REFERENCE

5. In preparing this report, the Receiver has relied upon unaudited financial information of Skyservice, Skyservice's books and records, certain financial information prepared by Skyservice and discussions with Skyservice's employees. The Receiver has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the information. Accordingly, the Receiver expresses no opinion or other form of assurance on the information contained in this report or relied on in its preparation. Future oriented financial information reported or relied on in preparing this report is based on assumptions regarding future events; actual results may vary from forecast and such variations may be material.
6. Unless otherwise stated, all monetary amounts contained herein are expressed in Canadian Dollars. Capitalized terms not otherwise defined are as defined in the Receivership Order or the First Report.

ACTIVITIES SINCE THE DATE OF THE RECIEVER'S SECOND REPORT

ACCOUNTS RECEIVABLE

7. The Receiver continues to collect outstanding receivables. Skyservice's books and records show total estimated receivables of approximately \$17.3 million as at the Date of Receivership. Included in this amount is \$8.7 million due from the former tour operators and aircraft security deposits of approximately \$4.0 million. The Receiver is working with numerous vendors to reconcile accounts and determining set off amounts. In addition the Receiver has identified approximately \$1.3 million of receivables which were not recorded in the books and records of the Company as at the Filing date. Collections to date total approximately \$1.9 million.

THIRD PARTY ASSET CLAIMS

8. To date the Receiver has received claims for ownership of assets in the possession of Skyservice from 22 different companies. Documentation provided to support said claims has been received by the Receiver and its legal counsel to confirm ownership rights. To date the Receiver has released the goods of 18 of the Companies who have valid property rights. Two claims have been denied as insufficient documentation has been provided. The Receiver is continuing to review two claims.

EMPLOYEES

9. On the Date of Receivership, Skyservice had 1,088 full- or part-time employees. Since the Date of Appointment the Receiver, on behalf of the Company, has issued 1,078 letters of termination. Skyservice continues to retain 8 people full-time and 2 part-time to assist with the Receivership.

WEPPA

10. In accordance with the *Wage Earners Protection Program Act* (Canada) (“WEPPA”), the Receiver provided the required information to individuals within 45 days of the Receivership. In order to assist the Skyservice Cabin Crew Association (“SCCA”) in filing claims on behalf of their members, the Receiver sought and received an extension from Service Canada to July 31, 2010 in which to provide the required information to Service Canada.
11. The Receiver has also posted information pertaining to WEPPA on its website, and continues to respond to inquiries via email and phone as the messages are received.

SALES OF ASSETS TO DATE

12. Pursuant to the Receivership Order, the Receiver is empowered and authorized by the Court to market and sell the Property or any part or parts thereof, provided that any individual transaction may not exceed \$750,000 and that the aggregate consideration for all such transactions may not exceed \$3,000,000 without further court approval. To date, the Receiver has completed sales of tourist cards, alcoholic beverages and perishable products for aggregate consideration of \$116,000. In addition the Receiver has received an advance from the Liquidator of \$1,000,000 in accordance with the Liquidation Services Agreement.

SALE OF AIRCRAFT OPERATING CERTIFICATE AND AIRCRAFT MAINTENANCE ORGANIZATION CERTIFICATE

13. The Receiver has met with and had ongoing discussions with three parties who are interested in acquiring the Skyservice “corporate shell” in order to obtain the benefit of the Aircraft Operating Certificate (“AOC”) and the Approved Maintenance Organization Certificate (“AMO”) held by Skyservice. The Receiver is in discussions with these parties to determine whether the basis of a mutually acceptable transaction can be agreed.

UPDATE ON FASKEN MARKETING PROCESS

14. An advertisement with respect to the sale of the Fasken Property was published in the national edition of the Globe and Mail on Thursday June 24, 2010. On July 8, 2010, the Receiver mailed a notice of the availability of the Fasken property to each of the 433 commercial real estate offices listed in Mississauga and Toronto. A significant number of parties have expressed interest in the property. The Receiver has made detailed information available and is in the process of conducting site visits for those who request a tour of the property.

UPDATE ON LIQUIDATION

15. Century has commenced the liquidation process in accordance with the Liquidation Services Agreement. Parties with an interest in a bulk purchase have been invited to examine the inventory and make an offer for all or part of the inventory. The deadline for offers for this initial process was Friday, July 9, 2010. The Liquidator anticipates inviting the general public to join in the liquidation process on July 19, 2010. A public auction of any remaining assets and inventory has been tentatively scheduled for September 15th, 2010.

RECEIPTS AND DISBURSEMENTS FOR MARCH 31 TO JULY 9, 2010

16. The excess of receipts over disbursements for the period from March 31, 2010 to July 9, 2010 (the "Period"), totalled approximately \$9.6 million, as summarized below:

	\$000
Receipts	
Cash	8,851
Sales	1,116
Collections under Aircraft Return Agreements	2,318
Accounts Receivable	1,884
Miscellaneous	35
Total Receipts	14,204
Disbursements	
Occupancy Costs	73
Payroll	1,380
Operating Costs	394
Legal & Professional	2,571
GST	142
Total Disbursements	4,560
Excess of Receipts over Disbursements	9,644

17. In addition to the foregoing, the Receiver currently estimates that it has incurred approximately \$350,000 in accrued obligations, primarily in respect of payroll-related costs, legal and professional fees and other miscellaneous operating costs.

HANGAR MARKETING PROCESS

18. As detailed in the Receiver's First report, Skyservice owns a building located at 2450 Derry Road in the city of Mississauga, Province of Ontario (the "Hangar"). The Receiver has been contacted by a number of parties who have expressed interest in acquiring the Hangar.
19. Given the special nature of the Hanger and its limited use, the Receiver is of the view that there would be little or no benefit from listing the Hanger with a commercial real estate agent in the traditional way. This view was confirmed by discussions held by the Receiver with a number of real estate agents. The Receiver is further of the view that logical potential parties can be made aware of the opportunity to acquire the Hanger through:
 - (i) The general publicity surrounding the Receivership; and
 - (ii) Advertising in the national press and industry publications.
20. Accordingly, the Receiver intends to undertake the following for the Hanger marketing process:
 - (i) An advertisement will be placed in the national edition of the National Post newspaper;
 - (ii) An advertisement will be placed in Aviation Daily;
 - (iii) An electronic or paper mailing will be sent to all commercial real estate offices in Toronto and Mississauga;

- (iv) All interested parties will be provided with detailed information regarding the Hangar to enable them to perform their due diligence;
- (v) The interested parties will be required to submit offers based on a template form of agreement (the “**Hangar Template Agreement**”) that will be provided by the Receiver. Offers must be submitted by no later than being 3:00 p.m. Eastern Standard Time, Friday September 17, 2010 or such other date as the Receiver may determine in its sole discretion (the “**Hangar Bid Deadline**”).

LTU SETTLEMENT AGREEMENT

- 21. Wells Fargo Bank Northwest, National Association, (the “**Head Lessor**”) (as lessor) and Skyservice (as lessee) are or were parties to an aircraft lease agreement dated December 29, 2000, as amended, modified, supplemented and assigned from time to time (the “**Headlease**”) with respect to one Airbus A330-300 aircraft bearing manufacturer’s serial number 0171 and registration marks D-AERS (together with all engines, parts and equipment installed on or relating thereto, the “**LTU Aircraft**”).
- 22. Skyservice (as sublessor) and LTU Lufttransport-Unternehmen GmbH (the “**Sublessee**”) (as sublessee) are or were parties to an amended and restated aircraft sublease agreement dated October 4, 2007 (as amended, modified, supplemented and assigned from time to time, the “**Sublease**”).
- 23. Since the date of the Receivership Order, no payments have been made by the Sublessee to Skyservice under the Sublease or by Skyservice to the Head Lessor under the Headlease (the unpaid amounts collectively, the “**Unpaid Amounts**”).
- 24. In addition to the monthly lease payments due from Skyservice under the Headlease, Skyservice is required to pay supplemental rent, the majority of which is calculated based on the number of hours the aircraft is operated.

25. Skyservice also paid a security deposit to the Head Lessor under the Headlease.
26. In addition to monthly lease payments due from the Sublessee to Skyservice under the Sublease, Sublessee is required to pay supplemental rent.
27. Skyservice was paid a security deposit under the Sublease.
28. The differences between the Headlease and the Sublease monthly base rent is \$45,000 US per month, in favour of Skyservice.
29. The difference between the Headlease and the Sublease monthly supplemental rent is approximately \$6,400 US per month in favour of Skyservice.
30. The difference in the security deposits held by Skyservice and the security deposit held by the Head Lessor is \$32,000 US, in favour of Head Lessor.
31. The Receiver has held discussions with legal counsel for and the Head Lessor and Sublessee, and has negotiated a settlement agreement with the Head Lessor and the Sublessee to enable the Head Lessor and Sublessee to enter into direct lease arrangements by terminating the Headlease and Sublease and to provide some recovery to the Receiver in respect of the lease rate differentials without having to take on any lease-related or aircraft return obligations (the “**LTU Settlement Agreement**”). The key terms of the LTU Settlement Agreement are summarized as follows:
 - (i) Head Lessor will pay \$225,000 US to the Receiver;
 - (ii) The Headlease will be terminated;
 - (iii) The Sublease will be terminated;

- (iv) The Receiver and Skyservice are released from any further obligations with respect to the leases including but not limited to the condition of the Aircraft both now and at the termination of the leases. A release is also provided by the Receiver and Skyservice to release the Head Lessor and Sublessor.
32. The Receiver is of the view that the LTU Settlement Agreement is reasonable and necessary in the circumstances. Accordingly, the Receiver respectfully requests the approval of this Honourable Court of the LTU Settlement Agreement. A copy of the LTU Settlement Agreement is attached as Appendix A.

THE CLAIMS PROCEDURE

33. Based on the information currently available, the Receiver now anticipates that realization proceeds from the assets of Skyservice should be sufficient for there to be a distribution to unsecured creditors. Furthermore, if the discussions with parties interested in the AOC and AMO result in a transaction, it is likely claims will need to be known in order to complete a transaction through a plan or proposal. Accordingly, it will be necessary to determine the claims of creditors of Skyservice. The Receiver believes that the procedure will be more efficient if it takes place while there are Skyservice personnel available to assist in the process and if it can be undertaken prior to the completion of the Fasken Property. Accordingly, the Receiver now seeks approval of the claims procedure in the form of the draft Order attached hereto as Appendix "B" (the "**Claims Procedure**"). Capitalized terms used in this section of this report not otherwise defined are as defined in the Claims Procedure.
34. Pursuant to the Claims Procedure, the Receiver proposes August 27, 2010 as the Claims Bar Date.

35. FTI Consulting has developed a proprietary database for the secure on-line filing, review, dispute and adjudication of claims. The FTI claims site is a secure and user-friendly web-based application and the Receiver believes that its use will make it easier for creditors to submit their claims and supporting documentation and will significantly streamline the administration of the Claims Procedure, resulting in efficiencies and cost savings. The process for the determination of claims follows that of a traditional paper-based claims process, but creditors will be able to submit their claim electronically and correspondence between the Claimant and the Receiver occurs via email rather than with paper forms. It is proposed that the FTI claims site be used for the administration of the Claims Procedure.
36. The FTI claims site was approved for use by the Alberta Court of Queen's Bench in the Companies' Creditors Arrangement Act proceedings of Trident Exploration Corp. Et al (Action number 0901.13483) in which proceedings FTI Consulting Canada ULC is the Court-appointed Monitor. The use of the FTI claims site in that proceeding yielded significant efficiencies and the FTI claims site received very positive feedback back for the debtor company and its creditors that were able to file claims electronically.

THE FTI CLAIMS SITE

37. On accessing the FTI claims site for the first time, a creditor will create a unique username and password. Username and password recovery utilities are available in the event that any creditor forgets its username or password. Each creditor is restricted to viewing and editing only its own claim information.

38. Once logged in, the creditor will provide its primary contact information as well as other parties that it wishes to be provided notifications in respect of the Claims Procedure, for example other individuals within the organization or the creditor's legal counsel. The creditor may designate the level of notice that each contact receives, for example, whether the contact is to be copied on all correspondence or, receive notices only.
39. Once a creditor's contact details have been submitted, the creditor has the option to submit one or multiple claims by selecting the option "Start Claim/Dispute". The creditor is required to submit specific information in respect of each claim including:
- (i) The amount of the claim;
 - (ii) The currency of the claim;
 - (iii) The type of claim;
 - (iv) Whether the claim is secured or unsecured and, if secured, the nature of the security; and
 - (v) The category of the claim (e.g. trade creditor, former employee, landlord etc).
40. The FTI claims site saves automatically as information is input, allowing the creditor to leave and return to the process. Having entered a claim, the creditor has the option of submitting additional claims following the same procedure. Claims are submitted only when the creditor clicks the "Save and Submit" button. The creditor is also able to provide commentary to the Receiver to assist in the review and adjudication of its claim and to attach the appropriate supporting documentation electronically for each claim filed.

41. Once a creditor has submitted a claim, the FTI claims site issues an automatic notification to the creditor's designated email to inform the creditor that its claim has been received by the Receiver. In addition, the Receiver is notified that a claim has been filed and requires review and adjudication.
42. Each creditor will receive a notification when the status of its claim has changed, for example when the claim is accepted by the Receiver. The creditor also has the ability to access the site at any point during the process to determine if its claim has been adjudicated.
43. The Receiver reviews the claim and the supporting documentation and provides details of any revision or disallowance on the FTI claims site. Once the Receiver has completed its review, a notification is issued to the creditor. Upon receiving such notification, the creditor can access the site, review the information provided by the Receiver and indicate whether it accepts or disputes the Receiver's assessment of its claim.
44. The Receiver can grant any Claims Officer appointed access to the FTI claims site to facilitate the Claims Officer's review and adjudication of any dispute that the Monitor is unable to resolve.
45. Attached as Appendix "C" is an application overview including a selection of screen shots from the FTI claims site showing the online process and the fields that a creditor will be requested to complete in order to submit its claim using the online application. These fields are the same as those typically seen on traditional paper forms.

THE CLAIMS PROCEDURE

46. Under the proposed Claims Procedure, the Receiver will generate a list of all known creditors (“**Known Creditors**”) and the Receiver will mail to each Known Creditor a Notice to Creditors and a copy of the Claims Procedure. The Notice to Creditors will advise the creditors that they may file a proof of claim online by accessing the FTI Claims Site.
47. The key steps of the Claims Procedure are summarized as follows:
- (i) The Notice to Creditors and the Claims Procedure will be mailed to Known Creditors on or around July 30, 2010, and will be posted on the Monitor’s Website from on or around July 28, 2010;
 - (ii) The Notice to Creditors will be published in the national edition of the National Post on or around August 5, 2010;
 - (iii) any Person that wishes to assert a Claim against Skyservice must file such Claim, together with all relevant supporting documentation in respect of such Claim, via the FTI claims site by no later than the Claims Bar Date (being August 27, 2010 or such later date as may be ordered by the Court), failing which such Claim shall be extinguished;
 - (iv) Each Claim will be reviewed by the Receiver and the Receiver may revise or disallow the Claim via the FTI claims site;
 - (v) If a Claimant disputes the classification or amount of its Claim as set forth by the Receiver and such Claimant intends to contest the revision or disallowance, then such Claimant shall dispute such revision or disallowance via the FTI claims site by no later than 5:00 p.m. (Eastern Standard Time) on the date that is 15 days after the date of the revision or disallowance by the Receiver or such later date as the Court may order;

- (vi) Following any such dispute, the Receiver may:
 - (a) attempt to consensually resolve the classification and the amount of the Claim with the Claimant;
 - (b) deliver a Dispute Package to the Claims Officer; and/or
 - (c) schedule an appointment with the Court for the purpose of scheduling a motion to resolve the Claim and at such motion the Claimant shall be deemed to be the applicant and the Monitor shall be deemed to be the respondent; and
- (vii) Any decision by the Claims Officer may be appealed to the Court.

48. Any Creditor who is unable or unwilling to utilize the FTI claim site has the option of providing the relevant data and supporting documentation to the Receiver who will be able to input the data and upload the supporting documentation on the creditors behalf. In addition, the Receiver has the ability to provide notices and correspondence via paper copy to any creditor that is unable or unwilling to provide an email contact address.

REQUEST FOR FEE APPROVAL

49. The Receiver and its independent legal counsel, McCarthy Tétrault LLP, have maintained detailed records of their professional time and costs. The Receiver is seeking the approval of its fees and disbursements for the period up to June 20, 2010 and those of its legal counsel for the period up to June 30, 2010.

50. Pursuant to paragraphs 17, 18 and 19 of the Appointment Order, any expenditure or liability properly made or incurred by the Receiver, including the fees of the Receiver and the fees and disbursements of its legal counsel, were authorized to be paid on a periodic basis subject to any final passing of the accounts. In addition, the Receiver's Charge was granted as security for, *inter alia*, the fees and disbursements of the Receiver and its counsel.
51. Pursuant to the Appointment Order, the accounts of the Receiver and its legal counsel, at their standard rates and charges, have been paid from time to time.
52. The total fees of the Receiver during the period March 31, 2010 to June 20, 2010 (the "**Period**") amount to \$1,713,430.50, together with expenses and disbursements in the amount of \$167,537.00 (both excluding GST) (collectively, the "**Receiver Fees and Disbursements**"). The time spent by Receiver personnel in the Period is more particularly described in the Affidavit of Jamie T Engen of the Receiver and the attachments thereto, attached hereto as Appendix D.
53. The total amount claimed by McCarthy during the period March 17, 2010 to June 30, 2010, is \$899,609.92 (excluding applicable taxes), which includes fees of \$889,387.00 and disbursements of \$10,222.92 (collectively, the "**McCarthy Fees and Disbursements**"). The time spent by McCarthy personnel in that period is more particularly described in the Affidavit of Dean Palmer, a partner of McCarthy and the attachments thereto, attached hereto as Appendix E.
54. The Receiver respectfully submits that the Receiver Fees and Disbursements and the Legal Fees and Disbursements are reasonable in the circumstances and have been validly incurred in accordance with the provisions of the Receivership Order. Accordingly, the Receiver now seeks the approval of the Receiver Fees and Disbursements and the Legal Fees and Disbursements.

The Receiver respectfully submits to the Court this, its Fourth Report.

Dated this 20th day of July, 2010.

FTI Consulting Canada Inc.
in its capacity as receiver of
Skyservice Airlines Inc.
and not in its personal or corporate capacity



Nigel D. Meakin
Senior Managing Director



Jamie T. Engen
Managing Director

Appendix A

LTU Settlement Agreement

**SETTLEMENT AGREEMENT
(MSN 0171)**

THIS SETTLEMENT AGREEMENT is made as of the 14th day of July, 2010

BETWEEN:

**WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION,
not in its individual capacity but solely as owner trustee**

(the "Head Lessor")

- and -

**FTI CONSULTING CANADA INC.,
in its capacity as receiver (the "Receiver") of the assets,
undertakings and properties of
Skyservice Airlines Inc. ("Skyservice") and not in
its personal or corporate capacity
and without personal liability, for and on behalf
of itself as Receiver and Skyservice**

- and -

LTU LUFTRANSPORT-UNTERNEHMEN GMBH

(the "Sublessee")

- and -

AIRCASTLE LIMITED

("Aircastle")

WHEREAS:

- A. The Head Lessor (as lessor) and Skyservice (as lessee) are or were parties to an aircraft lease agreement dated December 29, 2000, as amended, modified, supplemented and assigned from time to time (the "Headlease") with respect to one Airbus A330-300 aircraft bearing manufacturer's serial number 0171 and registration marks D-AERS (together with all engines, parts and equipment installed on or relating thereto, the "Aircraft").
- B. Skyservice (as sublessor) and the Sublessee (as sublessee) are or were parties to an amended and restated aircraft sublease agreement dated October 4, 2007 (as amended, modified, supplemented and assigned from time to time, the "Sublease").

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- C. To secure its obligations under the Headlease, Skyservice entered into a sublease security assignment (as amended, modified, supplemented and assigned from time to time, the "Sublease Security Assignment") dated as of September 27, 2006 in favour of the Head Lessor.
- D. In connection with the Sublease Security Assignment, Skyservice, the Head Lessor and the Sublessee entered into a consent and agreement dated as of September 27, 2006 (as amended, modified and supplemented from time to time, the "Consent and Agreement") stipulating certain rights and obligations of the parties upon, *inter alia*, termination of the Headlease.
- E. FTI Consulting Canada Inc. ("FTI") was appointed as receiver of all the assets, undertakings and properties of Skyservice acquired for use in relation to a business carried on by Skyservice pursuant to the *Bankruptcy and Insolvency Act* (Canada) and *Courts of Justice Act* (Ontario), by order of the Ontario Superior Court of Justice (the "Court") dated March 31, 2010 (the "Receivership Order"). Pursuant to paragraph 3 of the Receivership Order, the Receiver is empowered and authorized to execute this Settlement Agreement on its own behalf as Receiver and in the name of and on behalf of Skyservice.
- F. Since the date of the Receivership Order, no payments have been made by the Sublessee to Skyservice under the Sublease or by Skyservice to the Head Lessor under the Headlease (collectively, the "Unpaid Amounts").
- G. Aircastle is managing the deployment and use of the Aircraft on behalf of the Head Lessor and the Beneficial Owner (defined below).
- H. Subject to the Approval Order, the parties have agreed to the termination of the Headlease and the Sublease, as well as mutual releases of the Sublease Security Assignment and the Consent and Agreement (together, the "Head Lease Security Documents") with effect as of the Effective Time, on the terms set out in this Settlement Agreement.

NOW THEREFORE in consideration of the premises and the agreements herein contained, and for other good and valuable consideration (the receipt and sufficiency of which are hereby acknowledged by the parties hereto), it is agreed as follows:

- 1. In addition to the capitalized terms defined above, the following capitalized terms will have the following meanings when used in this Settlement Agreement, unless the context otherwise requires:
 - (a) "Approval Order" means an order of the Court, in form and substance satisfactory to the parties hereto, acting reasonably, authorizing the Receiver to enter into this

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Settlement Agreement on its own behalf and for and on behalf of Skyservice, and declaring that the terms hereof will be binding on Skyservice, its creditors and any trustee in bankruptcy appointed in respect of Skyservice and will not be void or voidable as a preference, transfer at undervalue, fraudulent conveyance, oppressive conduct or otherwise;

- (b) "Beneficial Owner" means the beneficial owner of the Aircraft for whom the Head Lessor acts as owner trustee, currently being ACS Aircraft Finance Ireland 2 Limited.
 - (c) "Effective Time" means noon (Eastern Daylight Time) on March 31, 2010.
 - (d) "Final Order" means an issued and entered order of the Court in respect of which the time for commencing an appeal has passed and no appeal or request for leave to appeal has been commenced or, if one or more appeals or requests for leave to appeal has been commenced within such time, all such appeals or requests for leave to appeal have been dismissed or denied.
 - (e) "Released Lessor Parties" means the Head Lessor, the Beneficial Owner, and their respective directors, officers and agents.
 - (f) "Released Skyservice Parties" means Skyservice, the Receiver, FTI and their respective directors, officers and agents.
 - (g) "Released Sublessee Parties" means the Sublessee and its directors, officers and agents.
 - (h) "Settlement Amount" means U.S. \$225,000.
2. Each of the Head Lessor and the Sublessee hereby represents and warrants in favour of Skyservice, the Receiver and each other, that:
- (a) it has the authority to enter into this Settlement Agreement and to perform its obligations hereunder; and
 - (b) in the case of the Head Lessor, (i) it has the authority to act on behalf of the Beneficial Owner and to bind the Beneficial Owner to the terms of this Settlement Agreement and (ii) this Settlement Agreement binds the Beneficial Owner.
3. Without delay and in any event within two days after the execution of this Settlement Agreement by the parties:
- (a) the Head Lessor will pay the Settlement Amount to the Receiver;

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- (b) the Head Lessor and Skyservice will execute an aircraft lease termination agreement in the form attached as Schedule "A" (the "Lease Termination Agreement") and deliver it to the Receiver; and
- (c) the Sublessee and Skyservice will execute an aircraft sublease termination agreement in the form attached as Schedule "B" (the "Sublease Termination Agreement") and deliver it to the Receiver,

in each case to be held by the Receiver in trust in accordance with this Settlement Agreement. Each of the Receiver and the Sublessee consents to the termination of the Headlease in accordance with the Lease Termination Agreement. Each of the Receiver and the Head Lessor consents to the termination of the Sublease in accordance with the Sublease Termination Agreement.

4. Upon the earlier of (i) the Approval Order becoming a Final Order, and (ii) the date following the date of the Approval Order that the Receiver, the Head Lessor and the Sublessee agree to close:
 - (a) the Settlement Amount will be released from trust and retained by the Receiver;
 - (b) the Lease Termination Agreement will be released from trust to the parties thereto and become effective as of the Effective Time in accordance with its terms;
 - (c) the Sublease Termination Agreement will be released from trust to the parties thereto and become effective as of the Effective Time in accordance with its terms, and the Head Lessor agrees that neither the Receiver nor Skyservice will have any responsibility whatsoever for the Sublessee's return of the Aircraft or execution and delivery of a new lease with the Head Lessor in respect thereof;
 - (d) with effect from and after the Effective Time, each of the Head Lessor, on its own behalf and on behalf of the Beneficial Owner, and the Sublessee hereby releases and forever discharges each of the Released Skyservice Parties from any and all actions, causes of action, liabilities, claims and demands whatsoever which it ever had, now has or may hereafter have by reason of any cause, matter or thing whatsoever existing up to the present time in respect of any of the Headlease, the Sublease, the Head Lease Security Documents, the Aircraft and any other matter whatsoever relating to Skyservice, its business or its operations (including, without limitation, in respect of any Unpaid Amounts, deposits, maintenance reserves or return condition obligations);
 - (e) with effect from and after the Effective Time, each of the Receiver and Skyservice hereby releases and forever discharges each of the Released Lessor Parties and Released Sublessee Parties from any and all actions, causes of action,

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liabilities, claims and demands whatsoever which it ever had, now has or may hereafter have by reason of any cause, matter or thing whatsoever existing up to the present time in respect of any of the Headlease, the Sublease, the Head Lease Security Documents and the Aircraft (including, without limitation, in respect of any Unpaid Amounts, deposits, maintenance reserves or return condition obligations);

- (f) with effect from and after the Effective Time, the Head Lessor, on its own behalf and on behalf of the Beneficial Owner, and the Sublessee hereby release and forever discharge each other (including their respective directors, officers and agents) from any and all actions, causes of action, liabilities, claims and demands whatsoever which it ever had, now has or may hereafter have by reason of any cause, matter or thing whatsoever existing up to the present time in respect of the Sublease, the Head Lease Security Documents and the Aircraft (including, without limitation, in respect of any Unpaid Amounts, deposits, maintenance reserves or return condition obligations);
- (g) with effect from and after the Effective Time, each party hereto hereby releases and discharges forever all security interests, charges, pledges, mortgages, hypothecs, guarantees and security which it has or had in, to or in respect of any property, assets, rights or undertakings of each other party hereto under or pursuant to any of the Headlease, the Sublease and the Head Lease Security Documents (the "Existing Security");
- (h) each party hereto hereby agrees not to commence or continue any proceeding in respect of any of the actions, causes of action, liabilities, claims and demands released hereby (the "Released Claims") against any other person or entity who might claim contribution or indemnity against the party hereby released from such Released Claims by virtue of the said proceeding;
- (i) each party hereto hereby authorizes each other party hereto directly or indirectly through their respective counsel and agents to proceed, solely at the expense of such other party, with the discharge of all Existing Security registrations made by it against such other party hereto, including the preparation and filing of all required discharge, termination or financing change statements under the *Personal Property Security Act* (Ontario) and any other applicable statute in Canada, England, Luxembourg or Germany; and
- (j) subject to and without limitation to sections 4(d) and (h) above, nothing herein (i) prevents any party from making any claims under any insurance policies entered into for its benefit, including where such party or parties are named as additional insureds in respect of liability coverage or (ii) releases or discharges any rights and/or obligations of any of the Head Lessor, the Sublessee, Aircraft and their

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respective affiliates under any agreement (other than the Head Lease Security Documents) any of them may now be or hereafter become a party relative to the Aircraft, as between themselves.

The Receiver hereby agrees to use reasonable commercial efforts to obtain the Approval Order as soon as possible following execution of this Settlement Agreement, having regard to the rules of court regarding material to be filed and time for service of the materials in support of such a motion and taking into account other matters that the Receiver may seek to have heard by the Court. The Receiver further agrees to provide the Head Lessor and the Sublessee with an opportunity to review the materials to be filed in support of such motion in advance of service of same and to consult with the Head Lessor and the Sublessee with respect to the parties to be served with the said materials. If the Approval Order has not been made prior to July 31, 2010, or if the Approval Order is not a Final Order and the Receiver, Head Lessor and Sublessor have not agreed to close prior to August 31, 2010, the Settlement Amount will be returned to the Head Lessor and this Settlement Agreement will terminate and be of no force or effect.

5. Each of the Head Lessor, the Receiver and the Sublessee hereby represents, warrants and covenants to each other that it has not assigned, and will not assign to any other person or entity, any of the Released Claims or the Existing Security. The Receiver represents and warrants that, to its knowledge (as defined below), except for security given by Skyservice over any of its assets (for example, and without limitation, by way of the Headlease Security Documents), Skyservice has not sold or assigned the Released Claims or the Existing Security to any other person. In the preceding sentence, "to its knowledge" means to the knowledge of Mr. Nigel Meakin, Mr. Jamie Engen or Ms. Michelle Grech (without any personal liability on their part). Skyservice covenants that it will not hereafter assign any of the Released Claims or the Existing Security to any other person or entity.
6. The parties acknowledge and agree that:
 - (a) the Aircraft is currently and, after the termination of the Head Lease and the Sublease unless otherwise agreed by the Head Lessor and the Sublessee, will remain in the possession of the Sublessee, and is not being physically returned to the Head Lessor;
 - (b) that neither Skyservice nor the Receiver is or will be responsible for the condition of the Aircraft; and
 - (c) parts and equipment on or in the Aircraft may be owned by or subject to interests of third parties (the "Third Party Parts" and "Third Parties", respectively). Skyservice, the Receiver, the Head Lessor, on its own behalf and for and on behalf of the Beneficial Owner, and the Sublessee each acknowledge

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that the Aircraft may, in certain circumstances, be subject to the rights and interests of any such Third Parties and accordingly agree that (i) Skyservice or the Receiver may direct any party claiming an interest in any of the Third Party Parts to the Sublessee so long as it possesses the Aircraft and thereafter the Head Lessor (the applicable one of them, the "Responsible Party"), and (ii) the Responsible Party will be responsible for dealing directly with any such Third Party. The Responsible Party agrees it will purchase or return the relevant Third Party Parts, or otherwise satisfy the interest of any Third Parties in or to any Third Party Parts if the Responsible Party is satisfied, acting reasonably, that such Third Party had a prior-ranking or otherwise superior ownership or other claim immediately prior to the termination of the Sublease, and will provide all relevant information to the Receiver upon reasonable request from time to time in respect thereof; provided that the Head Lessor alone shall be the Responsible Party for any such Third Party claim that arose before December 2, 2004. Airastle, the Sublessee and the Head Lessor further agree that they shall not make any claim against or hold Skyservice and Receiver liable in any manner with respect to the existence of Third Party Parts on or in the Aircraft or with respect to any claims or allegations made against Sublessee and the Head Lessor by a Third Party claiming an interest in any Third Party Parts.

7. This Settlement Agreement will be binding upon and will enure to the benefit of the parties hereto and their respective successors and assigns.
8. This Settlement Agreement will be governed by and construed in accordance with the laws of the Province of Ontario and the laws of Canada applicable therein.
9. This Settlement Agreement, including the schedules hereto, constitutes the entire agreement between the parties hereto with respect to the subject-matter hereof. No amendment to this Settlement Agreement will be valid or binding unless set forth in writing and duly executed by all of the parties hereto. No waiver of any breach of any provision of this Settlement Agreement will be effective or binding unless made in writing and signed by the party purporting to give the same and, unless otherwise provided in the written waiver, will be limited to the specific breach waived.
10. Time is of the essence of each provision of this Settlement Agreement.
11. This Settlement Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original and all of which taken together shall be deemed to constitute one and the same instrument, and it shall not be necessary in making proof of this Settlement Agreement to produce or account for more than one such counterpart. Transmission of a copy of an executed signature page of this Settlement Agreement by any party hereto to each other party hereto by facsimile transmission or e-mail in pdf

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format, shall be as effective as delivery to the other parties hereto of a manually executed counterpart hereof.

[SIGNATURE PAGES FOLLOW]

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IN WITNESS WHEREOF the parties have executed this Settlement Agreement as of the date set out at the commencement hereof.

**WELLS FARGO BANK OF NORTHWEST,
NATIONAL ASSOCIATION**

By:  _____

Name:

Title: Val T. Orton
Vice President

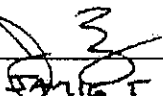
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FTI CONSULTING CANADA INC.,
in its capacity as receiver (the "Receiver") of the assets,
undertakings and properties of
Skyservice Airlines Inc. ("Skyservice"),
and not in its personal or
corporate capacity and without
personal liability, for and on behalf of
itself as Receiver and Skyservice

By: _____

Name:

Title:


JAMIE T ENGEN
MANAGING DIRECTOR


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**LTV LUFTRANSPORT-UNTERNEHMEN
GMBH**

By: Caroline Giusio
Name:
Title: **Caroline Giusio**
. Attorney-in-fact

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AIRCATTLE LIMITED

By: 
Name: DAVID WALTON
Title: CHIEF OPERATING OFFICER,
GENERAL COUNSEL AND SECRETARY

SCHEDULE "A"
AIRCRAFT LEASE TERMINATION
AGREEMENT (MSN 0171)

THIS AGREEMENT is made as of March 31, 2010 (the "**Effective Date**"),

BETWEEN: Skyservice Airlines Inc. ("**Lessee**") and Wells Fargo Bank Northwest, National Association, not in its individual capacity but solely as owner trustee ("**Lessor**").

RE: Aircraft Lease Agreement dated December 29, 2000, as it has been amended, modified, supplemented and assigned from time to time (the "**Lease**") with respect to one (1) Airbus A330-300 aircraft bearing manufacturer's serial number 0171 and registration marks D-AERS.

IT IS AGREED as follows:

1. LEASE TERMINATION

Lessor and Lessee hereby terminate the Lease and all rights of Lessee to possess and operate the Aircraft as of 12 o'clock p.m. Eastern Daylight Time on the Effective Date and release the Aircraft from all of the terms and conditions of the Lease.

IN WITNESS whereof the parties hereto have executed this Agreement as of the Effective Date.

LESSOR:

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION

LESSEE:

SKYSERVICE AIRLINES INC.,
by FTI Consulting Canada Inc., in its capacity
as receiver of the assets, undertakings and
properties of Skyservice Airlines inc., and not
in its personal or corporate capacity and without
personal liability

By: _____
Name:
Title:

By: _____
Name:
Title:

SCHEDULE "B"**AIRCRAFT SUBLEASE TERMINATION
AGREEMENT (MSN 0171)**

THIS AGREEMENT is made as of March 31, 2010 (the "**Effective Date**"),

BETWEEN: LTU Lufttransport-Unternehmen GmbH ("**Sublessee**") and FTI CONSULTING CANADA INC., in its capacity as receiver ("**Receiver**") of the assets, undertakings and properties of Skyservice Airlines Inc. ("**Skyservice**"), and not in its personal or corporate capacity and without personal liability, for and on behalf of itself as Receiver and Skyservice.

RE: Amended and Restated Aircraft Sublease Agreement dated October 4, 2007, as it has been amended, modified, supplemented and assigned from time to time (the "**Sublease**") with respect to one (1) Airbus A330-300 aircraft bearing manufacturer's serial number 0171 and registration marks D-AERS.

AND RE: Settlement Agreement (MSN 0171) among Wells Fargo Bank Northwest, National Association, not in its individual capacity but solely as owner trustee, the Receiver, Skyservice, the Sublessee and Airastle Limited dated July 14, 2010 (the "**Settlement Agreement**")

IT IS AGREED as follows:

1. **SETTLEMENT AGREEMENT**

This Aircraft Sublease Termination Agreement is executed and delivered pursuant to the Settlement Agreement and subject to its terms and conditions. All terms used but not defined in this Aircraft Sublease Termination Agreement will have the meaning given to those terms in the Settlement Agreement.

2. **LEASE TERMINATION**

Skyservice and Sublessee hereby terminate the Sublease and all obligations thereunder and all rights of Sublessee to possess and operate the Aircraft under the Sublease as of 12 o'clock p.m. Eastern Daylight Time on the Effective Date and release the Aircraft from all of the terms and conditions of the Sublease. The Receiver consents to such termination.

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IN WITNESS whereof the parties hereto have executed this Agreement as of the Effective Date.

SUBLESSOR:

FTI CONSULTING CANADA INC., in its capacity as receiver (the "Receiver") of the assets, undertakings and properties of Skyservice Airlines Inc. ("Skyservice"), and not in its personal or corporate capacity and without personal liability, for and on behalf of itself as Receiver and Skyservice

SUBLESSEE:

LTU LUFTTRANSPORT-UNTERNEHMEN
GMBH

By: _____
Name:
Title:

By: _____
Name:
Title:

Appendix B

Draft Claims Procedure Order

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE) ●, the ●
JUSTICE)
DAY OF ●, 2010

**IN THE MATTER OF THE RECEIVERSHIP OF
SKYSERVICE AIRLINES INC.**

B E T W E E N:

THOMAS COOK CANADA INC.

Applicant

- and -

SKYSERVICE AIRLINES INC.

Respondent

CLAIMS PROCEDURE ORDER

THIS MOTION made by the Receiver for an order approving a procedure for the determination and resolution of claims filed against Skyservice and authorizing and directing the Receiver to administer the claims procedure in accordance herewith, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion, the Fourth Report of the Receiver dated July 20, 2010, and on hearing the submissions of counsel for the Receiver and such other counsel as were present and on being advised that the Service List was served with the Notice of Motion herein:

SERVICE

1. THIS COURT ORDERS that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

DEFINITIONS

2. THIS COURT ORDERS that for the purposes of this Order the following terms will have the following meanings:
 - (a) “**Business Day**” means a day, other than a Saturday, Sunday or a statutory holiday, on which banks are generally open for business in Toronto, Ontario;
 - (b) “**Claim**” means any right or claim of any Person, that may be made in whole or in part against Skyservice, whether or not asserted, in connection with any indebtedness, liability or obligation of any kind, in existence on, or which is based on, an event, act or omission which occurred in whole or in part prior to the Date of Receivership, and any interest that may accrue thereon for which there is an obligation to pay, and costs which such Person would be entitled to receive pursuant to the terms of any contract with such Person at law or in equity, by reason of the commission of a tort (intentional or unintentional), any contract or breach of contract, any breach of duty (including, without limitation, any legal, statutory, equitable or fiduciary duty), any right of ownership of or title to property or assets or to a trust or deemed trust (statutory, express, implied, resulting, constructive or otherwise) against any property or assets, whether or not reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal,

equitable, secured, unsecured, perfected, unperfected, present, future, known or unknown, by guarantee, surety or otherwise, and whether or not such right is executory or anticipatory in nature, or any right or ability of any Person to advance a claim for contribution or indemnity or otherwise with respect to any matter, action, cause or chose in action, whether existing at present or commenced in the future, provided that "Claim" shall not include an Excluded Claim;

- (c) "**Claimant**" means a Person asserting a Claim;
- (d) "**Claims Bar Date**" means 5:00 p.m. (Toronto time) on August 27, 2010, or any later date ordered by the Court;
- (e) "**Claims Officer**" means any individual appointed in accordance with paragraph 17 hereof to act as a claims officer for purposes of the Claims Procedure;
- (f) "**Claims Procedure**" means the procedures outlined in this Order, including the Schedules;
- (g) "**Court**" means the Ontario Superior Court of Justice (Commercial List);
- (h) "**Creditor**" means any Person having a Claim;
- (i) "**Date of Receivership**" means March 31, 2010;
- (j) "**Dispute Package**" means, with respect to any Claim, a copy of all information submitted via the FTI Claims Site or otherwise provided to, or delivered by, the Receiver in accordance with this Order;

- (k) **“Excluded Claim”** means (i) any claim secured by the Receiver’s Charge or (ii) any claim arising under a contract entered into by the Receiver, on behalf of Skyservice, after the Date of Receivership or with respect to goods or services provided to Skyservice at the request of the Receiver, on behalf of the Skyservice, on or after the Date of Receivership.
- (l) **“FTI Claims Site”** means <https://cmsi.ftitools.com/skyservice>;
- (m) **“Information Submission Form”** means a form substantially in accordance with the form attached hereto as Schedule “2”;
- (n) **“Known Creditor”** means (i) a Person with a Claim or potential Claim against Skyservice where the Receiver has knowledge or notice of such Claim or potential Claim; or (ii) a Person that the books and records of Skyservice disclose was owed an amount by Skyservice as at the Date of Receivership or arising subsequent to the Date of Receivership that constitutes damages as a result of the termination or repudiation of an executory contract;
- (o) **“Notice to Creditors”** means the notice for publication, substantially in the form attached as Schedule “1”;
- (p) **“Person”** means any individual, partnership, firm, joint venture, trust, entity, corporation, unincorporated organization, trade union, pension plan administrator, pension plan regulator, governmental authority or agency, employee or other association, or similar entity, howsoever designated or constituted;

- (q) **“Proven Claim”** means the amount and classification of a Creditor’s Claim as finally determined in accordance with this Claims Procedure, including any deemed amount or classification pursuant to this Order;
 - (r) **“Receiver”** means FTI Consulting Canada Inc., in its capacity as the court-appointed receiver over all of the assets, undertakings and property of Skyservice;
 - (s) **“Receiver’s Charge”** means the “Receiver’s Charge” as defined in the Receivership Order;
 - (t) **“Receivership Order”** means the Order of the Honourable Justice Gans dated March 31, 2010, as may be amended from time to time;
 - (u) **“Receiver Website”** means <http://cfcanada.fticonsulting.com/skyservice>;
 - (v) **“Skyservice”** means Skyservice Airlines Inc.; and
 - (w) **“Supporting Documentation Submission Form”** means a form substantially in accordance with the form attached hereto as Schedule “3”.
3. THIS COURT ORDERS that all references in this Order to the word “including” will mean “including without limitation”.
4. THIS COURT ORDERS that references herein to the singular include the plural, to the plural include the singular, and to any gender include the other gender.

ADMINISTRATION OF THE CLAIMS PROCEDURE

5. THIS COURT ORDERS that the Claims Procedure shall govern the submission, evaluation and adjudication of Claims against Skyservice and shall be administered by the Receiver through the FTI Claims Site, except as otherwise provided for in this Order.

SOLICITATION OF CLAIMS AGAINST SKYSERVICE

6. THIS COURT ORDERS that on or around July 30, 2010 the Receiver shall send a copy of the Notice to Creditors and a copy of the this Order to each Known Creditor by regular prepaid mail or electronic mail to the address of such Known Creditor as set out in the books and records of Skyservice.
7. THIS COURT ORDERS that on or around August 5, 2010 the Receiver shall cause the Notice to Creditors to be published in the *National Post* (National Edition).
8. THIS COURT ORDERS that the Receiver shall cause the Notice to Creditors to be posted on the Receiver Website as soon as practicable following the date of entry of this Order and to remain posted until at least the Claims Bar Date.
9. THIS COURT ORDERS that any Person that wishes to assert a Claim against Skyservice must submit proof of such Claim, together with all relevant supporting documentation in respect of such Claim, via the FTI Claims Site or as otherwise permitted by this Order by no later than the Claims Bar Date.
10. THIS COURT ORDERS that any Person who does not file proof of a Claim against Skyservice in accordance with this Order by the Claims Bar Date will be forever barred from asserting or enforcing such Claim against Skyservice, and Skyservice will not have any

liability whatsoever in respect of such Claim and such Claim shall be extinguished, unless otherwise ordered by the Court.

DETERMINATION OF CLAIMS AGAINST SKYSERVICE

11. THIS COURT ORDERS that the Receiver shall review the information filed by each Claimant in accordance herewith in respect of its Claim and may accept, revise or disallow the Claim. At any time, the Receiver may request additional information with respect to any Claim.
12. THIS COURT ORDERS that the Receiver may attempt to consensually resolve the classification and amount of any Claim with the Claimant prior to accepting, revising or disallowing such Claim.
13. THIS COURT ORDERS that if the Receiver determines to revise or disallow a Claim, the Receiver may do so by notifying the Claimant of the revision or disallowance via the FTI Claims Site or as otherwise provided in this Order.
14. THIS COURT ORDERS that if a Claimant wishes to dispute the classification or amount of its Claim as set forth by the Receiver in a notice of revision or disallowance, then such Claimant shall dispute such revision or disallowance via the FTI Claims Site or as otherwise provided in this Order, by no later than 5:00 p.m. (Toronto time) on the date that is fifteen [15] days after the date of the notification of such revision or disallowance by the Receiver or such later date as the Court may order.
15. THIS COURT ORDERS that any Claimant who fails to dispute a revision or disallowance in accordance with this Claims Procedure by the deadline and in the manner set forth in paragraph 14 hereof shall be deemed to accept the classification and amount of its Claim as

set out in the revision or disallowance, and the Claim as set out in the revision or disallowance shall constitute such Claimant's Proven Claim.

16. THIS COURT ORDERS that if a Claimant disputes a revision or disallowance of its Claim pursuant to paragraph 14 hereof, the Receiver may:
- (a) attempt to consensually resolve the classification and the amount of the Claim with the Claimant;
 - (b) deliver a Dispute Package to the Claims Officer, if one has been appointed; and/or
 - (c) schedule an appointment with the Court for the purpose of scheduling a motion to have the classification and amount of the Claim determined by the Court, and at such motion the Claimant shall be deemed to be the applicant and the Receiver shall be deemed to be the respondent.

CLAIMS OFFICER(S)

17. THIS COURT ORDERS that the Receiver be and is hereby authorized to appoint one or more individuals, considered by the Receiver to be appropriately qualified, to act as a claims officer to determine the amount and/or classification of disputed Claims in accordance with the Claims Procedure. The Receiver shall advise as to the identity of each Claims Officer so appointed by providing notification of same to the then current service list in these proceedings. The Receiver shall pay the reasonable professional fees and disbursements of each Claims Officer in connection with such appointment as claims officer on presentation and acceptance of invoices from time to time. Each Claims Officer shall be entitled to a reasonable retainer against its fees and disbursements which shall be paid by the Receiver upon request.

18. THIS COURT ORDERS that subject to further order of the Court, the Claims Officer shall determine the classification and/or amount of each Claim in respect of which a dispute has been referred to such Claims Officer by the Receiver pursuant to paragraph 16(b), and in doing so, the Claims Officer shall be empowered to (i) determine the manner in which evidence may be brought before him or her as well as any other procedural matters which may arise in respect of the determination of any Claim; and (ii) make awards of costs against the Claimant.
19. THIS COURT ORDERS that upon receipt of a Dispute Package in respect of a Claim, the Claims Officer shall schedule and conduct a hearing to determine the classification and/or amount of the Claim and shall as soon as practicable thereafter notify the Receiver and the Claimant of his or her determination.
20. THIS COURT ORDERS that the Receiver or the Claimant may appeal the Claims Officer's determination to this Court by serving upon the other and filing with this Court, within ten days of notification of the Claims Officer's determination of such Claimant's Claim, a notice of motion returnable on a date to be fixed by this Court. If a notice of motion is not filed within such period, then the Claims Officer's determination shall, subject to a further order of the Court, be deemed to be final and binding and shall be such Claimant's Proven Claim. Appeals of determinations made by the Claims Officer shall be by way of *de novo* hearings.

NOTICE OF TRANSFEREES

21. THIS COURT ORDERS that if a Claimant, a Creditor or any subsequent holder of a Claim, who in any such case has previously been acknowledged by the Receiver as the holder of the Claim, transfers or assigns that Claim to another Person, the Receiver shall not be obligated

to give notice to or to otherwise deal with the transferee or assignee of the Claim as the holder of such Claim unless and until actual notice of transfer or assignment, together with satisfactory evidence of such transfer or assignment, has been delivered to the Receiver. Thereafter, such transferee or assignee shall, for all purposes hereof, constitute the holder of such Claim and shall be bound by notices given and steps taken in respect of such Claim in accordance with the provisions of this Order.

22. THIS COURT ORDERS that if a Claimant, a Creditor or any subsequent holder of a Claim, who in any such case has previously been acknowledged by the Receiver as the holder of the Claim, transfers or assigns the whole of such Claim to more than one Person or part of such Claim to another Person, such transfers or assignments shall not create separate Claims and such Claims shall continue to constitute and be dealt with as a single Claim notwithstanding such transfers or assignments. The Receiver shall not, in each case, be required to recognize or acknowledge any such transfers or assignments and shall be entitled to give notices to and to otherwise deal with such Claim only as a whole and then only to and with the Person last holding such Claim, provided such Claimant or Creditor may, by notice in writing delivered to the Receiver, direct that subsequent dealings in respect of such Claim, but only as a whole, shall be dealt with by a specified Person and in such event, such Person shall be bound by any notices given or steps taken in respect of such Claim with such Claimant, or Creditor in accordance with the provisions of this Order.
23. THIS COURT ORDERS that the Receiver is not under any obligation to give notice to any Person other than a Claimant holding a Claim and shall have no obligation to give notice to any Person holding a security interest, lien or charge in, or a pledge or assignment by way of security in, a Claim, as applicable in respect of any Claim.

24. THIS COURT ORDERS that nothing in this Order shall operate to alter, amend, derogate, or supplement the provisions of any inter-creditor agreement or subordination agreement as it pertains to the rights of any Claimant as applicable in respect of any Claim.

SUBMISSION OF INFORMATION AND SUPPORTING DOCUMENTATION BY PAPER COPY

25. THIS COURT ORDERS that any Claimant, Creditor, or any subsequent holder of a Claim who has been acknowledged by the Receiver as the holder of the Claim, that is unwilling or unable to submit information via the FTI Claims Site, may instead submit such information by paper copy to the Receiver using the Information Submission Form.
26. THIS COURT ORDERS that the Receiver is authorized to input to the FTI Claims Site the information submitted using the Information Submission Form and that the Receiver shall have no liability for the information submitted other than as a result of gross negligence or wilful misconduct.
27. THIS COURT ORDERS that any Claimant, Creditor, or any subsequent holder of a Claim, who has been acknowledged by the Receiver as the holder of the Claim, that is unwilling or unable to submit supporting documentation via the FTI Claims Site may instead submit such supporting documentation by paper copy to the Receiver using the Supporting Documentation Submission Form.
28. THIS COURT ORDERS that the Receiver is authorized to upload to the FTI Claims Site the supporting documentation submitted using the Supporting Documentation Submission Form and that the Receiver shall have no liability for the information submitted other than as a result of gross negligence or wilful misconduct.

29. THIS COURT ORDERS that the Receiver is authorized to deliver any notification hereunder by paper copy.

GENERAL PROVISIONS

30. THIS COURT ORDERS that the Receiver, in addition to its prescribed rights and obligations under the Receivership Order, is hereby directed and empowered to take such other actions and fulfill such other roles as are contemplated by this Order.
31. THIS COURT ORDERS that for the purposes of the Claims Procedure, all Claims which are denominated in a foreign currency shall be converted to Canadian dollars at the Bank of Canada noon spot rate in effect on the Date of Receivership.
32. THIS COURT ORDERS that any notice or communication required to be delivered by the Receiver pursuant to this Order may be delivered via the FTI Claims Site or may be delivered by facsimile, email or electronic transmission, personally delivery, courier or prepaid mail to the address or number contained in the books and records of Skyservice or as included in the information submitted by a Claimant in respect of its Claim.
33. THIS COURT ORDERS that any notice or communication required to be delivered by a Claimant or Creditor pursuant to the terms of this Order must be delivered via the FTI Claims Site unless otherwise provided in this Order.
34. THIS COURT ORDERS that any paper copy of any document, notification or notice to be delivered to the Receiver in accordance with this Claims Procedure must be delivered to:

FTI Consulting Canada Inc.
In its capacity as Receiver of Skyservice Airlines Inc.
79 Wellington St. W.
TD Waterhouse Tower Suite 2010

PO Box 104
Toronto, Ontario M5K 1G8
Attention: Skyservice Claims
Facsimile: (416) 649-8101
Email: skyservice.receiver@fticonsulting.com

35. THIS COURT ORDERS that in the event that the day on which any notice or communication required to be delivered pursuant to the Claims Procedure is not a Business Day, then such notice or communication shall be required to be delivered on the next Business Day.
36. THIS COURT ORDERS that in the event of any strike, lock-out or other event which interrupts postal service in any part of Canada, all notices and communications during such interruption may only be delivered by email, facsimile transmission, personal delivery or courier and any notice or other communication given or made by prepaid mail within the seven (7) day period immediately preceding the commencement of such interruption, unless actually received, shall be deemed not to have been delivered. All such notices and communications shall be deemed to have been received, in the case of notice by email, facsimile transmission, personal delivery or courier prior to 5:00 p.m. (local time) on a Business Day, when received, if received after 5:00 p.m. (local time) on a Business Day or at any time on a non-Business Day, on the next following Business Day, and in the case of a notice mailed as aforesaid, on the fourth business day following the date on which such notice or other communication is mailed.
37. THIS COURT ORDERS that the Receiver is authorized to use reasonable discretion as to the adequacy of compliance with respect to the manner in which the fields of the FTI Claims Site or any paper forms, as the case may be, are completed and executed and may, where it is satisfied that a Claim has been adequately filed or proven, waive strict compliance with the

requirements of this Claims Procedure provided that nothing in this Order shall confer upon the Receiver the discretion or ability to accept Claims lodged subsequent to the Claims Bar Date.

38. THIS COURT ORDERS AND REQUESTS the aid and recognition of any court or any judicial, regulatory or administrative body in any province or territory of Canada and the Federal Court of Canada and any judicial, regulatory or administrative tribunal or other court or any judicial, regulatory or administrative body of the United States and the states or other subdivisions of the United States and of any nation or state to act in aid of and be complimentary to this Court in carrying out the terms of this Claims Procedure Order.
-

Schedule "1"

NOTICE TO CREDITORS AND OTHERS

IN THE MATTER OF THE RECEIVERSHIP OF SKYSERVICE AIRLINES INC.
(the "Company")

TO: CREDITORS AND TO ANY OTHER PERSON OR PARTIES

NOTICE OF CLAIMS PROCEDURE AND CLAIMS BAR DATE

PLEASE TAKE NOTICE that this notice is being published pursuant to an order of the Honourable Justice● of the Ontario Superior Court of Justice (Commercial List) dated ●, 2010 (the "Claims Procedure Order").

Any person who believes that it has a Claim against an Company should go to the FTI Claims Site <https://cmsi.ftitools.com/skyservice> to create a user account and submit their Claim online.

Creditors who are unable or unwilling to use the FTI Claims Site may request an Information Submission Form and a Supporting Documentation Submission Form from the Receiver by contacting●. All creditors must submit their Claim to the FTI Consulting Canada Inc., in its capacity as the Court-appointed Receiver of Skyservice via the FTI Claims Site or the Information Submission Form by no later than by 5:00 p.m. (Eastern Standard Time) on August 27, 2010 or such other date as ordered by the Court (the "Claims Bar Date").

CLAIMS WHICH ARE NOT RECEIVED BY THE CLAIMS BAR DATE WILL BE BARRED AND EXTINGUISHED FOREVER.

Creditors will find a link to the FTI Claims Site and a copy of the Information Submission Form and the Supporting Documentation Submission Form on the Receiver Website at <http://cfcanada.fticonsulting.com/skyservice> or they may contact the Receiver (Attention: Skyservice Claims, E-mail: skyservice.receiver@fticonsulting.com) to obtain the Information Submission Form and the Supporting Documentation Submission Form.

Creditors should file their Claim with the Receiver using the FTI Claims Site. The Information Submission Form and Supporting Documentation Submission Form may be submitted by mail, fax, email, courier or hand delivery. Creditors must

ensure that the Claim is actually received by the Claims Bar Date at the address below.

Address of Receiver:

FTI Consulting Canada Inc.
79 Wellington St. W.
Suite 2010 Post Office Box 104
Toronto, Ontario M5K 1G8

Attention: Skyservice Claims

Facsimile: (416) 649-8101
E-mail: skyservice.receiver@fticonsulting.com

Dated at _____ this _____ day of _____, 2010.

Schedule "2"

Information Submission Form

Add Contact

Name _____
 Attention _____
 Address 1 _____
 Address 2 _____
 City _____
 State/Province _____
 ZIP/Postal Code _____
 Country _____
 Phone _____
 Fax _____
 Email _____
 Type Assignee Attorney CC only Claimant
 Notice None Notice only Primary contact

Add Contact

Name _____
 Attention _____
 Address 1 _____
 Address 2 _____
 City _____
 State/Province _____
 ZIP/Postal Code _____
 Country _____
 Phone _____
 Fax _____
 Email _____
 Type Assignee Attorney CC only Claimant
 Notice None Notice only Primary contact

Add Claim

Claim Amount _____
 Currency _____
 Debtor Company Name _____
 Claim Type Pre-Filing Subsequent
 Classification Secured Unsecured
 Category 1 Employee Former Employee Guarantee
 Deficiency Pension Trade Landlord
 Category 2 Royalty

Security Type Security Agreement Statutory Lien

Comments - Please add any comments that may assist us in reviewing your claim.

Add Claim

Claim Amount _____

Currency _____

Debtor Company Name _____

Classification Secured Unsecured

Category 1 Employee Former Employee Guarantee

Deficiency Pension Trade Landlord

Category 2 Royalty

Security Type Security Agreement Statutory Lien

Comments - Please add any comments that may assist us in reviewing your claim.

Future correspondence

All future correspondence will be directed to the email designated in the contact details unless you specifically request that hardcopies be provided.

Hardcopy of correspondence required

Acknowledgement

Signature _____

Date _____

Notice of Dispute

Original Claim Amount _____

Revised Claim per _____

Receiver _____

Revised Claim per _____

Claimant _____

Currency _____

Debtor Company Name _____

Classification Secured Unsecured

Category 1 Employee Former Employee Guarantee

Deficiency Pension Trade Landlord

Category 2 Royalty

Security Type Security Agreement Statutory Lien

Reason for Dispute - Please add any comments that may assist us in reviewing your claim.

Notice of Dispute

Original Claim Amount _____

Revised Claim per _____

Receiver _____

Revised Claim per _____

Claimant _____

Currency _____

Debtor Company Name _____

Classification Secured Unsecured

Category 1 Employee Former Employee Guarantee

Deficiency Pension Trade Landlord

Category 2 Royalty

Security Type Security Agreement Statutory Lien

Reason for Dispute - Please add any comments that may assist us in reviewing your claim.

Acknowledgement

Signature

Date

Schedule "3"

Supporting Documentation Submission Form

Contact Details

Name _____
Attention _____
Address 1 _____
Address 2 _____
City _____
State/Province _____
ZIP/Postal Code _____
Country _____
Phone _____
Fax _____
Email _____

Supporting Documentation

Please attach hard copies of your supporting documentation to this form.

Comments _____

Future correspondence

All future correspondence will be directed to the email designated in the contact details unless you specifically request that hardcopies be provided.

Hardcopy of correspondence required

Acknowledgement

Signature _____
Date _____

IN THE MATTER OF THE RECEIVERSHIP OF SKYSERVICE AIRLINES INC.

B E T W E E N :

THOMAS COOK CANADA INC.

SKYSERVICE AIRLINES INC.

- and -

Court File No. CV-10-8647-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

CLAIMS PROCEDURE ORDER

McCarthy Tétraut LLP
Suite 5300, P.O. Box 48
Toronto Dominion Bank Tower
Toronto ON M5K 1E6

Jamey Gage LSUC#: 346761
Tel: (416) 601-7539
E-mail: jgage@mccarthy.ca

Geoff R. Hall LSUC#: 347010
Tel: 416 601-7856
E-mail: ghall@mccarthy.ca

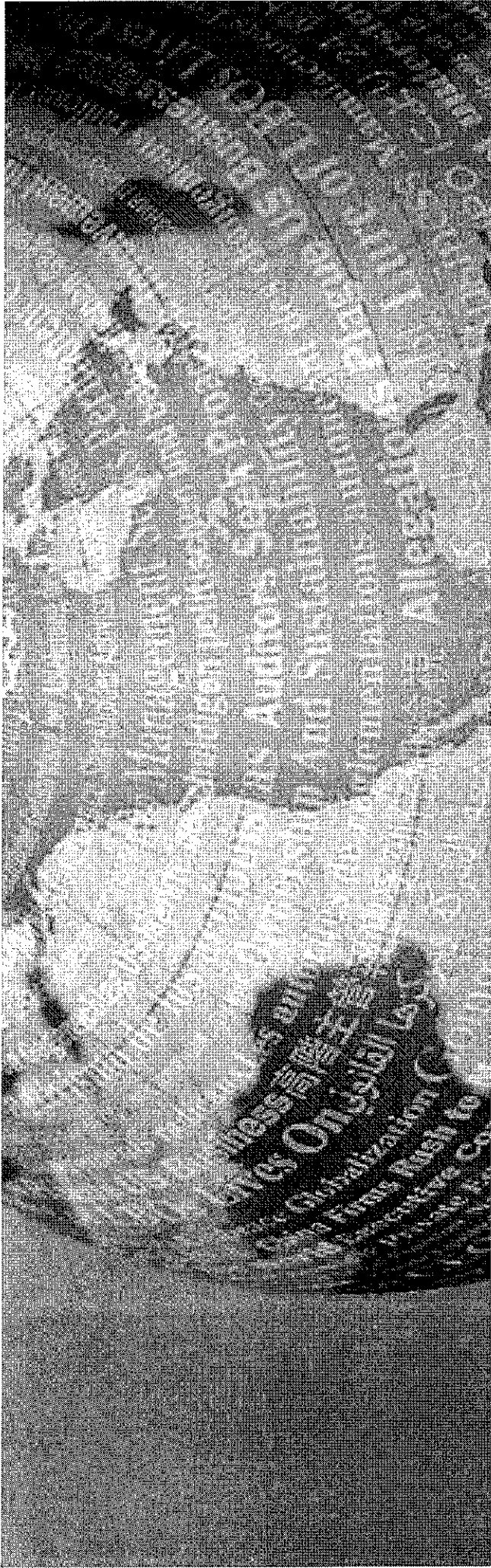
Heather Meredith LSUC#: 48354R
Tel: (416) 601-8342
E-mail: hmeredith@mccarthy.ca

Fax: (416) 868-0673

Lawyers for FTI Consulting Canada Inc.
#1361713

Appendix C

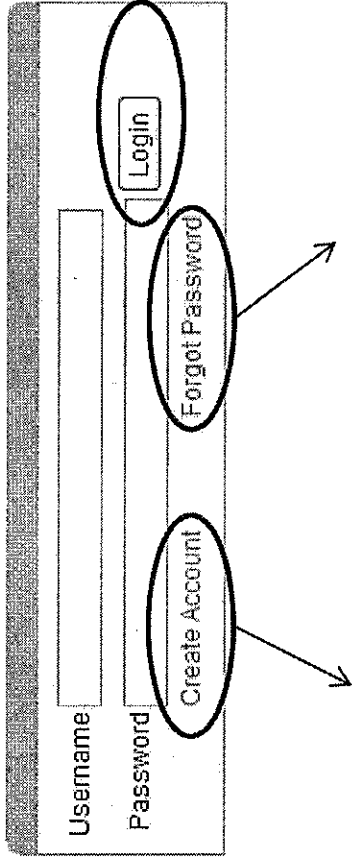
Claims Procedure Applications Overview



FTI Claims Site Application Overview

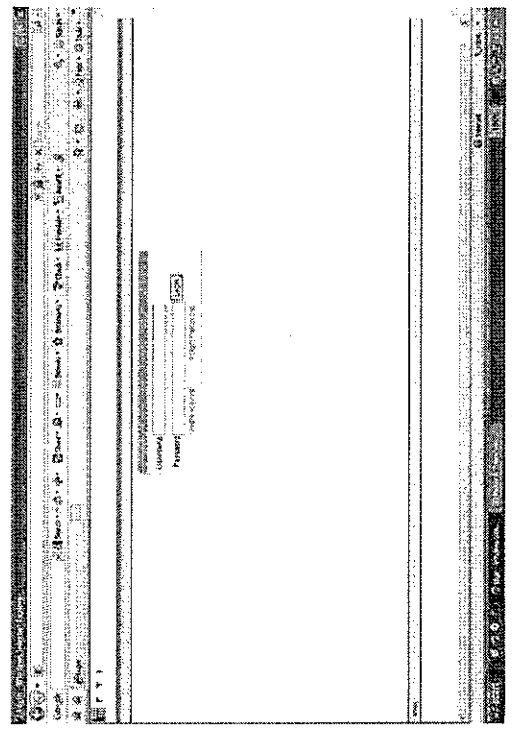
FTI Claims Site : Login Page

2: Home Page



1A: Create New Account

1B: Recover Password




Login requires both a user name and password verification. The overall System utilize Secured Sockets Layer (SSL) technology to secure the communication channel.

FTI Claims Site : Create a New Account



Please enter claimant's contact information



Name

Attn

Address 1

Address 2

City

State/Province

Zip

Country


Phone


Fax

Email

Enter Email Again

Choose a Username

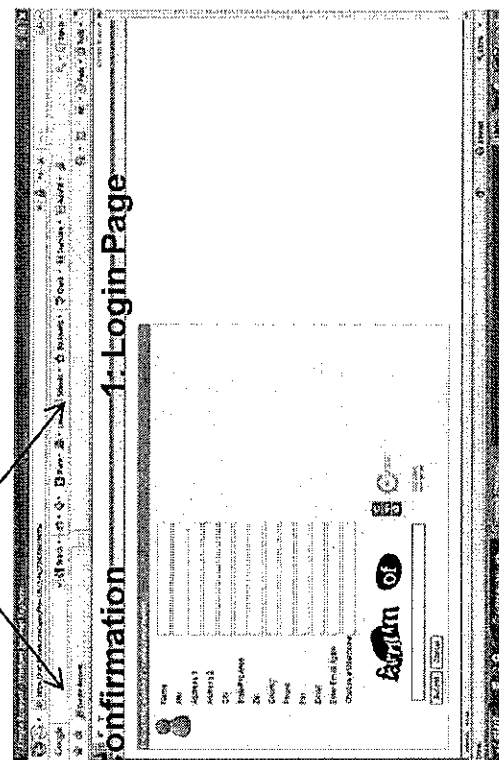




STOP SPAM. PASS SPAM.

The system provides for any potential claimant to share their information. To begin that process they need to create a new account by filling in the appropriate information.

This page uses special technology to ensure that a person is entering the information and provides an additional layer of information security.



1C: Confirmation - 1: Login-Page

FTI Claims Site : Recover Password Screen



Password Recovery

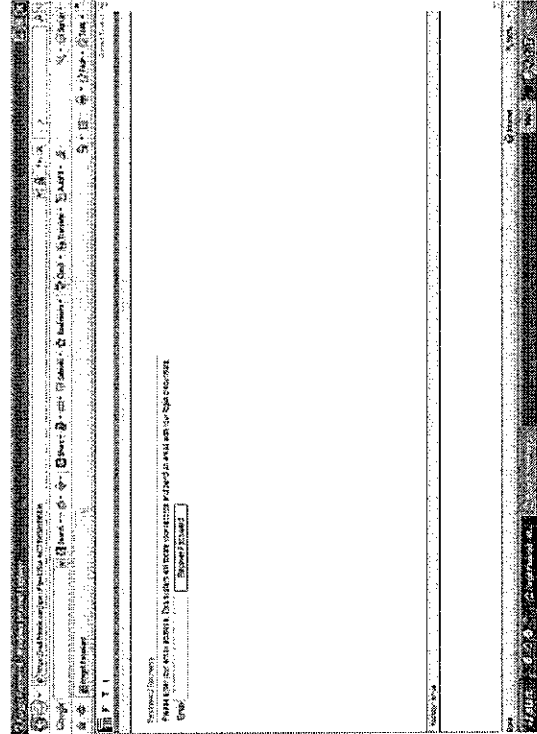
Please enter your email address. This system will locate your records and send an email with your login credentials.

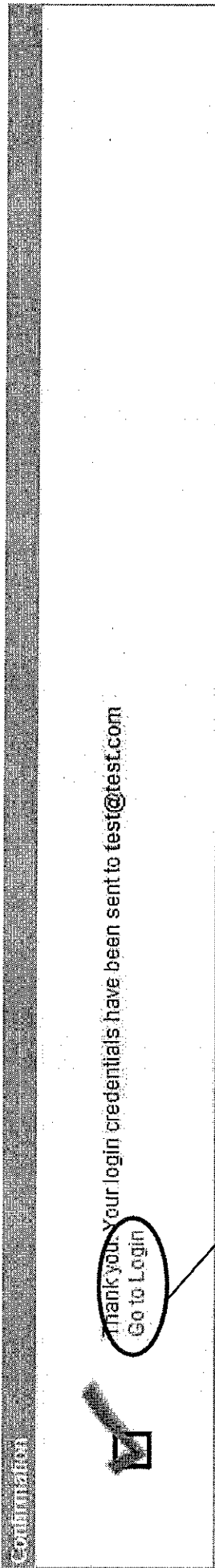
Email

Recover Password

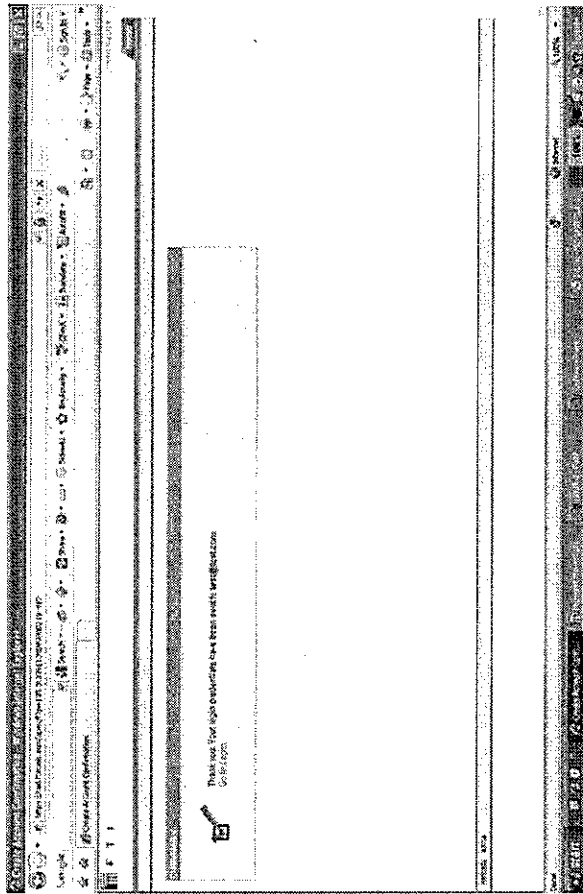
1C: Confirmation

In the event that a claimant forgets their password, they can enter the appropriate email and the system will send the login credentials to the email on file.

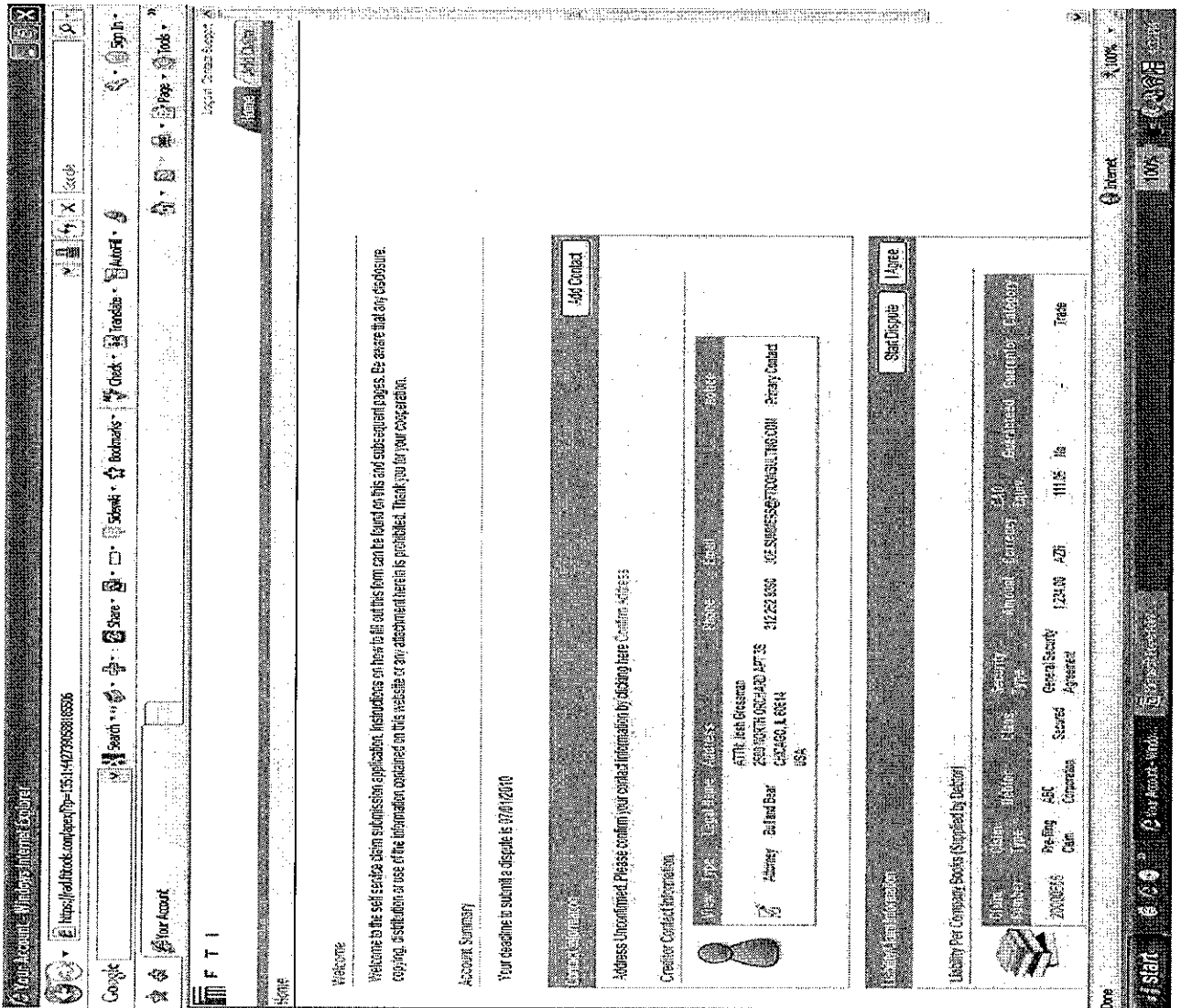




1: Login Page



After they have entered the appropriate information. This screen acknowledges that they should receive login details at the provided email.



The Home screen is the main page for the claimants to review the information in the system regarding their potential claims. It has two main sections:


1. Contact Information
2. Liability Claim Information


2A: Confirm/Edit Address

Contact Information

Address Unconfirmed. Please confirm your contact information by clicking here [Confirm Address](#)

Creditor Contact Information

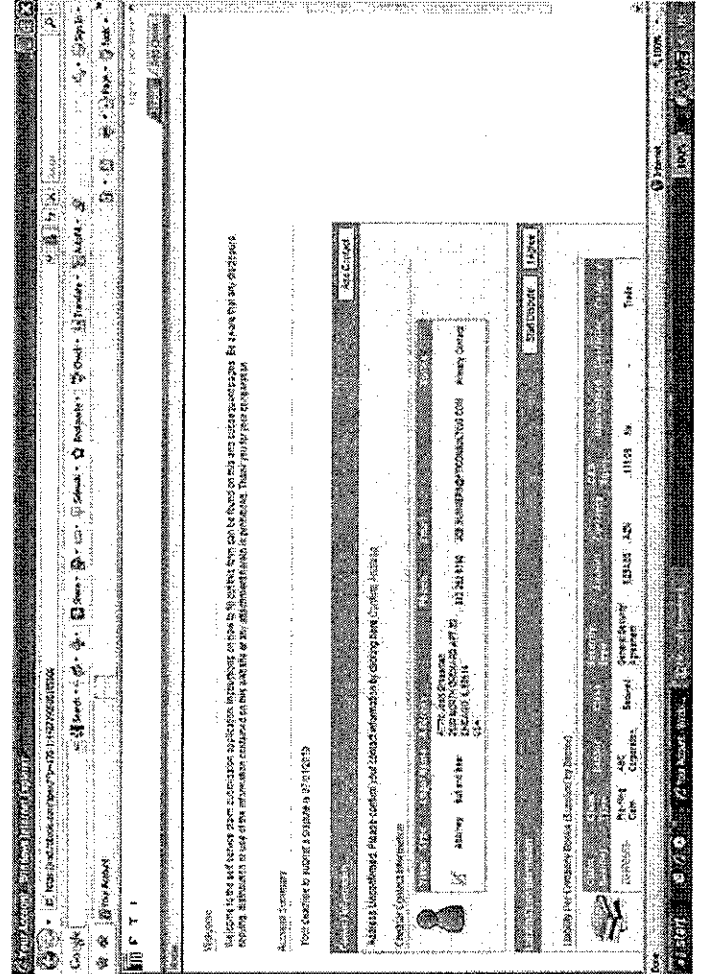


View	Type	Legal Name	Address	Phone	Email	Notice
	Attorney	Bull and Bear	ATTN: Josh Grossman 2500 NORTH ORCHARD APT 3S CHICAGO, IL 60614 USA	312 252 9390	JOE.SUMMERS@FTICONULTING.COM	Primary Contact

[Add Contact](#)

2B: Add Contact


The Contact Information Section provides the claimant a view of the contacts and addresses currently associated with the claimant. From here they can confirm/modify any of the contact information as well as add any additional contacts for the claim.



FTI Claims Site : Confirm/Edit Contact Information



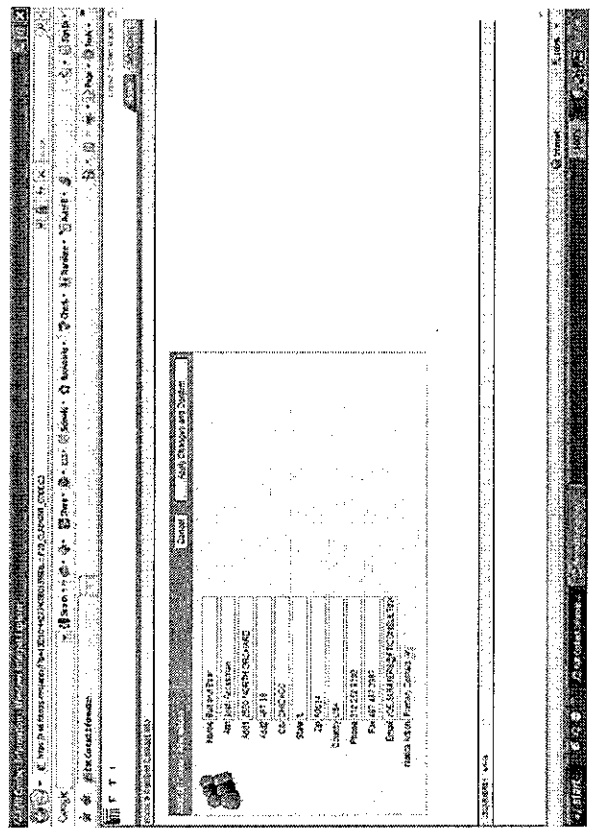
Apply Contact Information

 **Apply Changes and Confirm** **Cancel**

2: Home Page (No Changes) **2: Home Page (Saves Changes)**

Name | Bull and Bear
Attn | Josh Grossman
Add1 | 2500 NORTH ORCHARD
Add2 | APT 3S
City | CHICAGO
State | IL
Zip | 60614
Country | USA
Phone | 312 252 9390
Fax | 487 487 3987
Email | JOE.SUMMERS@FTICONULTING

Notice Action | Primary Contact




From this screen the claimant can choose to change any of the address information already on file, or can simply confirm that the information is correct.

FTI Claims Site : Add Contact Information



Adult/Child Contact Information

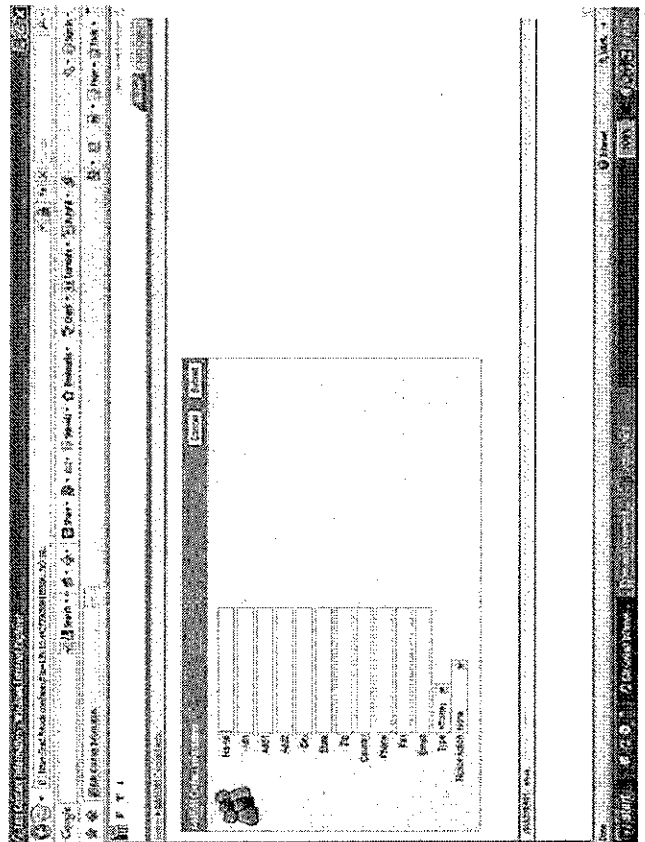


Name	<input type="text"/>
Attn	<input type="text"/>
Add1	<input type="text"/>
Add2	<input type="text"/>
City	<input type="text"/>
State	<input type="text"/>
Zip	<input type="text"/>
Country	<input type="text"/>
Phone	<input type="text"/>
Fax	<input type="text"/>
Email	<input type="text"/>
Type	Attorney <input type="text"/>
Notice Action	None <input type="text"/>

Cancel Submit

2: Home Page (No Changes)

2: Home Page (Saves Record)



From this screen the claimant can add another contact to their claim as well as indicate whether the contact should receive notice.

FTI Claims Site : Claim/Dispute Step 1



Step 1 - Claim Information

Claim Amount: 5000

Currency: Canadian dollar (CAD)

Debtor: ABC Corporation

Claim Type: Pre-filing Claim

Classification: Secured Unsecured

Comment:

Guaranteed Claim: Yes No

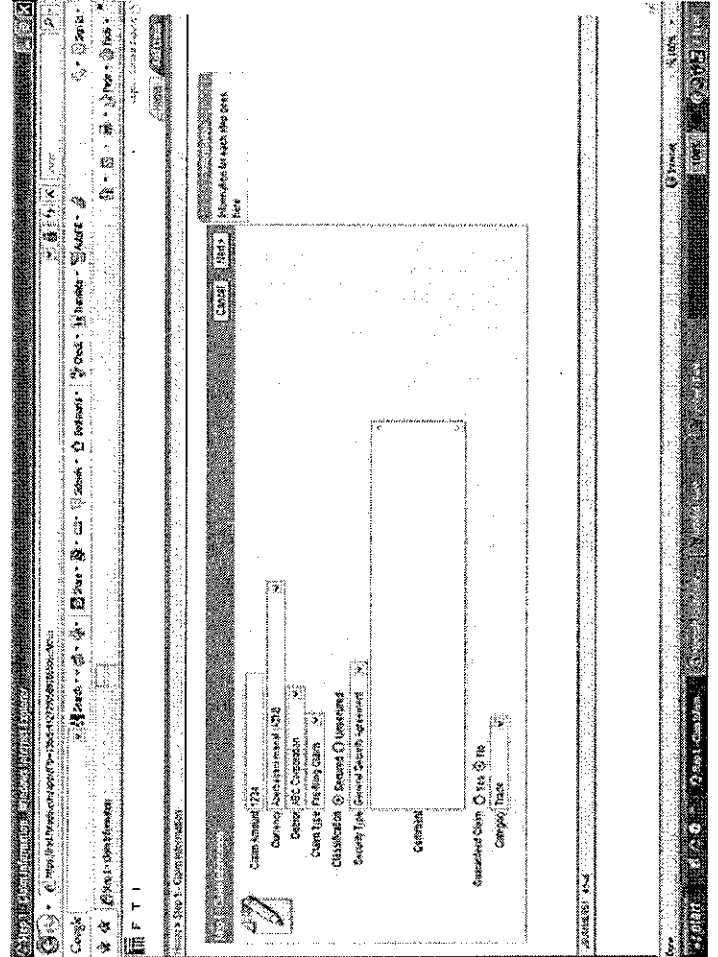
Category: Trade

Buttons: Cancel, Next >

Annotations:

- 2: Home Page (No Changes)
- 3B: Disputel Claim Step 2

The Creditor provides the relevant details about the claim.



FTI Claims Site : Claim/Dispute Step 2



Step 2: Add Supporting Documentation

File Name: C:\Documents and Settings\jvalle\ Browse...

Description: Add Document

Claim/Dispute

Claim Number	Claim Type	Debtor	Class	Security Type	Amount	Currency	Guarantor	Category	Comments
20000723	Pre-filing Claim	ABC Corporation	Unsecured	-	5000	CAD	No	-	Trade

Attached Documentation

Type	File Name	Description	Created On
	VBA EXcel Group.txt	-	Thursday, 11 March, 2010
	VBA EXcel Group.txt	-	Thursday, 11 March, 2010

Navigation: Cancel < Previous Next >

2: Home Page (No Changes)

3A: Dispute Claim Step 1

3C: Dispute Claim Step 3

The second step in the claim process allows the claimant to upload any electronic files that support their claim.

FTI Claims Site : Claim/Dispute Step 3



Step 3 - Review and Finish

2: Home Page (No Changes)

Dispute/Claim

Claim Number	Claim Type	Debtor	Classification	Security Type	Amount	Currency	Comments	Guaranteed	Guarantor	Category
20000723	Pre-filing Claim	ABC Corporation	Unsecured	-	5,000.00	Canadian dollar	-	No	-	Trade

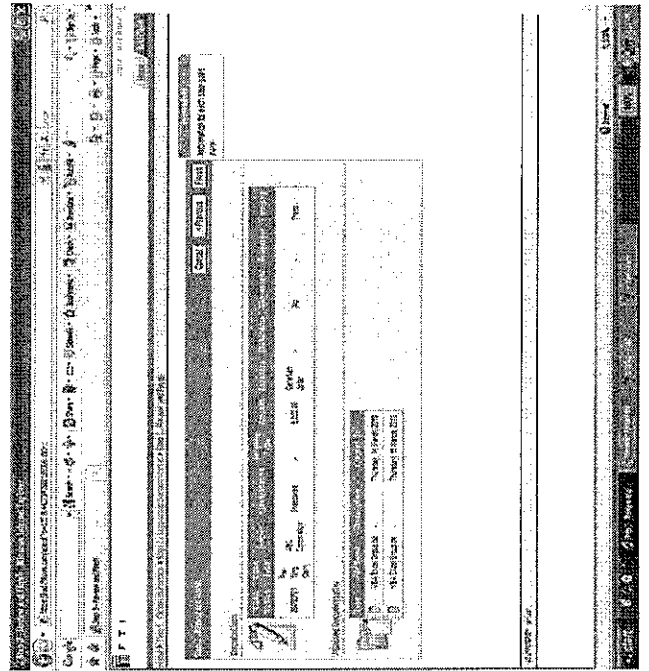
Attached Documentation

Type	File Name	Description	Created On
	VBA EXcel Group.txt	-	Thursday, 11 March, 2010
	VBA EXcel Group.txt	-	Thursday, 11 March, 2010

3B: Dispute/Claim Step 2

Cancel < Previous Finish

The creditor is then able to review all of the information they have entered as well as the documents they have uploaded to support the claim. From here they can hit previous to correct any information or can confirm by pressing "Finish".





Submit and Save

Add Additional Claims

3A: Dispute\Claim Step 1

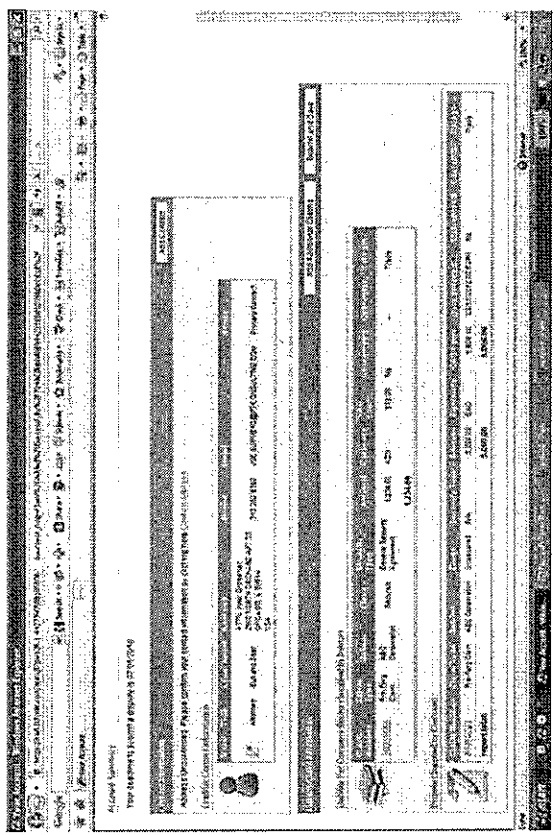
Liability Per Company Books (Supplied by Debtor)

Claim Number	Claim Type	Debtor	Class	Security Type	Amount	Currency	EAD Equiv	Guaranteed	Guarantor	Category
20000566	Pre-filing Claim	ABC Corporation	Secured	General Security Agreement	1,234.00	AZN	111.06	No	-	Trade
					1,234.00					

2: Home Page (Locks Claim)

Dispute (Supplied by Claimant)

Claim Number	Claim Type	Debtor	Class	Security Type	Amount	Currency	EAD Equiv	Guaranteed	Guarantor	Category
20000723	Pre-filing Claim	ABC Corporation	Unsecured	N/A	5,000.00	CAD	5,000.00	03/11/2010 05:52PM	No	Trade
report total:					5,000.00					



From the home page the claimant can continue to add additional claims. Once they have entered all of their claims they can submit and save them. The creditor will no longer be able to amend their claim the information submitted but the claim details can still be viewed.

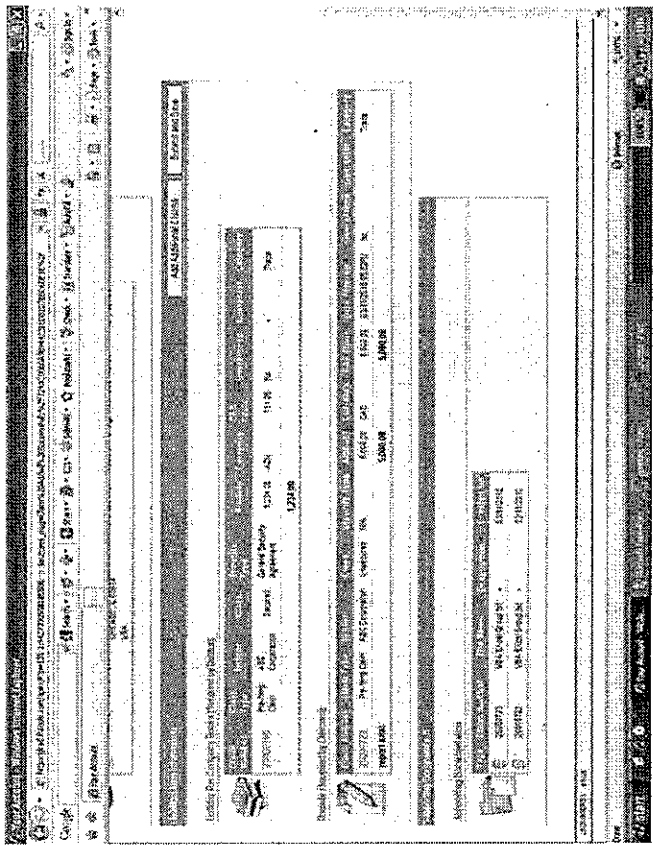


Supporting Documents =

Supporting Documentation

Type	Claim Number	File Name	Description	Created On
	20000723	VBA EXcel Group.txt	-	03/11/2010
	20000723	VBA EXcel Group.txt	-	03/11/2010

If the claimant has disputed the claim and/or added additional claims to which they uploaded document, they can also be viewed from the home screen.



Liability/Claim Information

Add Dispute of Revision

Submit to Adjudication

Liability Per Company Stocks (Supplied by Debtor)

Claim Number	Claim Type	Debtor	Class	Security Type	Amount	Currency	CAD Equiv.	Guaranteed	Guarantor	Category
20001543	D&O Claim	ABC Holding Corporation	Secured	N/A	4,950.89	XCD	2,227.90	Yes	ABC Corporation	Trade
					4,950.89		2,227.90			

Claim/Dispute (Supplied by Claimant)

Claim Number	Claim Type	Debtor	Class	Security Type	Amount	Currency	CAD Equiv.	Date Entered	Guaranteed	Guarantor	Category
20001618	D&O Claim	ABC Holding Corporation	Secured	General Security Agreement	2.00	XCD	0.90	03/12/2010 05:48PM	Yes	ABC Corporation	Trade
report total:					2.00		0.90				

Revision (Supplied by Debtor)

Claim Number	Claim Type	Debtor	Class	Security Type	Amount	Currency	CAD Equiv.	Date Entered	Guaranteed	Guarantor	Category	Application
20001620	D&O Claim	ABC Holding Corporation	Secured	N/A	2.00	XCD	0.90	03/12/2010 05:52PM	Yes	ABC Corporation	Trade	True
20001630	D&O Claim	ABC Holding Corporation	Secured	N/A	2.00	XCD	0.90	03/12/2010 06:13PM	Yes	ABC Corporation	Trade	
report total:					4.00		1.80					

Please refer to the next page for description of this screen shot.



When a Notice of Revision or Disallowance is issued, the Creditor is sent an email notification that their claim has been review and revised and can view the revision by logging into their account.

The Creditor is able to dispute or agree to the Notice of Revision.

If the Creditor disputes the Notice of Revision the Debtor Company or the Monitor can refer the claim to a Claims Officer or the Court for adjudication.

A claim can also be referred to a Claims Officer or the Court for adjudication at any point during the claims process.

Appendix D

Engen Affidavit

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**IN THE MATTER OF THE RECEIVERSHIP OF
SKYSERVICE AIRLINES INC.**

BETWEEN:

THOMAS COOK CANADA INC.

Applicant

- and -

SKYSERVICE AIRLINES INC.

Respondent

**AFFIDAVIT OF JAMIE T ENGEN
(sworn July 20, 2010)**

I, **JAMIE T ENGEN**, of the City of Vancouver, in the Province of British Columbia, **MAKE OATH AND SAY** that:

1. I am a Managing Director of FTI Consulting Canada Inc. (“**FTI**”) and, as such, I have knowledge of the matters hereinafter deposed to except where stated to be on information and belief, and where so stated, I verily believe it to be true.
2. On March 31, 2010 (the “**Date of Appointment**”), pursuant to the order of the Honourable Mr. Justice Gans (the “**Receivership Order**”), FTI Consulting Canada Inc. was appointed as receiver (the “**Receiver**”) of the assets, undertakings and properties of Skyservice Airlines Inc. (“**Skyservice**”) acquired for or used in relation to a business carried on by Skyservice including all proceeds thereof.
3. Pursuant to the Receivership Order, the Receiver has provided services and incurred disbursements in the amount of \$1,880,967.50 (excluding applicable taxes), including \$1,713,430.50 for services and \$167,537.00 for disbursements in the period from March 22, 2010 to June 20, 2010 (the “**Period**”). Attached hereto and marked as Exhibit "A" to this my Affidavit

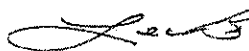
is a summary of all invoices rendered by the Receiver on a periodic basis during the Period (the “**Accounts**”).

4. True copies of the Accounts, which include a fair and accurate description of the services provided along with the hours and applicable rates claimed by the Receiver, are attached as Exhibit “B” to this my Affidavit.
5. The Receiver has previously filed three Reports as well as a Supplement to the Second Report with the Court with respect to its conduct and the receivership proceedings (the “**Receiver’s Reports**”). In addition, and contemporaneously with the filing of this Affidavit the Receiver is filing its fourth report to the Court (the “**Fourth Report**”). Details of the activities undertaken and services provided by the Receiver in connection with the administration of the receivership proceedings are described in the Receiver’s Reports and the Fourth Report.
6. In the course of performing its duties pursuant to the Receivership Order, the Receiver’s staff has expended a total of 3,230.8 hours during the Period. Attached as Exhibit “C” to this my Affidavit is a schedule setting out a summary of the individual staff involved in the administration of the receivership and the hours and applicable rates claimed by the Receiver for the Period. The average hourly rate billed by the Receiver during the Period is \$530.34.
7. The total amount of professional fees and disbursements being claimed for work performed by the Receiver during the Period is \$1,880,967.50 (excluding applicable taxes).
8. The Receiver requests that this Honourable Court approve its Accounts for the Period, in the total amount of \$1,880,967.50 (excluding applicable taxes) for services rendered and recorded during the Period.
9. McCarthy Tétrault LLP (“McCarthys”) rendered services throughout these proceedings in a manner consistent with the instructions of the Receiver and have prepared an affidavit with respect to the services rendered from March 17, 2010 to June 30, 2010. The Receiver has reviewed the invoices rendered by McCarthys during this period.
10. To the best of my knowledge, the rates charged by the Receiver and McCarthy are comparable to the rates charged for the provision of similar services by other large restructuring firms in the Toronto market.

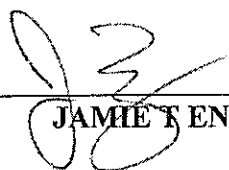
11. I verily believe that the fees and disbursements incurred by the Receiver and McCarthy are fair and reasonable in the circumstances.

12. This Affidavit is sworn in connection with a motion for an Order of this Honourable Court to, among other things, approve the fees and disbursements of the Receiver and those of its legal counsel and for no improper purpose.

SWORN BEFORE ME at the City of Vancouver, in the Province of British Columbia, on July 20, 2010.



Commissioner for taking affidavits



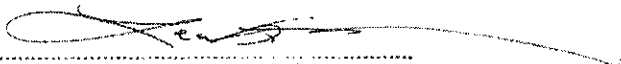
JAMIE T ENGEN

LEAH MANSON
Barrister & Solicitor
McCarthy Tétrault LLP
1300 - 777 DUNSMUIR STREET
VANCOUVER, B.C. V7Y 1K2
DIRECT 604-643-7940

Exhibit A

Summary of Invoices

This is Exhibit " A " referred to in the
affidavit of J. Engen
made before me on this 20th
day of July, 2010.


A Commissioner for taking
Affidavits in British Columbia

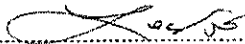
FTI Consulting Canada Inc. - Skyservice Airlines

Invoice Date	Invoice Number	Professional Fees	Expenses	GST	Total
4/12/2010	7231295	\$233,917.50	\$15,224.07	\$12,457.08	\$261,598.65
4/16/2010	7231850	\$247,902.00	\$14,874.12	\$13,138.81	\$275,914.93
4/22/2010	7232311	\$212,419.00	\$22,762.92	\$11,759.10	\$246,941.02
4/30/2010	7233056	\$203,224.00	\$12,206.19	\$10,771.51	\$226,201.70
5/7/2010	7233990	\$170,106.50	\$31,393.53	\$10,075.00	\$211,575.03
5/17/2010	7234963	\$160,523.00	\$10,434.63	\$8,547.88	\$179,505.51
5/26/2010	7236128	\$137,797.00	22611.77	\$8,020.44	\$168,429.21
5/31/2010	7236754	\$102,548.50	15195.25	\$5,887.19	\$123,630.94
6/8/2010	7237061	\$77,088.00	8288.61	\$4,268.83	\$89,645.44
6/10/2010	7237219	\$51,171.00	3070.26	\$2,712.06	\$56,953.32
6/17/2010	7237713	\$65,117.00	8378.63	\$3,674.78	\$77,170.41
6/30/2010	7239148	\$51,617.00	3097.02	\$2,735.70	\$57,449.72
		<u>\$1,713,430.50</u>	<u>\$167,537.00</u>	<u>\$94,048.38</u>	<u>\$1,975,015.88</u>

Exhibit B

Copies of Accounts

This is Exhibit " B " referred to in the
affidavit of J. Engen
made before me on this 20th
day of July, 2019.


.....
A Commissioner for taking
Affidavits in British Columbia

FTI Consulting Canada
Skyservice Airlines

Date	TK#	Name	Hours	Amount	Narrative
03/22/10	15610	Jamie Engen	8.00	\$5,440.00	Pre receivership planning and preparation
03/23/10	15610	Jamie Engen	7.50	\$5,100.00	Preparation for receivership
03/23/10	14800	Paul Bishop	1.10	\$885.50	Receivership prep
03/24/10	14800	Paul Bishop	1.80	\$1,449.00	Receivership prep
03/24/10	14845	Anna-Liisa Sisask	1.10	\$550.00	Preparation for the receivership filing. Review of flight plans. Research regarding Skyservice's contracts with four operators, org structure and history (for the report).
03/24/10	15610	Jamie Engen	8.00	\$5,440.00	Preparation for Receivership
03/25/10	15610	Jamie Engen	9.00	\$6,120.00	Preparation for receivership
03/25/10	15532	Jodi Porepa	3.00	\$1,850.00	Discussions with FTI and McCarthys re. receivership file.
03/25/10	14845	Anna-Liisa Sisask	4.50	\$2,250.00	Preparation for the receivership filing. Review of flight plans. Research regarding Skyservice's contracts with four operators, org structure and history (for the report).
03/25/10	14800	Paul Bishop	4.40	\$3,542.00	Receivership planning, previous catch up
03/26/10	14800	Paul Bishop	1.90	\$1,529.50	Receivership prep
03/26/10	14797	Nigel Meakin	3.00	\$2,415.00	Receivership preparation
03/26/10	14845	Anna-Liisa Sisask	9.20	\$4,600.00	Meeting at the Skyservice office. Drafting the Pre Appointment Report of the Receiver.
03/26/10	15532	Jodi Porepa	7.00	\$3,850.00	Meeting with Company mgmt to discuss receivership planning and first day issues.
03/26/10	15610	Jamie Engen	8.00	\$5,440.00	Preparation for Receivership Meeting with Company
03/27/10	15610	Jamie Engen	2.50	\$1,700.00	Review of legal documents
03/27/10	15532	Jodi Porepa	1.50	\$925.00	Reviewing summary list of items. Reviewing and pulling sample FAQs.
03/28/10	15532	Jodi Porepa	1.50	\$825.00	Reviewing list of facilities. Reviewing draft templates. Email communication with legal counsel.
03/28/10	15610	Jamie Engen	4.00	\$2,720.00	Review and discussion of legal and appointing documents Review of pre filing report
03/28/10	14845	Anna-Liisa Sisask	3.80	\$1,900.00	Drafting of the Pre Appointment Report of the Receiver. Summary of Skyservice's locations and operations in these locations.
03/28/10	14800	Paul Bishop	2.60	\$2,093.00	Review of docs, report, affidavit order
03/29/10	14800	Paul Bishop	4.60	\$3,703.00	Receivership preparation
03/29/10	14797	Nigel Meakin	2.50	\$2,012.50	Receivership preparation
03/29/10	14845	Anna-Liisa Sisask	8.50	\$4,250.00	Receivership preparation. Information requests to the company, set up of new bank accounts, summary of facilities, treatment of LCs, team meetings with Grech and Porepa, set up of hotline with the company.
03/29/10	15610	Jamie Engen	13.50	\$9,180.00	Writing of Pre appointment report All hands meeting Preparation of materials
03/29/10	14888	Pamela Luthra	1.60	\$800.00	Preparation of receivership FAQ's, research into notice and reporting requirements.
03/29/10	15236	Toni Vanderlaan	1.10	\$748.00	Meeting with A. Sisask Set up request for bank accounts Set up for Scotia Connect accounts and new signatories
03/29/10	15532	Jodi Porepa	9.00	\$4,950.00	Reviewing communication. Drafting Court Report. Coordinating planning activities and requirements.
03/29/10	14887	Michelle Grech	10.20	\$5,100.00	Locksmith organization security guard organization data list summaries FAQs Stat notice Mailing setup Website setup
03/29/10	15273	Ana Arevalo	0.70	\$77.00	Preparing and finalizing invoice for period ending March 28, 2010.
03/30/10	15448	Jonathan Kay	1.20	\$660.00	Initial organization call and review of WEPA materials in preparation for tomorrow.
03/30/10	14887	Michelle Grech	7.20	\$3,600.00	data list - employee mail merge reformatting Stat notice updates Website updates Employee Termination letters
03/30/10	15236	Toni Vanderlaan	1.00	\$690.00	Calls and emails with Scotiabank - account set up Call with OSB in respect of receivership FAQ's
03/30/10	14888	Pamela Luthra	1.60	\$800.00	Preparation of FAQ's
03/30/10	15610	Jamie Engen	13.50	\$9,180.00	Completion of Pre Appointment Report Review of court documents Meeting and telephone calls with management Planning meeting with FTI staff Review of various letters and notices to employees and suppliers

FTI Consulting Canada

Skyservice Airlines

Date	TK#	Name	Hours	Amount	Narrative
03/30/10	14845	Anna-Liisa Sisask	8.40	\$4,200.00	Preparation for receivership, FTI team call, set up of new bank accounts, instructions to existing banks, letters to utility companies, various information requests to the company.
03/30/10	14797	Nigel Meakin	1.50	\$1,207.50	Receivership preparation
03/30/10	14844	Devi Rajani Villegas	0.80	\$440.00	Call on Tuesday March 30
03/30/10	14800	Paul Bishop	4.20	\$3,381.00	Report, document review, multiple emails and calls
03/31/10	14800	Paul Bishop	5.20	\$4,186.00	Multiple calls and emails re taking possession, creditor enquiries, lessor enquiries etc
03/31/10	14844	Devi Rajani Villegas	12.00	\$6,600.00	Terminating employees, continuing employees, etc
03/31/10	14797	Nigel Meakin	9.50	\$7,847.50	Preparation for and attendance in court. Numerous calls and discussions re employees, lessors, security and other issues. Calls with Counsel. Attendance in court on GTAA matter. Discussions with FTI team, Calls with creditors.
03/31/10	14845	Anna-Liisa Sisask	0.60	\$300.00	Taking control of Skyservice's website and e-mails.
03/31/10	14845	Anna-Liisa Sisask	1.60	\$800.00	Changing of locks at 31 Fasken building.
03/31/10	14845	Anna-Liisa Sisask	2.50	\$1,250.00	FTI team update call and discussions regarding Skyservice's receivership.
03/31/10	14845	Anna-Liisa Sisask	1.70	\$850.00	Respond to emails received to Receiver's general email box.
03/31/10	14845	Anna-Liisa Sisask	0.50	\$250.00	Set up of Receiver's hot-line box.
03/31/10	14845	Anna-Liisa Sisask	0.50	\$250.00	Confirmation of cash balances at the bank.
03/31/10	14845	Anna-Liisa Sisask	0.70	\$350.00	Meeting with the employees continuing with Skyservice.
03/31/10	14845	Anna-Liisa Sisask	2.50	\$1,250.00	Communication (calls, emails) with HSBC to transfer the balance to Receiver's new accounts.
03/31/10	14845	Anna-Liisa Sisask	1.20	\$600.00	Communication with RBC to transfer the balance on the account to Receiver's new account.
03/31/10	14845	Anna-Liisa Sisask	0.90	\$450.00	Communication with Credit card company to cancel the credit cards.
03/31/10	14845	Anna-Liisa Sisask	0.90	\$450.00	Updating the Receiver's website.
03/31/10	15610	Jamie Engen	13.50	\$9,180.00	Taking Possession Meeting with Employees Meeting with unions Numerous calls from suppliers Numerous calls with regulatory agencies Numerous calls with lawyers Discussions with Banks
03/31/10	15532	Jodi Porepa	12.70	\$6,985.00	Onsite at Skyservice. Receivership appointment. Asking certain employees to continue employment. Organizing day 1 activities and dealing with issues as they arise.
03/31/10	14887	Michelle Grech	13.70	\$6,850.00	Securing assets Changing Locks Dealing with Security guards Organizing continuing employees Organizing Termination letters FTI Calls
03/31/10	15448	Jonathan Kay	13.30	\$7,315.00	Attendance at company offices. Dealing with terminated and remaining employees. Securing assets. Dealing with security issues.
04/01/10	15448	Jonathan Kay	12.25	\$6,737.50	On location. Securing assets. Discussions re: process for cataloguing assets. Response to monitors hotline. Personnel issues.
04/01/10	14887	Michelle Grech	10.70	\$5,350.00	Securing assets Outbase status update call Dealing with lessor questions Meetings with Skyservice employees Set up meetings for inventory counts Lock changes at Millard Location Unsecured Creditor Calls
04/01/10	15532	Jodi Porepa	11.00	\$6,050.00	Discussions with Skyservice staff to set up expectations and next steps for work necessary. Daily update calls with outpost staff. Answering phone calls and emails. Coordinating work and delegating issues.
04/01/10	15610	Jamie Engen	13.00	\$8,840.00	Supervision of FTI and Skyservice staff Numerous calls with lawyers Numerous calls with suppliers Numerous calls with regulatory agencies Calls with unions Dealing with plane lessors
04/01/10	14845	Anna-Liisa Sisask	2.60	\$1,400.00	Respond to emails in Receiver's email box, forward certain emails to legal counsel and raise issues with the FTI team and the company.
04/01/10	14845	Anna-Liisa Sisask	2.20	\$1,100.00	Cancellation of corporate cell phones. Listing of phone numbers for people remaining at Skyservice.
04/01/10	14845	Anna-Liisa Sisask	0.80	\$400.00	Arranging aircraft leases to be sent to legal counsel, conference call with the company and the legal counsel.

FTI Consulting Canada
Skyservice Airlines

Date	TK#	Name	Hours	Amount	Narrative
04/01/10	14845	Anna-Liisa Sisask	6.20	\$3,100.00	Setting up insurance for the estate, review of existing insurance, security and maintenance issues, meeting regarding operational permits and licenses, discussion with T. Vanderlaan regarding the Form 87, Service Canada and Job Security discussions, plan
04/01/10	14797	Nigel Meakin	7.50	\$6,037.50	Numerous calls, discussions and correspondence with counsel, lessors, interested parties, creditors, FTI team and others. Review of various documents. Call with Winnipeg AA counsel. Conference call with committee of counsel for lessors. Correspondence with
04/01/10	14644	Devi Rajani Villegas	10.00	\$5,500.00	Termination of People, Outbases, etc
04/01/10	14800	Paul Bishop	3.80	\$3,059.00	Multiple calls and emails from lessors, creditors, interested parties
04/02/10	14800	Paul Bishop	1.30	\$1,046.50	Calls and emails re aircraft seizures and other review of issues memo
04/02/10	14845	Anna-Liisa Sisask	3.20	\$1,600.00	Respond to e-mails from receiver's inbox, e-mails to J. Engen on various issues, communication with the company regarding bank balances, insurance and GTAA recon. Review of the court order and receiver's report.
04/02/10	15610	Jamie Engen	5.00	\$3,400.00	Meeting with TUI/Thompson re plan of returning the TUI aircraftMeeting with Mexicana representative re return of Vancouver inventoryResponding to and discussions with aircraft lessors
04/02/10	15532	Jodi Porepa	1.30	\$716.00	Returning phone calls and voicemails re. Skyservice.
04/02/10	15448	Jonathan Kay	0.50	\$276.00	Review of open issues and correspondence to transition open issues to other FTI staff.
04/03/10	14887	Michelle Grech	1.20	\$600.00	Calls with Skyservice employees for aircraft questions
04/03/10	15610	Jamie Engen	2.50	\$1,700.00	Discussions with aircraft lessors
04/03/10	15532	Jodi Porepa	5.00	\$2,750.00	Follow up on emails and communication between Company, creditors, employees and legal counsel. Pull together information for offsite bases.
04/03/10	14800	Paul Bishop	1.10	\$885.50	Calls and emails re lessors and TUI/SunWing
04/04/10	14844	Devi Rajani Villegas	1.00	\$550.00	Misc emails
04/04/10	15532	Jodi Porepa	1.10	\$605.00	Reviewing email correspondence and prepping for following day.
04/04/10	15610	Jamie Engen	2.00	\$1,360.00	Discussion with aircraft lessors
04/05/10	14797	Nigel Meakin	6.50	\$5,232.50	Airplane lessor and return issues. Calls with counsel. Calls with team. Numerous calls and discussions with interested parties, creditors and others. Review of documents
04/05/10	14800	Paul Bishop	3.30	\$2,656.50	Call re realization of assets, review of demands by and correspondence with lessors, end of day call to update on matters of importance, multiple calls and emails with creditors, interested parties
04/05/10	14845	Anna-Liisa Sisask	1.00	\$500.00	Meeting with the finance team to plan daily activities.
04/05/10	14845	Anna-Liisa Sisask	2.50	\$1,250.00	Set up of new bank accounts and wire transfer capabilities with Scotiabank. Correspondence with former banks RBC and HSBC. Complete documentation to transfer funds to new accounts.
04/05/10	14845	Anna-Liisa Sisask	1.20	\$600.00	Correspondence with Rogers to close corporate cell phones.
04/05/10	14845	Anna-Liisa Sisask	1.10	\$550.00	Calls with Sunlife and Great West Life regarding employee benefits.
04/05/10	14845	Anna-Liisa Sisask	1.20	\$600.00	Coordination of insurance summary, discussions with Company's current insurance provider to determine insurance needs going forward.
04/05/10	14845	Anna-Liisa Sisask	1.40	\$700.00	End of day team conference call.
04/05/10	14844	Devi Rajani Villegas	7.00	\$3,850.00	Contacting and coordinating with people at outbases, dealing with security, returning phone calls on hotline, HR meetings regarding various issues, etc
04/05/10	14845	Anna-Liisa Sisask	1.90	\$950.00	Respond to emails from Receiver's inbox.
04/05/10	14845	Anna-Liisa Sisask	2.10	\$1,050.00	Discuss and find solutions for daily issues at the company's offices - issues raised by finance team, security, office maintenance.
04/05/10	14845	Anna-Liisa Sisask	0.90	\$450.00	Notifying utility companies.
04/05/10	14887	Michelle Grech	13.80	\$6,900.00	Discussions with LessorsMeetings with Skyservice employeesProtocol for Lessors - writeupFollow up calls re: Inventory CountFollow up with GTAA listingFollow up with Printing houseResponding to Receiver EmailsSafe transferEmails and calls

FTI Consulting Canada
Skyservice Airlines

Date	TK#	Name	Hours	Amount	Narrative
04/05/10	15610	Jamie Engen	13.00	\$8,840.00	Management of Skyservice employeesManagement of FTI employeesNumerous discussions with legal counselNumerous discussions with suppliersNumerous discussions with aircraft lessors
04/05/10	14150	Morgan O'Loughlin	10.00	\$3,600.00	Skyservice - see excel detail
04/05/10	13777	Andreas Tsitsos	2.00	\$630.00	2.0 hours - Travel
04/05/10	13777	Andreas Tsitsos	3.00	\$945.00	Read and review airport leases
04/05/10	13777	Andreas Tsitsos	1.50	\$472.50	Add information regarding airport leases to lease matrix
04/05/10	13777	Andreas Tsitsos	1.50	\$472.50	Begin review of operating leases
04/05/10	13777	Andreas Tsitsos	0.50	\$157.50	Outbase call with J. Porepa
04/05/10	15532	Jodi Porepa	12.50	\$6,875.00	Discussions with Pension Plans and Benefits Plan administrators. Discussions with Accounting. Discussions with Inflight services. Daily update calls with outgases.
04/05/10	15768	Golnaz Haghiri	8.00	\$800.00	Admin duties
04/06/10	15768	Golnaz Haghiri	2.00	\$200.00	Skyservies Call-log template
04/06/10	15532	Jodi Porepa	9.20	\$5,060.00	Discussions with inflight staff. Visits at Hangar, Bath Road and Kitchen. Dealing with issues relating to HR, employees, WEPPA, assets at outposts and Hangar.
04/06/10	13777	Andreas Tsitsos	0.50	\$157.50	Call with A. Jones, B. Knight, C. Broughton, M. Howley (All Skyservice) and J. Porepa to discuss moving items from the kitchen.
04/06/10	13777	Andreas Tsitsos	0.50	\$157.50	Meet with Alan Jones to get overview of alcohol in kitchen
04/06/10	13777	Andreas Tsitsos	2.40	\$756.00	Continue review of operating leases
04/06/10	13777	Andreas Tsitsos	1.10	\$346.50	Update lease matrix
04/06/10	13777	Andreas Tsitsos	0.30	\$94.50	Meet with H. Blotter (Skyservice) to discuss lease matrix
04/06/10	13777	Andreas Tsitsos	0.80	\$252.00	Outbase daily call with J. Porepa
04/06/10	13777	Andreas Tsitsos	1.10	\$346.50	Review list of vehicles forwarded by G. Bailey (Skyservice) and attached vehicle leases
04/06/10	13777	Andreas Tsitsos	1.30	\$409.50	Compile list of bonded warehouses to contact
04/06/10	14150	Morgan O'Loughlin	10.00	\$3,600.00	Skyservice - see excel detail
04/06/10	15610	Jamie Engen	15.50	\$10,540.00	Management of Skyservice employeesManagement of FTI employeesNumerous discussions with legal counselNumerous discussions with suppliersNumerous discussions with aircraft lessorsWriting first report for the court
04/06/10	14887	Michelle Grech	12.30	\$6,150.00	Company meetingsLessor meetingsRevision to lessor protocolCoordination of Lessor issues, timelines and datarequestsFTI CallsResponding to Receiver Emails
04/06/10	14845	Anna-Liisa Sisask	1.10	\$550.00	Calls, discussions and correspondence relating to Quiettouch.
04/06/10	14845	Anna-Liisa Sisask	2.60	\$1,300.00	Multiple calls and emails with former employee Douglas Greene regarding unpaid wages. Discussion with the finance team regarding unpaid wages in the last payroll.
04/06/10	14845	Anna-Liisa Sisask	1.40	\$700.00	Set up of new bank accounts and wire transfer capabilities with Scotiabank.
04/06/10	14845	Anna-Liisa Sisask	1.40	\$700.00	Correspondence with former banks RBC and HSBC. Complete documentation to transfer funds to new accounts.
04/06/10	14845	Anna-Liisa Sisask	0.70	\$350.00	Discussion regarding the termination of Amadeus's services.
04/06/10	14845	Anna-Liisa Sisask	1.60	\$800.00	Coordination of insurance summary, discussions with Company's current insurance provider to determine insurance needs going forward.
04/06/10	14845	Anna-Liisa Sisask	1.50	\$750.00	Preparation of Form 87 and attachments.
04/06/10	14845	Anna-Liisa Sisask	0.70	\$350.00	Respond to emails from Receiver's inbox.
04/06/10	14845	Anna-Liisa Sisask	2.20	\$1,100.00	Discuss and find solutions for daily issues at the company's offices - issues raised by finance team, security, office maintenance.
04/06/10	14845	Anna-Liisa Sisask	0.50	\$250.00	Meeting with the finance team to plan daily activities.
04/06/10	14844	Devraj Rajani Villegas	8.00	\$4,400.00	Contacting and coordinating with people at outbases, dealing with security, returning phone calls on hotline, HR meetings regarding various issues, letters to terminate various contracts, etc
04/06/10	14800	Paul Bishop	1.80	\$1,449.00	Call with JE re aircraft leases, funds, TC indemnity and other matters draft letter to HSBC, call with interested parties

FTI Consulting Canada
Skyservice Airlines

Date	TK#	Name	Hours	Amount	Narrative
04/06/10	14797	Nigel Meakin	7.00	\$5,635.00	Airplane lessor and return issues. Calls with counsel. Calls with team. Nnumerous calls and discussions with interested parties, creditors and others. Review of documents. Attendance in court
04/07/10	14797	Nigel Meakin	6.50	\$5,232.50	Airplane lessor and return issues. Calls with counsel. Calls with team. Nnumerous calls and discussions with interested parties, creditors and others. Review of documents. Attendance in court
04/07/10	14800	Paul Bishop	1.90	\$1,529.50	Call with JE & JP re issues, review of repossession protocol discuss same with NM, multiple calls and emails
04/07/10	14844	Devi Rajani Villegas	10.00	\$5,500.00	Contacting and coordinating with people at outbases, returning phone calls on hotline. HR & payroll meetings regarding various issues (ROEs, WEPP)
04/07/10	14845	Anna-Liisa Sisask	1.60	\$800.00	Preparation of Form 87 and attachments.
04/07/10	14845	Anna-Liisa Sisask	1.10	\$550.00	Set up of new bank accounts and wire transfer capabilities with Scotiabank. Correspondence with former banks RBC and HSBC. Complete documentation to transfer funds to new accounts.
04/07/10	14845	Anna-Liisa Sisask	0.50	\$250.00	Meeting with the finance team to plan daily activities.
04/07/10	14845	Anna-Liisa Sisask	0.90	\$450.00	Calls with Sunlife and Great West Life regarding employee benefits.
04/07/10	14845	Anna-Liisa Sisask	2.20	\$1,100.00	Coordination of insurance summary, discussions with Company's current insurance provider to determine insurance needs going forward.
04/07/10	14845	Anna-Liisa Sisask	0.90	\$450.00	Amounts owed to the company by lessors.
04/07/10	14845	Anna-Liisa Sisask	0.50	\$250.00	Calls, discussions and correspondence relating to Quiettouch.
04/07/10	14845	Anna-Liisa Sisask	2.10	\$1,050.00	Discuss and find solutions for daily issues at the company's offices - issues raised by finance team, security, office maintenance.
04/07/10	14845	Anna-Liisa Sisask	0.50	\$250.00	Respond to emails from Receiver's inbox.
04/07/10	14887	Michelle Grech	12.50	\$6,250.00	Responding to Receiver EmailsCompany meetingsCall employees for rehire and organize their access to buildings, emails and programsDiscussions with LessorsDealing with Questions from Company personnel and lessorsUpdating Lessor Protocol
04/07/10	15610	Jamie Engen	14.00	\$9,520.00	Management of Skyservice employeesManagement of FTI employeesNumerous discussions with legal counselNumerous discussions with creditorsNumerous discussions with aircraft lessorsWriting First Receivers report for court
04/07/10	14150	Morgan O'Loughlin	10.50	\$3,780.00	Skyservice - see excel detail
04/07/10	13777	Andreas Tsitsos	1.40	\$441.00	Review list of food and alcohol beverages and compare it to current AP register.
04/07/10	13777	Andreas Tsitsos	0.50	\$157.50	Meet with A. Jones and M. Howley (both Skyservice) regarding process for separating kitchen assets
04/07/10	13777	Andreas Tsitsos	0.30	\$94.50	Call to Mexicana Airlines to let them know that we have added them to a list of interested parties
04/07/10	13777	Andreas Tsitsos	2.10	\$661.50	Place inquiry calls to first group of bonded warehouses on list
04/07/10	13777	Andreas Tsitsos	1.10	\$346.50	Look up additional bonded warehouses to contact
04/07/10	13777	Andreas Tsitsos	0.30	\$94.50	Call with M. O'Loughlin and J. Porepa to discuss moving logistics
04/07/10	13777	Andreas Tsitsos	0.30	\$94.50	Status update call with team at the kitchen
04/07/10	13777	Andreas Tsitsos	0.80	\$252.00	Daily outbase call with J. Porepa
4/7/2010	13777	Andreas Tsitsos	1.1	\$346.50	Create summary of outstanding outbase issues for J. Porepa
4/7/2010	13777	Andreas Tsitsos	0.60	\$189.00	Outbase office call with J. Porepa
4/7/2010	15532	Jodi Porepa	14.9	\$8,195.00	Organizing realization of assets. Regular calls with outpost staff. Going through and responding to emails. Following up with issues at Fasken and the Hangar. Dealing with assets at CLS.
04/07/10	15236	Toni Vanderlaan	1.30	\$884.00	Follow up with Scotiabank on banking mattersFollow up on employee notices and filing requirements under WEPPA
04/08/10	15400	Sarah Taylor	4.00	\$1,220.00	Research on plane leases for David Narramore
04/08/10	15768	Golnaz Haghirri	2.00	\$200.00	Skyservices Messages
04/08/10	15532	Jodi Porepa	13.60	\$7,480.00	Move from Bath Road. Discussions with DJames. Discussion with other staff members. Regular daily call. Update with movers. Meeting Skyservice staff at the Hangar. Following up in respect of Toronto and Saskatoon offices.

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Date	TK#	Name	Hours	Amount	Narrative
04/08/10	15273	Ana Arevalo	1.00	\$110.00	Preparing draft invoice for period ending April 4, 2010.
04/08/10	15176	David Narramore JR	8.00	\$6,080.00	Client work
04/08/10	13777	Andreas Tsitsos	1.20	\$378.00	Call with E. Amaoh (CARA) to discuss procedures for sale of alcohol and customs issues
04/08/10	13777	Andreas Tsitsos	0.70	\$220.50	Call to LCBO to inquire about legality of alcohol sales
04/08/10	13777	Andreas Tsitsos	0.80	\$252.00	Call to Alcohol and Gaming Commission of Ontario to inquire about legality of alcohol sales
04/08/10	13777	Andreas Tsitsos	0.80	\$252.00	Call around to each outbase to obtain site addresses for liquidators
04/08/10	13777	Andreas Tsitsos	0.70	\$220.50	Call with M. McCartan (Skyservice) to discuss unauthorized movement of skyservice equipment by Dryden
04/08/10	13777	Andreas Tsitsos	0.70	\$220.50	Daily outbase summary call with J. Porepa
04/08/10	13777	Andreas Tsitsos	0.50	\$157.50	Summarize issues from daily outbase call and add to outstanding issues list
04/08/10	14150	Morgan O'Loughlin	9.00	\$3,240.00	Skyservice - see excel detail
04/08/10	15610	Jamie Engen	14.00	\$9,520.00	Management of Skyservice Employees Management of FTI Employees Numerous discussions with lawyers Numerous discussions with suppliers Numerous discussions with Lessors
04/08/10	13777	Andreas Tsitsos	0.50	\$157.50	Assist A. Sisask with cleaning up creditors address file
04/08/10	13777	Andreas Tsitsos	0.70	\$220.50	Calls to R. Bushell (CLS) to plan transport of kitchen materials to hangar
04/08/10	13777	Andreas Tsitsos	1.40	\$441.00	Add creditors from emails to mailing list
04/08/10	14887	Michelle Grech	13.10	\$6,550.00	Responding to Receiver Emails Company meetings Letters for rehired employees and continued employees Lessor meetings and issue resolution Dealing with Questions from Company personnel and lessors Coordinating aircraft maintenance for lessors
04/08/10	14845	Anna-Liisa Sisask	0.90	\$450.00	Respond to emails from Receiver's inbox.
04/08/10	14845	Anna-Liisa Sisask	2.40	\$1,200.00	Discuss and find solutions for daily issues at the company's offices - issues raised by finance team, security, office maintenance.
04/08/10	14845	Anna-Liisa Sisask	4.50	\$2,250.00	Preparation of Form 87 and attachments.
04/08/10	14845	Anna-Liisa Sisask	1.10	\$550.00	IT related issues at Skyservice - discussions and correspondence with Hilton and third parties.
04/08/10	14845	Anna-Liisa Sisask	1.50	\$750.00	Revisions to Creditor's list
04/08/10	14845	Anna-Liisa Sisask	0.50	\$250.00	Set up of new bank accounts and wire transfer capabilities with Scotiabank. Correspondence with former banks RBC and HSBC. Complete documentation to transfer funds to new accounts.
04/08/10	14845	Anna-Liisa Sisask	0.90	\$450.00	Coordination with legal advisor re plane leases and PPSA search.
04/08/10	14845	Anna-Liisa Sisask	0.80	\$400.00	Calls and correspondence with RBC regarding outstanding fees.
04/08/10	14845	Anna-Liisa Sisask	0.60	\$300.00	Employee retention discussion.
04/08/10	14844	Devi Rajani Villegas	10.50	\$5,775.00	Returning phone calls on hotline, HR & payroll meetings regarding various issues (ROEs, WEPP, benefits)
04/08/10	14845	Anna-Liisa Sisask	0.50	\$250.00	Meeting with the finance team to plan daily activities.
04/08/10	14800	Paul Bishop	1.90	\$1,529.50	Read and review release protocols, read and review multiple emails re aircraft and lessors, calls to JE
04/08/10	14797	Nigel Meakin	5.50	\$4,427.50	Airplane lessor and return issues. Calls with counsel, Calls with team. Numerous calls and discussions with interested parties, creditors and others. Review of documents. Attendance in court
04/09/10	14797	Nigel Meakin	5.50	\$4,427.50	Airplane lessor and return issues. Calls with counsel, Calls with team. Numerous calls and discussions with interested parties, creditors and others. Review of documents
04/09/10	14800	Paul Bishop	1.90	\$1,529.50	Calls to JE, review of protocol, review of lease letters, multiple emails
04/09/10	14845	Anna-Liisa Sisask	0.80	\$400.00	Resolving the vacation pay accrual question with legal counsel
04/09/10	14845	Anna-Liisa Sisask	0.90	\$450.00	Meeting with the finance team for retention of employees
04/09/10	14845	Anna-Liisa Sisask	0.80	\$400.00	Discuss and find solutions for daily issues at the company's offices - issues raised by finance team, security, office maintenance.
04/09/10	14845	Anna-Liisa Sisask	2.50	\$1,250.00	Preparation of Form 87 and attachments.
04/09/10	14845	Anna-Liisa Sisask	0.20	\$100.00	Revisions to Creditor's list

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Date	TK#	Name	Hours	Amount	Narrative
04/09/10	14845	Anna-Liisa Sisask	2.90	\$1,450.00	Set up of new bank accounts and wire transfer capabilities with Scotiabank. Correspondence with former banks RBC and HSBC. Complete documentation to transfer funds to new accounts.
04/09/10	14845	Anna-Liisa Sisask	0.90	\$450.00	Meeting with the company's legal clerk to go over insurance policies.
04/09/10	14845	Anna-Liisa Sisask	1.10	\$550.00	Discussions of finance related issues with the controller
04/09/10	14844	Devi Rajani Villegas	11.00	\$6,050.00	Returning phone calls on hotline, HR & payroll meetings regarding various issues (ROEs, WEPP, benefits)
04/09/10	14887	Michelle Grech	9.30	\$4,650.00	Company meetingsResponding to Receiver EmailsOrganizing lists for leased parts - providing contact info and information to McCarthy'sFollow up with each lessor re: ground rules for documentation review and revised timelinesDiscussions with John Barns re:
04/09/10	13777	Andreas Tsitsos	2.00	\$630.00	Travel
04/09/10	15610	Jamie Engen	11.00	\$7,480.00	Management of FTI employeesManagement of Skyservice employeesNumerous discussions with LiquidatorsNumerous discussions with suppliersNumerous discussions with legal counselNumerous discussions re employment issuesNumerous discussions with parties interest
04/09/10	14150	Morgan O'Loughlin	8.00	\$2,880.00	Skyservice - see excel detail
04/09/10	15176	David Narramore JR	4.00	\$3,040.00	Client work
04/09/10	15273	Ana Arevalo	0.40	\$44.00	Updating draft invoice for period ending April 4, 2010.
04/09/10	15532	Jodi Porepa	13.00	\$7,150.00	Discussions with employees re. update status. Daily updates with outpost staff. Discussions with Skyservice staff. Pulling together and following up with inventory listings. Following up with Dryden Air.
04/09/10	15768	Golnaz Haghiri	2.00	\$200.00	Skyservices Admin Duties
04/10/10	15532	Jodi Porepa	2.50	\$1,375.00	Review emails. Send out inventory listings.
04/10/10	15610	Jamie Engen	2.00	\$1,360.00	Discussion with Legal counselDiscussion with plane lessors
04/10/10	14797	Nigel Meakin	2.00	\$1,610.00	Airplane release documentation review.
04/11/10	15610	Jamie Engen	1.50	\$1,020.00	Discussion with Plane lessorsDiscussion with legal counsel
04/11/10	14887	Michelle Grech	2.80	\$1,400.00	Emails and calls organizing staffing for Monday and aircraft movement.
04/12/10	14797	Nigel Meakin	6.50	\$5,232.50	Numerous calls with various parties. Airplane lease issues. Review of draft agreements. Various calls with counsel. Calls with receivership team re various issues. Review of draft order. Court report.
04/12/10	14887	Michelle Grech	7.10	\$3,550.00	Company MeetingDeal with Company morning meeting issuesGet protocol to lessorsrespond to emailsOrganize movement of MCPA planeFollow up emails on outstanding items
04/12/10	14800	Paul Bishop	1.60	\$1,288.00	Update calls with Jamie Engen, review of aircraft release protocols, review of correspondence
04/12/10	13777	Andreas Tsitsos	2.10	\$661.50	Respond to emails in Skyservice inbox
04/12/10	13777	Andreas Tsitsos	2.00	\$630.00	Travel from Boston to Toronto
04/12/10	13777	Andreas Tsitsos	2.30	\$724.50	Oversee sorting and repacking of food service trolleys
04/12/10	13777	Andreas Tsitsos	0.50	\$157.50	Daily call with outbase maintenance engineers
04/12/10	13777	Andreas Tsitsos	1.20	\$378.00	Review lease matrix prepared by H. Blotter (Skyservice)
04/12/10	13777	Andreas Tsitsos	0.70	\$220.50	Attend morning staffing meeting
04/12/10	14844	Devi Rajani Villegas	13.00	\$7,150.00	Call back from messages on Receiver's hotline, WEPP, Benefit Providers dealings. Payroll for 15th. Frequently Asked Questions, emails with lawyers,
04/12/10	15532	Jodi Porepa	13.40	\$7,370.00	Meeting at Hangar to start Sort. Update discussion re. WEPPA with FTI. Discussions with IT staff re. plan for the week and follow up plan.
04/12/10	15768	Golnaz Haghiri	2.00	\$200.00	Skyservices hotline duties

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Date	TK#	Name	Hours	Amount	Narrative
04/12/10	14150	Morgan O'Loughlin	9.50	\$3,420.00	Company meetingDeal with Company morning meeting issuesMeet with D. James to discuss need for inventory listsRespond to emailsMeet with P. Sands to discuss movement of inventory from Bath RoadFollow up emails on outstanding itemsTravel 3 hoursMeet with M.
04/12/10	15610	Jamie Engen	11.50	\$7,620.00	Management of FTI staffManagement of Skyservice employeesNumerous calls with legal counselNumerous calls and meetings with plane lessorsNumerous calls with liquidatorsNumerous calls with suppliers
04/12/10	15236	Toni Vanderlaan	0.50	\$340.00	Banking issues and set upCalls with Scotiabank
04/12/10	14845	Anna-Liisa Sisask	14.20	\$7,100.00	Updating receiver website. Setting up two new bank accounts. Arranging cheques for receiver bank accounts. Review of a number of invoices and approval for payment. Issues relating to D&O insurance. Set up a manual wire transfer to ADP. Reconciliation of a
04/13/10	14845	Anna-Liisa Sisask	13.50	\$6,750.00	Discussions with RBC regarding pre-filing bank accounts. Review of summary of AR owing from lessors. Call with Dufude, Taylor regarding aircraft insurance. Organize responses to legal questions from McCarthy's. Gather information that has been requested b
04/13/10	15610	Jamie Engen	10.50	\$7,140.00	Management of FTI staffManagement of Skyservice staffNumerous calls with legal counselNumerous calls and meetings with plane lessorsnumerous calls with liquidatorsNumerous calls with suppliers
04/13/10	14150	Morgan O'Loughlin	9.00	\$3,240.00	Company MeetingMeet with B. Lyle (Hilco) for site visit of hangarMeet with P. Sands to discuss movement of inventory from Bath RoadFollow up emails on outstanding itemsCompile listing of leased and owned vehiclesWork with D. James to discuss third party s
04/13/10	15768	Golnaz Haghiri	2.00	\$200.00	Skyservice Hotline
04/13/10	15532	Jodi Porepa	14.40	\$7,920.00	Meeting with DJames at Hangar. Managing sort at Hanger. Managing move at Bath. Discussions with IT staff. Discussions in respect of T3 office.
04/13/10	14844	Devi Rajani Villegas	12.50	\$6,875.00	Coordination of: WEPP (Service Canada), return calls on receiver hotline, coordination with Sun Life, Interested Parties, mailings to suppliers, etc.
04/13/10	15273	Ana Arevalo	1.00	\$110.00	Preparing draft invoice for period ending April 11, 2010.
04/13/10	13777	Andreas Tsitsos	2.30	\$724.50	Visit to CLS Kitchen with Alan Jones (Skyservice)
04/13/10	13777	Andreas Tsitsos	1.50	\$472.50	Oversee unloading of CLS trucks
04/13/10	13777	Andreas Tsitsos	2.00	\$630.00	Oversee sorting and repacking of food service trolleys
04/13/10	13777	Andreas Tsitsos	0.50	\$157.50	Discuss options for resale of food and liquor inventory with B. Knight (Skyservice)
04/13/10	13777	Andreas Tsitsos	0.50	\$157.50	Talk to D. James and P. Sands (both Skyservice) to discuss where to unload inventory from CLS kitchen
04/13/10	13777	Andreas Tsitsos	0.50	\$157.50	Daily outbase call
04/13/10	13777	Andreas Tsitsos	0.70	\$220.50	Answer emails in skyservice inbox
04/13/10	14800	Paul Bishop	2.10	\$1,690.50	Read and comment on receiver's report, telcon with JE re aircraft release and claims thereon, discussion with NM re same, read and review multiple emails from counsel re Claims, aircraft release and other assets
04/13/10	14887	Michelle Grech	12.60	\$6,300.00	Company MeetingMCAP MeetingsFollow up emails on outstanding itemsTUI Tooling loansRespond to Receiver EmailsLessor Issues
04/13/10	14797	Nigel Meakin	7.50	\$6,037.50	Court report. Calls with counsel. Calls with JE. Lessor issues and documentation. Nuerous calls and discussions with various parties.
04/14/10	14797	Nigel Meakin	7.00	\$5,635.00	Court Report. Leesor issues. Numerous calls and discussions re various matters
04/14/10	14887	Michelle Grech	12.30	\$6,150.00	Meeting to discuss CIT issues and approachReview of equipment listingCanadian Immigration letter for Andy from MCAPAircraft return costs and staffing reviewSTS inventory meetings and reviewOutstanding parts issues - review with David JamesTUI/Thomson requ
04/14/10	13777	Andreas Tsitsos	0.50	\$157.50	Status update with A. Jones (Skyservice) regarding progress of moving kitchen inventory
04/14/10	13777	Andreas Tsitsos	0.50	\$157.50	Daily outbase call
04/14/10	15273	Ana Arevalo	1.00	\$110.00	Updating draft invoice for period ending April 11, 2010.

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Date	TK#	Name	Hours	Amount	Narrative
04/14/10	14844	Devi Rajani Villegas	12.50	\$6,875.00	Aircraft return Costs, HR issues (Blue Cost, LTD), Returning Hotline calls, mail, Reviewing collective agreements
04/14/10	15532	Jodi Porepa	13.40	\$7,370.00	Meeting at Hangar to manage Sort, Overseeing kitchen move and Bath Road move, Discussions with Skyservice management, Conference call with McCarthy to review response to unions.
04/14/10	15768	Golnaz Haghiri	1.00	\$100.00	Skyservice hotline
04/14/10	14150	Morgan O'Loughlin	10.20	\$3,672.00	Company MeetingReview equipment listing for southern postsPrepare employee contracts for former employeesReview 30 day goods claimsMeet with D. Ordon (Danbury) for site visit of hangarDiscuss bill of lading from GEO truckingMeet with D. James to discuss s
04/14/10	15610	Jamie Engen	6.00	\$4,080.00	Management of FTI employeesNumerous calls and correspondence with Plane lessorsNumerous discussions with suppliersNumerous discussions with legal counsel
04/14/10	14845	Anna-Liisa Sisask	12.10	\$6,050.00	Discussions with Chubb regarding alarms, Responses to unsecured creditors regarding potential claims, Discussions with aircraft insurance broker to ensure that insurance is in place, Discussions with RBC re pre-filing bank account, Correspondence with McCa
04/15/10	14845	Anna-Liisa Sisask	12.50	\$6,250.00	Updating receiver's website, Various property insurance discussions with G. Knott from Dulude, Taylor, FTI team and D. Andersson from Insolvency Insurance Program, Day-to-day finance related issues, Cheque run and related issues, Determine insurance needs
04/15/10	15610	Jamie Engen	4.00	\$2,720.00	Numerous discussions and correspondence with plane lessorsNumerous calls and discussions with legal counselManagement of FTI employees
04/15/10	14844	Devi Rajani Villegas	13.00	\$7,150.00	Team call for Employee status, Receiver Hotline -return calls, WEPP, RAIC card follow up, IT follow up, pilot log follow up.
04/15/10	14150	Morgan O'Loughlin	9.00	\$3,240.00	Meet with D. James to discuss transitioning work for the StoresTravel 3 hoursDiscuss parts at repair shops with D. JamesCompany meeting at the hangarGet airside access for former employees
04/15/10	15768	Golnaz Haghiri	2.00	\$200.00	Skyservice Hot-line
04/15/10	15532	Jodi Porepa	14.20	\$7,810.00	Meetings with IT staff, Managing sort, Dealing with kitchens, Follow up discussions with DJames, Conference call re. staffing.
04/15/10	13777	Andreas Tsitsos	2.00	\$630.00	Travel from Toronto to Boston
04/15/10	14887	Michelle Grech	4.80	\$2,400.00	Skyservice resignationssts inventory callAccountable executive and AMO lettersThomson timeline requestAirside access for employeesEmails and calls30 day goods overview of BIA s. 81.1
04/15/10	14800	Paul Bishop	1.10	\$85.50	Update on ARO costs and issues
04/15/10	14797	Nigel Meakin	6.00	\$4,830.00	Preparation for and attendance in court, Lessor issues, Calls and discussions with various parties
04/16/10	14797	Nigel Meakin	5.50	\$4,427.50	Aircraft return issues, Wepp and other matters, Union issues, Numerous calls and discussions with team, counsel and others re various matters
04/16/10	14800	Paul Bishop	0.70	\$563.50	Emails re insurance review of same
04/16/10	14887	Michelle Grech	12.00	\$6,000.00	Thomson aircraft release
04/16/10	15532	Jodi Porepa	10.80	\$5,940.00	Discussions with Cara, Discussions with Skyservice staff in respect of the sort, Discussions with FTI staff re. lessors, Returning phone calls and emails.
04/16/10	15768	Golnaz Haghiri	1.00	\$100.00	Skyservice hotline
04/16/10	14150	Morgan O'Loughlin	7.00	\$2,620.00	Call with J. Porepa and D. James to discuss stores staffing needsCall backs for call logCall with D. Rejani to transition call log
04/16/10	14844	Devi Rajani Villegas	14.00	\$7,700.00	Coordination of Tech Reps for Return of Aircraft, WEPP coordination, hand off and training to team members, Call Log, Interested Party List.
04/16/10	15610	Jamie Engen	4.00	\$2,720.00	Management of FTI employeesNumerous discussions and correspondence with legal counselNumerous discussions and correspondence with plane lessors
04/16/10	14845	Anna-Liisa Sisask	10.50	\$5,250.00	Imperial Oil 30-day goods request and discussions relating to it, Review of mail received, Discussions relating to AR owing from lessors, Meeting with P. Gyara from Finance department on various finance related tasks and issues and drafting of work plan.
04/17/10	15610	Jamie Engen	3.00	\$2,040.00	Management of FTI employeesNumerous calls and discussions with plane lessorsNumerous calls and discussions with legal counsel

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Date	TK#	Name	Hours	Amount	Narrative
04/17/10	14887	Michelle Grech	2.40	\$1,200.00	Answering emails and calls from lessors re: next steps of aircraft return
04/18/10	15610	Jamie Engen	2.00	\$1,360.00	Numerous calls and discussions with plane lessors Numerous correspondence with legal counsel
04/18/10	15532	Jodi Porepa	2.00	\$1,100.00	Catching up on emails.
04/19/10	14797	Nigel Meakin	6.50	\$5,232.50	Aircraft return issues. Parts. Weppa issues. 30 day goods claims. Numerous calls and discussions with various parties. Calls with counsel.
04/19/10	14844	Devi Rajani Villegas	2.00	\$1,100.00	WEPP coordination, Service Canada. Tech Rep calls, various emails regarding benefit and IT questions
04/19/10	14845	Anna-Liisa Sisask	12.50	\$6,250.00	Arrangements for returning aircraft, arranging the photocopiers return, correspondence with the insurance for the planes return, correspondence with property insurance brokers L. Gradzki (Dulude, Taylor) and D. Andersson from Insolvency Insurance Program,
04/19/10	14887	Michelle Grech	2.60	\$1,300.00	Review emails for Skyservice and answer calls Emails in Receiver inbox
04/19/10	14800	Paul Bishop	1.60	\$1,288.00	Status update re Aircraft
04/19/10	15610	Jamie Engen	9.00	\$6,120.00	Management of FTI employees Management of Skyservice employees Numerous calls and discussions with plane lessors Numerous correspondence with suppliers Correspondence with unions
04/19/10	14150	Morgan O'Loughlin	12.50	\$4,500.00	Company meeting Deal with Company morning meeting issues Call former employee and offer employment to assist with the Stores Participate in meeting with L. Hannam to discuss resources needed to complete certification pulling Respond to emails Review 30 day goo
04/19/10	13777	Andreas Tsitsos	10.00	\$3,160.00	Travel from Boston to Toronto: Meet with H. Papathanasakis (Skyservice) to discuss WEPP claims; Update WEPP claim calculation spreadsheet; Call Service Canada to request additional WEPP claim information. Participate in daily outbase call
04/19/10	14730	Scott Stegenga	3.00	\$1,485.00	Travel from Home to Client
04/19/10	14730	Scott Stegenga	3.30	\$1,633.50	Met with the SkyService IT team to discuss off-site assets and process for retrieving laptops and blackberries
04/19/10	14730	Scott Stegenga	2.90	\$1,435.50	Begin payroll reconciliation process by meeting with the payroll clerk, reviewing the company's calculations, and cross reference with emails from employees who stated they are owed additional money
04/19/10	14730	Scott Stegenga	2.40	\$1,188.00	Revise list of current employees and projected final day, meet with IT to discuss the process of updating the list for employees who no longer need system access
04/19/10	15532	Jodi Porepa	11.50	\$6,325.00	Manage sort at Hangar. Deal with liquidators. Deal with lessors. Conference call re. outposts.
04/19/10	15532	Jodi Porepa	1.50	\$825.00	Reviewing emails. Reviewing proposals. Pulling together priority list.
04/19/10	15532	Jodi Porepa	1.50	\$825.00	Conference call with Stikmans re Canwest and update with FTI.
04/19/10	15768	Golnaz Haghir	1.00	\$100.00	Skyservice hotline
04/20/10	15768	Golnaz Haghir	1.00	\$100.00	Skyservice Hotline
04/20/10	15532	Jodi Porepa	14.10	\$7,755.00	Follow up on human resources/union information. Discussions with CA union leader. Review and assess liquidator proposals. Daily call with outposts. Status update with kitchen progress.
04/20/10	14730	Scott Stegenga	3.40	\$1,683.00	Compile list of 3rd party lessors and goods owned from emails received
04/20/10	14730	Scott Stegenga	1.40	\$693.00	Phone calls with 3rd party lessors to request documentation of leased goods
04/20/10	14730	Scott Stegenga	2.10	\$1,039.50	Review additional employee claims with payroll clerk
04/20/10	14730	Scott Stegenga	2.80	\$1,396.00	Review maintenance personal payroll reconciliation, premiums, and per diems
04/20/10	13777	Andreas Tsitsos	9.00	\$2,835.00	Continue to update WEPP claims spreadsheet: visit CLS kitchen to monitor progress: create spreadsheet for tracking purchase orders and invoices;

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Date	TK#	Name	Hours	Amount	Narrative
4/20/2010	14150	Morgan O'Loughlin	10.50	\$3,780.00	Company MeetingSend summary of ROE discrepanciesGet former employees set up with new security badgesCreate employment contracts for hourly workersMeet with S. Fernandes to discuss parts in transitWork with D. Papajani to get accurate list of leased vehicle
4/20/2010	15610	Jamie Engen	12.00	\$8,160.00	Management of Skyservice employeesManagement of FTI employeesNumerous discussions and correspondence with plane lessorsNumerous calls and discussions with legal counselNumerous calls and discussions with suppliers
4/20/2010	14887	Michelle Grech	14.1	\$7,050.00	Updating on Thomson partsFollow up on Airbus issuesJetscape requestsAircraft - next steps analysisReview of Jetscape expensesEmails and callsReview of Jetscape requirementsWorking team dinner and discussion of next steps
4/20/2010	14845	Anna-Liisa Sisask	12.50	\$6,250.00	Updating receiver's website, arrangements for returning aircraft, fuelling arrangements for the planes, correspondence with the insurance for the planes return, correspondence with D. Andersson from Insolvency Insurance Program, meetings with Finance depa
4/20/2010	14844	Devi Rajani Villegas	2	\$1,100.00	Call from UK tech rep, WEPP coordination, termination letters.
4/21/2010	14844	Devi Rajani Villegas	2	\$1,100.00	WEPP coordination
4/21/2010	14797	Nigel Meakin	5.6	\$4,427.50	Aircraft return issues. Parts. Weppa issues. 30 day goods claims. Numerous calls and discussions with various parties. Calls with counsel. Attendance on site. Meeting with team
4/21/2010	14845	Anna-Liisa Sisask	11	\$5,500.00	Updating receiver's website, discussions related to IT related questions, arrangements for returning aircraft, meetings with Finance department, discussions regarding aircraft insurance with N. Meakin and G., Knott (Dulude, Taylor), review of actual cash
4/21/2010	14887	Michelle Grech	7.8	\$3,900.00	Company MeetingDeal with Company morning meeting issuesRespond to emailsOrganize movement of Jetscape planeOrganize movement of MCAP planeOrganize part requirement for ILFCall with McCarthy's re: Thomson parts agreement
4/21/2010	15610	Jamie Engen	13.5	\$9,180.00	Management of FTI employeesManagement of Skyservice employeesNumerous meetings and discussions with plane lessors and their respective counselsNumerous discussions and correspondence with legal counselNumerous correspondence with unpaid suppliers
4/21/2010	14800	Paul Bishop	1.3	\$1,046.50	Status update re AR and other matters
4/21/2010	15273	Ana Arevalo	1	\$110.00	Preparing draft invoice for period ending April 18, 2010.
4/21/2010	14150	Morgan O'Loughlin	8	\$2,880.00	Company MeetingReview equipment listing for southern posts via phone call with A. ReadReview alternatives for selling tourist cardsParticipate on outbase callUpdate summary spreadsheet for DFW and SafesWork with A. Jones to discuss 30 day goods claimsRevi
4/21/2010	13777	Andreas Tsitsos	8	\$2,520.00	Continue to update WEPP spreadsheet; Discuss information regarding flight attendant salaries with H. Papathanasakis (Skyservice); participate in daily outbase summary call; meet with N. Meakin (FTI) to discuss revisions to the letter to employees; revise
4/21/2010	14730	Scott Stegenga	10.60	\$5,247.00	Draft termination letters and temp employment contracts for 3 employees, correspondence with 3rd party lessors on obtaining their inventory. Revise current employee list with expected termination dates, meet with payroll clerk to discuss discrepancies in
4/21/2010	15532	Jodi Porepa	12.5	\$6,875.00	Internal FTI discussion re. status. Follow up with Al re. Terminal 3, visitor cards, access to airports. Discussions re. priority of items. Status update with sort at the Hangar.
4/21/2010	15768	Golnaz Haghiri	1	\$100.00	Skyservice Hotline
4/22/2010	15768	Golnaz Haghiri	1	\$100.00	Skyservice hotline
4/22/2010	15532	Jodi Porepa	11.6	\$6,380.00	Discussions with Lhaman at the Hangar. Discussions with FTI re. staffing requirements. Organizing move from the outposts. Discussions with ground supervisors. Organizing sale of alcohol. Organize sale/liquidation.
4/22/2010	14730	Scott Stegenga	9.3	\$4,603.50	Revise WEPP calculations, Meet with HR to discuss minimum hours for selected flight attendants, Meet with Rob Gigure to discuss union requests and followup call with the company lawyers, Discussions and initial template to determine lessor costs for retu

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Date	TK#	Name	Hours	Amount	Narrative
4/22/2010	13777	Andreas Tsitsos	2	\$630.00	Discuss WEPP claim spreadsheet and discussions with Service Canada with D. Rajani (FTI) and S. Stegenga (FTI)
4/22/2010	14150	Morgan O'Loughlin	11.5	\$4,140.00	Participate in meeting with L. Hannam to discuss timing on pulling certificationsParticipate on call to discuss staffing needs going forwardPate spreadsheet for payrollMeet with B. Knight to discuss Discuss parts at repair shops with D.J. Company meeting a
4/22/2010	15273	Ana Arevalo	1	\$110.00	Finalizing invoice for period ending April 18, 2010.
4/22/2010	15610	Jamie Engen	12.5	\$8,500.00	Management of Skyservice employeesManagement of FTI employeesNumerous discussions and correspondence with legal counselNumerous meeting and discussions with plane lessorsNumerous meetings and discussions with real estate agents and parties interested in c
4/22/2010	14887	Michelle Grech	8.8	\$4,400.00	Payroll discussionCompany Meeting30 day goods reviewStaffing meetingsAMO Certification issue follow upsROE issues Follow up on emails and callsReceiver inbox emailsOrganization of lessor cost schedule template with Scott
4/22/2010	14845	Anna-Liisa Sisask	12.5	\$6,250.00	Arrangements for returning aircraft, organizing the payroll reconciliation and payroll funding, discussions regarding lease schedules, staffing conference call with FTI team, meetings with P. Guyara regarding Controller duties, day-to-day finance issues,
4/22/2010	14797	Nigel Meakin	6	\$4,830.00	Aircraft return issues. Parts. Weppa issues. 30 day goods claims. Numerous calls and discussions with various parties. Calls with counsel. Liquidation assessment
4/22/2010	14844	Devi Rajani Villegas	4.5	\$2,475.00	WEPP
4/23/2010	14797	Nigel Meakin	5	\$4,025.00	Aircraft return issues. Parts. Weppa issues. 30 day goods claims. Numerous calls and discussions with various parties. Calls with counsel Liquidation assessment
4/23/2010	14845	Anna-Liisa Sisask	9.5	\$4,750.00	Organizing payroll funding, employee termination meetings, meetings with P. Guyara regarding Controller duties, meetings with Syrek and Gyara regarding tour operator reconciliations, day-to-day finance issues, correspondence with HSBC regarding funds held
4/23/2010	14887	Michelle Grech	1.3	\$650.00	Review emails for Skyservice and answer callsEmails in Receiver inbox
4/23/2010	15610	Jamie Engen	9.5	\$6,460.00	Management of FTI employeesManagement of Skyservice employeesNumerous meetings and discussions with plane lessorsNumerous discussions and meetings with real estate agents and parties interested in companies real estateNumerous correspondence with supplier
4/23/2010	14800	Paul Bishop	1.2	\$966.00	Update with staff
4/23/2010	14150	Morgan O'Loughlin	7.5	\$2,700.00	Call with D.J. Porepa and D. James to discuss stores staffing needsMeet with current employees at hangar to discuss their timing for employmentSpeak with M. Robertson to discuss disposal of seatsCall backs for call logCall with D. Rejani to transition call
4/23/2010	14730	Scott Stegenga	3	\$1,485.00	Travel - client to home in Boston, MA
4/23/2010	14730	Scott Stegenga	3.2	\$1,584.00	Revise employee last day file and discuss with the company payroll clerk, review latest employee claim emails are determine if they are included in the payroll reconciliation, discuss procedure for pulling pilot payroll summaries
4/23/2010	14730	Scott Stegenga	2.9	\$1,435.50	WEPP calculations and discussions with HR to determine proper minimum hours
4/23/2010	15532	Jodi Porepa	8	\$4,400.00	Meeting with CTesham to discuss Bath Road lease. Discussions with Skyservice staff re. sort and the kitchens re. alcohol unloading and count. Organizing return of items from the outbases. Responding to requests/emails.
4/23/2010	15768	Golnaz Haghiri	1	\$100.00	Skyservice Hotline
4/25/2010	15532	Jodi Porepa	2.5	\$1,375.00	Review and respond to emails.
4/25/2010	15610	Jamie Engen	5	\$3,400.00	Travel to Toronto
4/26/2010	14797	Nigel Meakin	1.5	\$1,207.50	Numerous calls and discussions with various parties, lessor and parts issues. 30 day goods. Weppa.
4/26/2010	14844	Devi Rajani Villegas	9	\$4,950.00	Preparation of April 30th Payroll, Tech Rep coordination, WEPP mail off, call with lawyers re: benefits

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Date	TK#	Name	Hours	Amount	Narrative
4/26/2010	14845	Anna-Liisa Sisask	10.5	\$5,250.00	Discussions with RBC regarding outstanding banking fees and termination of account, responses to various questions from vendors from Receivers inbox and voicemail box, D&O insurance related questions, arrangements for returning aircraft and fueling, payro
4/26/2010	14887	Michelle Grech	2.9	\$1,450.00	Receiver inbox emails Emails and calls re: Company and FTI requests
4/26/2010	14800	Paul Bishop	1.2	\$966.00	Status update re aircraft, parts, realization recovery
4/26/2010	15610	Jamie Engen	11	\$7,480.00	Management of FTI employees Management of Skyservice employees Numerous conversations and correspondence with plane lessors Numerous correspondence with legal counsel Numerous conversations and correspondence with real estate agents and liquidators
4/26/2010	14730	Scott Stegenga	3	\$1,485.00	Travel
4/26/2010	14730	Scott Stegenga	2.9	\$1,435.50	Arrange leased copier pickup with Ikon. Various calls and emails with Mexicana on 3rd party goods
4/26/2010	14730	Scott Stegenga	3.2	\$1,584.00	Draft various termination letters. Review weekly payroll amounts, Work on plane return costs reconciliation
4/26/2010	14150	Morgan O'Loughlin	10	\$3,600.00	Company meeting Speak with Jazz Air regarding third party assets Work with B. Knight on Biscuits Leclero 30 day goods claim Speak with A. Read regarding Southern outposts and tourist cards Work with D. Papajani on vehicle spreadsheet layout Review 30 day goods
4/26/2010	15532	Jodi Porepa	10.8	\$5,940.00	Dealing with liquidators. Organizing sale/return of assets from outbases. Dealing with Skyservice re. human resource issues with Great West Life and Sun Life. Discussions with McCarthys. Discussions re. SCCAA union response
4/26/2010	15532	Jodi Porepa	2	\$1,100.00	Following up with FTI re. 3rd party assets offsite, liquidators, leased vs owned vehicles.
4/27/2010	15532	Jodi Porepa	13.2	\$7,260.00	Dealing with liquidators. Discussions with Century Services. Follow up with Skyservice management. Daily calls with outbases. Discussions with Century. Review of bids submitted for alcohol and snacks. Review of emails.
4/27/2010	14150	Morgan O'Loughlin	8	\$2,880.00	Status update with L. Hannam on stores activity Call with outpost offices regarding logistics Review repairs worksheet from J. Symister Meet with S. Fernandes to discuss third party sort Work with D. Papajani to get buyout value for leases Follow up calls for
4/27/2010	14730	Scott Stegenga	2.8	\$1,386.00	Review flight plans of the returned planes to determine appropriate costs to be allocated, Classify and process all received letters to the receiver
4/27/2010	14730	Scott Stegenga	3.2	\$1,584.00	Mexicana goods - various emails and calls to determine which goods should be returned, reconcile company files to Mexicana amounts.
4/27/2010	14730	Scott Stegenga	3.3	\$1,633.50	Create cashflow schedules for professional fees, lease costs, telecommunications and aircraft return costs
4/27/2010	15610	Jamie Engen	14	\$9,520.00	Management of Skyservice employees Management of FTI employees Numerous discussions and correspondence with plane lessors Numerous calls and correspondence with liquidators and real estate agents Numerous calls and discussions with creditors Numerous discussio
4/27/2010	15273	Ana Arevalo	1	\$110.00	Preparing draft invoice for period ending April 25, 2010.
4/27/2010	14887	Michelle Grech	1.4	\$700.00	Return calls from Suppliers Receiver inbox emails
4/27/2010	14845	Anna-Liisa Sisask	12.1	\$6,050.00	Updating Receiver's website, correspondence with Scotiabank regarding wires and banking set up, meeting with Finance staff regarding day-to-day issues, arrangements for returning aircraft and fueling, processing payment for post-filing invoices, review of
4/27/2010	14844	Devi Rajani Villegas	13.5	\$7,425.00	HR related issues. Calls to Service Canada, Sale of asset investigation, 3rd party assets, return calls from hotline.
4/28/2010	14844	Devi Rajani Villegas	12	\$6,600.00	HR related issues, Sale of asset investigation, 3rd party assets, return calls from hotline. Coordination of transfer of assets from locations.
4/28/2010	14797	Nigel Meakin	1.5	\$1,207.50	Calls and discussions re various issues, Review of correspondence

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Date	TK#	Name	Hours	Amount	Narrative
4/28/2010	14845	Anna-Liisa Sisask	12.3	\$6,150.00	Draft the receiver's cash flow forecast, processing payment for post-filing invoices, arrangements for returning aircraft and fueling, meetings with Finance staff regarding day-to-day issues, banking arrangements with Scotia, review of AR collection letter
4/28/2010	15273	Ana Arevalo	0.4	\$44.00	Updating draft invoice for period ending April 25, 2010.
4/28/2010	15610	Jamie Engen	13.5	\$9,180.00	Management of FTI employeesManagement of Skyservice employeesNumerous discussions with plane lessorsNumerous discussions and correspondence with Legal counselNumerous discussions and correspondence with liquidators and real estate agents
4/28/2010	14730	Scott Stegenga	9.2	\$4,554.00	Calculate various costs associated with returning the 10 leased airplanes, including professional fees, labor, maintenance, hourly employees, fuel, etc..
4/28/2010	14150	Morgan O'Loughlin	11	\$3,960.00	Company MeetingSpeak with DFW regarding receivable and inventory heldMeet with J. Dickenson for site visit of 6 and 6AParticipate on outbase callUpdate summary spreadsheet for DFW and Safes updateFinalize and send 30 day goods claims to claimantsParticipa
4/28/2010	15532	Jodi Porepa	10	\$5,500.00	Deal with liquidators. Follow up with interested parties re. alcohol and snacks. Coordination of kitchen returns. Daily outbase calls. Dealing with Human Resource issues and discussions with McCarthys. Discussions with Mexicana Airlines.
4/29/2010	15532	Jodi Porepa	10.1	\$5,555.00	Deal with liquidators. Follow up with interested parties re. alcohol and snacks. Coordination of kitchen returns. Daily outbase calls. Dealing with Human Resource issues and discussions with McCarthys. Discussions with Mexicana Airlines. Review of SCCA re
4/29/2010	14150	Morgan O'Loughlin	8.5	\$3,060.00	Participate in meeting with L. Hannam to discuss resources for pulling certificationsParticipate on call to discuss staffing needs going forwardPate spreadsheet for payroll and recent terminationsMeet with B. Knight to discuss kitchen and CLS sortDiscuss
4/29/2010	14730	Scott Stegenga	5.4	\$2,673.00	Calculate aircraft return costs and determine correct allocations amongst lessors, including meeting with AP, payroll, and maintenance supervisor
4/29/2010	14730	Scott Stegenga	1.4	\$693.00	Meet at the Bath Road facility for the pickup of the leased copier and process related paperwork
4/29/2010	15610	Jamie Engen	10	\$6,800.00	Management of FTI employeesManagement of Skyservice employeesNumerous discussions and correspondence with plane lessorsNumerous discussions and correspondence with legal counselNumerous meetings and correspondence with liquidators and real estate agent
4/29/2010	14800	Paul Bishop	1.4	\$1,127.00	Update and briefing with JE
4/29/2010	14845	Anna-Liisa Sisask	10.5	\$5,250.00	Cash flow forecast meeting with J. Engen and subsequent revisions, processing payment for post-filing invoices, meetings with Finance staff regarding day-to-day issues, review of AR collection letters and meetings.
4/29/2010	14887	Michelle Grech	6	\$3,000.00	Receiver inbox emailsCalls re WEPP and other employee issues
4/29/2010	14797	Nigel Meakin	2.5	\$2,012.50	Numerous calls and discussions re various issues. Calls with interested parties. Call with union counsel
4/29/2010	14844	Devi Rajani Villegas	10	\$5,500.00	Movement of goods from kitchens, call log, mail responses, HR issues, Leased premises, Payroll.
4/30/2010	14844	Devi Rajani Villegas	8	\$4,400.00	HR updates/issue, call log, recovery of deposits, IT matters.
4/30/2010	14797	Nigel Meakin	2.5	\$2,012.50	Numerous calls and discussions re various issues. Calls with interested parties. Call with union counsel
4/30/2010	14887	Michelle Grech	11.1	\$5,550.00	Receiver inbox emailsGTAA follow up on issuesSTS meeting with McCarthy's Morning Team MeetingInsurance on Vehicles IssueFollow up on parts agreement issuesFollow up on Pilot ReportsEmployee Status CallTimesheets for lessor allocation
4/30/2010	14845	Anna-Liisa Sisask	10.6	\$5,300.00	Processing payment for post-filing invoices, aircraft and automobile insurance related issues, responding to vendors from Receiver's inbox and voicemail box., meetings with Finance staff let go to ensure transfer of duties, meeting regarding the status of
4/30/2010	14800	Paul Bishop	1.2	\$966.00	Update discussion with NM and JP
4/30/2010	15610	Jamie Engen	5	\$3,400.00	Travel from Toronto to Vancouver

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Date	TK#	Name	Hours	Amount	Narrative
4/30/2010	15610	Jamie Engen	5	\$3,400.00	Numerous calls and correspondence with real estate agents and private parties interested in Skyservice real estate
4/30/2010	14730	Scott Stegenga	1.9	\$940.50	Transition 3rd party goods matrix and plane return costs file to FTI employee who will be handling going forward
4/30/2010	14730	Scott Stegenga	3	\$1,485.00	Travel from Toronto, ON to Boston, MA
4/30/2010	14150	Morgan O'Loughlin	7.5	\$2,700.00	Set up DFW with legal counselsMeet with current employees at hangar to discuss their timing for employmentReview Zoom Airlines issuesSpeak with S. Scott to transfer title of vehicleWork with Pioneer leasing on logistics of buyout and title transferTravel
4/30/2010	15532	Jodi Porepa	10.6	\$5,830.00	Discussions with JGage and Duty Free World. Discussions with Century Services re. outposts. Reaching out to each of the outposts and touching base re. the move. Reaching out to Mexicana Airlines. Reaching out to Sunwing. Dealing with other issues thorough
5/2/2010	15610	Jamie Engen	5	\$3,400.00	Travel from Vancouver to Toronto
5/2/2010	14730	Scott Stegenga	1.1	\$544.50	Entering of hourly employee time sheets for airplane return cost calculation
5/3/2010	14150	Morgan O'Loughlin	11	\$3,960.00	Company meetingCoordinate cancellation of outpost cell phones and land linesReview and update third part asset spreadsheetMeet with J. Symister regarding assets at various repair shopsCoordinate title transfer for vehiclesSummarize carpet at Ravenscraft an
5/3/2010	15610	Jamie Engen	11.5	\$7,820.00	Management of Skyservice employeesManagement of FTI employeesNumerous calls and discussions with real estate agents and parties interested in real estateNumerous calls and correspondence with legal counselCorrespondence with plane lessorsDiscussions with
5/3/2010	14797	Nigel Meakin	1.5	\$1,207.50	Calls and discussions re various issues
5/3/2010	14844	Devi Rajani Villegas	10	\$5,500.00	Payroll Reconciliation, HR issues and updates, Pilot Logs, Sales of inventory, recovery of deposits, return of call from hotline.
5/3/2010	14845	Anna-Liisa Sisask	10.6	\$5,300.00	Discussions with FTI team regarding Skyservice Aviation Inc. and Skyservice Investments Inc. outstanding amounts and correspondence with relevant parties, review of the final World Fuel reconciliation, review and issue payments to vendors and employees, r
5/3/2010	14887	Michelle Grech	9.2	\$4,600.00	Organize skyservice equipment to be returnedInsurance for AirsidePilot reportsTurtle Island - follow upDiscuss Staffing with TeamFollow up on lease terminationsReceiver inbox emailsMorning meeting
5/3/2010	15532	Jodi Porepa	11.4	\$6,270.00	Discussions at warehouse in respect of current status. Further terminations of hourly employees. Walk through with Skyservice staff. Follow up on emails and requests for information.
5/4/2010	15532	Jodi Porepa	11.1	\$6,105.00	Dealing with SCCA. Discussions with Mwilliams. Follow up internally with Drajani and Molaughlin. Drafting responses to SCCA. Dealing with interested parties re. alcohol and perishable snacks.
5/4/2010	15768	Golnaz Haghiri	2	\$200.00	General Admin Duties
5/4/2010	14887	Michelle Grech	8.2	\$4,100.00	Discuss Staffing with TeamLoose equipment with Thomson Morning meetingTurtle Island - follow upReceiver inbox emailsReview of STS documentationCell phone issues - reinstatementsILFC IssuesJazz Air - follow upVipond Issues and invoicing
5/4/2010	14845	Anna-Liisa Sisask	10.3	\$5,150.00	Correspondence and calls with telecommunication companies regarding accounts to be closed and final reconciliations, issue wire transfers, cancellation of Rogers corporate cell phones for employees terminated, respond to questions from vendors from the Re
5/4/2010	14844	Devi Rajani Villegas	11	\$6,050.00	Hr issue, Stat and Banked time, Tourist cards, return calls from hotline, WSIB correspondence.
5/4/2010	14797	Nigel Meakin	1	\$905.00	Calls and discussions re various issues
5/4/2010	15610	Jamie Engen	10	\$6,800.00	Management of Skyservice employeesManagement of FTI employeesNumerous discussions and correspondence with liquidators and parties interested in Real EstateDiscussion with respect to employee banked and stat time owingNumerous discussions and correspondenc

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Date	TK#	Name	Hours	Amount	Narrative
5/4/2010	14150	Morgan O'Loughlin	10.5	\$3,780.00	Status update with L. Hannam on stores activity Review files from A. Read Review repairs worksheet from J. Symister Update repairs worksheet with A/P balances Summarize the Zoom airlines issues and send to J. Porepa Aggregate list of copiers and printers and w
5/4/2010	15273	Ana Arevalo	0.8	\$88.00	Preparing draft invoice for period ending April 30, 2010.
5/5/2010	14730	Scott Stegenga	0.4	\$198.00	Call with M. O'Loughlin (FTI) and M. Grech (FTI) to discuss transition of the return of 3rd party property
5/5/2010	14150	Morgan O'Loughlin	9.5	\$3,420.00	Company Meeting Various calls with V. Dasilva regarding lessor invoicing Work with M. Grech on updating third party assets worksheet Update lessor costing spreadsheet to roll actual's on a cumulative basis Coordinate copier/printer pickup Have call with Sabah
5/5/2010	15610	Jamie Engen	12	\$8,160.00	Management of Skyservice employees Management of FTI employees Meeting with plane lessors counsel to discuss claims Numerous discussions and correspondence with legal counsel Numerous calls and correspondence with liquidators and parties interested in the rea
5/5/2010	14797	Nigel Meakin	2	\$1,610.00	Calls and discussions re various issues
5/5/2010	14844	Devi Rajani Villegas	9	\$4,950.00	Coordination with Union Lawyers re WEPP. Responding to receiver hotline, Stat and Banked Time, Float reconciliation, gathering interest for sale of 2 goods.
5/5/2010	14845	Anna-Liisa Sisask	8.4	\$4,200.00	Calls and correspondence with Scotiabank to set Jamie Engen up on Skyservice's electronic banking, World Fuel reconciliation, team meeting with Finance department regarding receiver's accounting, banking requests, organize the return of leased photocopier
5/5/2010	14887	Michelle Grech	8.8	\$4,400.00	Morning meeting Receiver inbox emails Thomson parts updates Update third party assets list and print all back up Hanger tour with Jazz Air team and John Morris
5/5/2010	15768	Golnaz Haghiri	2	\$200.00	Admin Duties
5/5/2010	15532	Jodi Porepa	3.5	\$1,925.00	Following up with union letters re. floats. Following up on emails.
5/6/2010	15532	Jodi Porepa	9.5	\$5,225.00	Discussions with Jbarnes and Lhamman re. inventory. Discussions with Sunwing re. alcohol. Discussions re. closing out the bond. Discussions with finalizing sale of alcohol.
5/6/2010	15768	Golnaz Haghiri	3	\$300.00	Admin Duties
5/6/2010	14887	Michelle Grech	9.8	\$4,900.00	Review of Thomas Cook cost estimates Payroll call Morning meeting Turtle Island - follow up Receiver inbox emails Loose equipment list for stores Follow up on Airbus system requirements Third party assets and repairs list review
5/6/2010	14845	Anna-Liisa Sisask	9.7	\$4,850.00	Team call regarding employee status, payroll related questions, discussions with H. Reading regarding IT related services at Skyservice's outbases, hangars and headoffice, discussions with MTS related to services at the outbases, review of Scotiabank stat
5/6/2010	14844	Devi Rajani Villegas	8.5	\$4,675.00	Sale of goods to airlines, WEPP enquiries, respond to call from hotline, reconciliation of outstanding AR amounts, processing of May 15 payroll, reconciliation of banked and stat time, float amounts outstanding.
5/6/2010	14797	Nigel Meakin	1	\$805.00	Calls and discussions re various issues
5/6/2010	15610	Jamie Engen	11	\$7,480.00	Management of Skyservice employees Management of FTI employees Numerous calls and discussions with legal counsel Numerous calls and discussions with liquidators and parties interested in real estate assets
5/6/2010	14150	Morgan O'Loughlin	11.5	\$4,140.00	Participate on call to discuss staffing needs going forward Update assets at repair shops listing Meet with J. Barnes regarding lessor costing Company meeting at the hangar Coordinate pickup of oil cans Meet with V. Dasilva to discuss lessor invoicing Send J. B
5/6/2010	14730	Scott Stegenga	0.2	\$99.00	Call with GE/Ilkon to discuss the return process for copiers at Fasken
5/6/2010	15273	Ana Arevalo	0.8	\$88.00	Finalizing invoice for period ending April 30, 2010.
5/7/2010	15273	Ana Arevalo	0.8	\$88.00	Finalizing invoice for period ending April 30, 2010.
5/7/2010	14150	Morgan O'Loughlin	8.5	\$3,060.00	Company meeting at the hangar Call with FTI to transition work Coordinate pickup of portables with Miller Work with O. Hayter on listing of copiers Meet with V. Dasilva to finalize draft of invoices Send various items with backup for transition Speak with CLS r

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Date	TK#	Name	Hours	Amount	Narrative
5/7/2010	15610	Jamie Engen	5	\$3,400.00	Travel to Vancouver
5/7/2010	15610	Jamie Engen	6	\$4,080.00	Numerous calls and discussion with legal counselPreparation of reports and memos with respect to TUI/Sunwing accounts
5/7/2010	14797	Nigel Meakin	2	\$1,610.00	Call re union claims issues. Review of affidavit. Call with company counsel
5/7/2010	14844	Devi Rajani Villegas	6	\$3,300.00	WEPP enquiries, respond to call from hotline, processing of May 15 payroll.
5/7/2010	14845	Anna-Liisa Sisask	10.1	\$5,050.00	Review the reconciliation of Bell accounts, discussions regarding the billing of aircraft return costs, meeting with Finance department to plan work flow and resolve day to day finance related questions, various banking related requests, assist Finance de
5/7/2010	14887	Michelle Grech	6.9	\$3,450.00	Jazz air call3rd party contract reviewsentails in Receiver boxinternal meeting for task sign off
5/7/2010	15768	Golnaz Haghiri	3	\$300.00	Admin Duties
5/7/2010	15532	Jodi Porepa	7.2	\$3,960.00	Discussions in respect of Morgan handover of work. Discussions regarding 3rd party work. Discussions regarding alcohol. Discussions re. closing bonded warehouse. Discussions re. WEPPA.
5/9/2010	15610	Jamie Engen	5	\$3,400.00	Travel to Toronto
05/10/10	14797	Nigel Meakin	2.00	\$1,610.00	Liquidation and realizations issues. Calls and discussions re various issues.
05/10/10	14844	Devi Rajani Villegas	6.00	\$3,300.00	30 day good claims, leased vehicles, return calls from Receiver hotline, answering questions related to WEPP, finalization of payroll.
05/10/10	14845	Anna-Liisa Sisask	9 10	\$4,550.00	Diners Club discussions with J. Engen, review the Bell account reconciliation, banking arrangements with Scotiabank, issue purchase order numbers, answer questions from vendors, review and issue payments to post-filing vendors, receiver's website updates,
05/10/10	14887	Michelle Grech	10.20	\$5,100.00	Receivership inboxSystems access - AirbusUpdate 3rd party list3rd party list callsReview of Claimed secured contractFollow up on ILFC deregistrationFollow up on Thomson parts with Legal counselEmail Thomas Cook re: documentation requestFollow up on safety
05/10/10	15610	Jamie Engen	10 50	\$7,140.00	Management of Skyservice StaffManagement of FTI StaffMeeting with Jetscape representativeNumerous discussions and correspondence with liquidators and real estate partiesNumerous discussions and correspondence with legal counsel
05/10/10	15532	Jodi Porepa	10.50	\$5,775.00	Attend at Hangar and walk through third party goods. Prepare for next court report. Review list of owned vehicles. Follow up with Century regarding vehicles. Finalize letters to union.
05/10/10	15768	Golnaz Haghiri	2 00	\$200.00	Admin duties
05/10/10	14150	Morgan O'Loughlin	2.00	\$720.00	Follow up with Ikon regarding missing printersUpdate copier spreadsheet to reflect missing copiersFollow up on lessor invoicing and next steps
05/11/10	14150	Morgan O'Loughlin	1.50	\$540.00	Organize the pickup of copiers at Derry RoadSpeak with GE leasing regarding pickup of the copiers
05/11/10	15273	Ana Arevalo	0.70	\$77.00	Preparing draft invoice for period ending May 9, 2010.
05/11/10	15768	Golnaz Haghiri	2.00	\$200.00	Admin Duties
05/11/10	15532	Jodi Porepa	7.50	\$4,125.00	Discussion with Skyservice IT regarding potential sale of software. Review of third party goods documentation and discussion of same with FTI. Conference call with legal counsel re. third party goods. Drafting sections of next court report.
05/11/10	15610	Jamie Engen	11.00	\$7,480.00	Management of FTI employeesManagement of Skyservice employeesDrafting of Receivers Second reportNumerous discussions and correspondence with liquidators and real state partiesNumerous discussions and correspondence with legal counsel
05/11/10	14887	Michelle Grech	11.40	\$5,700.00	Receivership inboxReview tasks of OliviaEmployee RecordsThomson parts discussionDiscuss repairs with LyndaFill PropaneDiscussion re: Third Party AsselsUpdate Third Party list with A/R and A/PAnswer morning meeting O/S issues
05/11/10	14845	Anna-Liisa Sisask	11 10	\$5,550.00	Communication with various vendors, review payments issued, correspondence with receiver's legal counsel re letters received, correspondence with ADP re outstanding invoices, discussions with legal counsel and finance team re third party asset releases an

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Date	TK#	Name	Hours	Amount	Narrative
05/11/10	14844	Devi Rajani Villegas	9.00	\$4,950.00	Calls with lawyers on PPSA flaws and 30 day goods. Responding to calls from hotline, sale of goods, addressing WEPP questions and concerns, gathering information for court report, call with Workers Compensation in Alberta, inspection of goods at warehouse
05/11/10	14797	Nigel Meakin	1.00	\$805.00	Liquidation and realizations issues. Calls and discussions re various issues.
05/12/10	14797	Nigel Meakin	5.00	\$4,025.00	Liquidation and realizations issues. Calls and discussions re various issues.
05/12/10	14844	Devi Rajani Villegas	8.50	\$4,675.00	Answering queries regarding WEPP from employees, banked time and statutory payroll check, coordination of count of tourist cards, returning calls from hotline.
05/12/10	14845	Anna-Liisa Sisask	10.70	\$5,350.00	Pull together information for the court report, Rogers reconciliation, correspondence with vendors, finance team meetings on day to day issues, banking arrangements, memo on insurance for J. Porepa, discussions regarding the set up of Ascend, bank account
05/12/10	14887	Michelle Grech	6.20	\$3,100.00	Call contacts at Thomas Cook - for documentation request and parts request Follow up with Thomson on parts request Review 3rd party update from Sheldon Receiver inbox Review forklift claim Vipond issues O/S
05/12/10	15610	Jamie Engen	12.00	\$8,160.00	Management of FTI staff Management of Skyservice employees Meeting with party to discuss possible purchase of AOC and AMO Meeting with Sunwing to discuss outstanding issues Numerous correspondence and discussions with plane lessors counsel Numerous calls and c
05/12/10	15532	Jodi Porepa	7.50	\$4,125.00	Drafting sections of court report. Discussions with individuals a Hangar. Discussions regarding information technology value.
05/12/10	15768	Golnaz Haghiri	3.00	\$300.00	Admin duties
05/12/10	14150	Morgan O'Loughlin	1.00	\$360.00	Coordinate and finalize pickup of copiers at the Fasken Rd. location
05/13/10	15768	Golnaz Haghiri	3.00	\$300.00	Admin Duties
05/13/10	15532	Jodi Porepa	7.50	\$4,125.00	Discussions regarding confirming final step in sales process of alcohol and perishable items. Discussions re. Century and outbases, Drafting sections for report. Review details on escrow.
05/13/10	15610	Jamie Engen	13.00	\$8,840.00	Management of Skyservice staff Management of FTI staff Meeting with Jetscape and MCAP counsel Numerous discussions and correspondence with legal counsel Numerous discussion, meetings and correspondence with liquidators and real estate parties Travel to Vancoou
05/13/10	14887	Michelle Grech	3.20	\$1,600.00	Receiver inbox Call with Jodi re: O/S items Answering calls and emails
05/13/10	14845	Anna-Liisa Sisask	10.10	\$5,050.00	Communication with vendors on various issues, airport reconciliations for a court hearing, revise lessors invoicing for aircraft return, bank reconciliations, review and approve payments to vendors.
05/13/10	14844	Devi Rajani Villegas	4.50	\$2,475.00	Returning calls from Receiver hotline, dealing with ADP on outstanding invoices, obtaining list of facilities rented to be able to send communication, coordinating count of goods sold, misc HR issues.
05/13/10	14797	Nigel Meakin	2.50	\$2,012.50	Liquidation and realizations issues. Calls and discussions re various issues.
05/14/10	14797	Nigel Meakin	2.50	\$2,012.50	Liquidation and realizations issues. Calls and discussions re various issues.
05/14/10	14844	Devi Rajani Villegas	7.50	\$4,125.00	Return calls from Receiver hotline, answer/follow up various HR questions/issues from former employees, notice to lessors of last date of occupation, coordinating of banked and stat time with lawyers and trust fund.
05/14/10	14845	Anna-Liisa Sisask	10.70	\$5,350.00	Banking matters, correspondence with vendors on various issues, assistance with the ADP wire, bank reconciliations and R&D.
05/14/10	14887	Michelle Grech	9.60	\$4,800.00	Morning meeting Receiver inbox Delivery to fasken of passcards Termination letters Review staffing with John and Nancy Follow up on Outbase shipment from Vancouver Review simulator and Hanger improvements with Paul and Stuart Review CIT time and budget Acquire tl
05/14/10	15610	Jamie Engen	10.00	\$6,800.00	Drafting of second report Numerous discussions and correspondence with legal counsel Numerous discussions and correspondence with liquidators and real estate parties Review of real estate agreements and liquidator agreement

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Date	TK#	Name	Hours	Amount	Narrative
05/14/10	15532	Jodi Porepa	2.50	\$1,375.00	Discussions with FTI re. status updates. Responding to emails. Drafting reviews.
05/14/10	15768	Golnaz Haghini	3.00	\$300.00	General Admin Duties
05/15/10	15532	Jodi Porepa	1.30	\$715.00	Reviews.
05/16/10	15610	Jamie Engen	5.00	\$3,400.00	Travel to Toronto
05/17/10	14797	Nigel Meakin	2.50	\$2,012.50	Liquidation and realization issues. Review of draft agreements. Calls with receivership team re various issues. Calls with counsel.
05/17/10	14844	Devi Rajani Villegas	2.00	\$1,100.00	Return calls from call log, emails regarding WEPP, banked and stat time payment, coordinating release of goods sold.
05/17/10	14845	Anna-Liisa Sisask	9.50	\$4,750.00	Communication with vendors on various issues, bank account reconciliations, arrange wire transfers to vendors, discussions re Vipond's invoices, correspondence with Telus on account closures and reconciliation.
05/17/10	14887	Michelle Grech	10.30	\$5,150.00	Receiver inbox emails Staff terminations - letters and discussions Thomson - equipment lists Emails and Calls Vipond invoicing issues and discussions Thomson - discussions re: Air Canada parts backup Obtain airside service for Tuesday, May 18th Sunwing 3rd party
05/17/10	15610	Jamie Engen	12.00	\$8,160.00	Management of Skyservice employees Management of FTI employees Preparation of Receivers Second Report Numerous calls and correspondence with legal counsel Preparation and review of real estate and liquidation agreements.
05/17/10	15532	Jodi Porepa	10.70	\$5,885.00	Drafting sections of court report. Following up to confirm accuracy of court report information. Internal FTI discussions regarding proceeding with liquidator. Discussions with Century Services regarding liquidation considerations. Discussions with Skyser
05/17/10	15273	Ana Arevalo	0.60	\$66.00	Finalizing invoice for period ending May 9, 2010.
05/17/10	15768	Golnaz Haghini	1.00	\$100.00	General Admin Duties
05/18/10	15768	Golnaz Haghini	4.00	\$400.00	Admin Duties
05/18/10	15532	Jodi Porepa	6.10	\$3,355.00	Discussions internally regarding third party assets. Internal discussions re. GTAA, vehicles, etc. Follow up in respect of Sun Life. Following up with ex-employee calls. Discussions with liquidators.
05/18/10	15610	Jamie Engen	11.00	\$7,480.00	Management of FTI employees Management of Skyservice employees Travel to Vancouver Preparation of Receivers Second Report Numerous calls and correspondence with legal counsel Preparation and review of two real estate agreements and liquidation agreement.
05/18/10	14887	Michelle Grech	9.80	\$4,900.00	Receiver inbox Morning meeting Third party asset work and calls Follow up on outstanding items from morning meeting issues Forklift discussion
05/18/10	14845	Anna-Liisa Sisask	11.70	\$5,850.00	Banking arrangements. review and approve payments to vendors, discussions with Turtle Island, follow up with HSBC on unidentified items, AR collections.
05/18/10	14844	Devi Rajani Villegas	9.00	\$4,950.00	Return calls from hotline, answer and investigate several HR issues by individual employee, follow up with vehicle leasing company, coordinate sort and information of 30 day goods, follow up on AR outstanding amounts, resolving issue with Airport authority
05/18/10	14797	Nigel Meakin	2.50	\$2,012.50	Liquidation Services Agreement. Fasken sale agreement. Calls with counsel.
05/19/10	14797	Nigel Meakin	1.00	\$805.00	Discussions re various issues
05/19/10	14844	Devi Rajani Villegas	5.50	\$3,025.00	Coordinating return of 30 day goods, preparing end of month payroll, returning calls from call log, reviewing POCs for WEPP, drafting responses to lessors at outbases.
05/19/10	14845	Anna-Liisa Sisask	10.20	\$5,100.00	Review and make changes to bank rec, draft R&D, review lessor deposits in G/L and correspond with J. Engen on this, update receiver's website, payroll conference call.
05/19/10	14887	Michelle Grech	2.30	\$1,150.00	Third party asset call with Jodi and Ryan Receiver inbox
05/19/10	15610	Jamie Engen	10.00	\$6,800.00	Managing FTI employees Managing Skyservice employees Numerous calls, and correspondence with legal counsel Numerous calls and correspondence with liquidators and real estate parties negotiating agreements.

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Date	TK#	Name	Hours	Amount	Narrative
05/19/10	15532	Jodi Porepa	1.50	\$825.00	Internal FTI discussions on status, staffing, reviews. Follow up with email. Taking interested parties on a tour of Skyservice Fasken facility.
05/19/10	15273	Ana Arevalo	0.70	\$77.00	Preparing draft invoice for period ending May 16, 2010.
05/20/10	14160	Morgan O'Loughlin	0.80	\$288.00	Summarize Botany carpet transaction Correspond with GE leasing regarding missing printer
05/20/10	15532	Jodi Porepa	7.20	\$3,960.00	Handover with DRajani. Follow up discussions with Sunlife. Discussions with Century regarding liquidation. Follow up discussions with legal counsel regarding third party goods. Follow up discussions with lawyers regarding trust account. Followup with lega
05/20/10	15610	Jamie Engen	6.00	\$4,080.00	Management of FTI employees Negotiations with two real estate agreements and liquidation agreement. Numerous calls and correspondence with legal counsel Numerous calls and correspondence with parties interested in purchasing Skyservice assets
05/20/10	14845	Anna-Liisa Sisask	10.30	\$5,150.00	Wire transfers and other banking arrangements, bank recs, discussions with Canada Border Services Agency, return voicemails from creditors, review bank statements, AR collections.
05/20/10	14844	Devi Rajani Villegas	4.00	\$2,200.00	Return calls from hotline, finalize May 31st payroll, coordinate return of goods, check lot numbers in warehouses, update on safe locations.
05/20/10	14797	Nigel Meakin	1.50	\$1,207.50	Discussions re various issues
05/21/10	14845	Anna-Liisa Sisask	9.50	\$4,750.00	Review and make changes to the cash flow forecast, review of GST and PST returns, bank recs, termination of employees, discussions with remaining employees, review lessor invoicing.
05/21/10	14887	Michelle Grech	0.90	\$450.00	file transfer to Jodi emails and calls
05/21/10	15610	Jamie Engen	7.00	\$4,760.00	Management of Skyservice employees Management of FTI employees Numerous calls and correspondence with legal counsel Negotiation of two real estate agreements and liquidation agreement Review of accounting records and GST returns
05/21/10	15532	Jodi Porepa	9.00	\$4,950.00	Follow up in respect of hand over. Discussions with FTI staff and Skyservice in respect of third party goods, certifications. Discussions with liquidators. Follow up on phone calls with creditors and ex employees.
05/21/10	15768	Golnaz Haghir	2.00	\$200.00	Admin duties
05/24/10	15532	Jodi Porepa	0.50	\$275.00	Going through emails. Preparing for handoff tomorrow.
05/24/10	15610	Jamie Engen	5.00	\$3,400.00	Travel to Toronto
05/25/10	15610	Jamie Engen	14.00	\$9,520.00	Management of Skyservice employees Management of FTI employees Drafting of Second Report Numerous calls and correspondence with legal counsel Numerous calls and correspondence and negotiating of real estate and liquidation agreements Meeting with Thomas Cook w
05/25/10	14887	Michelle Grech	0.80	\$400.00	Responding to employee emails
05/25/10	14845	Anna-Liisa Sisask	9.50	\$4,750.00	First review of lessors invoicing, banking inquiries, GST and PST returns for April, meetings with finance team, issue payments to vendors, discussions with FTI team members on various issues.
05/25/10	14797	Nigel Meakin	1.50	\$1,207.50	Discussions re various issues
05/25/10	15532	Jodi Porepa	14.00	\$7,700.00	Following up with LHannam and JBarnes regarding assets and certificates. Discussions with Century re. next steps for liquidation. Transfer follow up items Walk through transfer of items with FTI team members. Follow up with voicemails. Other items.
05/25/10	15768	Golnaz Haghir	7.00	\$700.00	General Admin Duties
05/26/10	15768	Golnaz Haghir	7.00	\$700.00	General Admin Duties
05/26/10	15273	Ana Arevalo	0.60	\$66.00	Finalizing invoice for period ending May 16, 2010.
05/26/10	14800	Paul Bishop	1.70	\$1,369.50	Correspondence with claimants
05/26/10	14797	Nigel Meakin	3.00	\$2,415.00	Discussions re various issues
05/26/10	14845	Anna-Liisa Sisask	10.80	\$5,400.00	Review of bank recs up to May 21, draft OST return, meeting for S. Mistry's tasks hand off, AR collections issues, discussions with FTI team, review and issue invoices to lessors, draft a hand off document to FTI team, summaries on various issues to team

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Date	TK#	Name	Hours	Amount	Narrative
05/26/10	15610	Jamie Engen	11.00	\$7,480.00	Management of Skyservice employeesManagement of FTI employeesMeeting with vendors of Skyservice re Escrow amountsPreparation of Receivers Second ReportFlight to VancouverNumerous calls and correspondence with Legal counselNumerous calls and correspondence
05/27/10	15610	Jamie Engen	9.00	\$6,120.00	Management of Skyservice staffNumerous calls and correspondence with Real estate purchasers and liquidatorNumerous calls and correspondence with legal counselPreparation of Receiver's Second Report
05/27/10	14797	Nigel Meakin	0.50	\$402.50	Discussions re various issues
05/27/10	15768	Golnaz Haghiri	5.00	\$500.00	General Admin duties - Call-log and filing
05/28/10	15768	Golnaz Haghiri	5.00	\$500.00	Admin duties
05/28/10	15273	Ana Arevalo	0.60	\$66.00	Preparing draft invoice for period ending May 23, 2010.
05/28/10	14845	Anna-Liisa Sisask	2.00	\$1,000.00	Bank recs. summary of T. Tunney's contract to D. Rajani, correspondence with J. Engen.
05/28/10	15610	Jamie Engen	8.50	\$5,780.00	Management of Skyservice employeesNegotiation and discussions with real estate purchasers and liquidatorNumerous discussions and correspondence with legal counselFollow up with third party goods
05/29/10	14887	Michelle Grech	0.50	\$250.00	Skyservice emails
05/30/10	15610	Jamie Engen	5.00	\$3,400.00	Travel to Toronto
05/31/10	15610	Jamie Engen	11.00	\$7,480.00	Management of Skyservice employeesManagement of FTI employeesNumerous discussions and correspondence with legal counselNumerous discussions and correspondence with real estate purchasers and liquidatorsTour of building with liquidators
05/31/10	14844	Devi Rajani Villegas	14.00	\$7,700.00	Dealing with Rogers, Telus and Bell, returning emails from mail box, returning phone calls from call logs, reviewing invoices for payment, dealing with WSIB Ontario, recovering monies owed to Skyservice, dealing with leases in other locations, coordinatin
05/31/10	14797	Nigel Meakin	1.50	\$1,207.50	Calls with counsel and others. Review of correspondence
05/31/10	15768	Golnaz Haghiri	7.00	\$700.00	General Admin duties
06/01/10	14797	Nigel Meakin	2.00	\$1,610.00	Calls and discussions re various issues. Review of agreements
06/01/10	15768	Golnaz Haghiri	5.00	\$500.00	WEPP filing and Call-Log
06/01/10	14844	Devi Rajani Villegas	9.50	\$5,225.00	Return calls from hotline, return emails from mail box, review invoices for payment, coordination of bills split according to pre and post receivership, communications with SCCA, reviewing mail received, investigating WEPP wages, sending communication to
06/01/10	15610	Jamie Engen	10.00	\$6,800.00	Management of Skyservice employeesManagement of FTI employeesNumerous calls and correspondence with legal counselNumerous call and meetings with real estate purchasers and liquidators
06/02/10	15610	Jamie Engen	11.00	\$7,480.00	Management of Skyservice employeesManagement of FTI employeesNumerous discussions and correspondence with legal counselNumerous discussions, meetings and correspondence with real estate purchasers and liquidatorsFlight to Vancouver
06/02/10	14844	Devi Rajani Villegas	9.00	\$4,950.00	Return calls from hotline and email box, reviewing POC for WEPP, reviewing IT options to reduce costs, coordinating move of boxes from Recall, organizing other IT issues, clarifying POC's to individuals, coordinating several issues with finance/payroll
06/02/10	15768	Golnaz Haghiri	5.00	\$500.00	WEPP and general Admin duties
06/02/10	14797	Nigel Meakin	1.00	\$805.00	Calls and discussions re various issues. Review of agreements
06/02/10	15273	Ana Arevalo	0.60	\$66.00	Finalizing invoice for period ending May 23, 2010. Preparing draft invoice for period ending May 31, 2010
06/03/10	15273	Ana Arevalo	0.50	\$55.00	Updating draft invoice for period ending May 31, 2010.
06/03/10	14797	Nigel Meakin	1.50	\$1,207.50	Calls and discussions re various issues. Review of agreements
06/03/10	15768	Golnaz Haghiri	4.00	\$400.00	WEPP FILING and Call-log
06/03/10	14844	Devi Rajani Villegas	11.00	\$6,050.00	Dealing with 3rd party goods, reconciliation of pre-receivership amounts, managing telecommunication costs, fuel inventory, organizing finance documents and support, looking into management premiums, staff meeting with finance, returning calls from hotlin

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Date	TK#	Name	Hours	Amount	Narrative
06/03/10	15610	Jamie Engen	8.00	\$5,440.00	Management of FTI employeesManagement of Skyservice employeesNumerous discussions and correspondence with legal counselNumerous calls and correspondence with real estate purchasers and liquidators
06/04/10	15610	Jamie Engen	9.00	\$6,120.00	Management of FTI employeesManagement of Skyservice employeesNumerous calls and correspondence with legal counselNumerous calls and correspondence with real estate buyers and liquidatorcreation of report re Sunwing/Signature claims
06/04/10	14844	Devi Rajani Villegas	9.00	\$4,950.00	Follow up on safes, charity money outstanding, IT coordination for back up, June 15 payroll, coordination of lease of aircraft stairs, Follow up with 3rd party asset, letters to Bell requesting cancellation of services, review of RD & cash flow forecast,
06/04/10	15768	Golnaz Haghiri	4.00	\$400.00	WEPP FILING and Call-log
06/04/10	14797	Nigel Meakin	2.50	\$2,012.50	Calls and discussions re various issues. Review of agreements
06/07/10	14844	Devi Rajani Villegas	13.50	\$7,425.00	Calls with Lawyers re: 3rd party assets, union requests, interpretation of wages, Coordination of IT and telecommunication costs, responding to request from labour program, reviewing invoices received, coordination of fuel sale, update with staff on expec
06/07/10	15768	Golnaz Haghiri	4.00	\$400.00	General Admin Duties, Call-log and WEPP
06/07/10	15610	Jamie Engen	11.00	\$7,480.00	Management of FTI employeesManagement of Skyservice employeesNumerous calls and correspondence with legal counselNumerous calls and correspondence with liquidatorsPreparation of Receivers Second Report
06/08/10	15610	Jamie Engen	10.00	\$6,800.00	Management of Skyservice employeesManagement of FTI employeesNumerous calls and correspondence with legal counselPreparation of Receivers Second ReportNumerous calls and correspondence with liquidatorsNegotiations with GTAA re lease
06/08/10	14797	Nigel Meakin	6.00	\$4,830.00	Report, calls and discussions re various issues
06/08/10	15273	Ana Arevalo	1.00	\$110.00	Finalizing invoice for period ending May 31, 2010. Preparing draft invoice for period ending June 6, 2010.
06/08/10	15768	Golnaz Haghiri	5.00	\$500.00	Admin duties - Hotline and WEPP
06/08/10	14844	Devi Rajani Villegas	8.00	\$4,400.00	Returning phone calls from hotline, answering emails in general mailbox, reviewing wire payments, reconciling health benefit accounts, supervising finance staff, reviewing invoices, coordinating sale of fuel oil, IT coordination.
06/09/10	14844	Devi Rajani Villegas	9.00	\$4,950.00	Letters to Worker compensation boards. Letter to labour program, discussion with lawyer, draft lease agreement for alrstairs, review of invoices for payment, return calls from receiver phone line, coordinating communication/vendor issues, letters and corr
06/09/10	15768	Golnaz Haghiri	5.00	\$500.00	Admin duties - Call log and WEPP
06/09/10	15273	Ana Arevalo	1.50	\$165.00	Making edits/formats to Second Report of the Receiver.
06/09/10	14797	Nigel Meakin	4.00	\$3,220.00	Report. Calls with various parties. Discussions with counsel.
06/09/10	15610	Jamie Engen	9.50	\$6,460.00	Management of FTI employeesManagement of Skyservice employeesPreparation of Receivers Second ReportNumerous calls and correspondence with legal counselNumerous calls and correspondence with liquidatorsNumerous calls and correspondence with real estate pur
06/10/10	15610	Jamie Engen	11.00	\$7,480.00	Management of Skyservice employeesManagement of FTI employeesNumerous calls and correspondence with legal counselFinalization of Receivers Second reportNumerous calls and discussions with liquidatorsFlight from Vancouver to Toronto
06/10/10	15768	Golnaz Haghiri	3.00	\$300.00	WEPP - Call log
06/10/10	14844	Devi Rajani Villegas	8.50	\$4,675.00	Respond to calls, emails from creditors, finalize rental of airstairs, coordinate with finance items outstanding, cancellation of roger accounts, 3rd party assets, coordination with HSBC.
06/11/10	4732	Ivan Gonzalez	0.50	\$145.00	Requestor: Jamie Engen Task: Posted documents to Motion Material section of Skyservice website
06/11/10	15768	Golnaz Haghiri	2.00	\$200.00	Admin duties - Filing WEPP
06/11/10	15610	Jamie Engen	10.00	\$6,800.00	Management of Skyservice employeesManagement of FTI employeesNumerous calls and correspondence with legal counselDiscussion with liquidatorsFlight from Toronto to Vancouver

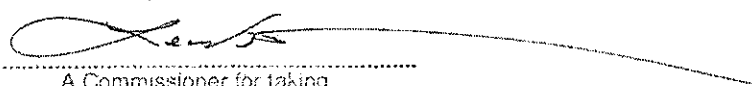
FTI Consulting Canada
Skyservice Airlines

Date	TK#	Name	Hours	Amount	Narrative
06/11/10	14800	Paul Bishop	1.40	\$1,127.00	Status update
06/11/10	14844	Devi Rajani Villegas	1.00	\$550.00	Discussion with FTI team, return calls from call log, organizing pending items.
06/14/10	14800	Paul Bishop	3.60	\$2,898.00	Review of material and information to prepare for court attendance.
06/14/10	14797	Nigel Meakin	1.00	\$805.00	Calls and discussions re various issues
06/14/10	15610	Jamie Engen	8.00	\$5,440.00	Management of Skyservice employeesNumerous calls and correspondence with legal counselNumerous calls and correspondence with liquidatorsNumerous calls and correspondence with real estate purchasers
06/15/10	15610	Jamie Engen	10.00	\$6,800.00	Management of Skyservice employeesNumerous calls and correspondence with legal counselNumerous calls and correspondence with liquidatorsDiscussion with GTAA re lease of hangar
06/15/10	4732	Ivan Gonzalez	0.50	\$145.00	Requestor: Jamie Engen Task: Posted document to Motion Material section of Skyservice website
06/15/10	15273	Ana Arevalo	0.40	\$44.00	Preparing draft invoice for period ending June 13, 2010.
06/15/10	14800	Paul Bishop	1.20	\$966.00	Preparation for court attendance, review of liquidation & real estate proposals
06/15/10	15768	Golnaz Haghiri	3.00	\$300.00	Admin Duties
06/16/10	15768	Golnaz Haghiri	2.00	\$200.00	Call-log and WEPP inputting
06/16/10	14800	Paul Bishop	2.40	\$1,932.00	Attend court, meet with counsel, read and comment on draft report
06/16/10	14887	Michelle Grech	8.50	\$4,250.00	call log, emails, follow up on O/S issues, pass reinstatement, lessor issues
06/16/10	15273	Ana Arevalo	0.40	\$44.00	Updating draft invoice for period ending June 13, 2010.
06/16/10	15610	Jamie Engen	8.00	\$5,440.00	Management of Skyservice employeesManagement of FTI employeesNumerous calls and correspondence with legal counselCalls with party interested in purchasing AMO and AOC
06/17/10	15610	Jamie Engen	9.50	\$6,460.00	Management of Skyservice staffManagement of FTI employeesNumerous calls and correspondence with legal counselNumerous calls and correspondence with liquidatorPreparation of second supplemental report for court
06/17/10	4732	Ivan Gonzalez	0.50	\$145.00	Requestor: Jamie Engen Task: Posted 2 documents to Court Orders section of Skyservice website
06/17/10	15273	Ana Arevalo	0.60	\$66.00	Finalizing invoice for period ending June 13, 2010.
06/17/10	14797	Nigel Meakin	4.00	\$3,220.00	Court report. Calls re AOC deal, hangar sale and related issues, calls with counsel, Calls with JE.
06/17/10	14887	Michelle Grech	10.00	\$5,000.00	Call logsThird party assetsReceiver email inboxDiscussions with liquidatorGowling requestFuel requestsGTAA issues
06/17/10	15768	Golnaz Haghiri	2.00	\$200.00	Call Log - WEPP
06/18/10	15768	Golnaz Haghiri	2.00	\$200.00	Call Log and general admin duties
06/18/10	14887	Michelle Grech	9.00	\$4,500.00	Organization of Ad for Globe and MailGTAA issues and pass reinstatementReceiver inboxReview of ILFC charges and make changesWSIB - unsecured claimReview and send letters for Third Party assetsMake calls to interested parties for Fasken location
06/18/10	4732	Ivan Gonzalez	0.50	\$145.00	Requestor: Jamie Engen Task: Posted 2 document to Reports section for 2nd Report of the Monitor
06/18/10	4732	Ivan Gonzalez	0.80	\$232.00	Requestor: Jamie Engen Task: Posted 3 documents to Court Orders section
06/18/10	4732	Ivan Gonzalez	0.50	\$145.00	Requestor: Jamie Engen Task: Posted 2 documents to Related Court Orders section
06/18/10	15610	Jamie Engen	8.00	\$5,440.00	Management of Skyservice employeesManagement of FTI employeesNumerous calls and correspondence with legal counselCalls and correspondence with liquidatorPreparation of Receivers Third report
Travel time discount				(\$33,617.50)	
			3230.75	\$1,713,403.00	

Exhibit C

Summary of Staff

This is Exhibit " C " referred to in the
affidavit of J. Engen
made before me on this 20th
day of July, 2010.



.....
A Commissioner for taking
Affidavits in British Columbia

FTI Consulting Canada Inc.
Skyservice Airlines Inc - Receivership

	<u>Rate</u>	<u>Total</u>
Paul Bishop	\$805.00	\$53,532.50
Nigel Meakin	\$805.00	\$142,485.00
David Narramore JR	\$760.00	\$9,120.00
Jamie Engen	\$680.00	\$483,820.00
Toni Vaberlaan	\$680.00	\$2,652.00
Devi Rajani Villegas	\$550.00	\$215,215.00
Jodi Porepa	\$550.00	\$239,470.00
Jonathan Kay	\$550.00	\$15,015.00
Anna-Liisa Sisask	\$500.00	\$237,550.00
Michelle Grech	\$500.00	\$174,800.00
Pamela Luthra	\$500.00	\$1,600.00
Scott Stegenga	\$495.00	\$45,193.50
Morgan O'Loughlin	\$360.00	\$87,660.00
Andreas Tsitsos	\$315.00	\$26,397.00
Sarah Taylor	\$305.00	\$1,220.00
Ivan Gonzalez	\$290.00	\$957.00
Ana Arevalo	\$110.00	\$1,991.00
Golnaz Haghiri	\$100.00	\$13,400.00
Travel time discounts		(\$38,547.50)
		<u><u>\$1,713,430.5</u></u>

IN THE MATTER OF THE RECEIVERSHIP OF SKYSERVICE AIRLINES INC.

BETWEEN:

THOMAS COOK CANADA INC.

- and -

SKYSERVICE AIRLINES INC.

Court File No. CV-10-8647-00CL

ONTARIO

**SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

AFFIDAVIT OF JAMIE T ENGEN

McCarthy Tétraut LLP
Suite 5300, P.O. Box 48
Toronto Dominion Bank Tower
Toronto ON M5K 1E6

Jamey Gage LSUC#: 346761
Tel: (416) 601-7539
E-mail: jgage@mccarthy.ca

Geoff R. Hall LSUC#: 347010
Tel: 416 601-7856
E-mail: ghall@mccarthy.ca

Heather Meredith LSUC#: 48354R
Tel: (416) 601-8342
E-mail: hmeredith@mccarthy.ca

Fax: (416) 868-0673

Lawyers for FTI Consulting Canada Inc.
#1963176

Appendix E

Palmer Affidavit

Court File No. CV-10-8647-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**IN THE MATTER OF THE RECEIVERSHIP OF
SKYSERVICE AIRLINES INC.**

BETWEEN:

THOMAS COOK CANADA INC.**Applicant****- and -****SKYSERVICE AIRLINES INC.****Respondent**

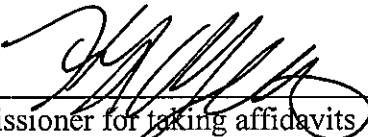
**AFFIDAVIT OF DEAN PALMER
(sworn July 20, 2010)**

I, DEAN PALMER, of the City of Toronto in the Province of Ontario, MAKE OATH AND SAY:


1. I am a lawyer qualified to practice law in the Province of Ontario and am a partner with McCarthy Tétrault LLP ("McCarthys"), lawyers for FTI Consulting Canada Inc. in its capacity as receiver (the "Receiver") of the assets, undertakings and properties of Skyservice Airlines Inc. ("Skyservice") acquired for or used in relation to a business carried on by Skyservice including all proceeds thereof. As such, I have knowledge of the matters herein.
2. I make this affidavit in support of a motion by the Receiver for, among other things, approval of the fees and disbursements of the Receiver and its counsel for the period from March 17, 2010 to June 30, 2010.
3. The total amount claimed by McCarthys for that period is \$899,609.92 (excluding applicable taxes), which includes fees of \$889,387.00 and disbursements of \$10,222.92.

4. Attached hereto as Exhibit "A" are copies of the invoices issued by McCarthys to the Receiver during the period (the "Invoices"), together with a chart summarizing each of the Invoices, the total fees, disbursements and taxes charged per invoice and a chart summarizing the respective years of call, hours billed, and billing rates of each lawyer at McCarthys who acted for the Receiver.
5. The attached Invoices and summary charts disclose in detail the name of each person who rendered services, the dates on which the services were rendered, the time expended each day, the rate charged and the total charges for fees, disbursements and taxes.
6. The hourly billing rates charged in the Invoices are comparable to the hourly rates charged by McCarthy's for services rendered in similar proceedings.
7. To the best of my knowledge and given the nature of this proceeding, I believe the hours and rates shown in the attached Invoices are reasonable and comparable to other firms in Toronto for work of this nature.
8. I make this affidavit in support of a motion for approval of the fees of the Receiver and its counsel and for no other or improper purpose.

SWORN BEFORE ME at the City of Toronto, in the Province of Ontario, on July 20, 2010.



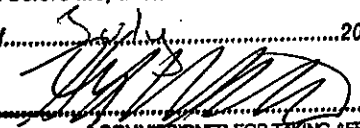
Commissioner for taking affidavits



DEAN PALMER

Court File No. CV-10-8647-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

This is Exhibit "A" referred to in the
affidavit of DEAN PALMER
sworn before me, this 20th
day of Sept 2010

A COMMISSIONER FOR TAKING AFFIDAVITS

BETWEEN:

THOMAS COOK CANADA INC.

Applicant

and

SKYSERVICE AIRLINES INC.

Respondent

**Summary of McCarthy Tétrault LLP Fees and Disbursements
as Counsel for Skyservice Court Appointed Receiver of
Skyservice Airlines Inc.**

	<u>Fees</u>	<u>Disb</u>	<u>GST</u>	<u>BC Sales Tax</u>	<u>Sub-Total</u>
INVOICE #1	\$270,387.50	\$1,209.34	\$13,571.70	\$151.94	\$285,320.48
INVOICE #2	\$266,042.50	\$3,702.93	\$13,476.47		\$283,221.90
INVOICE #3	\$150,124.50	\$2,300.88	\$7,619.68		\$160,045.06
INVOICE #4	\$202,832.50	\$3,009.77	\$10,290.42		\$216,132.69
TOTAL	<u>\$889,387.00</u>	<u>\$10,222.92</u>	<u>\$44,958.27</u>	<u>\$151.94</u>	<u>\$944,720.13</u>

<u>Counsel Engaged:</u>	<u>Call to Bar</u>	<u>Billing Rate/Hour</u>	<u>Hours Billed</u>
Henry Wiercinski	1975	\$870.00	33.6
Eric Gertner	1977	\$765.00	3.8
James Archer	1978	\$770.00	5.4
Lorne Salzman	1978	\$850.00	2.3
Robert Macpherson	1981	\$820.00	4.0
Abraham Costin	1982	\$795.00	2.1
Douglas Thomson	1982	\$850.00	0.4
Malcolm Mercer	1984	\$820.00	0.3
Dean Palmer	1985	\$685.00	122.2
Kevin R.L. Wright	1987	\$600.00	0.5
Brian Pel	1987	\$980.00	3.9
Barbara Boake	1987	\$800.00	1.7
Danny Grandilli	1989	\$765.00	0.4
James Morand	1989	\$935.00	10.6
James Gage	1991	\$800.00	330.5
Geoff Hall	1993	\$720.00	67.4
Joel Scoler	1993	\$760.00	1.2
Anthony Alexander	1994	\$665.00	68.6
Lorraine Allard	1996	\$725.00	0.4
John Currie	1997	\$690.00	1.0
Christopher McHardy	2001	\$425.00	0.5
Heather Meredith	2003	\$545.00	271.4
Jonathan See	2003	\$545.00	52.2
Joanna Rosengarten	2004	\$540.00	2.7
Sarah Bird	2005	\$380.00	8.6
Daniel Pugen	2005	\$495.00	17.6
Vaibhav Sahay	2006	\$505.00	75.7
Josh Stachniak	2007	\$410.00	3.0
Kate McNeill	2007	\$440.00	0.4
Brendan Brammall	2007	\$455.00	2.4
Gerald Griffiths	2008	\$410.00	2.6
Ryan Stabile	2008	\$410.00	179.9
George Gray	2009	\$360.00	206.6
<u>Law Clerks:</u>			
Donna Reeve	1987	\$295.00	3.5
Lisa Timmins	1991	\$365.00	2.1
Janet Jones	1996	\$295.00	4.8
Natasha Khan	2004	\$270.00	0.2
<u>PPSA Clerk</u>			
Robert Antonecchia		\$215.00	1.3
Stephen Carbonaro		\$215.00	1.3

Paralegal

Anne-Marie McDonald	\$220.00	0.3
Michele T. Zinsli Ma	\$250.00	0.4
Michelle Lowther	\$265.00	0.7
Annik Audy	\$190.00	2.0

Student-at-Law:

Carole Piovesan	\$230.00	2.3
-----------------	----------	-----

TOTAL HOURS BILLED**1502.8**

Barristers & Solicitors
Patent & Trade-mark Agents

McCarthy Tétrault

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto Dominion Bank Tower
Toronto, Ontario
Canada M5K 1E6
Telephone: 416 362-1812
Facsimile: 416 868-0673
www.mccarthy.ca

April 13, 2010

Attention: Paul Bishop
Senior Managing Director

FTI Consulting Canada ULC
TD Waterhouse Tower
79 Wellington Street
Suite 2010, Box 104
Toronto, ON M5K 1G8

FTI Consulting Canada ULC
Reference: Skyservice
207091-420511
Invoice N^o: 2397448

Dear Sir/Madam:

Please find enclosed our firm's invoice for the period ending April 8, 2010 with respect to the above referenced file. Should you have any questions with respect to this invoice, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: James D. Gage
Phone: 416-601-7539

Encl.

Barristers & Solicitors
Patent & Trade-mark Agents

McCarthy Tétrault

McCarthy Tétrault LLP
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Canada M5K 1E6
Telephone: 416 362-1812
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FTI Consulting Canada ULC
TD Waterhouse Tower
79 Wellington Street
Suite 2010, Box 104
Toronto, ON M5K 1G8

Invoice N^o: 2397448
G.S.T. Reg. N^o: 116532839
Q.S.T. Reg. N^o: 1011234336
Date: April 13, 2010

Attention: Paul Bishop
Senior Managing Director

FTI Consulting Canada ULC
Reference: Skyservice
207091-420511

To Professional Services Rendered during the period
Date: 01/26/10 to 04/08/10

\$ 270,387.50

Disbursements:	Non-Taxable	\$ 163.00	
	Taxable	\$ 1,046.34	\$ 1,209.34
			\$ 271,596.84
Goods & Services Tax:	Fees	\$ 13,519.38	
	Disbursements	\$ 52.32	\$ 13,571.70
British Columbia Sales Tax:	Fees	\$ 151.94	\$ 151.94
TOTAL DUE ON ABOVE-NOTED MATTER			\$ 285,320.48

Barristers & Solicitors
Patent & Trade-mark Agents

McCarthy Tétrault

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Invoice N^o: 2397448
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Date: April 13, 2010

Attention: Paul Bishop
Senior Managing Director

FTI Consulting Canada ULC
Reference: Skyservice
207091-420511

To Professional Services Rendered during the period
Date: 01/26/10 to 04/08/10

			\$	270,387.50
Disbursements:	Non-Taxable	\$	163.00	
	Taxable	\$	1,046.34	\$ 1,209.34
				\$ 271,596.84
Goods & Services Tax:	Fees	\$	13,519.38	
	Disbursements	\$	52.32	\$ 13,571.70
British Columbia Sales Tax:	Fees	\$	151.94	\$ 151.94
TOTAL DUE ON ABOVE-NOTED MATTER				\$ 285,320.48

Terms: Payment upon receipt. In accordance with Section 33 of the Solicitors Act, interest will be charged at a rate of 0.50% per annum on unpaid fees, charges or disbursements.

This invoice may include charges relating to prior periods that were posted to your account after the preparation of previous invoices.

PLEASE RETURN THIS COPY WITH YOUR REMITTANCE

FTI Consulting Canada ULC
 Re: Skyservice
 207091-420511

Invoice No. 2397448
 Page No. 2

FEE DETAIL

Period from 01/26/10 to 04/08/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
03/17/10	JDG	1.80	Telephone conversation with S. Golick; Emails with FTI; Telephone conversation with J. Engen; Begin reviewing information on Skyservice
03/18/10	GG	0.90	Receiving instructions from J. Gage; Preparation for potential receivership of Skyservice
03/18/10	JDG	1.30	Considering preliminary issues to be addressed by receiver; Discussions with J. Scoler (banking) and J. See (real estate) regarding security review; Giving instructions to G. Gray; Note to FTI
03/19/10	JDG	0.50	Emails and discussions with FTI and counsel for Thomas Cook; Reviewing information regarding Skyservice
03/22/10	GG	2.90	Review of Skyservice documents; meeting with J. Gage
03/22/10	JDG	3.70	Begin reviewing agreements; Emails with Thomas Cook counsel; Emails with FTI; Discussions with internal working group regarding matters in anticipation of receivership; Meeting with working group regarding security opinion; Telephone conversation with P. Bishop; Telephone conversation with M. Laugesen
03/22/10	JS	1.20	Internal meeting with J. Gage and others regarding review of security; meeting with V. Sahay.
03/22/10	VS	3.80	Review of materials provided in connection with original close of transaction; meeting with James Gage and Joel Scoler to discuss opinion letter.
03/23/10	GG	1.70	Reviewing material contracts and security documents
03/23/10	JDG	3.50	Telephone conversation with P. Bishop; Telephone conversation with S. Golick; Note to J. Engen and P. Bishop; Reviewing agreements and other information regarding Skyservice, and considering receivership matters; Conference call with J. Engen and P. Bishop; Giving instructions to G. Gray; Discussion with J. See regarding real estate
03/23/10	VS	0.50	Telephone conversation with Jonathan See to discuss security review; follow up with Osler Hoskin & Harcourt to request title searches and real estate security documents.
03/24/10	JDG	0.50	Discussion with K. McElcheran regarding secured creditor payment issues; Email and telephone conversation with M. Laugesen
03/24/10	VS	1.30	Review security search results provided by Osler Hoskin & Harcourt; create initial draft of opinion letter.

FTI Consulting Canada ULC
 Re: Skyservice
 207091-420511

Invoice No. 2397448
 Page No. 3

FEE DETAIL

Period from 01/26/10 to 04/08/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
03/25/10	AC	0.30	Discussion with Jonathan See re: lease opinion
03/25/10	DR	0.30	Discussion with J. See; attending to subsearch and obtaining copies of registered documents
03/25/10	GG	3.40	Preparation for receivership
03/25/10	JDG	2.10	Reviewing materials; Briefly reviewing Gibralt security; Meeting with FTI to discuss receivership issues
03/25/10	JS	3.50	Review real estate security documents; review GTAA lease and supporting documents; engaged with Vaibhav Sahay re opinion.
03/25/10	VS	5.40	Draft opinion letter.
03/26/10	DPU	0.70	Telephone conversation with J Gage re: background and labour matters; Discussion with D Palmer re: same; Review client emails
03/26/10	DR	0.30	Discussion with J. See re encumbrance schedule; reviewing PINs; telephone conversation Oslers re encumbrance schedule
03/26/10	DTP	2.50	Review and consider emails re employment issues; consider Canada Labour Code matters
03/26/10	GG	3.10	Locating, reviewing and providing receivers' reports from previous airline insolvencies to assist FTI with preparation
03/26/10	HLM	2.30	Discussion with J. Gage re: file; drafting indemnity agreement.
03/26/10	JDG	4.10	Telephone conversation with S. Golick; Emails with FTI throughout the day; Discussions with V. Sahay, J. Seoler and J. See regarding security opinion issues; Telephone conversation with counsel for Skyservice; Begin reviewing extensive PPSA searches and summaries; Giving instructions to H. Meredith regarding indemnity; Discussion with R. Macpherson regarding labour and employment matters; Providing comments on draft indemnity; Further internal discussions regarding employment matters; Conference call with FTI regarding employment matters and environmental matters; Discussion with D. Thomson regarding gas storage tanks
03/26/10	LCK	0.30	Discussions with V. Sahay; order requested searches.
03/26/10	ML	0.70	Conducting Alberta PPSA searches against SKYSERVICE AIRLINES INC.; LIGNES AERIENNES SKY SERVICE INC.; SKYSERVICE AIRLINES INC./LIGNES AERIENNES SKYSERVICE INC.; and LIGNES AERIENNES SKYSERVICE INC./SKYSERVICE AIRLINES INC..
03/26/10	MZ	0.40	Conducting name searches in BC personal property registry for Skyservice Airlines Inc. and all name variations of same
03/26/10	RAM	0.70	Discussion with Jamey Gage; discussion with Dean Palmer re labour matters
03/26/10	SC2	0.50	SKYSERVICE AIRLINES INC. & others, Order Documents From B.C., MB, SK, PQ AB
03/26/10	VS	6.40	Draft opinion letter; conference call to discuss security review.

FEE DETAIL

Period from 01/26/10 to 04/08/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
03/27/10	CMM	0.50	E-mails from and to Dean Palmer regarding conference call; conference call with Dean Palmer and Dan Pugen regarding receivership issues; review precedents
03/27/10	DPU	2.50	Telephone conversation with D Palmer and C McHardy re: previous bankruptcy and receivership situations; Review documents from previous file; Review correspondence from client; Review law and draft correspondence to J Gage re: same
03/27/10	DTP	2.50	Review and consider various materials re labour matters
03/28/10	DPU	6.50	Correspondence with J Gage re: employee claims and director's and receiver liability; Research and review case-law re: employee claims liability; Review Canada Labour Code re: relevant provisions; Review correspondence from client and draft orders; Telephone conversation with R Macpherson re: same
03/28/10	DTP	6.50	Review and consider materials re labour and employment issues and consider approach; review cases re court appointed receiverships and Canada Labour Code; various emails to client and others; draft employee letters and letters to union
03/28/10	GG	2.10	Consider employee matters upon appointed of receiver and BIA protections
03/28/10	HLM	0.80	Reviewing draft documents and e-mails re: same; revising and circulating draft order.
03/28/10	JDG	6.40	Reviewing draft court materials, reviewing other receivership court materials, and providing comments; Reviewing employment-related materials and emails with working group throughout the day regarding same; Emails and reviewing materials regarding real property and environmental matters; Emails with Osler; Drafting receiver report wording for security review, and emails with working group; Emails regarding affidavit and other matters; Providing comments to Osler
03/28/10	RAM	2.20	Reviewing and considering e-mails on labour aspects; discussion with Dean Palmer; e-mail to James Gage and Dean Palmer re process for terminating employees; reviewing and considering draft court order; further discussion with Dean Palmer and Dan Pugen re process for terminating employees
03/28/10	VS	2.10	Review and comment on draft of security opinion aspects of pre-appointment report; revise draft opinion letter.
03/29/10	AAA	2.00	Research at the Register of Personal and Movable Real Rights.
03/29/10	AC	0.40	Review email; discussion with Jonathan See
03/29/10	DPU	3.80	Review Canada Labour Code re: employee claims and terminations; Telephone conversation with counsel for Thomas Cook re: employment issues; Draft termination letters and correspondence with J Porepa re: same; Review employment provisions of draft order; Correspondence and Telephone conversation with J Gage re: same
03/29/10	DR	0.20	Attending for further subsearch and obtaining copy of charge
03/29/10	DRT	0.40	Discuss environmental matters with J. Rosengarten; memo J. Gage.

FTI Consulting Canada ULC
 Re: Skyservice
 207091-420511

Invoice No. 2397448
 Page No. 5

FEE DETAIL

Period from 01/26/10 to 04/08/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
03/29/10	DTP	6.40	Prepare termination and engagement letters; several calls with Jim Hassell, Oslers; telephone conversation with Mary Patterson and Jim Hassell; telephone conversation with Jodi Porepa; office consultations with Jamey Gage and Dan Pugen
03/29/10	GG	5.00	Research statutory vacation completion requirements imposed on tour companies; Memo to J. Gage for receiver report
03/29/10	JDG	5.70	Dealing with receivership preparation issues throughout the day, including: revising draft report language for security review; meeting with FTI, company, Thomas Cook, Gibralt and counsel; discussions with J. Engen and P. Bishop; discussing and providing comments on security opinion; discussions and drafting language regarding engagement of employees
03/29/10	JMR	2.70	Review of draft environmental provisions of order; review of BIA protection; review of EPA provisions re trustees in bankruptcy; review of TSSA legislation; discussion with D. Thomson re same.
03/29/10	JS	3.50	Review and revise opinion; engaged with Oslers; review loan and security package; engaged with V. Sahay
03/29/10	LCK	0.30	Receive and compile various searches; discussions with V. Sahay.
03/29/10	RAM	0.70	Discussion with Dean Palmer and Dan Pugen; reviewing and considering draft employee termination letter and revising same
03/29/10	SC2	0.50	Skyservice Airlines Inc., Order Corporation Profile Report , Obtain Certificate of Compliance
03/29/10	VS	1.40	Telephone conversation with Jamey Gage and Jonathan See to discuss opinion letters.
03/30/10	AC	0.10	Discussion with Jonathan See
03/30/10	AMM	0.30	Review of the Register of Personal and Movable Real Rights searches and sending of an e-mail regarding same to Lisa Timmins.
03/30/10	DR	0.30	Search re confirmation of municipal address of Etobicoke property; reporting to J. See
03/30/10	DTP	5.80	Prepare labour and employment documentation; telephone conversations with Jim Hassell at Oslers re employment issues; emails to client; office consultations with Jamey Gage
03/30/10	HLM	3.20	Reviewing correspondence and materials and preparing for court appearance; discussion with J. Gage.
03/30/10	JDG	8.40	Engaged all day on receivership-related matters, including: dealing with security opinion issues; meetings, research and discussions to resolve and settle court materials; providing comments on draft receiver report; discussions with stakeholder counsel regarding receiver report; discussions with FTI regarding arrangements for receivership; reviewing and providing comments on employee letters
03/30/10	JS	0.90	Review of GSAs, Assignment and Confirmation. Review of PPSA search report. Correspondence with V. Sahay

FTI Consulting Canada ULC
 Re: Skyservice
 207091-420511

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FEE DETAIL

Period from 01/26/10 to 04/08/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
03/30/10	JS	1.80	Engaged with Oslers; review title and engaged with D. Reeve; review ground lease; review revised opinion
03/30/10	KRLW	0.30	Meeting with Sarah Bird; reviewing conclusions with respect to charging provisions of security agreements and Personal Property Security Act (British Columbia and Alberta) registrations
03/30/10	LCK	1.30	Receive and review searches from various provinces; email correspondence with Montreal office; discussions with V. Sahay regarding results.
03/30/10	RAM	0.40	Discussion with Dean Palmer re form of court order and employee issues
03/30/10	SB	3.40	Discussion with V. Sahay re status of BC security; reviewing security agreements; assignment and assumption agreement and acknowledgement and confirmation; reviewing PPSA registrations; considering matters related to floating charges; considering matters relating to charging language
03/30/10	VS	7.80	Review receiver's revised pre-filing report; revise opinion letters; review PPSA searches in each jurisdiction to examine registrations against Skyservice Airlines Inc. and its predecessors, and prepare materials to obtain BC and Alberta opinions
03/31/10	GG	2.50	Reviewing law on GTAA and NAV claims; creating summary chart of aircraft information
03/31/10	HLM	8.70	Preparing for court appearance; attending at receivership hearing; follow-up re: order; call with J. Engen and lawyers to investigate payroll payment issue.
03/31/10	HLM	2.20	Calls with counsel re: repositioning plane; conference call with FTI for update; drafting response re: repositioning plane; reviewing draft order and endorsement.
03/31/10	JDG	10.20	Engaged all day and evening on receivership matters, including: Discussions and emails with FTI and other parties prior to appointment to finalize initial receivership matters; attending court hearing; dealing with payroll, aircraft, security, lease, bank account and other issues throughout the day; telephone conversations with counsel for various stakeholders; attending emergency GTAA seizure hearing; discussions with and emails with counsel for lessors/owners, GTAA and Nav Canada to try to resolve consensual interim solution and subsequent issue with aircraft relocation; conference call with FTI working group
03/31/10	JS	1.20	Engaged with Oslers re new GTAA acknowledgement; revise opinion
03/31/10	SB	0.70	Reviewing correspondence; discussion with V. Sahay re BC security
03/31/10	SC2	0.30	SKYSERVICE AIRLINES INC. , Order Corporation Profile Report
03/31/10	VS	3.50	Telephone conversation with Sarah Bird to discuss BC security registrations; update opinion
04/01/10	DR	2.40	Preparing applications to register court order for Toronto and Mississauga properties; drafting acknowledgment; discussions with J. See re applications
04/01/10	DTP	1.50	Consider ROE question from Jodi Porepa; review applicable materials; email to Jodi; review and consider Union letter re request for information

FTI Consulting Canada ULC
 Re: Skyservice
 207091-420511

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FEE DETAIL

Period from 01/26/10 to 04/08/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/01/10	GG	9.20	Reviewing PPSA searches to identify registrations in respect of planes and components; correspondence with FTI regarding plane leases; research re. GTAA claims
04/01/10	HJPW	0.30	Confer with Jamey Gage; call with George Gray re leases.
04/01/10	HLM	8.90	Attending in court to finalize GTAA Order; calls with counsel and receiver re: lessor's interests; drafting letters re: licence terminations; meeting with J. Gage re: next steps; call with union counsel; call with receiver and follow-up re: union requests.
04/01/10	JDG	10.40	Engaged all day on receivership matters, including: dealing with GTAA application and settling order and endorsement; dealing with Winnipeg Airports Authority seizure application; dealing with purported lease terminations, HSBC return of cash, operating licence suspension, lessor issues, parts supplier demands, aircraft return protocol proposal, union issues, class action and other issues throughout the day
04/01/10	KRLW	0.20	Considering AOC suspension in relation to stay of proceedings
04/01/10	LCK	0.20	Receive and review email correspondence from V. Sahay; email corporate searchers.
04/01/10	RGS	2.90	Reviewing 2007 Skyservice Plan of Arrangement materials re available holdback amounts
04/01/10	VS	2.40	Search for other business names of Skyservice Airlines Inc.; review of lessors which have security registrations against Skyservice Airlines Inc.; draft formal opinion to Receiver with respect to security interests held by Gibraltar Capital Corporation.
04/02/10	HLM	0.30	Reviewing correspondence re: interest in funds and communication re: same.
04/02/10	JDG	2.70	Dealing with receivership matters, including: emails regarding CBB funds; reporting to FTI on outstanding matters; emails with counsel for aircraft claimants; reviewing trust claim correspondence and giving instructions to internal working group
04/03/10	JDG	1.30	Emails with aircraft lessors and owners throughout the day; Emails with FTI; Emails with internal working group
04/03/10	TA1	0.40	Exchange of communications with J. Gage re Sunwing's assertion of a trust claim over funds in the hands of the receiver; review correspondence from opposing counsel re same, and undertake preliminary consideration of law re same
04/04/10	DTP	2.60	Review and consider letter from Koskie Minsky, counsel to Skyservice Cabin Crew Association requesting information; consider privacy issues; review Wage Earner Protection Act and receiver's obligations re WEPP
04/04/10	GG	1.00	Reviewing PPSA registrations for aircraft engines
04/04/10	GG	1.70	Updating chart on aircraft and engine information; updating service list; correspondence with counsel for aircraft lessors and owners
04/04/10	HLM	0.60	Reviewing issues list and communication re: receivership issues.

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FEE DETAIL

Period from 01/26/10 to 04/08/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/04/10	JDG	3.10	Giving instructions to G. Gray; Emails with J. Engen re: aircraft inspections, manuals and other issues; Considering information receiver should provide to facilitate court hearing on aircraft seizures; Note to FTI; Emails with aircraft claimants throughout the day; Reviewing information and emails regarding miscellaneous receivership issues and dealing with same
04/05/10	AC	0.50	Review realization memo; telephone conversation with Jonathan See
04/05/10	DTP	5.30	Telephone conversation with Jodi Porepa and Nigel Meakin, office consultation with Jamey Gage re required maintenance work and potential successorship issues; consider potential successorship issues; telephone conversation with union counsel; letter to union counsel
04/05/10	EG1	2.30	Discussion with T. Alexander re trust issues; Research law re same.
04/05/10	GG	10.90	Reviewing aircraft leases
04/05/10	GRH	3.20	Telephone conversation with J. Gage re possible appearance to set aside Manitoba order; reviewing materials from Manitoba proceedings; conference call with Winnipeg counsel and J., Gage; drafting notice of motion to set aside Manitoba order
04/05/10	HJPW	1.80	Confer with George Gray with respect to lease summaries; review drafts; conference call with Jamey Gage and George Gray.
04/05/10	HLM	13.20	Drafting and revising letters re: lease terminations; calls with counsel for lessors; call with J. Engen; drafting order re: moving plane from hangar; negotiation re: same; conference call with lessors; conference call with FTI.
04/05/10	JDG	10.40	Engaged all day and evening, including: discussions with D. Palmer regarding employment matters; correspondence to Sunwing, discussions with FTI, emails and research regarding trust claim by Sunwing; dealing with WAA and GTAA seizure proceedings throughout the day; correspondence with Transport Canada and dealing with lessor counsel and FTI regarding lessors' request for aircraft return protocol; dealing with issues throughout the day relating to, among other things, HSBC account issues, parking lot, landing slots, lease termination notices, aircraft documentation review, and lessor requests for aircraft records
04/05/10	JS	4.50	Draft memo re realizing on ground lease; engaged with Bram Costin; engaged with Jamey Gage.
04/05/10	KM	0.40	Discussions with D. Palmer re: WEPP.
04/05/10	RGS	2.30	Reviewing documents re lease of parking spaces and unauthorized access by Skypark; consider rights of receiver
04/05/10	TA1	9.70	Review background documents and undertake further factual analysis of putative "trust" claim put forward by creditor; conduct legal analysis assessing all potentially relevant arguments supporting the existence of the alleged trust; meet with H. Meredith to discuss same; confer with E. Gertner, and jointly collect and evaluate leading authorities re same; review and provide comments regarding draft letter to counsel for the creditor; research and analysis re the receiver's right to utilize alleged "trust" assets to meet ongoing expenses; provide detailed report on preliminary findings re same to J. Gage and H. Meredith; exchange of further communications re same with J. Gage; receive and review draft factual memorandum prepared by J. Engen re the events preceding the receivership.

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 Re: Skyservice
 207091-420511

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FEE DETAIL

Period from 01/26/10 to 04/08/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/05/10	VS	3.30	Draft Gibralt opinion letter.
04/06/10	DTP	1.60	Draft re-hire letter for certain terminated Skyservice employees; review order for Skyservice authority to re-hire; review various emails from client
04/06/10	GG	11.50	Continuing lease reviews and correspondence with stakeholders
04/06/10	GRH	0.50	Revising notice of motion to incorporate comments from J. Gage; e-mail to J. Gage re next steps
04/06/10	HJPW	2.40	Confer with George Gray re Leases; review summaries; conversation with Jamey Gage.
04/06/10	HLM	10.70	Negotiating and attending in court to obtain amended GTAA Order; discussions with counsel re: payment of funds into court to resolve GTAA/lessor issue; follow-up with parties contacting receiver re: bailment issues; discussion with lessors; discussion with J. Gage; reviewing law re: stay provisions and preparing agreements for GTAA litigation
04/06/10	JDG	10.20	Dealing with receivership issues throughout the day, including: several conference calls with lessor group to deal with settlement proposal for aircraft authorities, aircraft return protocol and document matters; emails, meetings and telephone conversations regarding Transport Canada issues; conference calls with FTI; reviewing draft court order and providing comments; discussions H. Wiercinski and G. Gray regarding lease reviews and aircraft analysis, and reviewing documents
04/06/10	TA1	4.90	Continue to construct and refine potential legal arguments challenging the "trust" claims asserted by the creditor; collect leading relevant authorities re same; undertake further analysis re the court's jurisdiction to expand the receiver's charge to include putative trust assets.
04/06/10	VS	1.40	Draft incumbency certificate; revise opinion letters.
04/07/10	DTP	3.60	Lengthy telephone conversation with Jodi Porepa re various employment issues including pilot logs, personnel files, EAP contract, disaster recovery prepaid premium, ROE uploads; research issues; review and consider letter from Pilots' Union counsel re profit sharing and log books
04/07/10	GG	11.00	Finalizing stage I of aircraft lease reviews; updating and reviewing information on aircraft; research law re. unperfected secured interest after receivership
04/07/10	GRH	0.90	Telephone conversation with J. Gage and discussion with T. Alexander re trust claim issue
04/07/10	HJPW	4.40	E-mail re accountable executive for AOC; meet Jamey Gage and George Gray to discuss lease characterization issues; consider CIT re perfection issue.
04/07/10	HLM	10.60	Reviewing release agreements; attending case conference; various calls with counsel for parts (STS), lessor counsel, counsel for GTAA and call with clients; reviewing bailee agreement (SLS); drafting letter to Boeing.

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 Page No. 10

FEE DETAIL

Period from 01/26/10 to 04/08/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/07/10	JDG	13.60	Engaged all day and late evening on receivership matters, including: reviewing draft return protocol and agreement; conference call on Transport Canada matters; conference call on return arrangements; court attendance; meeting to discuss lease review; meeting and research regarding priority issues affecting settlement of return arrangements; reviewing and providing comments on GTAA settlement order; dealing with trust claim asserted by Sunwing and discussions to try to settle; emails and telephone conversations throughout the day with FTI, counsel for lessors, counsel for airport authorities and others
04/07/10	RGS	0.70	Reviewing lease information and report to J. Gage re holdback amounts in 2007 arrangement
04/07/10	TA1	3.40	Meeting with G. Hall to discuss factual, legal and strategic issues relating to the ongoing receivership, with particular focus on the "trust" claims asserted by Sunwing; provide background factual materials and legal authorities to G. Hall for his review; continue to formulate and assess potential legal arguments re the trust claim.
04/08/10	GG	14.20	Reviewed PPSA searches regarding validity of lessors' registrations and potential priority issues
04/08/10	GRH	1.40	Reviewing materials re possible urgent court hearing re receiver's use of funds over which trust is alleged; telephone conversation with W. Leslie re Winnipeg motion; revising notice of motion; e-mail to WAA counsel and W. Leslie re Winnipeg motion
04/08/10	HJPW	4.30	Review leases; confer Jamey Gage and Vaibhav Sahay re PPSA perfection issues; e-mails Jamey Gage re Section 30(6).
04/08/10	HLM	13.00	Dealing with various receivership issues including revising GTAA Agreement; drafting letters re: trust issue; conference calls; revising Return Agreement; letter to court; letter to service list; drafting document review agreement; coordinating with receiver and D. Gray re: review of plane data documents.
04/08/10	JDG	13.10	Discussions and emails with lessor counsel, airport authorities counsel and FTI throughout the day to reach settlement on aircraft seizures; dealing with Thomas Cook concerns; considering CIT security issues, reviewing cases and legislation, and discussions with CIT counsel, Thomas Cook counsel and internally; negotiating settlement of Sunwing trust claim as it relates to receiver use of funds, and drafting agreement; dealing with other receivership issues throughout the day including hangar, bank accounts, receiver report, court process issues and parts claims
04/08/10	TA1	2.70	Follow-up meeting with G. Hall to discuss potential court hearing and preparation for same; further analysis re the weaknesses and vulnerabilities of the creditor's trust claim.
04/08/10	VS	5.80	Reviewing aircraft leases and PPSA searches to examine perfection and identify potential priority issues; complete summary of registrations chart.

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FEE SUMMARY

<u>Timekeeper Name</u>	<u>Total Hours</u>
Alexander, Anthony	21.10
Costin, Abraham	1.30
Gage, James	113.00
Gertner, Eric	2.30
Hall, Geoff	6.00
Macpherson, Robert	4.00
McHardy, Christopher	0.50
Palmer, Dean	38.30
Scoler, Joel	1.20
Thomson, Douglas	0.40
Wiercinski, Henry	13.20
Wright, Kevin R. L.	0.50
See, Jonathan	14.50
Bird, Sarah	4.10
Gray, George	81.10
McNeill, Kate	0.40
Meredith, Heather L	74.50
Pugen, Daniel	13.50
Rosengarten, Joanna M	2.70
Sahay, Vaibhav	45.10
Stabile, Ryan	5.90
Stachniak, Josh	0.90
Reeve, Donna	3.50
Timmings, Lisa C	2.10
Carbonaro, Stephen	1.30
Audy, Annik	2.00
Lowther, Michelle	0.70

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Re: Skyservice
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FEE SUMMARY

Ma, Michele T Zinsli	0.40
McDonald, Anne-Marie	0.30
Total Hours	454.80

Additional Fixed Fees:

<u>Description</u>	<u>Amount</u>
Conducting Alberta corporate search on Skyservice F.B.O. Inc.	\$65.00
Conducting Alberta trade name search on Skyservice F.B.O.	\$65.00

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DISBURSEMENT SUMMARY

<u>Total Cost</u>	<u>Description</u>	<u>Taxable Y/N</u>
339.40	Courier	Y
17.69	Fax Costs	Y
136.50	Copies	Y
3.50	Print Room Binding Supplies	Y
466.00	Teraview Services / Name Searches	Y
12.75	Tabs	Y
36.00	Online Searches - Westlaw eCarswell	Y
7.50	B.C. On-Line Filing/Search Fees	Y
35.00	Filing Fee - B.C. On-Line	N
12.00	PPSA Search(es)	Y
128.00	Registry Office Fee(s)	N
15.00	Binders - Small	Y
<hr/>		
\$ 1,209.34	Total Disbursements	

N = Disbursements Incurred as Agent (Non-Taxable)
 Y = Taxable Disbursements

Barristers & Solicitors
Patent & Trade-mark Agents

McCarthy Tétrault

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto Dominion Bank Tower
Toronto, Ontario
Canada M5K 1E6
Telephone: 416 362-1812
Facsimile: 416 868-0673
www.mccarthy.ca

May 14, 2010

Attention: Paul Bishop
Senior Managing Director

FTI Consulting Canada ULC
TD Waterhouse Tower
79 Wellington Street
Suite 2010, Box 104
Toronto, ON M5K 1G8

FTI Consulting Canada ULC
Reference: Skyservice
207091-420511
Invoice N^o: 2404658

Dear Sir/Madam:

Please find enclosed our firm's invoice for the period ending April 30, 2010 with respect to the above referenced file. Should you have any questions with respect to this invoice, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: James D. Gage
Phone: 416-601-7539

Encl.

Barristers & Solicitors
Patent & Trade-mark Agents

McCarthy Tétrault

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto Dominion Bank Tower
Toronto, Ontario
Canada M5K 1E6
Telephone: 416 362-1812
Facsimile: 416 868-0673
www.mccarthy.ca

FTI Consulting Canada ULC
TD Waterhouse Tower
79 Wellington Street
Suite 2010, Box 104
Toronto, ON M5K 1G8

Invoice N^o: 2404658
G.S.T. Reg. N^o: 116532839
Q.S.T. Reg. N^o: 1011234336
Date: May 14, 2010

Attention: Paul Bishop
Senior Managing Director

FTI Consulting Canada ULC
Reference: Skyservice
207091-420511

To Professional Services Rendered during the period
Date: 04/01/10 to 04/30/10

\$ 266,042.50

Disbursements:	Non-Taxable	\$ 216.00	
	Taxable	\$ 3,486.93	\$ 3,702.93

\$ 269,745.43

Goods & Services Tax:	Fees	\$ 13,302.13	
	Disbursements	\$ 174.34	\$ 13,476.47

TOTAL DUE ON ABOVE-NOTED MATTER

\$ 283,221.90

Barristers & Solicitors
Patent & Trade-mark Agents

McCarthy Tétrault

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Box 48, Suite 5300
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FTI Consulting Canada ULC
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Suite 2010, Box 104
Toronto, ON M5K 1G8

Invoice N^o: 2404658
G.S.T. Reg. N^o: 116532839
Q.S.T. Reg. N^o: 1011234336
Date: May 14, 2010

Attention: Paul Bishop
Senior Managing Director

FTI Consulting Canada ULC
Reference: Skyservice
207091-420511

To Professional Services Rendered during the period
Date: 04/01/10 to 04/30/10

\$ 266,042.50

Disbursements:	Non-Taxable	\$	216.00		
	Taxable	\$	3,486.93	\$	3,702.93

\$ 269,745.43

Goods & Services Tax:	Fees	\$	13,302.13		
	Disbursements	\$	174.34	\$	13,476.47

TOTAL DUE ON ABOVE-NOTED MATTER \$ 283,221.90

Terms: Payment upon receipt. In accordance with Section 33 of the Solicitors Act, interest will be charged at a rate of 0.50% per annum on unpaid fees, charges or disbursements.

This invoice may include charges relating to prior periods that were posted to your account after the preparation of previous invoices.

PLEASE RETURN THIS COPY WITH YOUR REMITTANCE

FTI Consulting Canada ULC
 Re: Skyservice
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Invoice No. 2404658
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FEE DETAIL

Period from 04/01/10 to 04/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/01/10	STT	1.00	C.Piovesan: Reviewed and summarized PPSA searches.
04/01/10	STT	1.30	C.Piovesan: Reviewed and summarized PPSA searches.
04/06/10	LPS	2.30	Discuss receivership and Transport Canada with J. Gage; review legislation regarding AOC and AMOC; various calls.
04/06/10	RA2	0.80	Skyservice Airlines Inc.: Order corporation profile report; Searching Business Name/Partnership.
04/07/10	EG1	1.50	Research re trust claims made by Sunwing.
04/09/10	DTP	1.60	Telephone conversation with Jodi Porepa and Jamie Engen re union matters; telephone conversation with Anna Sisask re vacation pay issue; review and consider Canada Labour Code re vacation pay
04/09/10	GG	11.10	Analysis of PPSA registrations and leases
04/09/10	GRH	0.20	Follow up re Winnipeg seizure motion
04/09/10	HJPW	10.10	Meet with George Gray and Vaibhav Sahay re PPSA search results and registration issues; research regarding priority issues; meet with working group to discuss preliminary findings and conclusions
04/09/10	HLM	9.60	Reviewing revised agreement re: airport authorities; attending in court re: same; dealing with notice letter and coordinating delivery of same; calls with suppliers; discussions with FTI, J. Gage, G. Gray and R. Stabile re: various issues; call with D. Gray.
04/09/10	JDG	11.10	Reviewing further changes to airport authority settlement order, providing comments and emails with counsel; Dealing with records inspection issues, revising release and emails with lessor counsel; Meeting with H. Wiercinski and others regarding lease review and PPSA analysis; Reading cases, telephone conversation with S. Golick and meeting with H. Wiercinski regarding potential priority issues and registration deficiencies; Dealing with other receivership issues throughout the day
04/09/10	JHA	0.20	Responding to PPSA questions from J. Gage.
04/09/10	RGS	5.00	Reviewing parts agreements; Meeting with H. Meredith re same; Research on privacy issue with respect to disclosure of employee information; Correspondence with FTI on same
04/09/10	RGS	1.20	Continued research and renewing materials regarding employee information; Discussion with J. Gage; Correspondence with FTI
04/09/10	VS	10.30	Meeting with internal team to discuss PPSA registrations against each aircraft and engine; compile chart showing each lessor's interest; review leases and registrations to confirm perfection of security interests by each lessor and identify potential priority issues

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 Re: Skyservice
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FEE DETAIL

Period from 04/01/10 to 04/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/10/10	GG	4.40	Reviewing engine PPSA registrations, preparing chart to summarize registrations
04/10/10	HJPW	1.20	Comments on ARA and Indemnity; dealing with PPSA issues
04/10/10	HLM	9.00	Dealing with aircraft related issues including reviewing and revising aircraft return agreement, incorporating comments re: same; call with N. Meakin; further revisions and distributing drafts to lessors.
04/10/10	JDG	6.10	Reading cases on PPSA priority issues; Reviewing and providing comments on draft aircraft return agreement, indemnity, and related agreements; Emails with working group throughout the day; Giving instructions to H. Meredith, G. Gray and R. Stabile
04/10/10	JHA	0.40	Considering PPSA question true leases priority issue and email to J. Gage.
04/10/10	RGS	7.00	Research for J. Gage on certain priority issues in PPSA; Correspondence with J. Gage on same
04/11/10	GG	3.40	Reviewing leases, PPSA registrations and completing summary
04/11/10	GRH	1.80	Drafting order for aircraft return approval order
04/11/10	HLM	0.50	Reviewing draft order; e-mail to G. Hall and J. Gage re: same.
04/11/10	JDG	5.10	Memo to FTI on status of analysis of PPSA matters and priority issues; Considering relief needed from court and giving instructions to G. Hall on preparation of material; Memo to FTI on outstanding matters to complete aircraft return arrangements; Reviewing revised agreements; Emails with counsel for lessors and for Thomas Cook throughout the day regarding return arrangements, PPSA registration issues and court matters; Emails with FTI; Giving instructions to R. Stabile regarding remaining priorities research required; Reading cases from research results
04/11/10	RGS	5.00	Research for J. Gage on priority issues and PPSA information
04/12/10	DTP	2.70	Email to client re Canada Labour Code jurisdiction; draft re-hire letter for temporary workers; review and consider new Order re labour and employment matters; office consultation with Jamey Gage; review and consider Pilots' collective agreement re Union work
04/12/10	GG	4.70	Analysis of security registrations for aircraft
04/12/10	GRH	1.50	Revising draft order for aircraft return approval; drafting notice of motion for aircraft return approval motion; telephone conversation with H. Meredith re status of motion to set aside Winnipeg seizure order
04/12/10	HJPW	0.50	Follow up call with Jamey Gage; address comments on PPSA process.
04/12/10	HLM	12.80	Reviewing comments on aircraft return agreement; call with D. Gray; discussion with J. Gage; attending in court re: GTAA litigation schedule; discussions with counsel for lessors; calls with FTI; call with counsel re: third party parts; conference calls with lessors; revising aircraft return agreement and aircraft indemnity agreement; drafting agreement re: parent guarantors.

FTI Consulting Canada ULC
 Re: Skyservice
 207091-420511

Invoice No. 2404658
 Page No. 4

FEE DETAIL

Period from 04/01/10 to 04/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/12/10	JDG	7.80	Dealing with receivership matters throughout the day, including: reviewing and providing comments on draft aircraft return agreement and indemnity, conference calls with lessor group, telephone conversations with FTI and revising drafts; telephone conversations and emails with lessor counsel and Thomas Cook counsel to address PPSA and priority issues; giving instructions to G. Hall regarding preparation of court materials, and providing comments on drafts; telephone conversations and emails with FTI regarding deposits, receivables, trust claims, parts claims and other matters
04/12/10	RA2	0.50	Skyservice Airlines Inc.: Search Personal Property Security Act and provide searches to working group
04/12/10	RGS	4.00	PPSA research for J. Gage; reviewing insurance and parts agreements
04/13/10	BCP	0.90	Discussion with Meredith re sale of landed goods; discussion with CRA re same; left message; research sale options
04/13/10	DTP	4.30	Consider ROE question from Devi Rajani; email to Devi; consider question from Debbie re Canada Labour Code obligations and jurisdictional issues; review and consider letter from Koskie Minsky re Cabin Crew Union; prepare response
04/13/10	GG	11.90	Analysis of leases and security registrations for aircraft; helping to prepare court materials
04/13/10	GRH	1.30	Revising draft approval order for aircraft return to incorporate comments from Lessors; e-mail exchange with H. Chaiton re terms of deferral of Manitoba motion; telephone conversation with J. Gage re ARA approval motion strategy
04/13/10	HJPW	3.90	Comments on Responsible Party Indemnity; review draft Receiver Report; comments to Jamey Gage.
04/13/10	HLM	6.50	Revising and circulating aircraft return agreement, aircraft indemnity agreement and responsible party agreement; discussion with N. Meakin re: same; calls with various lessors re: deposit of funds; reviewing third party parts issue and correspondence re: same; reviewing draft order; discussion with R. Stabile re: third party parts; discussion with J. Gage re: PPSA issues and strategy for hearing.
04/13/10	JDG	12.20	Dealing with lessors, Thomas Cook and FTI throughout the day to settle proposed agreements to return aircraft, resolve priority disputes and solve problems associated with readying aircraft for return; Assisting with drafting of receiver report; Giving instructions to R. Stabile, G. Gray and H. Meredith regarding agreements, preparation of court materials and related matters; Dealing with other receivership matters, including parts claims, employee issues and GTAA order matters.
04/13/10	RGS	5.80	Meeting with J. Gage re priority issues; Follow-up research on same; preparing compendium of cases and statutes for court
04/13/10	TA1	1.70	Prepare memo-to-file summarizing preliminary findings and conclusions regarding the merits of the trust claims raised by a creditor, and the right of a receiver to place a charge over such contested "trust" assets to fund ongoing receivership expenses
04/13/10	VS	3.70	Updating PPSA summary table for court

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Period from 04/01/10 to 04/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/14/10	DTP	3.80	Conference call with Nigel Meakin and Jodi Porepa re letter from Koskie Minsky; review and consider collective agreement for cabin crew; draft letter to Koskie Minsky; review and consider issue re contractor versus employee status
04/14/10	GG	5.60	Review of further lease documents provided by lessors to resolve open issues
04/14/10	GRH	1.90	Reviewing and commenting on draft First Report; reviewing and commenting on revised notice of motion for aircraft return approval motion
04/14/10	HJPW	4.20	Additional comments on First Receiver Report; confer with George Gray and Vaibhav Sahay re PPSA issues and further lease documentation
04/14/10	HLM	11.50	Reviewing, revising and coordinating finalizing, aircraft return agreement, aircraft return indemnity, responsible party agreement, notice of motion, draft order and motion record; calls with lessors; calls with court arranging motion time; reviewing third party parts agreement and calls with FT re: same.
04/14/10	JDG	10.50	Assisting FTI with preparation of First Report; Meetings with working group regarding PPSA analysis for report; Dealing with counsel for Thomas Cook, airport authorities and lessors throughout the day to settle court order, deal with treatment of CIT and Jetscape aircraft and to individualize and settle Aircraft Return Agreements for each Aircraft; Revising and finalizing court materials; Dealing with other receivership issues, including parts claims, AMO matters, immigration matter, claims and class action issues
04/14/10	RGS	7.40	Research for J. Gage on further priorities issues under PPSA legislation; Preparing materials for motion re aircraft leases; Reviewing lease documents and providing advice to FTI on same
04/14/10	TA1	0.70	Continue memorialization of preliminary analysis and findings addressing the creditor's disputed trust claims
04/14/10	VS	9.10	Review additional aircraft filing registrations in preparation for court filing of receiver's report; revise PPSA summary chart with updated filings.
04/15/10	DTP	5.30	Various calls to Devi Rajani, Jodi Porepa, Nigel Meakin and others re RRSP, employment status, letter to Koskie Minsky; revise letter to Koskie Minsky
04/15/10	GG	2.00	Review of additional lease documents provided by lessors
04/15/10	GRH	6.30	Preparing for and appearing at motion before Justice Morawetz to approve aircraft return agreements
04/15/10	HLM	6.50	Revising agreements; calls with lessors; call with M. Chiasson (re: parts); revising and finalizing order and preparing for hearing; attending at hearing; arranging for issued and entered order and transcription of endorsement and circulating same; call with N. Meakin; reviewing Thomson responsible party agreements.
04/15/10	JDG	8.70	Negotiating and finalizing template agreements and court order with counsel for airport authorities, lessors and TCCI; Giving instructions to R. Stabile and H. Meredith regarding parts claim issues; Dealing with Transport Canada matters; Court hearing; Reviewing and providing comments on individualized agreements for lessors, and dealing with lessor-specific issues

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<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/15/10	RGS	6.50	Conference call with Michelle Grech and David James re parts agreements; Call with Lutex Leasing re vehicle leases; Review of aircraft return agreements and comments on same to J. Gage
04/15/10	VS	3.80	Revise PPSA chart; Dealing with aircraft return issues; respond to query from Heather Meredith.
04/16/10	DTP	5.80	Telephone conversations with Nigel Meakin re Canada Labour Code entitlements; review and consider Canada Labour Code re periods of layoff; review and consider issue re RRSP holdback penalty by Great West Life; draft letters for technical reps; research Canada Labour Code entitlements; revise letter to Koskie Minsky
04/16/10	GG	1.80	Correspondence to third parties regarding breach of stay; review of lease documents
04/16/10	GJG	0.70	Discussed with D Palmer WEPPA issue and severance entitlements under the Canada Labour Code; review of Canada Labour Code and accompanying regulations re: severance entitlements; discussed same with D Palmer; e-mail to D Palmer re: same.
04/16/10	HJPW	0.20	Confer with Jamey Gage re German sublease.
04/16/10	HLM	8.00	Finalizing agreements for 6 aircraft and coordinating all final details re: payments and release of Thomson planes. Finalizing and sending letter re: request for disclosure.
04/16/10	JDG	5.10	Conference call with Thomas Cook and counsel; Discussions with FTI regarding 30-day good claims; Reviewing revised ARAs, indemnities and related agreements, and emails with counsel for various lessors and airport authorities, to finalize agreements and arrange for implementation of aircraft return transactions; Telephone conversation with counsel for subleased aircraft, and reviewing documents; Dealing with other receivership issues
04/16/10	LAA	0.40	Reviewed e-mail from client regarding registered retirement savings plan/deferred profit sharing plan provider's requests vis-a-vis the sponsor's insolvency and discussed same with Dean Palmer
04/16/10	RGS	7.00	Coordinating documentation for release of aircraft; Revisions to documents and coordinating signatures.
04/17/10	DTP	1.80	Emails to and from Jodi Porepa; review employee list and benefit plan; send materials to Koskie Minsky
04/17/10	JDG	0.90	Emails with working group and reviewing materials regarding revised aircraft return arrangements and parts claims
04/19/10	DTP	7.50	Telephone conversation with Nigel Meakin re Dispatcher's Union; draft Memorandum of Agreement; telephone conversation with Denis Ellickson; revise letters of temporary work; revisions to Memorandum of Agreement
04/19/10	GG	1.00	Review and prepare initial summary of German aircraft lease documents
04/19/10	HJPW	0.30	E-mails George Gray re German aircraft.

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<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/19/10	HLM	10.00	Meeting with FTI; reviewing third party parts agreement; reviewing MCAP and Jetscape documents and liaising with counsel to finalize same and coordinate release of plane; reviewing documents re: ILFC receivable; call with counsel re: same; call with D. Gray; call with S. Golick; conference call with Gray and Golick re: Exhibit C conditions.
04/19/10	JDG	3.50	Dealing with aircraft return arrangements, employment of further Skyservice employees and union agreement, parts claims, Sunwing trust claim, employee indemnity and other receivership matters
04/19/10	RGS	6.50	Coordinating aircraft return documentation; Reviewing vehicle leases and PPSA research on same
04/20/10	DTP	3.50	Various emails to client and Dispatcher Union counsel finalizing Union agreement; telephone conversation with Koskie Minsky re benefits and trust fund monies with Cassels Brock; review and consider Koskie letter; telephone conversation with Jodi Porepa re STD, LTD and vacation pay; review and consider pension plan and benefit documents
04/20/10	GG	0.90	Reviewing searches and summarizing security registrations for German plane; Report to J. Gage
04/20/10	HLM	6.10	Finalizing agreement re: Exhibit C of MCAP ARA, indemnity issues etc and coordinating release of MCAP plane; follow-up re: ILFC issue including reviewing documents, discussion with Sabah, discussion with J. Dietrich and communication with N. Meakin and J. Dietrich; review of cheques and forwarding to FTI; reviewing third party issues; responding to issues with CIT plane and requests arising from possible CIT agreement, call to GTAA counsel
04/20/10	JDG	2.40	Emails and telephone conversations with FTI throughout the day and reviewing documents regarding employee indemnities, Sunwing trust claim, aircraft return arrangements, parts claims, receivables, escrowed funds and other matters; Emails with lessor counsel, airport authority counsel and other creditors; Giving instructions to H. Meredith and R. Stabile
04/20/10	RGS	4.20	Reviewing plane release documentation; Correspondence with Nigel on same and revisions to counsel for MCAP and CIT; Reviewing third party parts documents
04/21/10	DTP	2.20	Review and consider letter from Pilots Union counsel; telephone conversation with Jim Nyman; telephone conversation with Nigel Meakin re Cabin Crew Union demand re Trust Funds and WSIB matter and payroll; review RRSP plan
04/21/10	GG	3.40	Review of further lease documentation for FRA; correspondence with LTU
04/21/10	GRH	0.10	E-mails with H. Chaiton re terms of adjournment of Winnipeg motion
04/21/10	HLM	5.30	Reviewing third party parts claims, including meeting with J. Gage and R. Stabile and call with M. Grech and J. Barnes; coordinating finalization of Jetscape plane items and release of plane; discussions with J. Gage re: CIT plane issue and next steps; follow-up with J. Dietrich re: ILFC issues and calculating schedule C amounts.

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<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/21/10	JDG	3.30	Dealing with plan of arrangement escrow fund matters; Dealing with aircraft return issues; Meeting with R. Stabile and H. Meredith regarding parts claims; Reviewing LTU lease and sublease matters, and meeting with G. Gray; Giving instructions to G. Gray regarding letters to stakeholders on LTU aircraft, and providing comments on letters; Providing comments on memo regarding realization process; Telephone conversations with FTI
04/21/10	RGS	4.70	Assisting with review of plane release documents; Call with Michelle and John Barnes re third party parts issues; Discussion with J. Gage on same
04/22/10	BCP	0.10	Telephone conversation with Jodi re status of bonded liquor stocks
04/22/10	BCP	0.60	Contact Canada Border Services Agency re transfer of alcohol from bonded warehouse; discussions re same
04/22/10	DTP	2.80	Telephone conversation with Jodi Porepa re labour issues; telephone conversation with Nigel Meakin re WEPA matters; review and consider legislation; consider issue re trust funds held by Cassels and potential Union claims; prepare letter to Koskie Minsky
04/22/10	GG	1.20	Summarizing security registrations
04/22/10	GJG	1.90	Review of Wage Earner Protection Program Act (WEPPA) and accompanying regulations as well as texts and case law re: same; e-mail to D Palmer re: whether employees terminated after a receiver takes over are entitled to any payments under WEPPA.
04/22/10	HLM	6.50	Reviewing issue re: lease terminations calls with N. Meakin and Blakes; letter and follow-up including calls and e-mails re: payment of payroll; reviewing third party parts issue and e-mail re: same; reviewing ILFC agreement; follow-up re: CIT agreements and outstanding issues.
04/22/10	JDG	1.20	Emails regarding payroll and Cassels Brock trust funds; Emails with N. Meakin and D. Palmer regarding WEPPA coverage; Emails with counsel regarding class action proceedings; Giving instructions to H. Meredith regarding lease terminations; Briefly reviewing and providing comments on ARAs
04/22/10	RGS	3.20	Reviewing third party parts agreements; Assisting with review and closing of plane releases
04/23/10	BCP	0.20	Telephone conversation with CBSA re status of approach to sell bonded alcohol
04/23/10	HLM	2.60	Coordinating payment of trust funds for payroll; review and discussion of third party parts issue; communication re: ILFC deposits and agreements; call with N. Meakin; discussion with R. Stabile and with J. Gage re: next steps.
04/23/10	JDG	0.50	Emails and telephone conversations with working group regarding aircraft return issues, escrow funds, payroll, parts claims and other receivership issues
04/23/10	RGS	3.10	Reviewing third-party parts documents; Research on priorities re same; Correspondence with J. Gage and H. Meredith on parts agreements
04/26/10	BCP	0.20	Review e-mail from Porepa; telephone conversation with CBSA re status of matter and required approach

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<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/26/10	DTP	0.50	Review and consider materials from client and attend conference call with Devi, Jodi Porepa and Jamey Gage re DPSP, RRSP issue re Great West Life
04/26/10	GG	0.50	Drafting letter to respond to notice of cancellation
04/26/10	JDG	2.20	Dealing with aircraft return agreements, including emails with counsel for aircraft lessors and FTI throughout the day and reviewing agreements; Conference call with FTI regarding employee plans and Sun Life; Emails to FTI and Blakes regarding Sunwing claim; Telephone conversation with N. Meakin; Meeting with R. Stabile regarding parts claims; Dealing with other receivership issues, including class action matters and escrow funds; Reviewing court materials
04/26/10	RGS	2.30	Reviewing documentation for return of aircraft; Reviewing parts documentation
04/27/10	BCP	0.40	Telephone conversation with CBSA re status of matter; locate receivership documentation; telephone conversation with Jodi re same; forward material to CBSA
04/27/10	BCP	0.10	Respond to Jodi Porepa re selling price of on-board stock
04/27/10	DTP	1.80	Telephone conversation with Jim Nyman, counsel to pilots union; review and consider letters from Nyman and materials from client; review letters from M. Lindsay, cabin crew union representative
04/27/10	GG	0.80	Reviewing lease terminations
04/27/10	JDG	2.60	Reviewing ARA and other agreements for ILFC and CIT aircraft; Emails and telephone conversations with FTI and with counsel for ILFC and CIT to deal with return arrangements; Discussions with lessor counsel and drafting amending agreement; Telephone conversations with FTI and Thomson counsel, and drafting confirmation, regarding de-registration; Discussions with R. Stabile and Thomson counsel regarding parts claims; Dealing with other receivership matters
04/27/10	JHA	1.40	Discussion with R. Stabile re registration of leases for a term of more than one year; reviewing agreements; researching issue of lease/bailment.
04/27/10	RGS	2.90	Coordinating documentation and logistics for return of CIT aircraft; Discussion with J. Archer re parts agreements
04/28/10	DTP	3.30	Telephone conversation with Jodi Porepa re various issues; prepare letters to lawyers re request for information and documents
04/28/10	JDG	2.20	Dealing with parts claims, aircraft return arrangements, LTU aircraft, DFW claim and other matters during the day
04/28/10	JHA	2.80	Completing research and email to J. Gage; email from J. Gage and responding.
04/28/10	RGS	1.10	Coordinating documentation for release of aircraft
04/29/10	BCP	0.10	Review e-mail from CBSA re duty free inventory issue; e-mail to Porepa
04/29/10	DTP	1.80	Review and consider letter from Koskie Minsky; review earlier letters; draft letter to Koskie Minsky
04/29/10	GG	1.80	Correspondence re. lease terminations

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<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/29/10	GRH	0.10	Telephone conversation with J. Gage re trust allegations in GTAA motion materials
04/29/10	JDG	3.30	Reviewing agreement and telephone conversation with J. Porepa regarding DFW claims; Dealing with outstanding issues, finalizing agreements, and telephone conversations and emails with FTI, Blakes and other counsel to complete matters for CIT Aircraft return; Reviewing court materials regarding Airport Authority issues and trust claims affecting receivership; Discussion with G. Hall; Reviewing documents and PPSA searches, and discussions with R. Stabile, J. Archer and FTI regarding parts claims
04/29/10	JHA	0.10	Email to J. Gage re PPSA registration and response.
04/29/10	RGS	1.70	Conference call with STS and counsel re return of component parts; Reviewing agreements for release of CIT leased aircraft
04/30/10	GG	1.30	Drafting correspondence re. policy terminations
04/30/10	GRH	1.30	E-mail exchange with J. Gage re production issues in connection with GTAA motion; reviewing motion materials for GTAA motion to understand trust issue
04/30/10	JDG	2.80	Dealing with DFW claim, including telephone conversations with J. Porepa, conference call with DFW, and emails and further telephone conversations with settlement proposals; Telephone conversation with N. Meakin regarding liquidation arrangements; Discussion with G. Hall, continuing to review airport authority motion materials and emails regarding request of receiver to participate in process; Dealing with purported cancellations and terminations of contract counterparties, and giving instructions to G. Gray
04/30/10	RGS	1.20	Call with Michelle Grech and John Barnes re STS parts agreement; Review of same with J. Gage

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FEE SUMMARY

<u>Timekeeper Name</u>	<u>Total Hours</u>
Alexander, Anthony	2.40
Allard, Lorraine	0.40
Gage, James	91.50
Gertner, Eric	1.50
Hall, Geoff	14.50
Palmer, Dean	48.70
Pel, Brian	2.60
Salzman, Lorne	2.30
Wiercinski, Henry	20.40
Archer, James	4.90
Gray, George	55.80
Griffiths, Gerald	2.60
Meredith, Heather L.	94.90
Sahay, Vaibhav	26.90
Stabile, Ryan	79.80
Antonecchia, Robert	1.30
Piovesan, Carole	2.30
Total Hours	<u>452.80</u>

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DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
26/03/10	LCK	158.40	Paid Agent's Account VENDOR: Centro Legal Works Inc.; INVOICE#: 20102047; DATE: 03/22/2010 - M Rivet payment of account
26/03/10	LCK	64.00	Paid Agent's Disbursements VENDOR: Centro Legal Works Inc.; INVOICE#: 20102047; DATE: 03/22/2010 - M Rivet payment of account
27/03/10	DPU	78.00	Online Searches - Lexis Canada-QL QUICKLAW SERVICE Search in Lexis Canada
28/03/10	DPU	52.00	Online Searches - Lexis Canada-QL QUICKLAW SERVICE Search in Lexis Canada
29/03/10	GG	3.90	Online Searches - Lexis Canada-QL QUICKLAW SERVICE Search in Lexis Canada
29/03/10	SC2	10.00	Certificate VENDOR: TD VISA S Carbonaro; INVOICE#: 709001878106- 040510; DATE: 04/05/2010 - S Carbonaro re recherche / Certificates
31/03/10	GG	11.20	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
31/03/10	GG	19.60	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
31/03/10	GG	24.01	Online Searches - Lexis Canada-QL LEXIS LEGAL SERVICES Search in Lexis Canada
31/03/10	GG	52.00	Online Searches - Lexis Canada-QL QUICKLAW SERVICE Search in Lexis Canada
31/03/10	GG	9.75	Online Searches - Lexis Canada-QL QUICKLAW SERVICE Search in Lexis Canada
01/04/10	GM1	140.00	Teranet - Land transfer tax/Registration Fees
01/04/10	LSM	6.00	Search Fee(s) - N/T VENDOR: Minister of Finance - Corp Reg Chrg; INVOICE#: 9400APR012010; DATE: 04/01/2010 - Request no. 14526284, 14526278
06/04/10	GG	14.99	Online Searches - Lexis Canada-QL LEXIS LEGAL SERVICES Search in Lexis Canada
06/04/10	RA2	95.00	Paid Agent's Account VENDOR: Centro Legal Works Inc.; INVOICE#: 20102453; DATE: 04/09/2010 - M Rivet re Payment of account
06/04/10	RA2	6.00	Paid Agent's Disbursements VENDOR: Centro Legal Works Inc.; INVOICE#: 20102453; DATE: 04/09/2010 - M Rivet re Payment of account

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<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
07/04/10	GG	5.60	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
07/04/10	GG	8.40	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
07/04/10	GG	16.99	Online Searches - Lexis Canada-QL LEXIS LEGAL SERVICES Search in Lexis Canada
08/04/10	VS	9.52	Travel - Transport-Cab VENDOR: Sahay, Vaibhav; INVOICE#: 3200APRIL8/10; DATE: 4/8/2010 - Vaib Sahay #013707-417739 Taxi to home late at night
09/04/10	GG	2.00	Copies
09/04/10	GG	44.03	Courier VENDOR: Federal Express Box2700/4626; INVOICE#: 5-740- 22985; DATE: 04/16/2010
09/04/10	GG	1.50	Copies
09/04/10	GG	0.75	Copies
09/04/10	HLM	35.69	Courier FEDEX: THOMPSON AWIGMORE HOLUTON
09/04/10	HLM	9.73	Courier FEDEX: JEFF BRUNN300242137 CALGARY AB
09/04/10	HLM	35.69	Courier FEDEX: AERCO LIMIZ2 GRENVILST HELIER
09/04/10	HLM	16.81	Courier FEDEX: INTERNATIO10250 CONSLOS ANGBLECA
09/04/10	HLM	16.75	Courier FEDEX: IAI V INC 10 S NEW RFORT LAUDEFL
09/04/10	HLM	9.73	Courier FEDEX: HSBC BANK 885 WEST GVANCOUVER BC
09/04/10	HLM	35.69	Courier FEDEX: FIRST CHOI6FLR COMMOMANCHESTER
09/04/10	HLM	9.73	Courier FEDEX: GIBRALT CA26001075 WVANCOUVER BC
09/04/10	HLM	16.68	Courier FEDEX: CO WILMING1100 NORTHWILMINGTONDE
09/04/10	HLM	35.69	Courier FEDEX: 62 NORTHUMBALLBRIDGE

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<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
09/04/10	HLM	8.12	Courier FEDEX: LUTEZ LEAS1105255 HESAINTLAUREPQ
09/04/10	HLM	16.68	Courier FEDEX: 5000 FIRSTPITTSBURGHPA
09/04/10	HLM	16.75	Courier FEDEX: STS COMPON2000 NE JEJENSEN BEAFL
09/04/10	HLM	9.73	Courier FEDEX: 2828 16TH CALGARY AB
09/04/10	HLM	16.81	Courier FEDEX: NATIONAL A299 SOUTH SALT LAKE UT
09/04/10	HLM	16.68	Courier FEDEX: 1211 AVENUNEW YORK NY
09/04/10	HLM	16.81	Courier FEDEX: CO BABCOCK2 HARRISON SAN FRANCICA
09/04/10	HLM	16.68	Courier FEDEX: DEUTSCHE B60 WALL ST NEW YORK CNY
09/04/10	HLM	35.69	Courier FEDEX: SE LONDON 80 CHEAPSILONDON ENG
09/04/10	HLM	36.28	Courier FEDEX: NBB LANCAS22 OTEMACH TOKYO JAPA
09/04/10	HLM	36.28	Courier FEDEX: THE HYAKUJ51 KAMEICHKAGAWAPREF
09/04/10	HLM	36.28	Courier FEDEX: PARTNERSHICO NBB SHETOKYO
09/04/10	HLM	35.69	Courier FEDEX: CIT AEROSP3 GEORGES DUBLIN 1 I
09/04/10	HLM	38.22	Courier FEDEX: CO CODAN SCLARENDON HAMILTON B
09/04/10	HLM	16.68	Courier FEDEX: CORPORATIO1209 ORANGWILMINGTONDE
09/04/10	HLM	38.22	Courier FEDEX: CLAREDON H2 CHURCH SHAMILTON B
09/04/10	HLM	35.69	Courier FEDEX: FORTIS BANBLAAK 555 ROTTERDAM
09/04/10	HLM	35.69	Courier FEDEX: CO GE CAPISERVICES LCO CLARE
09/04/10	HLM	35.69	Courier FEDEX: CO GE COMM AVIATION H COUNTY CLA

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09/04/10	HLM	35.69	Courier FEDEX: CO GE CAPIAVIATION HCO CLARE
09/04/10	HLM	35.69	Courier FEDEX: KBC FINANCKBC HOUSE DUBLIN IRE
09/04/10	HLM	35.69	Courier FEDEX: THOMAS COOCONINGSBY PETERBOROU
09/04/10	HLM	35.69	Courier FEDEX: CO AERCAP AERCAP HOU CO CLARE
09/04/10	HLM	35.69	Courier FEDEX: 2ND FLOOR BOOTERSTOW COUNTY DUB
09/04/10	HLM	38.22	Courier FEDEX: CO WALKERSWALKER HOU GRAND CAYM
09/04/10	HLM	16.81	Courier FEDEX: CO BABCOCK2 HARRISON SAN FRANCICA
09/04/10	HLM	35.69	Courier FEDEX: AIR MALTA AIR MALTA MALTA
09/04/10	HLM	35.69	Courier FEDEX: NEODELL LT WEST PIERD COUNTY DUB
09/04/10	HLM	35.69	Courier FEDEX: AIB INTERNINTL FINAN DUBLIN 1
09/04/10	HLM	35.69	Courier FEDEX: TUI TRAVEL CRAWLEY BUCRAWLEY WE
09/04/10	HLM	35.69	Courier FEDEX: TUI TRAVEL CRAWLEY BUCRAWLEY
09/04/10	HLM	35.69	Courier FEDEX: INNOVATION ABERCYNONG ABERCYNON
09/04/10	HLM	38.22	Courier FEDEX: CALEDONIAN DR ROYS DR GRAND CAYM
09/04/10	HLM	36.28	Courier FEDEX: CO NBB SHE1111 NIHON TOKYO
09/04/10	LIB	1.75	Copies
09/04/10	LIB	37.50	Copies
09/04/10	LIB	0.75	Copies
09/04/10	VS	2.75	Copies

FTI Consulting Canada ULC
 Re: Skyservice
 207091-420511

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DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
10/04/10	GG	0.25	Copies
10/04/10	GG	0.25	Copies
10/04/10	GG	0.25	Copies
10/04/10	GG	0.25	Copies
10/04/10	GG	0.25	Copies
10/04/10	GG	0.25	Copies
10/04/10	GG	0.25	Copies
10/04/10	GG	0.25	Copies
10/04/10	GG	6.25	Copies
10/04/10	RGS	50.40	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
10/04/10	RGS	103.60	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
10/04/10	RGS	12.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
11/04/10	HJPW	9.52	Travel - Transport-Cab VENDOR: Wiercinski, Henry; INVOICE#: 1000APRIL11/10; DATE: 4/11/2010 - Henry Wiercinski #207091-420511 Cab fare
11/04/10	RGS	8.40	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
11/04/10	RGS	28.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
12/04/10	FAX	2.10	Fax Costs 12125880424
12/04/10	FAX	2.00	Fax Costs 4163641012
12/04/10	FAX	1.25	Fax Costs 9056259798
12/04/10	FAX	1.75	Fax Costs 9056259798

FTI Consulting Canada ULC
 Re: Skyservice
 207091-420511

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DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
12/04/10	FAX	2.20	Fax Costs 15143363030
12/04/10	FAX	1.95	Fax Costs 14152671500
12/04/10	FAX	2.15	Fax Costs 14152671500
12/04/10	FAX	2.00	Fax Costs 9057952099
12/04/10	HLM	8.08	Courier FEDEX: FIDUCIE VI10000 BOULMONTREAL PQ
12/04/10	HLM	8.08	Courier FEDEX: LOCATION L5255 BOULHSTLAURENT PQ
12/04/10	HLM	9.90	Courier 51 CONSTALATION CRT
12/04/10	HLM	3.00	Courier 1200-4 KING ST W
12/04/10	JDG	0.25	Copies
12/04/10	LIB	4.50	Copies
12/04/10	LIB	2.25	Copies
12/04/10	LIB	4.75	Copies
12/04/10	LIB	1.75	Copies
12/04/10	LIB	2.25	Copies
12/04/10	LIB	1.75	Copies
12/04/10	LIB	5.00	Copies
12/04/10	LIB	4.50	Copies
12/04/10	LIB	2.25	Copies
12/04/10	PRNT	1.75	Tabs IKON - PRINTING BILLABLE

FTI Consulting Canada ULC
 Re: Skyservice
 207091-420511

Invoice No. 2404658
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DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
12/04/10	PRNT	1.50	Print Room Binding Supplies IKON - PRINTING BILLABLE
12/04/10	RGS	5.60	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
12/04/10	RGS	28.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
13/04/10	GG	0.25	Copies
13/04/10	GG	0.25	Copies
13/04/10	GG	0.25	Copies
13/04/10	HJPW	10.95	Travel - Transport-Cab VENDOR: Wiercinski, Henry; INVOICE#: 1150APRIL13/10; DATE: 4/13/2010 - Henry Wiercinski #207091-420511 Cab fare
13/04/10	HLM	34.68	Courier VENDOR: Federal Express Box2700/4626; INVOICE#: 5-740- 22985; DATE: 04/16/2010
13/04/10	PRNT	0.25	Tabs IKON - PRINTING BILLABLE
13/04/10	PRNT	1.00	Print Room Binding Supplies IKON - PRINTING BILLABLE
13/04/10	PRNT	455.00	Scanning IKON - PRINTING BILLABLE
13/04/10	RGS	8.40	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
13/04/10	RGS	3.00	Online Searches - Lexis Canada-QL LEXIS LEGAL SERVICES Search in Lexis Canada
13/04/10	VS	0.50	Copies
13/04/10	VS	2.00	Copies
14/04/10	CH	0.25	Copies
14/04/10	HLM	20.00	Travel - Transport-Cab VENDOR: Meredith, Heather; INVOICE#: 41.00-042110; DATE: 04/21/2010 - H Meredith 204091 420511 taxi fares
14/04/10	LIB	0.25	Copies

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DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
14/04/10	LIB	0.25	Copies
14/04/10	LIB	0.25	Copies
14/04/10	LIB	0.25	Copies
14/04/10	LIB	0.25	Copies
14/04/10	LIB	0.25	Copies
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14/04/10	LIB	0.25	Copies
14/04/10	LIB	0.25	Copies
14/04/10	LIB	0.25	Copies
14/04/10	PRNT	10.00	IKON - PRINTING BILLABLE
14/04/10	PRNT	2.50	IKON - PRINTING BILLABLE
14/04/10	PRNT	71.25	IKON - PRINTING BILLABLE
14/04/10	PRNT	0.25	IKON - PRINTING BILLABLE
14/04/10	RGS	13.99	LEXIS LEGAL SERVICES Search in Lexis Canada
14/04/10	RGS	2.00	Copies
14/04/10	RGS	0.50	Copies
14/04/10	VS	1.25	Copies

FTI Consulting Canada ULC
 Re: Skyservice
 207091-420511

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DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
14/04/10	VS	3.75	Copies
14/04/10	VS	3.75	Copies
14/04/10	VS	4.25	Copies
14/04/10	VS	1.75	Copies
14/04/10	VS	10.25	Copies
14/04/10	VS	3.25	Copies
14/04/10	VS	2.00	Copies
14/04/10	VS	10.25	Copies
14/04/10	VS	6.00	Copies
14/04/10	VS	2.25	Copies
14/04/10	VS	0.75	Copies
14/04/10	VS	5.00	Copies
14/04/10	VS	9.75	Copies
15/04/10	GG	0.50	Copies GGRAY
15/04/10	GG	0.75	Copies
15/04/10	HLM	6.00	Copies HMEREDITH
15/04/10	LIB	0.25	Copies
15/04/10	LIB	0.50	Copies
15/04/10	LIB	0.50	Copies

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Re: Skyservice
207091-420511

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Page No. 21

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
15/04/10	LIB	0.75	Copies
15/04/10	LIB	0.75	Copies
15/04/10	LIB	0.25	Copies
15/04/10	LIB	0.25	Copies
15/04/10	LIB	28.00	Copies
15/04/10	LIB	32.00	Copies
15/04/10	VT	0.25	Copies
15/04/10	VT	1.25	Copies
16/04/10	CH	0.25	Copies
16/04/10	DDT	0.50	Copies
16/04/10	DDT	0.50	Copies
16/04/10	DDT	0.50	Copies
16/04/10	DDT	0.50	Copies
16/04/10	DDT	0.50	Copies
16/04/10	JDG	0.50	Copies
16/04/10	JDG	0.25	Copies
16/04/10	LIB	0.25	Copies
16/04/10	LIB	0.50	Copies
16/04/10	LIB	0.25	Copies

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 207091-420511

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DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
16/04/10	RGS	0.50	Copies
16/04/10	RGS	4.75	Copies
16/04/10	RGS	0.25	Copies
16/04/10	RGS	0.25	Copies
16/04/10	VT	1.25	Copies
16/04/10	VT	0.25	Copies
18/04/10	HLM	78.00	Agent's Fee - Process Service VENDOR: Reliable Process Servers Inc.; INVOICE#: 42096; DATE: 4/18/2010
18/04/10	HLM	128.00	Agent's Fee - Process Service VENDOR: Reliable Process Servers Inc.; INVOICE#: 42098; DATE: 4/18/2010
19/04/10	CW	1.25	Copies
19/04/10	CW	1.25	Copies
19/04/10	CW	0.25	Copies
19/04/10	CW	1.25	Copies
19/04/10	CW	1.25	Copies
19/04/10	CW	1.25	Copies
19/04/10	CW	1.25	Copies
19/04/10	HLM	5.60	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
19/04/10	HLM	14.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
19/04/10	HLM	88.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
19/04/10	HLM	2.00	Copies HMEREDITH

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DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
19/04/10	HLM	5.25	Copies
19/04/10	LIB	0.50	Copies
19/04/10	RGS	15.00	Catering Service
20/04/10	HLM	7.25	Copies HMEREDITH
20/04/10	HLM	2.50	Copies HMEREDITH
20/04/10	LIB	0.25	Copies
21/04/10	FAX	1.90	Fax Costs 12035041021
21/04/10	LIB	0.75	Copies
21/04/10	LIB	1.75	Copies
21/04/10	LIB	0.50	Copies
21/04/10	LIB	0.25	Copies
21/04/10	LIB	0.25	Copies
21/04/10	LIB	0.25	Copies
21/04/10	LIB	0.25	Copies
21/04/10	LIB	0.25	Copies
21/04/10	LIB	0.25	Copies
21/04/10	LIB	0.25	Copies
21/04/10	LIB	0.25	Copies
21/04/10	PRNT	29.50	Copies IKON - PRINTING BILLABLE
22/04/10	DTP	0.25	Copies

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 Re: Skyservice
 207091-420511

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DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
22/04/10	FAX	1.92	Fax Costs 011492119418496
22/04/10	GJG	24.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
22/04/10	GJG	26.00	Online Searches - Lexis Canada-QL QUICKLAW SERVICE Search in Lexis Canada
22/04/10	LIB	0.25	Copies
26/04/10	GG	0.50	Copies
27/04/10	LIB	1.75	Copies
27/04/10	PRNT	9.50	Tabs IKON - PRINTING BILLABLE
27/04/10	PRNT	3.25	Tabs IKON - PRINTING BILLABLE
27/04/10	PRNT	1.50	Print Room Binding Supplies IKON - PRINTING BILLABLE
27/04/10	PRNT	1.50	Print Room Binding Supplies IKON - PRINTING BILLABLE
27/04/10	PRNT	2.00	Copies IKON - PRINTING BILLABLE
28/04/10	FAX	1.89	Fax Costs 011442071737800
Total Disbursements		<u>\$3,702.93</u>	

FTI Consulting Canada ULC
 Re: Skyservice
 207091-420511

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DISBURSEMENT SUMMARY

<u>Total Cost</u>	<u>Description</u>	<u>Taxable Y/N</u>
1,350.75	Courier	Y
21.11	Fax Costs	Y
377.50	Copies	Y
8.00	Print Room Binding Supplies	Y
15.00	Catering Service	Y
24.75	Tabs	Y
140.00	Teranet - Land transfer tax/Registration Fees	N
294.63	Online Searches - Lexis Canada-QL	Y
420.80	Online Searches - Westlaw eCarswell	Y
49.99	Travel - Transport-Cab	Y
253.40	Paid Agent's Account	Y
70.00	Paid Agent's Disbursements	N
206.00	Agent's Fee - Process Service	Y
6.00	Search Fee(s) - N/T	N
10.00	Certificate	Y
455.00	Scanning	Y
<hr/>		
\$ 3,702.93	Total Disbursements	

N = Disbursements Incurred as Agent (Non-Taxable)
 Y = Taxable Disbursements

Barristers & Solicitors
Patent & Trade-mark Agents

McCarthy Tétrault

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto Dominion Bank Tower
Toronto, Ontario
Canada M5K 1E6
Telephone: 416 362-1812
Facsimile: 416 868-0673
www.mccarthy.ca

June 14, 2010

Attention: Paul Bishop
Senior Managing Director

FTI Consulting Canada ULC
TD Waterhouse Tower
79 Wellington Street
Suite 2010, Box 104
Toronto, ON M5K 1G8

FTI Consulting Canada ULC
Reference: Skyservice
207091-420511
Invoice N^o: 2410945

Dear Sir/Madam:

Please find enclosed our firm's invoice for the period ending May 31, 2010 with respect to the above referenced file. Should you have any questions with respect to this invoice, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: James D. Gage
Phone: 416-601-7539

Encl.

Barristers & Solicitors
Patent & Trade-mark Agents

McCarthy Tétrault

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto Dominion Bank Tower
Toronto, Ontario
Canada M5K 1E6
Telephone: 416 362-1812
Facsimile: 416 868-0673
www.mccarthy.ca

FTI Consulting Canada ULC
TD Waterhouse Tower
79 Wellington Street
Suite 2010, Box 104
Toronto, ON M5K 1G8

Invoice N^o: 2410945
G.S.T. Reg. N^o: 116532839
Q.S.T. Reg. N^o: 1011234336
Date: June 14, 2010

Attention: Paul Bishop
Senior Managing Director

FTI Consulting Canada ULC
Reference: Skyservice
207091-420511

To Professional Services Rendered during the period
Date: 04/08/10 to 05/31/10

\$ 150,124.50

Disbursements:	Non-Taxable	\$	32.00		
	Taxable:	\$	2,268.88	\$	2,300.88
				\$	152,425.38
Goods & Services Tax:	Fees	\$	7,506.23		
	Disbursements	\$	113.45	\$	7,619.68
TOTAL DUE ON ABOVE-NOTED MATTER				\$	160,045.06

Barristers & Solicitors
Patent & Trade-mark Agents

McCarthy Tétrault

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto Dominion Bank Tower
Toronto, Ontario
Canada M5K 1E6
Telephone: 416 362-1812
Facsimile: 416 868-0673
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Suite 2010, Box 104
Toronto, ON M5K 1G8

Invoice N^o: 2410945
G.S.T. Reg. N^o: 116532839
Q.S.T. Reg. N^o: 1011234336
Date: June 14, 2010

Attention: Paul Bishop
Senior Managing Director

FTI Consulting Canada ULC
Reference: Skyservice
207091-420511

To Professional Services Rendered during the period
Date: 04/08/10 to 05/31/10

			\$	150,124.50
Disbursements:	Non-Taxable	\$	32.00	
	Taxable	\$	2,268.88	\$ 2,300.88
				\$ 152,425.38
Goods & Services Tax:	Fees	\$	7,506.23	
	Disbursements	\$	113.45	\$ 7,619.68
TOTAL DUE ON ABOVE-NOTED MATTER				\$ 160,045.06

Terms: Payment upon receipt. In accordance with Section 33 of the Solicitors Act, interest will be charged at a rate of 0.50% per annum on unpaid fees, charges or disbursements.

This invoice may include charges relating to prior periods that were posted to your account after the preparation of previous invoices.

PLEASE RETURN THIS COPY WITH YOUR REMITTANCE

FTI Consulting Canada ULC
 Re: Skyservice
 207091-420511

Invoice No. 2410945
 Page No. 2

FEE DETAIL

Period from 04/08/10 to 05/31/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
04/08/10	CM1	0.10	Research to locate and obtain material for H. Wiercinski
05/03/10	DTP	3.80	Dealing with union matters, including: prepare letter to Koskie Minsky; email to Jodi Porepa re union request for letter confirming duration of employment
05/03/10	GG	0.90	Drafting correspondence regarding insurance policy terminations.
05/03/10	GRH	0.10	E-mail re scope of relief sought in GTAA motion re trust claim
05/03/10	HLM	2.60	Discussion with R. Stabile re: status of third party parts claims; communication re: same; forwarding documents to receiver; follow-up with Cassels Brock re: trust funds; reviewing e-mails and documents filed; call with Oslers re: motion records; discussion with J. Gage re: same.
05/03/10	JDG	1.80	Emails with J. Porepa and DFW counsel regarding DFW settlement discussions; Telephone conversations and emails regarding escrow funds relating to Skyservice acquisition by Gibralt; Emails regarding ARAs, receivables, return agreements, termination and related matters; Giving instructions to H. Meredith; Emails regarding motions relating to airport authority security and trust claims; Discussion with R. Stabile regarding parts claims, and providing comments on draft agreement; Emails regarding WEPPA matters
05/03/10	RGS	4.70	Correspondence with counsel to STS re release of parts; analysizing parts claim; drafting letter to Thomas Cook re same.
05/04/10	BCP	0.30	Telephone conversation with CBSA re status of request for ruling on alcohol transfer
05/04/10	DTP	2.60	Draft letter to Koskie Minsky; telephone conversation with Demetrios, Koskie Minsky re union issues
05/04/10	GG	2.10	Dealing with insurance policy terminations.
05/04/10	GRH	0.40	Telephone conversation with J. Gage and correspondence; telephone conversation with S. Weisz re trust claim; e-mail exchange with J. Gage re lift stay for class action claim
05/04/10	JDG	2.20	Telephone conversation with J. Engen regarding parts, employee claims and Sunwing claim; Reviewing materials and giving instructions to G. Gray on insurance matters; Emails regarding plan of arrangement escrow funds; Discussion with G. Hall and telephone conversations and emails regarding Airport Authority Security litigation and Sunwing trust claim; Discussion with D. Palmer regarding union matters; Dealing with aircraft return issues, including reviewing agreements and emails with lessor counsel
05/04/10	RGS	1.90	Revising letter to Osler re STS parts; Correspondence with counsel to STS and Osler re same.

FEE DETAIL

Period from 04/08/10 to 05/31/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
05/05/10	DTP	3.50	Telephone conversation with Devi Rajani re statutory holiday pay and other banked time; review and consider collective agreements to determine if such amounts are wages; draft letter to Pilot Union counsel; draft letter to Koskie Minsky
05/05/10	GRH	0.80	Meeting with J. Gage re process for determination of trust claim.
05/05/10	JDG	2.60	Reviewing information regarding Sunwing trust claim, and considering information needed by receiver; Meeting with G. Hall; Emails with FTI regarding proposed court appearance; Emails with counsel on class action matters to settle procedural issues; Telephone conversation with interested parts buyer; Giving instructions to H. Meredith; Emails with FTI throughout the day on miscellaneous receivership issues; Telephone conversation with S. Golick regarding Thomas Cook issues; Telephone conversation with J. Engen regarding sale of office building and hangars
05/05/10	RGS	3.80	Reviewing parts agreement materials; Communications with counsel to STS; Call with Michelle Grech re obtaining parts documents.
05/06/10	DTP	2.60	Prepare letter to Koskie Minsky; telephone conversation with Jodi Porepa re float and deduction from wages; review and consider Canada Labour Code re deductions
05/06/10	GG	1.60	Drafting liquidation services agreement
05/06/10	GRH	0.90	Various e-mails and discussions with J. Gage and T. Alexander re trust issue; considering trust issue
05/06/10	HLM	2.50	Follow-up re: trust amount for payment of employee banked time; drafting notice of motion for next receiver's motion and making notes for affidavit and material.
05/06/10	JDG	3.50	Telephone conversation with J. Engen and J. Popera regarding employee "floats"; Discussion with D. Palmer regarding various employee issues; Discussions with R. Stabile (two) regarding third party parts claims; Telephone conversation with N. Cheifetz; Conference call with S. Weisz regarding Airport Authority motions; Reading new case on trust claims relevant to Sunwing claim; Discussion with G. Hall and T. Alexander regarding Sunwing trust claim and caselaw; Telephone conversation with J. Engen; Emails regarding employee issues
05/06/10	RGS	4.50	Conference call with counsel to STS re release of parts; Correspondence with Michelle Grech re same; Correspondence with counsel to Thomson Airways re parts on site; Reviewing parts agreements and discussion with J. Gage re same.
05/06/10	TA1	2.80	Exchange of multiple communications with J. Gage and G. Hall regarding upcoming motion regarding Sunwing claim, including preparation of responses to trust claims being asserted; review materials previously collected, and review and revise preliminary legal analysis re same; provide copy of preliminary written analysis to J. Gage and G. Hall for their review; meet with G. Hall to discuss legal and process issues re upcoming motions; telephone conference with J. Gage, G. Hall and S. Weisz re timing and content of pending motions; further discussion re same with G. Hall; undertake further analysis of potential defecoences in the trust claim being asserted.
05/07/10	DPU	0.60	Discussion with D Palmer re: status of file and responses to unions; review correspondence from client

FEE DETAIL

Period from 04/08/10 to 05/31/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
05/07/10	DTP	4.20	Telephone conversation with Jodi Porepa re various outstanding issues; prepare letter to Caley and Wray re Pilots Union; prepare letter to Koskie Minsky re cabin crew union; review and consider issues re banked time, Thomas Cook commissions; statutory holidays under the collective agreement and the Canada Labour Code
05/07/10	GG	4.60	Continuing to draft liquidation services agreement.
05/07/10	HLM	0.30	Follow-up re: employee trust; discussion with D. Palmer re: same.
05/07/10	JDG	1.30	Dealing with receivership matters throughout the day including emails with FTI, giving instructions to R. Stabile regarding parts claims and reviewing materials on real estate offers
05/07/10	JHA	0.30	Discussion re PPSA issue relating to parts claims.
05/07/10	RGS	2.10	Call to Michelle Grech re Thomson parts; Drafting letter to Thomas Cook re release of parts.
05/10/10	DPU	1.00	Telephone conversation with D Yiokaris re: outstanding issues; Correspondence with client re: response to union letters; Review file
05/10/10	GG	2.90	Assisting J. Gage with receivership matters.
05/10/10	GRH	0.60	Telephone conversations with J. Gage and S. Weisz re record requested of receiver for Airport Authority motion.
05/10/10	HLM	0.20	Reviewing 30 day goods question.
05/10/10	JDG	2.10	Emails regarding DFW; Discussions with R. Stabile regarding parts claims; Giving instructions to G. Gray; Discussion with G. Hall regarding airport authority litigation; Reviewing and providing initial comments on draft liquidation services agreement; Dealing with other receivership matters throughout the day
05/10/10	RGS	2.80	Considering Thomson parts claim; Correspondence with counsel to Thomson re return of parts; Letter to counsel to Thomas Cook.
05/11/10	DPU	1.30	Review correspondence to Koskie Minsky and finalize same; Incorporate client comments and comments of J Gage; Telephone conversation with J Porepa re: same; Review documents provided by J Porepa
05/11/10	GG	6.30	Revising liquidation agreement.
05/11/10	GRH	0.10	Reviewing e-mails from J. Gage and T. Alexander re review of governing documents
05/11/10	HLM	3.30	Follow-up with FTI and Cassels re: trust amounts; reviewing 30 day goods issues and preparing summary; call with J. Dietrich re: ILFC issues; locating and providing sample lease termination notice to J. Dietrich; reviewing documents re: ILFC and follow-up with Receiver re: same.

FEE DETAIL

Period from 04/08/10 to 05/31/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
05/11/10	JDG	3.50	Reviewing and providing comments on draft employee-related letters; Begin reviewing Sunwing commercial agreements; Telephone conversation with N. Meakin (lengthy) regarding real estate, trust claims, airport authority litigation and other matters; Emails with J. Engen regarding Sunwing matters; Telephone conversations S. Golick regarding Thomas Cook matters; Telephone conversations and emails with aircraft lessor counsel regarding airport authority security litigation; Giving instructions to H. Meredith; Discussion with G. Gray regarding liquidation services agreement
05/11/10	JHA	0.20	Considering further PPSA question raised by R. Stabile.
05/11/10	RGS	2.90	Reviewing vehicle leases to provide advice on return; Conference call with Michelle Grech re third party parts; Conference call with Anna Sisask re STS receivable; Discussion with J. Gage re parts and leased vehicles issues.
05/11/10	TAI	0.20	Exchange of multiple communications with J. Gage re possible flaws in the trust claims put forward by Sunwing
05/12/10	DPU	1.20	Review file, correspondence with client and finalize letter to Caley Wray; Correspondence with J Gage re: same
05/12/10	GG	0.60	Further changes to liquidation services agreement
05/12/10	HLM	2.60	Drafting letters to court re: various small claims matters; follow-up re: ILFC claim; drafting letter agreement for lift stay in relation to the class action; providing summary of discussion re: 30 day goods claim; discussions with J. Gage.
05/12/10	JDG	3.90	Reviewing offer by Sunwing for Fasken property; Discussion of offer with J. See; Emails with J. Engen regarding amounts claimed by NAV Canada and airport authorities, and leased GTAA lands; Telephone conversations with N. Meakin; Further discussion with J. See regarding changes to draft APA for Fasken premises; Drafting riders for agreement; Telephone conversation with R. Chartrand; Discussion with H. Meredith regarding 30 day goods; Emails with lessor counsel; Reviewing draft correspondence to union; Giving instructions to H. Meredith regarding consent order for lift stay; Providing comments on draft agreement; Emails regarding settlement negotiations on MCAP and Jetscape receivables, and drafting settlement letter; Reading correspondence regarding Sunwing trust claim
05/12/10	JS	1.50	Review purchase agreement and provide mark-up; engaged with J. Gage re same.
05/12/10	RGS	2.80	Reviewing third-party parts agreements; Response to Jamie Engen re aircraft return agreements.
05/13/10	GRH	2.40	Reviewing and considering letter from S. Weisz re Sunwing trust claim; considering process to determine entitlement; e-mail to J. Gage and T. Alexander re process; drafting e-mail to S. Weisz and J. Macdonald re scheduling; reviewing memorandum from T. Alexander re applicable legal principles
05/13/10	HLM	2.90	Reviewing e-mail from Sabah with explanations re: ILFC claims; communication with receiver re: deposit amounts; reviewing communication re: trust claim; reviewing draft letter; revising draft notice of motion; drafting/amending agreement for lift stay and providing to insurer's counsel.

FEE DETAIL

Period from 04/08/10 to 05/31/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
05/13/10	JDG	4.30	Emails with N. Chiefetz and J. Dietrich regarding amendments to ARAs; Drafting agreement for MCAP; Reviewing draft LSA and revising; Discussions with G. Hall and preparing proposed protocol for Sunwing trust claim litigation; Telephone conversations and emails with D. Gray, J. Engen, N. Meakin and others regarding resolution of MCAP, Jetscape and Aircastle lease matters; Reviewing and providing comments on revised draft of purchase agreement for Fasken property, and discussions with J. See and J. Morand.
05/13/10	JS	3.20	Revise purchase agreement to reflect Nigel Meakin's comments and additional comments on form; email form and discussion with Nigel Meakin.
05/13/10	TA1	1.40	Receive and review correspondence from counsel for Sunwing regarding a factual foundation for its trust claim; exchange of multiple communications with G. Hall and J. Gage re same; receive and review various background materials, forwarded by the client, and relevant to various creditor claims.
05/14/10	GRH	0.20	E-mail to J. MacDonald and S. Weisz re process for determination of trust claim.
05/14/10	HLM	4.10	Reviewing amended lift stay agreement from insurer's counsel; reviewing case law regarding continuing actions against insurer and revising agreement to reflect same as well as comments from insurer's counsel; proving to J. Gage for comment; consulting M. Mercer re: same; reviewing letter from plaintiff's counsel to court regarding class action; drafting letter to Cassels seeking distribution of employee-related trust funds to ADP; follow-up with Blakes re: aircraft return agreement.
05/14/10	JDG	4.60	Dealing with receivership matters, including: revising and finalizing draft LSA; reviewing airport authority seizure motion materials, FTI reconciliation of airport authority claims, applicable agreements, and emails with working group; emails with J. Porepa; reviewing offers for real estate and inventory; emails with lessor counsel and FTI regarding ARA amendments, return arrangements and settlement of A/R and deposits.
05/14/10	JS	1.80	Engaged with N. Meakin re comments to the purchase agreement for Fasken Drive property; revise purchase agreement.
05/14/10	RGS	0.70	Call with Michelle Grech re third party parts; Discussion with Thomson counsel re release of parts.
05/14/10	TA1	1.20	Continue with legal analysis and assessment of trust claims raised by Sunwing against the receiver.
05/17/10	GG	0.30	Updating liquidation services agreement to reflect comments.
05/17/10	HLM	0.30	Follow-up and coordinating payment from trust funds of employee amounts; follow-up for accounting of remaining funds.

FEE DETAIL

Period from 04/08/10 to 05/31/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
05/17/10	JDG	3.80	Reviewing materials, emails with J. Engen and lessor counsel, and otherwise dealing with reconciliation of airport authority claim amounts and upcoming court hearing; Emails and telephone conversations with J. See, J. Engen and N. Meakin, and reviewing materials, regarding proposed stalking horse purchase agreements for hangars and Fasken Drive head office, respectively; Discussions with R. Stabile regarding parts claims; Reading correspondence regarding class action; Telephone conversation with N. Meakin (lengthy) regarding comments on LSA, proposed court hearing and other matters; Revising LSA; Discussions with N. Meakin and H. Meredith regarding trust funds held by CBB; Giving instructions to G. Gray
05/17/10	JS	1.20	Engaged with J. Engen and N. Meakin re form of purchase agreement; review purchase agreement; revise hangar memo
05/17/10	MMM	0.30	Assist regarding insurance question.
05/17/10	RGS	2.00	Reviewing SITA agreement; Call with Michelle Grech re same and third party asset listing.
05/18/10	GG	3.30	Drafting approval order and other materials.
05/18/10	GRH	0.80	Telephone conversations with J. Gage and J. MacDonald re arrangements for adjudication of trust claim
05/18/10	HLM	0.50	Follow-up re: trust funds held by Cassels Brock; revising and sending letters re: stay of proceedings in actions against Skyservice.
05/18/10	JC2	1.00	Review of draft Agreement of Purchase and Sale and mark-up of same. Discussion with J. See re mark-up.
05/18/10	JDG	4.50	Giving instructions to R. Stabile; Reviewing headlease, sublease and consent relating to Aircastle/LTU aircraft, and discussion with G. Gray; Discussions with J. See, J. Engen and N. Meakin regarding real property sales, and providing comments on drafts.
05/18/10	JS	2.50	Review Blakes comments to the purchase agreement; call with Blakes re same; call with Nigel Meaking re purchase agreement
05/18/10	RGS	2.90	Reviewing third party asset agreements; Call with Michelle Grech and Jodi Porepa; Assisting J. Gage with completion of aircraft documentation.
05/19/10	DTP	1.10	Review and consider letter from Koskie Minsky re Uniforms and \$2,000 fee re copying materials; emails to client; draft response to letter
05/19/10	GG	0.60	Correspondence with stakeholders.
05/19/10	GRH	0.40	Various e-mails re reconciliations and potential chambers appointment
05/19/10	HLM	4.70	Call with J. Porepa and follow-up re: D&O trust accounting; reviewing various documents and claims re: ILFC claims; providing summary to J. Gage and call with J. Dietrich and follow-up e-mail re: same; reviewing class action claim against Skyservice; revising lift stay agreement; reviewing with J. Gage; drafting e-mail and providing to insurer's counsel; call with court re: small claims matter; revising and sending letter re: stay of proceedings.

FEE DETAIL

Period from 04/08/10 to 05/31/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
05/19/10	JDG	3.70	Dealing with airport authority application matters throughout the day, including reviewing claims information, updated reconciliations, drafting letter to counsel, telephone conversations with FTI and counsel for airport authorities, revising letter to group and emails with working group; Finalizing revised draft LSA; Discussions, reviewing drafts and providing comments regarding real property sales; Emails regarding DFW; Telephone conversations and discussions regarding Sunwing trust claim, Thomas Cook aspects and consensual schedule
05/19/10	JLJ	1.50	Preparation of motion materials.
05/19/10	JS	2.80	Conference call with Blake re purchase agreement; engaged with Nigel Meakin; revise agreement of purchase agreement
05/19/10	RGS	3.10	Conference call with Michelle and Jodi re third party assets; Research re conditional sale claims; Drafting template letter to third party asset claimants.
05/20/10	DTP	1.00	Telephone conversation with Jodi Porepa; draft letter to Koskie Minsky
05/20/10	GRH	1.80	Reviewing materials for June 1, 2010 airport authorities motions to prepare for chambers appointment; discussion with H. Meredith re potential set-off claim
05/20/10	HLM	3.40	Reviewing ILFC claim issues and possible set-off issue; discussion with S. Mirza for additional information; discussion with G. Hall; reviewing insurance policy relating to class action; responding to class action plaintiff's counsel with brief update; reviewing materials re: 9:30 appointment between airport authorities and lessors; call to T. Dunn in response to inquiry; coordinating with law clerk re: preparing attachments for affidavit supporting fee approval; drafting affidavit re: same.
05/20/10	JDG	0.40	Emails with FTI regarding various matters
05/20/10	JLJ	1.30	Draft motion materials.
05/20/10	JS	2.70	Conference call with I. Tam re outstanding issues; review revised purchase agreement from Blakes; engaged with N. Meakin
05/20/10	RGS	1.20	Call with John Barnes and Jodi to discuss third party asset agreements; updating template letter.
05/21/10	DTP	1.00	Prepare letter to Koskie Minsky re uniforms, payment for collecting information, ROE reports and statutory and vacation pay.
05/21/10	GG	0.80	Drafting approval and vesting order for liquidation services agreement
05/21/10	GRH	4.70	Preparing for and appearing at chambers appointment with Justice Morawetz re procedural issues re June 1 Airport Authorities motion; telephone conversation with Oslers and Blakes re schedule for trust claim; e-mail to client reporting on chambers appointment and discussions re schedule for trust claim; e-mail exchanges with J. Gage and client.
05/21/10	HLM	1.60	Update to N. Meakin re: lift stay in class action and ILFC claims; follow-up with law clerk re: costs summary for upcoming motion; drafting and revising notice of motion.
05/21/10	JLJ	0.30	Telephone discussion with Heather Meredith.

FEE DETAIL

Period from 04/08/10 to 05/31/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
05/21/10	JS	1.90	Engaged with Blakes re purchase agreement; engaged with J. Engen and N. Meakin; review form of Hangar purchase agreement
05/22/10	JS	1.10	Call with Iris Tam re Purchase Agreement and review her changes to Purchase Agreement; email Nigel and Jamie re same.
05/25/10	DTP	0.50	Revise letter to Koskie Minsky re uniforms and documents
05/25/10	GRH	0.20	Reviewing various e-mails re airport authorities' applications
05/25/10	HLM	0.60	Discussion with J. Gage and instructions to J. Jones; discussion with J. Porepa and J. Engen re: trust funds held by Cassels.
05/25/10	JDG	2.20	Meeting with R. Stabile to review parts claims; Discussion with H. Meredith regarding proposed court hearing and various types of relief needed; Giving instructions to G. Gray regarding approval and vesting order for LSA; Dealing with airport authority seizure litigation matters; Emails and reviewing documents regarding real estate sales
05/25/10	JS	2.10	Discussions with Iris Tam and FTI re settling Purchase Agreement and arranging for signature.
05/25/10	RGS	4.20	Meeting with J. Gage to discuss status of third party claims; Further research and correspondence with Jodi re same.
05/26/10	GG	0.10	Finalizing liquidation services agreement
05/26/10	GRH	1.20	Telephone conversation with J. Gage re recent developments and position re June 7 application (pre-filing lawsuit by Skyservice); reviewing materials for June 7 application; telephone conversation with J. Engen re position on June 7 application; e-mail to C. Began Flood re adjournment of June 7 application
05/26/10	HLM	0.90	Back and forth communication with counsel for insurer re: lift stay agreement; communication with plaintiff's counsel re: same; instructions from client; revising draft agreement.
05/26/10	JDG	4.20	Preparing for meeting, including review of agreements, correspondence and other materials regarding Gibralt acquisition and escrow funds; Meeting with R. Patmore, D. Bish, J. Keefe, N. Meakin and J. Engen; Further meeting with N. Meakin and J. Engen; Begin reviewing escrow agreement amendment and related materials regarding open issues; Reviewing comments on draft hangar APS; reviewing and revising draft vesting order for LSA; Discussion with H. Meredith regarding lift stay consent.
05/26/10	RGS	3.40	Correspondence with J. Engen re third-party assets; Research re title issues.
05/27/10	GRH	2.40	Meeting with J. Gage and H. Meredith to discuss Sunwing motion and separate Receiver "omnibus" motion; discussion with T. Alexander re research for trust motion.
05/27/10	HLM	3.80	Negotiating changes to lift stay agreement, seeking instructions re: same and revising agreement; call with D. Gray; follow-up re: letters to courts in which Skyservice is a defendant; reviewing information from S. Mirza re: MSN 095 lease; meeting with G. Hall and J. Gage to discuss trusts motion and upcoming "omnibus" motion; revising draft notice of motion; locating sample receivership claims process orders.

FEE DETAIL

Period from 04/08/10 to 05/31/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
05/27/10	JDG	4.80	Drafting MCAP agreement; Considering correspondence regarding Aircastle-LTU lease situation, and drafting response; Meeting with H. Meredith and G. Hall regarding Sunwing trust claim litigation and "omnibus" receiver motion; Giving instructions to R. Stabile regarding research for Sunwing litigation; Dealing with other receivership issues throughout the day
05/27/10	JLJ	0.90	Draft court materials.
05/27/10	RGS	2.50	Reviewing third-party asset issues; Meeting with J. Gage re claims process materials; Research re bank guarantee of money paid in advance by tour operators.
05/27/10	TA1	0.10	Meeting with G. Hall re preparation of legal submissions responding to trust claims, at pending hearing
05/28/10	GRH	1.50	Reviewing materials for airport authorities' applications to prepare for appearance at hearing
05/28/10	JDG	2.80	Considering proposed bankruptcy application by Thomson and request of FTI; Telephone conversation with N. Meakin; Emails with J. Engen regarding proposed settlement offer to Aircastle and LTU; Discussion with R. Stabile regarding Air Transportation Act requirements that impact Sunwing claims; Briefly reviewing court materials of airport authorities and lessors, considering impact on receivership, and discussions with G. Hall and FTI; Emails with S. Weisz
05/28/10	RGS	4.40	Research re bank guarantee of tour operator funds; Call with counsel to Lutex Leasing re status of claims; Call with counsel to Thomas Cook re parts claim.
05/30/10	JS	1.80	Review form of Guarantee and provide comments to Blakes; email FTI re status of Guarantee and financial condition of purchaser.
05/31/10	GRH	1.90	Telephone conversation with J. Gage re strategy for airport authorities' applications; preparing for appearance at applications
05/31/10	HLM	0.70	Reviewing and revising summary for upcoming motion; follow-up for information required to draft court materials.
05/31/10	JDG	4.20	Emails with FTI and counsel for Aircastle, discussion with N. Meakin, telephone conversation with D. Gray and further reviewing lease documents regarding LTU and Aircastle settlement proposal; Discussion and emails with G. Hall regarding airport authority litigation, and briefly reviewing additional court materials, regarding potential receiver issues; Emails and discussions with FTI and G. Hall regarding Skyservice lawsuit against Sunwing and Thomson; Drafting indemnity, telephone conversation with N. Meakin, revising draft and email with S. Weisz; Reviewing offer for Skyservice assets and corporate "shell".
05/31/10	JGD	2.10	Attending to a request from G. Hall re search for selected cases.
05/31/10	RGS	6.20	Drafting claims procedure order; Meeting with T. Alexander re research on trust issue; Reviewing materials on same.
05/31/10	TA1	1.40	Communications with, telephone conversation with, and lengthy meeting with, R. Stabile re the preparation of legal submissions addressing the trust claims asserted by Sunwing; work with R. Stabile to identify key factual and legal issues requiring further analysis; continue to analyze leading authorities re same.

FEE SUMMARY

<u>Timekeeper Name</u>	<u>Total Hours</u>
Alexander, Anthony	7.10
Currie, John	1.00
Gage, James	60.40
Hall, Geoff	20.40
Mercer, Malcolm	0.30
Palmer, Dean	20.30
Pel, Brian	0.30
See, Jonathan	22.60
Archer, James	0.50
Gray, George	24.10
Meredith, Heather L	35.00
Pugen, Daniel	4.10
Stabile, Ryan	56.10
Jones, Janet	4.00
Mulloy, Colleen	0.10
Dash, John	2.10
Total Hours	258.40

Additional Fixed Fees:

<u>Description</u>	<u>Amount</u>
Obtaining status for 2157565 Ontario Inc.	\$90.00

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
29/03/10	LCK	62.50	Copies
31/03/10	JDG	14.00	Copies
05/04/10	GG	200.00	Copies
05/04/10	GG	156.25	Copies
05/04/10	GG	198.50	Copies
05/04/10	HLM	7.98	Long Distance Telephone Bell Conferencing invoice 105944219 May 5, 2010
07/04/10	JDG	78.50	Copies
07/04/10	PRNT	78.00	Copies
08/04/10	GG	90.00	Copies
12/04/10	PRNT	103.00	Copies
14/04/10	PRNT	213.75	Copies
15/04/10	GG	56.00	Copies
15/04/10	HLM	8.08	Courier VENDOR: Federal Express Box2700/4626; INVOICE#: 5-743-13591; DATE: 05/12/2010 - Courier Charges
15/04/10	HLM	34.77	Courier VENDOR: Federal Express Box2700/4626; INVOICE#: 5-743-13591; DATE: 05/12/2010 - Courier Charges
16/04/10	GG	45.32	Courier VENDOR: Federal Express Box2700/4626; INVOICE#: 5-743-13591; DATE: 05/12/2010 - Courier Charges
16/04/10	HLM	45.32	Courier VENDOR: Federal Express Box2700/4626; INVOICE#: 5-743-13591; DATE: 05/12/2010 - Courier Charges
16/04/10	RA2	44.00	Paid Agent's Account VENDOR: Centro Legal Works Inc.; INVOICE#: 20102580; DATE: 04/16/2010 - Court and PPSA searches

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
16/04/10	RA2	32.00	Paid Agent's Disbursements VENDOR: Centro Legal Works Inc.; INVOICE#: 20102580; DATE: 04/16/2010 - Court and PPSA searches
20/04/10	GG	31.09	Courier VENDOR: Federal Express Box2700/4626; INVOICE#: 5-743- 13591; DATE: 05/12/2010 - Courier Charges
27/04/10	DDT	0.25	Copies
27/04/10	HLM	2.00	Copies HMEREDITH
27/04/10	JDG	74.25	Copies
30/04/10	HLM	255.00	Agent's Fee - Process Service VENDOR: Reliable Process Servers Inc.; INVOICE#: 42350; DATE: 4/30/2010
03/05/10	GG	16.61	Courier FEDEX: AIRCASTLE 300 FIRST STAMFORD CT
03/05/10	GG	16.61	Courier FEDEX: AIRCASTLE 300 FIRST STAMFORD CT
03/05/10	RGS	0.50	Copies
04/05/10	LIB	0.50	Copies
05/05/10	RGS	0.25	Copies
07/05/10	RLS	0.75	Copies
09/05/10	RLS	2.75	Copies
09/05/10	RLS	0.75	Copies
09/05/10	RLS	0.25	Copies
09/05/10	RLS	1.75	Copies
09/05/10	RLS	2.00	Copies
09/05/10	RLS	0.25	Copies

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
10/05/10	RGS	0.50	Copies
10/05/10	RGS	0.50	Copies
10/05/10	RGS	1.25	Copies
11/05/10	HLM	11.20	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
11/05/10	HLM	28.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
11/05/10	HLM	60.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
11/05/10	VT	1.00	Copies
11/05/10	VT	0.25	Copies
12/05/10	GG	16.80	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
12/05/10	GG	16.80	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
12/05/10	GG	28.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
12/05/10	JC2	2.25	Copies
12/05/10	VT	0.50	Copies
13/05/10	JS	2.75	Copies
13/05/10	PRNT	6.00	Tabs IKON - PRINTING BILLABLE
13/05/10	PRNT	1.00	Print Room Binding Supplies IKON - PRINTING BILLABLE
13/05/10	PRNT	0.75	Copies IKON - PRINTING BILLABLE
14/05/10	LIB	0.50	Copies
14/05/10	LIB	0.50	Copies

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
14/05/10	LIB	0.50	Copies
14/05/10	LIB	0.50	Copies
14/05/10	LIB	0.50	Copies
14/05/10	LIB	0.50	Copies
14/05/10	PRNT	3.25	Tabs IKON - PRINTING BILLABLE
14/05/10	PRNT	1.50	Print Room Binding Supplies IKON - PRINTING BILLABLE
17/05/10	DDT	0.25	Copies
17/05/10	DDT	0.25	Copies
18/05/10	CH	5.25	Copies
18/05/10	CH	5.25	Copies
18/05/10	CH	0.25	Copies
18/05/10	CH	0.25	Copies
18/05/10	CH	0.25	Copies
18/05/10	HLM	9.90	Courier 1-141 CASTLEROCK DRIVE
18/05/10	JS	2.00	Copies
18/05/10	LIB	0.50	Copies
18/05/10	LIB	0.50	Copies
18/05/10	LIB	0.50	Copies
18/05/10	LIB	0.50	Copies

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
18/05/10	PRNT	6.00	Copies IKON - PRINTING BILLABLE
19/05/10	DDT	0.75	Copies
19/05/10	DDT	1.00	Copies
19/05/10	DDT	0.25	Copies
19/05/10	DDT	1.00	Copies
19/05/10	GG	28.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
19/05/10	HLM	7.00	Courier 47 SHEPPARD AVE E, 3FL
19/05/10	JC2	1.75	Copies
19/05/10	PRNT	3.00	Print Room Binding Supplies IKON - PRINTING BILLABLE
19/05/10	PRNT	9.00	Print Room Binding Supplies IKON - PRINTING BILLABLE
19/05/10	PRNT	2.25	Copies IKON - PRINTING BILLABLE
20/05/10	BEG	127.00	Copies
20/05/10	DDT	0.75	Copies
20/05/10	DDT	1.00	Copies
20/05/10	PRNT	0.50	Copies IKON - PRINTING BILLABLE
25/05/10	PRNT	0.25	Tabs IKON - PRINTING BILLABLE
25/05/10	PRNT	4.50	Print Room Binding Supplies IKON - PRINTING BILLABLE
25/05/10	RGS	0.50	Copies
25/05/10	RGS	0.50	Copies

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
26/05/10	PRNT	1.50	Print Room Binding Supplies IKON - PRINTING BILLABLE
28/05/10	GG	8.40	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
28/05/10	LIB	0.25	Copies
28/05/10	PRNT	3.00	Print Room Binding Supplies IKON - PRINTING BILLABLE
31/05/10	PRNT	7.25	Tabs IKON - PRINTING BILLABLE
31/05/10	PRNT	1.00	Print Room Binding Supplies IKON - PRINTING BILLABLE
Total Disbursements		<u>\$2,300.88</u>	

DISBURSEMENT SUMMARY

<u>Total Cost</u>	<u>Description</u>	<u>Taxable Y/N</u>
7.98	Long Distance Telephone	Y
214.70	Courier	Y
1,508.75	Copies	Y
24.50	Print Room Binding Supplies	Y
16.75	Tabs	Y
197.20	Online Searches - Westlaw eCarswell	Y
44.00	Paid Agent's Account	Y
32.00	Paid Agent's Disbursements	N
255.00	Agent's Fee - Process Service	Y
<hr/>		
\$ 2,300.88	Total Disbursements	

N = Disbursements Incurred as Agent (Non-Taxable)
Y = Taxable Disbursements

Barristers & Solicitors
Patent & Trade-mark Agents

McCarthy Tétrault

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto Dominion Bank Tower
Toronto, Ontario
Canada M5K 1E6
Telephone: 416 362-1812
Facsimile: 416 868-0673
www.mccarthy.ca

July 15, 2010

Attention: Paul Bishop
Senior Managing Director

FTI Consulting Canada Inc.
TD Waterhouse Tower
79 Wellington Street
Suite 2010, Box 104
Toronto, ON M5K 1G8

FTI Consulting Canada Inc.
Reference: Skyservice
207091-420511
Invoice N^o: 2417180

Dear Sir/Madam:

Please find enclosed our firm's invoice for the period ending June 30, 2010 with respect to the above referenced file. Should you have any questions with respect to this invoice, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: James D. Gage
Phone: 416-601-7539

Encl.

Barristers & Solicitors
Patent & Trade-mark Agents

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Toronto, ON M5K 1G8

Invoice N^o: 2417180
G.S.T. Reg. N^o: 116532839
Q.S.T. Reg. N^o: 1011234336
Date: July 15, 2010

Attention: Paul Bishop
Senior Managing Director

FTI Consulting Canada Inc.
Reference: Skyservice
207091-420511

To Professional Services Rendered during the period
Date: 06/01/10 to 06/30/10

			\$	202,832.50
Disbursements:	Non-Taxable	\$	34.00	
	Taxable	\$	2,975.77	\$ 3,009.77
				\$ 205,842.27
Goods & Services Tax:	Fees	\$	10,141.63	
	Disbursements	\$	148.79	\$ 10,290.42
TOTAL DUE ON ABOVE-NOTED MATTER				\$ 216,132.69

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Terms: Payment upon receipt. In accordance with Section 33 of the Solicitors Act, interest will be charged at a rate of 0.50% per annum on unpaid fees, charges or disbursements.

This invoice may include charges relating to prior periods that were posted to your account after the preparation of previous invoices.

PLEASE RETURN THIS COPY WITH YOUR REMITTANCE

FTI Consulting Canada Inc.
 Re: Skyservice
 207091-420511

Invoice No. 2417180
 Page No. 2

FEE DETAIL

Period from 06/01/10 to 06/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
06/01/10	DTP	1.40	Review and consider materials from Koskie Minsky re Safety Records, floats and First Aid Certificates; telephone conversation with union counsel re these issues; review and consider email from Receiver re interpretation of wages under WEPA
06/01/10	GG	4.20	Drafting orders for agreement approval; reviewing head and sub leases for LTU aircraft to summarize and compare maintenance reserve provisions
06/01/10	GRH	8.10	Appearing at aircraft authorities' applications; e-mail to N. Meakin, J. Engen, J. Gage and H. Meredith re hearing; reviewing First Choice Commercial Agreement to consider merits of June 7 application
06/01/10	HLM	3.90	Preparing Notice of Motion and reviewing draft Receiver's report; reviewing correspondence and information relating to Sunwing trust claim; drafting summary of the facts relating thereto; follow-up with Small Claims court re: claims against Skyservice; follow-up with plaintiff re: same; finalizing letters to Courts in which Skyservice is a defendant; reviewing e-mail from S. Mirza re: ILFC issues; follow-up re: lift stay agreement in class action; follow-up re: signed ARA.
06/01/10	JDG	2.50	Dealing with real estate purchases, deposit, motion to address Sunwing trust claim, negotiations with Aircastle, court matters and other receivership issues throughout the day
06/01/10	JLJ	0.80	Instructions from Heather Meredith; finalize summary for motion materials.
06/01/10	JS	1.20	Engaged with purchaser counsel on Fasken Drive purchase re waiver of conditions and form of purchaser financial capability confirmation; engaged with Nigel Meakin and Jamie Engen re same.
06/01/10	RGS	5.40	Drafting claims procedure order; Dealing with third party asset matters
06/02/10	GG	2.50	Research counterparty obligation to perform in receivership context
06/02/10	GRH	3.10	E-mail exchanges with C. Began Flood and C. Scott re adjournment of June 7 application; telephone conversation with J. Gage re proposed motion by Aircastle; meeting with J. Gage and D. Gray (counsel for Aircastle) re proposed Aircastle motion for relief against receiver; letter to court office re June 7 application
06/02/10	JDG	6.30	Engaged much of day on receivership matters, including: emails and discussions with J. See and FTI regarding Fasken Drive sale, escrow arrangements, encumbrances and conditions; giving instructions to G. Gray regarding research; emails, negotiations and meeting regarding Aircastle/LTU aircraft leases and proposed settlement; reviewing and providing preliminary comments on draft receiver report; emails regarding bankruptcy application by Sunwing; dealing with other receivership issues

FEE DETAIL

Period from 06/01/10 to 06/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
06/02/10	JS	2.50	Draft amending agreement for Fasken Drive head office property sale; review draft escrow agreement for Fasken Drive; numerous calls and emails with purchase counsel and FTI re waiver of conditions.
06/03/10	BOB	0.30	Reviewed court materials in preparation for attendance at motions court on June 7, 2010.
06/03/10	DCG	0.40	Review deposit/APS issues with J. See
06/03/10	GG	5.30	Research and drafting memo re. adoption of contract by receiver
06/03/10	GG	1.00	Reviewing amendments to airframe reserve provisions; preparing list of parties to serve for liquidation of assets based on PPSA searches
06/03/10	GRH	2.90	Letter to motions office re June 7 application; appearing at chambers appointment re proposed Aircastle motion; reporting to J. Gage re chambers appointment; discussion with B. Brammall re speaking to June 7 adjournment; e-mail exchange with J. Gage re scheduling of court matters; telephone conversation with T. Alexander re legal research
06/03/10	HLM	3.30	Following up with Court re: small claims matters; reviewing updates from J. Gage; drafting fact section for Receiver report regarding Sunwing trust claim; reviewing documents re: same.
06/03/10	JDG	3.10	Reading cases, discussions with G. Gray, note to FTI and further emails regarding Aircastle/LTU lease situation; Dealing with court-related matters; Reviewing revised agreement and discussions with J. Engen and J. See regarding Fasken Drive sale; Giving instructions to R. Stabile regarding review of tradename and other asset ownership; Discussions with G. Hall and H. Meredith
06/03/10	JS	1.60	Engaged with D. Grandilli re deposit and escrow agreement; engaged with Nigel and Jamie re escrow agreement for Fasken Drive and waiver of conditions; engaged with purchaser counsel re waiver of conditions; engaged with J. Gage re deposits and escrow agreement.
06/03/10	RGS	3.00	Drafting claims order; Drafting letter responding to Avtrade claim; Correspondence with FTI re same; Dealing with third party asset claims
06/03/10	TAI	1.70	Meeting with R. Stabile on factual, legal and strategic issues arising from Sunwing's trust claims; work with R. Stabile to assess key authorities and legal principles re same; telephone conference with G. Hall and R. Stabile to address the application of such legal principles in the context of an unsettled factual matrix; continue with legal analysis re same
06/04/10	DTP	2.40	Telephone conversation with Jesse Kugler, Pilots counsel re requested information; review and consider WEPP definition of wages issue; consider issues raised by Cabin Crew Union
06/04/10	GG	2.40	Reviewing PPSA searches and prepare service list for liquidation sale; preparation of request form
06/04/10	GRH	1.20	E-mail exchanges with J. Gage re court time; e-mail to and telephone conversation with Justice Morawetz re need for court time; arranging for June 16 motion; e-mail exchange with C. Burr (Blakes) re adjournment of June 7 application

FEE DETAIL

Period from 06/01/10 to 06/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
06/04/10	HLM	4.10	Reviewing Sunwing agreements and documentation re: trust claim; continuing to draft facts section for Receiver report relating to Sunwing claims.
06/04/10	JDG	1.50	Emails with working group regarding court approval of sales; Telephone conversation with lessor counsel; Reviewing lease and revising draft letter to GTAA; Emails regarding Fasken Drive sale and extension of condition date; Emails regarding court hearing and "omnibus" motion issues
06/04/10	JS	1.20	Engaged with N. Meakin and J. Engen re amendment to Fasken Drive agreement to change process order provisions; engaged with purchaser counsel re same; draft amendment and email same.
06/04/10	RGS	2.70	Research re Sunwing trust claim
06/04/10	TAI	0.90	Continue to analyze legal issues and arguments relevant to the possible existence of a trust attaching to moneys in the hands of the receiver
06/05/10	RGS	6.50	Continued research on trust claim and memo to T. Alexander re same
06/05/10	TAI	0.40	Receive and review preliminary analysis of legal principles relating to Sunwing claim; undertake further and related analysis re same
06/06/10	BOB	0.30	Reviewed court materials in preparation for attendance at motions court on June 7, 2010.
06/06/10	HLM	2.50	Analysing commercial agreement and drafting and revising report re: Sunwing trust claim.
06/06/10	TAI	2.10	Ongoing factual and legal analysis of the merits of Sunwing's proprietary claim over moneys held by the receiver; draft, review and revise memorandum re same
06/07/10	BOB	1.80	Attended at motions court at 393 University Avenue re: adjournment of application scheduled for June 7, 2010.
06/07/10	DTP	4.80	Review and consider emails from Devi Rajani re Wages definition and request for documents from Cabin Crew Union; research re Wages under BIA; review Leroy Trucking decision; lengthy telephone conversation with Devi Rajani; review and consider Canada Labour Code materials; telephone conversation with Jesse Kugler, Pilots' counsel
06/07/10	GG	1.10	Preparation of hearing request; review of status of union dues with respect to WEPPA at request of D. Palmer
06/07/10	GRH	0.20	Discussion with B. Brammall re adjournment hearing; arranging for court time on June 28
06/07/10	HLM	2.40	Reviewing further documents relevant to report regarding Sunwing claim; follow-up with J. Engen for facts and data re: same; discussion with J. Gage re: same; communication with FTI re: charity funds; dealing with amendment to lift stay agreement including call to plaintiff's counsel.

FEE DETAIL

Period from 06/01/10 to 06/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
06/07/10	JDG	4.60	Reviewing comments on liquidation services agreement, and emails to finalize; Revising formal opinion letter on Thomas Cook security, and discussion with J. See; Telephone conversations and emails with FTI and Aircastle counsel regarding further negotiations and proposed settlement terms, and drafting settlement offer; Emails regarding lift stay, bankruptcy application, Sunwing claim, receiver's motion and other matters throughout the day
06/07/10	RGS	0.30	Emails with FTI re Air Jamaica claim
06/07/10	TAI	6.90	Continue with legal and factual analysis of Sunwing's trust claim; draft, review and revise detailed memorandum of law re same
06/08/10	AC	0.80	Review APS; discussion with Jonathan See regarding issues
06/08/10	DTP	2.10	Telephone conversation with union counsel re Cabin Crew requests; telephone conversation with Devi Rajani re same; email to Jesse Kugler re Pilots' requests; review and consider CLC claims and draft response; further email to Jesse Kugler
06/08/10	GG	5.00	Drafting approval order for LSA; drafting approval order for Fasken Drive property; conference call; correspondence; reviewing list of property for sale under LSA regarding disputed property
06/08/10	GRH	0.50	E-mail exchange with Sunwing counsel re scheduling of lift stay motion; various e-mails re materials for June 16 approval motion; reviewing and commenting on revised draft order
06/08/10	JDG	3.50	Emails with N. Meakin, J. Engen and internally regarding court materials for LSA approval and Fasken Drive sale process; Reviewing comments on LSA, revising agreement and emails with J. Engen; Reviewing and providing comments from liquidator on draft approval order; Emails with FTI and D. Gray regarding Aircastle settlement; Discussions with J. See and V. Sahay regarding formal security opinions; Conference call with N. Meakin and J. Engen regarding hangar sale, escrow funds, Aircastle settlement, receiver report and other matters; Giving instructions to G. Gray regarding service process for real estate and inventory sales, sealing order and related matters; Reviewing commercial agreements and charter agreements and emails with J. Engen
06/08/10	JS	1.80	Review hangar stalking horse bid revised agreement; engaged with B. Costin; email to J. Engen and N. Meakin re changes
06/08/10	NK	0.20	Receipt of instructions from Jonathan See, search for 6932 Vanguard Drive in Teraview - no match found, advise Jonathan See of same
06/08/10	TAI	10.40	Receive and review analysis, prepared by the client, analysing the factual basis for the trust claims asserted by Sunwing; exchange of brief communications with G. Hall re same; continue with assessment of the legal and evidentiary issues underlying that claim; draft, review and revise detailed analysis re same
06/09/10	DTP	1.20	Telephone conversation with Pilot's counsel re log books; telephone conversation with Devi Rajani re requests by unions for information
06/09/10	GG	5.30	Preparation of schedules to LSA; correspondence with creditors; preparation of motion materials

FEE DETAIL

Period from 06/01/10 to 06/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
06/09/10	GRH	0.30	E-mail exchange with N. Meakin re status of outstanding litigation
06/09/10	HLM	1.00	Reviewing memo from J. Engen and call re: Sunwing trust claim; call with counsel for plaintiffs in class action re: lift stay agreement; drafting notice of motion for approval of stalking horse bids
06/09/10	JDG	2.60	Discussion with G. Gray and emails with J. Engen regarding LSA schedule of assets; Emails with N. Meakin regarding escrow funds and Sunwing litigation; Revising draft letter to PPSA service list; Giving instructions to G. Gray; Providing comments on draft order; Discussions with R. Stabile and emails regarding leased equipment claim; Reviewing and providing comments on draft receiver report
06/09/10	JS	1.10	Revise opinion and engaged with N. Meakin and J. Engen re asset sale transaction matters
06/09/10	RGS	1.40	Correspondence with counsel to Venetor re third party assets; Reviewing materials re trade name for J. Gage
06/09/10	TAI	11.30	Finalize legal and evidentiary assessment of the merits of the trust claim asserted against the Receiver by Sunwing; draft, review and revise detailed and analytical memorandum of law re same; send memorandum (in draft form) to J. Gage and H. Meredith for their review, with accompanying commentary
06/09/10	VS	1.10	Review revised opinion to be sent to client; prepare follow up with local counsel on review of opinion.
06/10/10	DTP	1.30	Letter to union counsel re request for St. John's Certificates; review and consider cases re definition of wages under WEPA re self funded benefit scheme
06/10/10	GG	6.30	Preparation for June 16 motion
06/10/10	GRH	0.80	Reviewing memorandum and provide comments re trust claim analysis
06/10/10	HLM	1.20	Revising notice of motion, reviewing draft orders and report and finalizing motion record.
06/10/10	JDG	3.20	Reviewing and revising materials, and emails and discussions with FTI and internally, to finalize court materials for sale-related motions; Reviewing pleadings, agreements, correspondence and other materials regarding plan of arrangement escrow funds
06/10/10	JS	0.90	Dealing with real property sale matters
06/10/10	TAI	2.10	Investigate further potentially relevant legal and factual issues relevant to the Sunwing trust claim; undertake revision of draft memorandum of law re same; finalize memorandum
06/11/10	GRH	0.30	E-mail exchanges with J. Gage and H. Meredith re status of court proceedings
06/11/10	HLM	6.00	Reviewing Sunwing Trust analysis and information from J. Engen and following up re: same; drafting and revising report re: Sunwing Trust claim; reviewing and coordinating notice letters re: asset sale motion.

FEE DETAIL

Period from 06/01/10 to 06/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
06/11/10	JDG	3.30	Telephone conversations with and emails with H. Meredith and G. Hall to coordinate court hearing next week and preparation; Reviewing draft lease termination agreements, and emails with D. Gray, G. Hall and FTI regarding Aircastle and LTU settlement and court hearing; Continuing review escrow claims, relevant agreements, pleadings and Skyservice and FTI internal memoranda, and consider Receiver position; Considering offer to acquire escrow fund claims
06/11/10	RGS	0.50	Letters to potential third-party asset owners re liquidation sale
06/13/10	GRH	0.80	Reviewing materials from Blakes re application brought by Skyservice to stop Sunwing deal
06/13/10	JDG	0.20	Emails and reviewing materials regarding bankruptcy application and requested "lift stay"
06/14/10	DTP	1.70	Review and consider email from Jesse Kugler, counsel to pilots; email to client; prepare response to Jesse Kugler
06/14/10	GG	1.30	Revisions to draft order re property sale; correspondence with creditors; review of motion materials for June 16 motion
06/14/10	HLM	3.20	Revising and seeking instructions re: revised lift stay agreement for class action; drafting agreement re: lift stay for separate action and call with counsel re: same; responding to inquiries re: upcoming motion; reviewing bankruptcy motion material served by Sunwing; reviewing law re: sale motion.
06/14/10	JDG	3.30	Reviewing revised bankruptcy application materials, providing comments to counsel and finalize with FTI; Drafting new LTU settlement agreement and revising draft lease termination agreements; Giving instructions to H. Meredith regarding class action matter; Reviewing and providing comments on draft hangar stalking horse offer
06/14/10	SB	4.10	Reviewing opinion and revising legal opinion (as it relates to BC)
06/15/10	GG	0.50	Review and response to correspondence from Lutex Leasing Inc.; preparation of materials for motion
06/15/10	GRH	1.20	Discussion with H. Meredith re resumption of airport authorities' applications; considering merits of Skyservice application re Sunwing transaction
06/15/10	HLM	7.90	Reviewing court materials and preparing for motion re: Liquidation Services Agreement and Fasken Stalking Horse Agreement and marketing process; following up on various third party claim issues; meeting with G. Hall; reviewing materials re: GTAA motion; reviewing materials in preparation for bankruptcy application motion.
06/15/10	JS	2.10	Review hangar stalking horse agreement comments; engaged with N. Meakin; revise agreement
06/15/10	RGS	0.70	Responding to correspondence re third party claims
06/16/10	GRH	0.70	Dealing with court matters and motions

FEE DETAIL

Period from 06/01/10 to 06/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
06/16/10	HLM	10.50	Preparing for and attending motions (bankruptcy lift stay, sale motions, and GTAA litigation continuation).
06/16/10	JDG	4.10	Email with DFW counsel; Emails and conference call with FTI and reviewing offer for AMO and AOC; Emails and discussion with H. Meredith regarding court approval of sales and supplementary report requested; Discussion with J. See; Reviewing background memo, correspondence, agreements, draft receiver report and other information regarding Sunwing trust claim
06/16/10	JS	0.30	Engaged with purchase counsel re process order for Fasken Drive sale
06/16/10	TA1	1.40	Exchange of communications with, and meeting with, G. Hall to discuss the relative merits and weaknesses of existing litigation commenced (prior to the receivership) by Skyservice against both First Choice and Sunwing; undertake follow-up legal analysis and review of relevant legal authorities and principles raised by claim, and provide report to G. Hall re same
06/17/10	BJB	0.20	Discussion with J. Gage re: structure for proposed transaction to realize on AMO and AOC and preserve preference claims
06/17/10	GG	4.00	Review legislation and consider advantages of selling Skyservice through CCAA plan or BIA proposal; calls with creditors re. claims for parts and vehicles
06/17/10	GRH	1.00	Drafting memorandum re analysis of Skyservice application against Sunwing/First Choice
06/17/10	HLM	4.70	Reviewing and revising Supplement to the Second Report and serving same; meeting with J. Gage to discuss draft Third Report regarding aircraft seizure applications; reporting on Airport Authorities' motion.
06/17/10	JDG	8.10	Engaged all day on receivership matters, including: emails with FTI, and reviewing and providing comments on draft supplemental receiver report regarding aircraft seizure applications; Reviewing research memo on caselaw, meeting with H. Meredith and providing comments on draft receiver report for Sunwing trust claim determination; giving instructions to R. Stabile regarding review of AMO and AOC regulations for possible realization strategies; conference call with interested party wanting to acquire AMO and AOC of Skyservice, subsequent conference call to discuss potential structures and issues, and begin reviewing cases affecting structuring matters; emails regarding airport authority seizure litigation; dealing with parts claims
06/17/10	RGS	4.90	Call with Michelle Grech to update on third party assets; Drafting response letters to parties on same; Research for Jamey Gage re regulations governing transfer of AOC and discussion of same
06/18/10	BJB	1.50	Review provisions of BIA and CCAA regarding transactions for undervalue, consider options re: preservation of rights to impeach transactions; discuss same with James Gage.
06/18/10	GG	2.40	Research issues regarding BIA proposal vs. CCAA plan for sale of licenses
06/18/10	GRH	3.20	Drafting memorandum re Skyservice/First Choice/Sunwing application; e-mail exchanges with J. Gage and T. Alexander re draft memo
06/18/10	HLM	0.80	Reviewing e-mails from J. Engen re: LC and re: parts inventory; e-mail to D. Gray re: parts.

FEE DETAIL

Period from 06/01/10 to 06/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
06/18/10	JDG	4.60	Discussions with J. Morand (lengthy) and emails with FTI regarding tax consequences of proposed AOC/AMO transaction; Considering alternate structures to achieve tax efficiency; Meeting with B. Boake to discuss preservation of preference actions in an AOC/AMO transaction; Reviewing comments on draft purchase agreement; Emails, reviewing documents and discussions with regarding other receivership issues, including parts claim, next court appearance, receiver report and Skyservice action against First Choice/Sunwing
06/18/10	JGM	6.80	Telephone conversation with J. Gage re AOC/AMO proposal and consider tax implications
06/18/10	RGS	3.80	Drafting letters for third party asset claimants; Discussion of same with M. Grech; Research for J. Gage re regulations governing AMOs
06/18/10	TAI	0.80	Receive and review draft memorandum, prepared by G. Hall for submission to the client, providing assessment of the merits of Skyservice's claim against First Choice and Sunwing; undertake brief follow-up analysis re same, and provide comments and suggestions to G. Hall re same; receive and review revised version of memorandum provided to client re same
06/21/10	BCP	0.60	Discussion with Morand re transfer taxes on sale of assets; review applicable legislation
06/21/10	GG	3.70	Prepare memo for J. Gage
06/21/10	GRH	1.00	E-mail from J. Engen re position on Skyservice/First Choice application; considering damages issue in connection with escrow funds and discussion with J. Gage
06/21/10	HLM	4.30	Drafting and revising report re: Sunwing trust claim; coordinating motion date with court.
06/21/10	JDG	5.80	Drafting term sheet for AOC/AMO transaction; Discussion with J. Morand; Memo to N. Meakin; Discussion with R. Stable regarding Sunwing parts claim and Receiver record-keeping responsibilities; Giving instructions to H. Meredith regarding next court hearing; Telephone conversation with J. Engen regarding, hangar deal, AOC/AMO transaction and other receivership matters
06/21/10	JGM	3.80	Consider structure alternatives and discuss with J. Gage, consider tax issues, draft steps memo.
06/21/10	JS	1.50	Draft template purchase agreement for other bidders; engaged with J. Engen
06/21/10	RGS	4.80	Drafting letter to Sunwing re claim for assets in storage; Correspondence with Michelle Grech on same; Research re records retention
06/21/10	VS	1.40	Follow-up with local counsel for comments on Thomas Cook opinion; review opinion.
06/22/10	BCP	0.40	Complete review of transfer tax legislation issue; respond to Morand re s. 167 GST election availability
06/22/10	GRH	0.30	E-mail to C. Beagan Flood and C. Scott re dismissal of First Coice/Sunwing application

FEE DETAIL

Period from 06/01/10 to 06/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
06/22/10	HLM	0.90	Follow-up re: amendment to ARAs; coordinating with court and receiver for upcoming motion and adjournment of June 28th date.
06/22/10	JDG	1.10	Emails and telephone conversations throughout the day regarding: tax aspects of proposed AOC and AMO transaction (B. Pel and J. Morand), record retention obligations (R. Stabile and J. Engen), dismissal of Skyservice action against First Choice/Sunwing (G. Hall and counsel), settlement agreement with Aircastle and LTU (FIT and counsel for LTU and Aircastle), and possible BIA proposal (N. Meakin)
06/22/10	RGS	2.50	Memorandum to J. Engen summarizing provisions re retention of records; dealing with other receivership matters
06/23/10	JS	1.20	Review of revised opinion. Correspondence with Toronto office
06/23/10	RGS	0.80	Assisting J. Gage with proposed Aircastle/LTU settlement
06/23/10	SB	0.40	Reviewing revised opinion
06/24/10	GRH	0.20	Briefly reviewing and commenting on draft Receiver Report
06/24/10	HLM	2.00	Reviewing and revising Receiver's draft third report regarding aircraft seizure applications; reviewing and revising Receiver's draft report regarding claims process, sale process and other matters
06/25/10	JDG	0.20	Emails with counsel for Thomson and Sunwing regarding proposed amendments to bankruptcy application
06/28/10	GRH	0.20	E-mail exchange with C. Beagan Flood re mechanics of dismissal order for Skyservice application against First Choice
06/28/10	HLM	2.90	Revising third report regarding aircraft seizure applications; Call with J. Engen and discussion with J. Gage; call with C. Prophet; communication with J. Dietrich.
06/28/10	JDG	2.10	Reviewing draft receiver's report and providing comments; Reviewing revised report and providing additional comments to H. Meredith; Emails with N. Meakin and J. Engen regarding plan of arrangement escrow funds, and considering claims of Skyservice
06/28/10	RGS	0.80	Correspondence with Michelle Grech re certain third party asset claims
06/28/10	VS	1.20	Revise Thomas Cook Opinion pursuant to extra-provincial comments; review opinion to create final form for circulation.
06/29/10	GG	0.60	Correspondence with SITA AERO
06/29/10	GRH	0.30	Preparing documentation for dismissal of Skyservice-Sunwing application
06/29/10	HLM	2.70	Call with J. Dietrich re: ILFC claims; e-mail to S. Mirzah re: same; summary to G. Hall; revising and finalizing receiver's third report regarding aircraft seizure applications; coordinating with court for adjournment of motion.

FEE DETAIL

Period from 06/01/10 to 06/30/10

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Hours</u>	<u>Description</u>
06/29/10	JDG	3.10	Conference call with J. Engen and N. Meakin (lengthy) regarding hangar sale, AMO transaction, liquidation status, escrow funds and other receivership issues; Revising draft term sheet for proposed AOC/AMO transaction; Emails with J. Morand regarding tax issues and sequence of steps; Emails with Thomson counsel and reviewing motion materials for bankruptcy application amendments; Giving instructions to H. Meredith
06/30/10	GRH	0.20	Telephone conversation with H. Meredith re dismissal of Skyservice-Sunwing application
06/30/10	HLM	2.70	Serving and filing Receiver's Third Report; Attending court for bankruptcy amendment application; seeking adjournment of July 12 motion; responding to communication from parties re: third report.
06/30/10	JDG	2.40	Discussion with J. See regarding real property sales and security; Begin drafting memo to Receiver regarding escrow fund disputes; Reviewing additional information regarding damages suffered by Skyservice in support of claim to escrow funds; Emails regarding AMO transaction; Briefly reviewing proposed materials; Emails regarding court June 30 court hearing
06/30/10	JS	1.80	Revise purchase agreement for hangar purchase agreement; engaged with J. Gage re opinion; review and revise opinion

FEE SUMMARY

<u>Timekeeper Name</u>	<u>Total Hours</u>
Alexander, Anthony	38.00
Boake, Barbara	1.70
Costin, Abraham	0.80
Gage, James	65.60
Grandilli, Danny	0.40
Hall, Geoff	26.50
Morand, James	10.60
Palmer, Dean	14.90
Pei, Brian	1.00
See, Jonathan	15.10
Bird, Sarah	4.50
Brammall, Brendan	2.40
Gray, George	45.60
Meredith, Heather L	67.00
Sahay, Vaibhav	3.70
Stabile, Ryan	38.10
Stachniak, Josh	2.10
Jones, Janet	0.80
Khan, Natasha	0.20
Total Hours	339.00

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
16/04/10	DTP	17.50	Secretarial Overtime Services - Commercial
14/05/10	PRNT	41.75	Copies
17/05/10	GG	2.80	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
17/05/10	GG	28.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
17/05/10	RGS	15.00	Online Searches - Lexis Canada-QL LEXIS LEGAL SERVICES Search in Lexis Canada
17/05/10	RGS	6.50	Online Searches - Lexis Canada-QL QUICKLAW SERVICE Search in Lexis Canada
19/05/10	GG	11.20	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
19/05/10	GG	8.40	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
25/05/10	MR	22.00	Corporate Search(es) VENDOR: Cyberbahn Inc; INVOICE#: 201380-053010; DATE: 05/30/2010 - Cyberbahn Inc. Searches May 24-30 2010 Account 97110004
25/05/10	MR	34.00	Government Fee(s) VENDOR: Cyberbahn Inc; INVOICE#: 201380-053010; DATE: 05/30/2010 - Cyberbahn Inc. Searches May 24-30 2010 Account 97110004
25/05/10	PRNT	19.00	Copies
26/05/10	PRNT	8.25	Copies
28/05/10	PRNT	15.50	Copies
31/05/10	STT	5.60	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
31/05/10	STT	144.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
01/06/10	CH	4.75	Copies
01/06/10	CH	0.25	Copies

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
01/06/10	FAX	1.75	Fax Costs 4163263570
01/06/10	JS2	2.80	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
01/06/10	LIB	0.50	Copies
01/06/10	LIB	0.50	Copies
01/06/10	LIB	0.25	Copies
01/06/10	LIB	0.25	Copies
01/06/10	LIB	0.25	Copies
01/06/10	PRNT	5.25	Tab IKON - PRINTING BILLABLE
01/06/10	PRNT	1.50	Print Room Binding Supplies IKON - PRINTING BILLABLE
01/06/10	PRNT	1.75	Copies IKON - PRINTING BILLABLE
01/06/10	PRNT	49.00	Copies IKON - PRINTING BILLABLE
02/06/10	FAX	1.75	Fax Costs 4166498101
02/06/10	FAX	1.85	Fax Costs 16046965571
02/06/10	FAX	1.75	Fax Costs 4168680673
02/06/10	FAX	1.75	Fax Costs 4166204433
02/06/10	FAX	1.75	Fax Costs 4168632653
02/06/10	GRH	1.75	Fax Costs 4168632653
02/06/10	JC2	0.50	Copies
02/06/10	JC2	0.25	Copies

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
02/06/10	JC2	0.25	Copies
02/06/10	JC2	0.25	Copies
02/06/10	JS	1.00	Copies
02/06/10	JS	1.00	Copies
02/06/10	JS2	11.20	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
02/06/10	JS2	26.40	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
02/06/10	JS2	68.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
02/06/10	JS2	0.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
03/06/10	FAX	6.50	Fax Costs 4166501350
03/06/10	FAX	6.75	Fax Costs 17804251222
03/06/10	FAX	6.50	Fax Costs 4163630263
03/06/10	FAX	6.85	Fax Costs 15196014047
03/06/10	FAX	2.75	Fax Costs 4168631515
03/06/10	FAX	4.45	Fax Costs 15148718800
03/06/10	FAX	5.00	Fax Costs 4168631515
03/06/10	FAX	3.40	Fax Costs 15148718800
03/06/10	FAX	5.20	Fax Costs 19055256300
03/06/10	FAX	6.80	Fax Costs 16045389888
03/06/10	FAX	2.65	Fax Costs 19055256300

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
03/06/10	HLM	7.95	Courier FEDEX: 30 TRACIE MAPLE ON
03/06/10	HLM	9.82	Courier FEDEX: JUDICIAL DLAW COURTS EDMONTON AB
03/06/10	HLM	9.82	Courier FEDEX: JUDICIAL DCALGARY COCALGARY AB
03/06/10	HLM	8.19	Courier FEDEX: LONDON SMA80 DUNDAS LONDON ON
03/06/10	HLM	8.19	Courier FEDEX: DISTRICT DI RUE NOTR MONTREAL PQ
03/06/10	HLM	9.82	Courier FEDEX: NEW WESTMILAW COURTS NEW WESTMIBC
03/06/10	HLM	26.00	Courier 47 SHEPPARD AVE EAST, 3FLR
03/06/10	HLM	3.00	Courier 393 UNIVERSITY AVE, 10FLR
03/06/10	HLM	7.00	Courier 47 SHEPPARD AVE EAST, 3FLR
03/06/10	HLM	7.00	Courier 47 SHEPPARD AVE EAST, 3FLR
03/06/10	HLM	33.00	Courier 110-45 MAIN STREET EAST
03/06/10	HLM	3.00	Courier FEDEX: 393 UNIVERSITY AVE, 10FLR
03/06/10	HLM	5.75	Copies HMEREDITH
03/06/10	HLM	25.00	Copies HMEREDITH
03/06/10	HLM	0.75	Copies HMEREDITH
03/06/10	HLM	5.00	Copies HMEREDITH
03/06/10	HLM	5.50	Copies HMEREDITH
03/06/10	HLM	25.00	Copies HMEREDITH
03/06/10	HLM	10.00	Copies HMEREDITH

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
03/06/10	HLM	5.25	Copies HMEREDITH
03/06/10	HLM	12.50	Copies HMEREDITH
03/06/10	JS2	2.80	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
03/06/10	JS2	16.80	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
03/06/10	JS2	19.60	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
03/06/10	JS2	44.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
03/06/10	LIB	0.25	Copies
03/06/10	LIB	0.25	Copies
03/06/10	LIB	0.25	Copies
03/06/10	LIB	0.25	Copies
03/06/10	LIB	0.25	Copies
03/06/10	LIB	0.25	Copies
03/06/10	PRNT	46.00	Copies IKON - PRINTING BILLABLE
03/06/10	SGM	0.25	Copies
04/06/10	GG	0.50	Copies
04/06/10	HLM	3.00	Courier 222 BAY STREET, 27FLR
04/06/10	JS	0.75	Copies
04/06/10	LIB	0.25	Copies
04/06/10	LIB	0.25	Copies

DISBURSEMENT DETAIL

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04/06/10	LIB	0.25	Copies
04/06/10	LIB	0.25	Copies
04/06/10	LIB	0.25	Copies
05/06/10	GG	14.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
05/06/10	GG	24.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
07/06/10	FAX	1.75	Fax Costs 4163276228
07/06/10	FAX	1.75	Fax Costs 4163276228
07/06/10	FAX	2.00	Fax Costs 4166498101
07/06/10	FAX	2.10	Fax Costs 16046965571
07/06/10	FAX	2.00	Fax Costs 4166204433
07/06/10	FAX	2.00	Fax Costs 4168680673
07/06/10	FAX	2.00	Fax Costs 4168632653
07/06/10	FAX	1.30	Fax Costs 16046965571
08/06/10	TA1	0.50	Copies
08/06/10	VS	11.00	Copies
09/06/10	CH	0.50	Copies
09/06/10	CH	0.50	Copies
09/06/10	CH	0.50	Copies
09/06/10	CH	0.50	Copies

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
09/06/10	CH	0.50	Copies
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09/06/10	CH	0.50	Copies
09/06/10	CH	0.50	Copies
09/06/10	CH	0.50	Copies
09/06/10	CH	0.50	Copies
09/06/10	CH	0.50	Copies
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09/06/10	CH	0.50	Copies
09/06/10	CH	0.50	Copies
09/06/10	CH	0.50	Copies
09/06/10	GG	0.25	Copies
09/06/10	GG	36.62	Courier FEDEX: PARTNERSHICO NBB SHETOKYO
09/06/10	GG	36.62	Courier FEDEX: THE HYAKUJ51 KAMEICHKAGAWAPREF
09/06/10	GG	36.02	Courier FEDEX: SUITE 5 INNAVIGATIONABERCYNON

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
09/06/10	GG	38.57	Courier FEDEX: CALEDONIANDR ROYS DRGRAND CAYM
09/06/10	GG	36.02	Courier FEDEX: CRAWLEY BUFLEMING WAWEST SUSSE
09/06/10	GG	36.02	Courier FEDEX: TUI TRAVELCRAWLEY BUCRAWLEY
09/06/10	GG	36.02	Courier FEDEX: THOMAS COOCONINGSBY PETERBOROU
09/06/10	GG	36.02	Courier FEDEX: CO AERCAP AERCAP HOUSHANNON
09/06/10	GG	36.02	Courier FEDEX: AERCO LIM122 GRENVILST HELIER
09/06/10	GG	36.02	Courier FEDEX: 2ND FLOOR BOOTERSTOWCOUNTY DUB
09/06/10	GG	36.02	Courier FEDEX: NEODELL LTWEST PIERDCOUNTY DUB
09/06/10	GG	36.62	Courier FEDEX: CO NBB LANURBANNET OTOKYO
09/06/10	GG	36.02	Courier FEDEX: AIB INTERNINTL FINANDUBLIN 1
09/06/10	GG	36.62	Courier FEDEX: CO NBB SHE111 NIHONTOKYO
09/06/10	GG	36.02	Courier FEDEX: 62 NORTHUMBALLSBRIDG
09/06/10	GG	36.02	Courier FEDEX: CIT AEROSP3 GEORGES DUBLIN 1 I
09/06/10	GG	36.02	Courier FEDEX: AIR MALTA AIR MALTA MALTA
09/06/10	GG	36.02	Courier FEDEX: CO GE CAPIAVIATION HCO CLARE
09/06/10	GG	36.02	Courier FEDEX: SE LONDON 80 CHEAPSI LONDON UK
09/06/10	GG	38.57	Courier FEDEX: CO WALKERSWALKER HOU GRAND CAYM
09/06/10	GG	36.02	Courier FEDEX: CO GE CAPISERVICES LCO CLARE
09/06/10	GG	36.02	Courier FEDEX: FIRST CHO16FLR COMMOMANCHESTER

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
09/06/10	GG	38.57	Courier FEDEX: CO CODAN SCLARENDON HAMILTON B
09/06/10	GG	38.57	Courier FEDEX: CLAREDON H2 CHURCH SHAMILTON B
09/06/10	GG	36.02	Courier FEDEX: SHANNON AVSHANNON SHANNON
09/06/10	GG	16.90	Courier FEDEX: IAI V INC 10 S NEW RFORT LAUDEFL
09/06/10	GG	16.97	Courier FEDEX: CO BABCOCK2 HARRISONSAN FRANCICA
09/06/10	GG	16.84	Courier FEDEX: CORPORATIO1209 ORANGWILMINGTONDE
09/06/10	GG	16.84	Courier FEDEX: CO WILMING1100 NORTHWILMINGTONDE
09/06/10	GG	16.84	Courier FEDEX: 1211 AVENUNEW YORK NY
09/06/10	GG	16.84	Courier FEDEX: DEUTSCHE B60 WALL STNEW YORK NY
09/06/10	GG	16.90	Courier FEDEX: STS COMPON2000 NE JEJENSEN BEAFL
09/06/10	GG	16.84	Courier FEDEX: 5000 FIRSTPITTSBURGHPA
09/06/10	GG	16.97	Courier FEDEX: NATIONAL A299 SOUTH SALT LAKE UT
09/06/10	GG	9.82	Courier FEDEX: GIBRALT CA26001075 WVANCOUVER BC
09/06/10	GG	16.97	Courier FEDEX: INTERNATIO10250 CONSLOS ANGELECA
09/06/10	GG	8.19	Courier FEDEX: LUTEX LEAS1105255 HESAINTLAUREPQ
09/06/10	TA1	10.50	Copies
10/06/10	LIB	0.75	Copies
10/06/10	LIB	1.75	Copies
10/06/10	LIB	1.75	Copies

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
11/06/10	LIB	0.50	Copies
11/06/10	LIB	0.50	Copies
11/06/10	LIB	0.50	Copies
11/06/10	LIB	0.50	Copies
14/06/10	C	36.83	Courier VENDOR: Federal Express Box2700/4626; INVOICE#: 5-767-18016; DATE: 06/18/2010 - Courier Charges
14/06/10	DDT	1.25	Copies
14/06/10	HLM	8.40	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
14/06/10	HLM	120.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
14/06/10	PRNT	107.25	Copies IKON - PRINTING BILLABLE
14/06/10	VT	0.25	Copies
15/06/10	C	46.43	Courier VENDOR: Federal Express Box2700/4626; INVOICE#: 5-767-18016; DATE: 06/18/2010 - Courier Charges
15/06/10	DDT	1.00	Copies
15/06/10	GG	4.50	Copies
15/06/10	GG	3.75	Copies
15/06/10	HLM	5.60	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
15/06/10	HLM	2.80	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
15/06/10	HLM	48.00	Online Searches - Westlaw eCarswell Search in Westlaw eCarswell databases
15/06/10	HLM	1.25	Copies
15/06/10	JC2	6.25	Copies

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
15/06/10	LIB	0.75	Copies
15/06/10	LIB	4.00	Copies
15/06/10	LIB	0.50	Copies
15/06/10	LIB	1.00	Copies
15/06/10	LIB	3.75	Copies
15/06/10	LIB	8.75	Copies
15/06/10	LIB	6.25	Copies
15/06/10	LIB	3.75	Copies
15/06/10	LIB	10.50	Copies
15/06/10	LIB	7.00	Copies
15/06/10	VT	0.50	Copies
16/06/10	HLM	8.50	Copies HMEREDITH
16/06/10	HLM	9.00	Courier VENDOR: Turnaround Couriers Inc; INVOICE#: 12358; DATE: 6/16/2010
17/06/10	GG	190.00	Agent's Fee - Process Service VENDOR: Reliable Process Servers Inc.; INVOICE#: 42948; DATE: 6/17/2010
17/06/10	HLM	6.50	Copies HMEREDITH
17/06/10	LIB	0.25	Copies
17/06/10	LIB	0.25	Copies
17/06/10	LIB	0.25	Copies
17/06/10	LIB	0.25	Copies

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
17/06/10	LIB	0.25	Copies
21/06/10	DDT	0.50	Copies
21/06/10	HLM	10.00	Copies
22/06/10	HLM	22.50	Copies HMEREDITH
29/06/10	BDE	0.75	Copies
29/06/10	BDE	0.75	Copies
29/06/10	BDE	0.75	Copies
29/06/10	BDE	0.25	Copies
29/06/10	BDE	0.75	Copies
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29/06/10	BDE	0.75	Copies
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29/06/10	BDE	0.75	Copies
29/06/10	BDE	0.75	Copies
30/06/10	HLM	0.25	Copies
30/06/10	HLM	0.25	Copies
30/06/10	HLM	0.50	Copies
30/06/10	LIB	0.25	Copies

DISBURSEMENT DETAIL

<u>Date</u>	<u>Timekeeper Initials</u>	<u>Amount</u>	<u>Description</u>
Total Disbursements		<u>\$3,009.77</u>	

DISBURSEMENT SUMMARY

<u>Total Cost</u>	<u>Description</u>	<u>Taxable Y/N</u>
1,328.07	Courier	Y
84.10	Fax Costs	Y
598.75	Copies	Y
4.00	Print Room Binding Supplies	Y
17.50	Secretarial Overtime Services - Commercial	Y
15.25	Tabs	Y
21.50	Online Searches - Lexis Canada-QL	Y
614.40	Online Searches - Westlaw eCarswell	Y
34.00	Government Fee(s)	N
190.00	Agent's Fee - Process Service	Y
22.00	Corporate Search(es)	Y
80.20	Scanning	Y
<hr/>		
\$ 3,009.77	Total Disbursements	

N = Disbursements Incurred as Agent (Non-Taxable)
Y = Taxable Disbursements

IN THE MATTER OF THE RECEIVERSHIP OF SKYSERVICE AIRLINES INC.

BETWEEN:

THOMAS COOK CANADA INC.

- and -

SKYSERVICE AIRLINES INC.

Court File No. CV-10-8647-00CL

ONTARIO

**SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

AFFIDAVIT OF DEAN PALMER

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Toronto ON M5K 1E6

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E-mail: hmeredith@mccarthy.ca

Fax: (416) 868-0673

218

Lawyers for FTI Consulting Canada Inc.
#1353849

Court File No. CV-10-8647-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE)	TUESDAY, THE 27th DAY
)	
JUSTICE MORAWETZ)	OF JULY, 2010

**IN THE MATTER OF THE RECEIVERSHIP OF
SKYSERVICE AIRLINES INC.**

B E T W E E N:

THOMAS COOK CANADA INC.

Applicant

- and -

SKYSERVICE AIRLINES INC.

Respondent

LTU SETTLEMENT ORDER

THIS MOTION, made by FTI Consulting Canada Inc. in its capacity as court-appointed receiver (the "**Receiver**") of the undertaking, property and assets of Skyservice Airlines Inc. ("**Skyservice**") for an order approving the settlement agreement made as of July 14, 2010 among Wells Fargo Bank Northwest, National Association (the "**Head Lessor**"), LTU Lufttransport-Unternehmen GmbH (the "**Sublessee**"), Aircastle Limited ("**Aircastle**"), Skyservice and the Receiver (the "**LTU Settlement Agreement**"), appended to the Fourth Report of the Receiver dated July 20, 2010 (the "**Fourth Report**"), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Fourth Report and on hearing the submissions of counsel for the Receiver, counsel for the Head Lessor and Aircastle and counsel for the Sublessee, no one

appearing for any other person on the service list, although properly served as appears from the affidavit of Maria Basurto sworn July 20, 2010 filed:

1. THIS COURT ORDERS that the motion is properly returnable July 27, 2010, service of the motion record as described in the Affidavit of Maria Basurto is validated and further service is dispensed with.

2. THIS COURT ORDERS that the terms of settlement contemplated in the LTU Settlement Agreement (the "**Settlement**") are hereby approved, the Receiver is hereby authorized to enter into the LTU Settlement Agreement on its own behalf and for and on behalf of Skyservice, and the Receiver is hereby authorized and directed to take such additional steps and to execute such additional documents, on its own behalf and on behalf of Skyservice, as may be necessary or desirable to give effect to the Settlement.

3. THIS COURT ORDERS that, notwithstanding:

- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of Skyservice and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of Skyservice;

the Settlement and the LTU Settlement Agreement shall be binding on Skyservice and any trustee in bankruptcy that may be appointed in respect of Skyservice and shall not be void or voidable by creditors of Skyservice, nor shall it constitute nor be deemed to be a settlement, fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

IN THE MATTER OF THE RECEIVERSHIP OF SKYSERVICE AIRLINES INC.

BETWEEN:

THOMAS COOK CANADA INC.

- and -

SKYSERVICE AIRLINES INC.

Court File No. CV-10-8647-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

LTU SETTLEMENT ORDER

McCarthy Tétrault LLP
Suite 5300, P.O. Box 48
Toronto Dominion Bank Tower
Toronto ON M5K 1E6

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221

Lawyers for FTI Consulting Canada Inc.
#1494343

Court File No. CV-10-8647-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE)	TUESDAY, THE 27th DAY
)	
JUSTICE MORAWETZ)	OF JULY, 2010

**IN THE MATTER OF THE RECEIVERSHIP OF
SKYSERVICE AIRLINES INC.**

B E T W E E N:

THOMAS COOK CANADA INC.

Applicant

- and -

SKYSERVICE AIRLINES INC.

Respondent

ORDER

THIS MOTION, made by FTI Consulting Canada Inc. in its capacity as court-appointed receiver (the "**Receiver**") of the undertaking, property and assets of Skyservice Airlines Inc. ("**Skyservice**") for an order, among other things, approving the fees and disbursements of the Receiver and its legal counsel and approving the activities described in the Receiver's reports filed to date was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Fourth Report of the Receiver dated July 20, 2010 (the "**Fourth Report**") and the appendices thereto including the attached affidavit of Jamie T. Engen and the affidavit of Dean Palmer, and on hearing the submissions of counsel for the Receiver and

those other parties present, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Maria Basurto sworn July 20, 2010 filed:

1. THIS COURT ORDERS that defined terms used herein have the meaning given in the Fourth Report unless otherwise defined herein.
 2. THIS COURT ORDERS that the fees and disbursements of the Receiver for the period from March 22, 2010 to June 20, 2010, totalling \$1,880,967.50 (excluding applicable taxes), be and are hereby approved.
 3. THIS COURT ORDERS that the fees and disbursements of McCarthy Tétrault LLP, independent legal counsel to the Receiver, for the period from March 17, 2010 to June 30, 2010, totalling \$899,609.92 (excluding applicable taxes), be and are hereby approved.
 4. THIS COURT ORDERS that the activities of the Receiver set out in its first report dated April 14, 2010, second report dated June 10, 2010, supplement to the second report dated June 17, 2010, third report dated June 28, 2010 and the Fourth Report, are hereby approved.
-

IN THE MATTER OF THE RECEIVERSHIP OF SKYSERVICE AIRLINES INC.

B E T W E E N :

THOMAS COOK CANADA INC.

SKYSERVICE AIRLINES INC.

- and -

Court File No. CV-10-8647-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

Proceeding Commenced at Toronto

ORDER

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Toronto ON M5K 1E6

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Fax: (416) 868-0673

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Lawyers for FTI Consulting Canada Inc.
#1494369

SERVICE

1. THIS COURT ORDERS that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

DEFINITIONS

2. THIS COURT ORDERS that for the purposes of this Order the following terms will have the following meanings:

- (a) “**Business Day**” means a day, other than a Saturday, Sunday or a statutory holiday, on which banks are generally open for business in Toronto, Ontario;
- (b) “**Claim**” means any right or claim of any Person, that may be made in whole or in part against Skyservice, whether or not asserted, in connection with any indebtedness, liability or obligation of any kind, in existence on, or which is based on, an event, act or omission which occurred in whole or in part prior to the Date of Receivership, and any interest that may accrue thereon for which there is an obligation to pay, and costs which such Person would be entitled to receive pursuant to the terms of any contract with such Person at law or in equity, by reason of the commission of a tort (intentional or unintentional), any contract or breach of contract, any breach of duty (including, without limitation, any legal, statutory, equitable or fiduciary duty), any right of ownership of or title to property or assets or to a trust or deemed trust (statutory, express, implied, resulting, constructive or otherwise) against any property or assets, whether or not reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal,

equitable, secured, unsecured, perfected, unperfected, present, future, known or unknown, by guarantee, surety or otherwise, and whether or not such right is executory or anticipatory in nature, or any right or ability of any Person to advance a claim for contribution or indemnity or otherwise with respect to any matter, action, cause or chose in action, whether existing at present or commenced in the future, provided that "Claim" shall not include an Excluded Claim;

- (c) "**Claimant**" means a Person asserting a Claim;
- (d) "**Claims Bar Date**" means 5:00 p.m. (Toronto time) on August 27, 2010, or any later date ordered by the Court;
- (e) "**Claims Officer**" means any individual appointed in accordance with paragraph 17 hereof to act as a claims officer for purposes of the Claims Procedure;
- (f) "**Claims Procedure**" means the procedures outlined in this Order, including the Schedules;
- (g) "**Court**" means the Ontario Superior Court of Justice (Commercial List);
- (h) "**Creditor**" means any Person having a Claim;
- (i) "**Date of Receivership**" means March 31, 2010;
- (j) "**Dispute Package**" means, with respect to any Claim, a copy of all information submitted via the FTI Claims Site or otherwise provided to, or delivered by, the Receiver in accordance with this Order;

- (k) **“Excluded Claim”** means (i) any claim secured by the Receiver’s Charge or (ii) any claim arising under a contract entered into by the Receiver, on behalf of Skyservice, after the Date of Receivership or with respect to goods or services provided to Skyservice at the request of the Receiver, on behalf of the Skyservice, on or after the Date of Receivership.
- (l) **“FTI Claims Site”** means <https://cmsi.ftitools.com/skyservice>;
- (m) **“Information Submission Form”** means a form substantially in accordance with the form attached hereto as Schedule “2”;
- (n) **“Known Creditor”** means (i) a Person with a Claim or potential Claim against Skyservice where the Receiver has knowledge or notice of such Claim or potential Claim; or (ii) a Person that the books and records of Skyservice disclose was owed an amount by Skyservice as at the Date of Receivership or arising subsequent to the Date of Receivership that constitutes damages as a result of the termination or repudiation of an executory contract;
- (o) **“Notice to Creditors”** means the notice for publication, substantially in the form attached as Schedule “1”;
- (p) **“Person”** means any individual, partnership, firm, joint venture, trust, entity, corporation, unincorporated organization, trade union, pension plan administrator, pension plan regulator, governmental authority or agency, employee or other association, or similar entity, howsoever designated or constituted;

- (q) **“Proven Claim”** means the amount and classification of a Creditor’s Claim as finally determined in accordance with this Claims Procedure, including any deemed amount or classification pursuant to this Order;
 - (r) **“Receiver”** means FTI Consulting Canada Inc., in its capacity as the court-appointed receiver over all of the assets, undertakings and property of Skyservice;
 - (s) **“Receiver’s Charge”** means the “Receiver’s Charge” as defined in the Receivership Order;
 - (t) **“Receivership Order”** means the Order of the Honourable Justice Gans dated March 31, 2010, as may be amended from time to time;
 - (u) **“Receiver Website”** means <http://cfcanada.fticonsulting.com/skyservice>;
 - (v) **“Skyservice”** means Skyservice Airlines Inc.; and
 - (w) **“Supporting Documentation Submission Form”** means a form substantially in accordance with the form attached hereto as Schedule “3”.
3. THIS COURT ORDERS that all references in this Order to the word “including” will mean “including without limitation”.
4. THIS COURT ORDERS that references herein to the singular include the plural, to the plural include the singular, and to any gender include the other gender.

ADMINISTRATION OF THE CLAIMS PROCEDURE

5. THIS COURT ORDERS that the Claims Procedure shall govern the submission, evaluation and adjudication of Claims against Skyservice and shall be administered by the Receiver through the FTI Claims Site, except as otherwise provided for in this Order.

SOLICITATION OF CLAIMS AGAINST SKYSERVICE

6. THIS COURT ORDERS that on or around July 30, 2010 the Receiver shall send a copy of the Notice to Creditors and a copy of the this Order to each Known Creditor by regular prepaid mail or electronic mail to the address of such Known Creditor as set out in the books and records of Skyservice.
7. THIS COURT ORDERS that on or around August 5, 2010 the Receiver shall cause the Notice to Creditors to be published in the *National Post* (National Edition).
8. THIS COURT ORDERS that the Receiver shall cause the Notice to Creditors to be posted on the Receiver Website as soon as practicable following the date of entry of this Order and to remain posted until at least the Claims Bar Date.
9. THIS COURT ORDERS that any Person that wishes to assert a Claim against Skyservice must submit proof of such Claim, together with all relevant supporting documentation in respect of such Claim, via the FTI Claims Site or as otherwise permitted by this Order by no later than the Claims Bar Date.
10. THIS COURT ORDERS that any Person who does not file proof of a Claim against Skyservice in accordance with this Order by the Claims Bar Date will be forever barred from asserting or enforcing such Claim against Skyservice, and Skyservice will not have any

liability whatsoever in respect of such Claim and such Claim shall be extinguished, unless otherwise ordered by the Court.

DETERMINATION OF CLAIMS AGAINST SKYSERVICE

11. THIS COURT ORDERS that the Receiver shall review the information filed by each Claimant in accordance herewith in respect of its Claim and may accept, revise or disallow the Claim. At any time, the Receiver may request additional information with respect to any Claim.
12. THIS COURT ORDERS that the Receiver may attempt to consensually resolve the classification and amount of any Claim with the Claimant prior to accepting, revising or disallowing such Claim.
13. THIS COURT ORDERS that if the Receiver determines to revise or disallow a Claim, the Receiver may do so by notifying the Claimant of the revision or disallowance via the FTI Claims Site or as otherwise provided in this Order.
14. THIS COURT ORDERS that if a Claimant wishes to dispute the classification or amount of its Claim as set forth by the Receiver in a notice of revision or disallowance, then such Claimant shall dispute such revision or disallowance via the FTI Claims Site or as otherwise provided in this Order, by no later than 5:00 p.m. (Toronto time) on the date that is fifteen [15] days after the date of the notification of such revision or disallowance by the Receiver or such later date as the Court may order.
15. THIS COURT ORDERS that any Claimant who fails to dispute a revision or disallowance in accordance with this Claims Procedure by the deadline and in the manner set forth in paragraph 14 hereof shall be deemed to accept the classification and amount of its Claim as

set out in the revision or disallowance, and the Claim as set out in the revision or disallowance shall constitute such Claimant's Proven Claim.

16. THIS COURT ORDERS that if a Claimant disputes a revision or disallowance of its Claim pursuant to paragraph 14 hereof, the Receiver may:
- (a) attempt to consensually resolve the classification and the amount of the Claim with the Claimant;
 - (b) deliver a Dispute Package to the Claims Officer, if one has been appointed; and/or
 - (c) schedule an appointment with the Court for the purpose of scheduling a motion to have the classification and amount of the Claim determined by the Court, and at such motion the Claimant shall be deemed to be the applicant and the Receiver shall be deemed to be the respondent.

CLAIMS OFFICER(S)

17. THIS COURT ORDERS that the Receiver be and is hereby authorized to appoint one or more individuals, considered by the Receiver to be appropriately qualified, to act as a claims officer to determine the amount and/or classification of disputed Claims in accordance with the Claims Procedure. The Receiver shall advise as to the identity of each Claims Officer so appointed by providing notification of same to the then current service list in these proceedings. The Receiver shall pay the reasonable professional fees and disbursements of each Claims Officer in connection with such appointment as claims officer on presentation and acceptance of invoices from time to time. Each Claims Officer shall be entitled to a reasonable retainer against its fees and disbursements which shall be paid by the Receiver upon request.

18. THIS COURT ORDERS that subject to further order of the Court, the Claims Officer shall determine the classification and/or amount of each Claim in respect of which a dispute has been referred to such Claims Officer by the Receiver pursuant to paragraph 16(b), and in doing so, the Claims Officer shall be empowered to (i) determine the manner in which evidence may be brought before him or her as well as any other procedural matters which may arise in respect of the determination of any Claim; and (ii) make awards of costs against the Claimant.
19. THIS COURT ORDERS that upon receipt of a Dispute Package in respect of a Claim, the Claims Officer shall schedule and conduct a hearing to determine the classification and/or amount of the Claim and shall as soon as practicable thereafter notify the Receiver and the Claimant of his or her determination.
20. THIS COURT ORDERS that the Receiver or the Claimant may appeal the Claims Officer's determination to this Court by serving upon the other and filing with this Court, within ten days of notification of the Claims Officer's determination of such Claimant's Claim, a notice of motion returnable on a date to be fixed by this Court. If a notice of motion is not filed within such period, then the Claims Officer's determination shall, subject to a further order of the Court, be deemed to be final and binding and shall be such Claimant's Proven Claim. Appeals of determinations made by the Claims Officer shall be by way of *de novo* hearings.

NOTICE OF TRANSFEREES

21. THIS COURT ORDERS that if a Claimant, a Creditor or any subsequent holder of a Claim, who in any such case has previously been acknowledged by the Receiver as the holder of the Claim, transfers or assigns that Claim to another Person, the Receiver shall not be obligated

to give notice to or to otherwise deal with the transferee or assignee of the Claim as the holder of such Claim unless and until actual notice of transfer or assignment, together with satisfactory evidence of such transfer or assignment, has been delivered to the Receiver. Thereafter, such transferee or assignee shall, for all purposes hereof, constitute the holder of such Claim and shall be bound by notices given and steps taken in respect of such Claim in accordance with the provisions of this Order.

22. THIS COURT ORDERS that if a Claimant, a Creditor or any subsequent holder of a Claim, who in any such case has previously been acknowledged by the Receiver as the holder of the Claim, transfers or assigns the whole of such Claim to more than one Person or part of such Claim to another Person, such transfers or assignments shall not create separate Claims and such Claims shall continue to constitute and be dealt with as a single Claim notwithstanding such transfers or assignments. The Receiver shall not, in each case, be required to recognize or acknowledge any such transfers or assignments and shall be entitled to give notices to and to otherwise deal with such Claim only as a whole and then only to and with the Person last holding such Claim, provided such Claimant or Creditor may, by notice in writing delivered to the Receiver, direct that subsequent dealings in respect of such Claim, but only as a whole, shall be dealt with by a specified Person and in such event, such Person shall be bound by any notices given or steps taken in respect of such Claim with such Claimant, or Creditor in accordance with the provisions of this Order.
23. THIS COURT ORDERS that the Receiver is not under any obligation to give notice to any Person other than a Claimant holding a Claim and shall have no obligation to give notice to any Person holding a security interest, lien or charge in, or a pledge or assignment by way of security in, a Claim, as applicable in respect of any Claim.

24. THIS COURT ORDERS that nothing in this Order shall operate to alter, amend, derogate, or supplement the provisions of any inter-creditor agreement or subordination agreement as it pertains to the rights of any Claimant as applicable in respect of any Claim.

SUBMISSION OF INFORMATION AND SUPPORTING DOCUMENTATION BY PAPER COPY

25. THIS COURT ORDERS that any Claimant, Creditor, or any subsequent holder of a Claim who has been acknowledged by the Receiver as the holder of the Claim, that is unwilling or unable to submit information via the FTI Claims Site, may instead submit such information by paper copy to the Receiver using the Information Submission Form.
26. THIS COURT ORDERS that the Receiver is authorized to input to the FTI Claims Site the information submitted using the Information Submission Form and that the Receiver shall have no liability for the information submitted other than as a result of gross negligence or wilful misconduct.
27. THIS COURT ORDERS that any Claimant, Creditor, or any subsequent holder of a Claim, who has been acknowledged by the Receiver as the holder of the Claim, that is unwilling or unable to submit supporting documentation via the FTI Claims Site may instead submit such supporting documentation by paper copy to the Receiver using the Supporting Documentation Submission Form.
28. THIS COURT ORDERS that the Receiver is authorized to upload to the FTI Claims Site the supporting documentation submitted using the Supporting Documentation Submission Form and that the Receiver shall have no liability for the information submitted other than as a result of gross negligence or wilful misconduct.

29. THIS COURT ORDERS that the Receiver is authorized to deliver any notification hereunder by paper copy.

GENERAL PROVISIONS

30. THIS COURT ORDERS that the Receiver, in addition to its prescribed rights and obligations under the Receivership Order, is hereby directed and empowered to take such other actions and fulfill such other roles as are contemplated by this Order.
31. THIS COURT ORDERS that for the purposes of the Claims Procedure, all Claims which are denominated in a foreign currency shall be converted to Canadian dollars at the Bank of Canada noon spot rate in effect on the Date of Receivership.
32. THIS COURT ORDERS that any notice or communication required to be delivered by the Receiver pursuant to this Order may be delivered via the FTI Claims Site or may be delivered by facsimile, email or electronic transmission, personally delivery, courier or prepaid mail to the address or number contained in the books and records of Skyservice or as included in the information submitted by a Claimant in respect of its Claim.
33. THIS COURT ORDERS that any notice or communication required to be delivered by a Claimant or Creditor pursuant to the terms of this Order must be delivered via the FTI Claims Site unless otherwise provided in this Order.
34. THIS COURT ORDERS that any paper copy of any document, notification or notice to be delivered to the Receiver in accordance with this Claims Procedure must be delivered to:

FTI Consulting Canada Inc.
In its capacity as Receiver of Skyservice Airlines Inc.
79 Wellington St. W.
TD Waterhouse Tower Suite 2010

PO Box 104
Toronto, Ontario M5K 1G8
Attention: Skyservice Claims
Facsimile: (416) 649-8101
Email: skyservice.receiver@fticonsulting.com

35. THIS COURT ORDERS that in the event that the day on which any notice or communication required to be delivered pursuant to the Claims Procedure is not a Business Day, then such notice or communication shall be required to be delivered on the next Business Day.
36. THIS COURT ORDERS that in the event of any strike, lock-out or other event which interrupts postal service in any part of Canada, all notices and communications during such interruption may only be delivered by email, facsimile transmission, personal delivery or courier and any notice or other communication given or made by prepaid mail within the seven (7) day period immediately preceding the commencement of such interruption, unless actually received, shall be deemed not to have been delivered. All such notices and communications shall be deemed to have been received, in the case of notice by email, facsimile transmission, personal delivery or courier prior to 5:00 p.m. (local time) on a Business Day, when received, if received after 5:00 p.m. (local time) on a Business Day or at any time on a non-Business Day, on the next following Business Day, and in the case of a notice mailed as aforesaid, on the fourth business day following the date on which such notice or other communication is mailed.
37. THIS COURT ORDERS that the Receiver is authorized to use reasonable discretion as to the adequacy of compliance with respect to the manner in which the fields of the FTI Claims Site or any paper forms, as the case may be, are completed and executed and may, where it is satisfied that a Claim has been adequately filed or proven, waive strict compliance with the

requirements of this Claims Procedure provided that nothing in this Order shall confer upon the Receiver the discretion or ability to accept Claims lodged subsequent to the Claims Bar Date.

38. THIS COURT ORDERS AND REQUESTS the aid and recognition of any court or any judicial, regulatory or administrative body in any province or territory of Canada and the Federal Court of Canada and any judicial, regulatory or administrative tribunal or other court or any judicial, regulatory or administrative body of the United States and the states or other subdivisions of the United States and of any nation or state to act in aid of and be complimentary to this Court in carrying out the terms of this Claims Procedure Order.
-

Schedule "1"

NOTICE TO CREDITORS AND OTHERS

IN THE MATTER OF THE RECEIVERSHIP OF SKYSERVICE AIRLINES INC.
(the "Company")

TO: CREDITORS AND TO ANY OTHER PERSON OR PARTIES

NOTICE OF CLAIMS PROCEDURE AND CLAIMS BAR DATE

PLEASE TAKE NOTICE that this notice is being published pursuant to an order of the Honourable Justice● of the Ontario Superior Court of Justice (Commercial List) dated ●, 2010 (the "Claims Procedure Order").

Any person who believes that it has a Claim against an Company should go to the FTI Claims Site <https://cmsi.ftitools.com/skyservice> to create a user account and submit their Claim online.

Creditors who are unable or unwilling to use the FTI Claims Site may request an Information Submission Form and a Supporting Documentation Submission Form from the Receiver by contacting●. All creditors must submit their Claim to the FTI Consulting Canada Inc., in its capacity as the Court-appointed Receiver of Skyservice via the FTI Claims Site or the Information Submission Form by no later than by 5:00 p.m. (Eastern Standard Time) on August 27, 2010 or such other date as ordered by the Court (the "Claims Bar Date").

CLAIMS WHICH ARE NOT RECEIVED BY THE CLAIMS BAR DATE WILL BE BARRED AND EXTINGUISHED FOREVER.

Creditors will find a link to the FTI Claims Site and a copy of the Information Submission Form and the Supporting Documentation Submission Form on the Receiver Website at <http://cfcanada.fticonsulting.com/skyservice> or they may contact the Receiver (Attention: Skyservice Claims, E-mail: skyservice.receiver@fticonsulting.com) to obtain the Information Submission Form and the Supporting Documentation Submission Form.

Creditors should file their Claim with the Receiver using the FTI Claims Site. The Information Submission Form and Supporting Documentation Submission Form may be submitted by mail, fax, email, courier or hand delivery. Creditors must

ensure that the Claim is actually received by the Claims Bar Date at the address below.

Address of Receiver:

FTI Consulting Canada Inc.
79 Wellington St. W.
Suite 2010 Post Office Box 104
Toronto, Ontario M5K 1G8

Attention: Skyservice Claims

Facsimile: (416) 649-8101
E-mail: skyservice.receiver@fticonsulting.com

Dated at _____ this _____ day of _____, 2010.

Schedule "2"

Information Submission Form

Add Contact

Name _____
 Attention _____
 Address 1 _____
 Address 2 _____
 City _____
 State/Province _____
 ZIP/Postal Code _____
 Country _____
 Phone _____
 Fax _____
 Email _____
 Type Assignee Attorney CC only Claimant
 Notice None Notice only Primary contact

Add Contact

Name _____
 Attention _____
 Address 1 _____
 Address 2 _____
 City _____
 State/Province _____
 ZIP/Postal Code _____
 Country _____
 Phone _____
 Fax _____
 Email _____
 Type Assignee Attorney CC only Claimant
 Notice None Notice only Primary contact

Add Claim

Claim Amount _____
 Currency _____
 Debtor Company Name _____
 Claim Type Pre-Filing Subsequent
 Classification Secured Unsecured
 Category 1 Employee Former Employee Guarantee
 Deficiency Pension Trade Landlord
 Category 2 Royalty

Security Type Security Agreement Statutory Lien

Comments - Please add any comments that may assist us in reviewing your claim.

Add Claim

Claim Amount _____

Currency _____

Debtor Company Name _____

Classification Secured Unsecured

Category 1 Employee Former Employee Guarantee

Deficiency Pension Trade Landlord

Category 2 Royalty

Security Type Security Agreement Statutory Lien

Comments - Please add any comments that may assist us in reviewing your claim.

Future correspondence

All future correspondence will be directed to the email designated in the contact details unless you specifically request that hardcopies be provided.

Hardcopy of correspondence required

Acknowledgement

Signature _____

Date _____

Notice of Dispute

Original Claim Amount _____

Revised Claim per _____

Receiver _____

Revised Claim per _____
Claimant

Currency _____

Debtor Company Name _____

Classification Secured Unsecured

Category 1 Employee Former Employee Guarantee

Deficiency Pension Trade Landlord

Category 2 Royalty

Security Type Security Agreement Statutory Lien

Reason for Dispute - Please add any comments that may assist us in reviewing your claim.

Notice of Dispute

Original Claim Amount _____

Revised Claim per _____

Receiver _____

Revised Claim per _____
Claimant

Currency _____

Debtor Company Name _____

Classification Secured Unsecured

Category 1 Employee Former Employee Guarantee

Deficiency Pension Trade Landlord

Category 2 Royalty

Security Type Security Agreement Statutory Lien

Reason for Dispute - Please add any comments that may assist us in reviewing your claim.

Acknowledgement

Signature

Date

Schedule "3"

Supporting Documentation Submission Form

Contact Details

Name _____
Attention _____
Address 1 _____
Address 2 _____
City _____
State/Province _____
ZIP/Postal Code _____
Country _____
Phone _____
Fax _____
Email _____

Supporting Documentation

Please attach hard copies of your supporting documentation to this form.

Comments _____

Future correspondence

All future correspondence will be directed to the email designated in the contact details unless you specifically request that hardcopies be provided.

Hardcopy of correspondence required

Acknowledgement

Signature _____
Date _____

IN THE MATTER OF THE RECEIVERSHIP OF SKYSERVICE AIRLINES INC.

BETWEEN:

THOMAS COOK CANADA INC.

- and -

SKYSERVICE AIRLINES INC.

Court File No. CV-10-8647-00CL

ONTARIO

**SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

CLAIMS PROCEDURE ORDER

McCarthy Tétrault LLP

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Fax: (416) 868-0673

Lawyers for FTI Consulting Canada Inc.
#1361713

IN THE MATTER OF THE RECEIVERSHIP OF SKYSERVICE AIRLINES INC.

BETWEEN:

THOMAS COOK CANADA INC.

- and - SKYSERVICE AIRLINES INC.

Court File No. CV-10-8647-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

**MOTION RECORD
(returnable July 27, 2010)**

McCarthy Tétrault LLP
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Toronto ON M5K 1E6

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