

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

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**In re** : **Chapter 11 Case No.**  
**REPUBLIC AIRWAYS HOLDINGS INC., et al.,** : **16-10429 (SHL)**  
**Debtors.** : **(Jointly Administered)**

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**STATEMENT OF THE DEBTORS CERTIFYING COMPLIANCE WITH  
ORDER PURSUANT TO 11 U.S.C. §§ 105(a), 327 & 330 OF THE  
BANKRUPTCY CODE AUTHORIZING THE DEBTORS TO EMPLOY  
PROFESSIONALS USED IN THE ORDINARY COURSE OF BUSINESS**

On March 23, 2016, the United States Bankruptcy Court for the Southern District of New York entered an order granting the relief requested in the Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 327 & 330 of the Bankruptcy Code Authorizing the Debtors to Employ Professionals Used in the Ordinary Course of Business Nunc Pro Tunc to the Commencement Date<sup>1</sup> (ECF No. 213) (the “OCP Order”).

**PLEASE TAKE NOTICE** that Republic Airways Holdings Inc. (“RAH”), and certain of its wholly-owned direct and indirect subsidiaries, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively with RAH, “Republic” or the “Debtors”) hereby certify compliance with the terms of the OCP Order as provided herein.

**PLEASE TAKE FURTHER NOTICE** that the following fees and expenses were paid to Ordinary Course Professionals from October 1, 2016 through December 31, 2016:

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1. Capitalized terms used but not otherwise herein defined shall have the meanings ascribed to those terms in the motion.


<b>Name of Professional</b>	<b>Total Fees and Expenses Paid</b>
Daugherty, Fowler, Peregrin, Haught & Jenson	\$36,633.58
Hogan Lovells US LLP	\$16,635.34
Ice Miller LLP	\$83,973.34
O'Melveny & Myers LLP <sup>2</sup>	\$294,738.78
<b>Total</b>	<b>\$431,981.04</b>

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2. Includes (i) a payment of \$127,857.49 pursuant to the Order Granting Second Interim Applications, and Interim Applications of Certain Ordinary Course Professionals, for Allowance of Compensation and Reimbursement of Expenses (ECF No. 1274) which, among other things, approved the First Application Of O'Melveny & Meyers LLP, As Ordinary Course Professionals For Debtors, For Allowance Of Compensation For Professional Services Rendered and Reimbursement Of Actual And Necessary Expenses Incurred From August 1, 2016 Through September 30, 2016; and (ii) a payment of \$86,441.13 pursuant to the Order Granting Second Application Of O'Melveny & Meyers LLP, As Ordinary Course Professionals For Debtors, For Allowance Of Compensation For Professional Services Rendered and Reimbursement Of Actual And Necessary Expenses Incurred From October 1, 2016 Through October 31, 2016 (ECF No. 1374).

Dated: New York, New York  
January 27, 2017

REPUBLIC AIRWAYS HOLDINGS INC.  
(for itself and on behalf of its wholly-  
direct and indirect subsidiaries, as  
Debtors and Debtors in Possession)



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Name: Ethan J. Blank  
Title: Vice President and General Counsel