



CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed February 6, 2017


United States Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re: § Chapter 11
ERICKSON INCORPORATED, *et al.*, §
§ Case No. 16-34393-hdh
§
Debtors. § (Jointly Administered)

ORDER (I) APPROVING THE SECOND AMENDED DISCLOSURE STATEMENT; (II) FIXING A RECORD DATE; (III) APPROVING CURE PROCEDURES; (IV) APPROVING SOLICITATION PROCEDURES; (V) APPROVING FORM OF BALLOT AND ESTABLISHING VOTING PROCEDURES; AND (VI) ESTABLISHING NOTICE AND OBJECTION PROCEDURES WITH RESPECT TO CONFIRMATION OF THE CHAPTER 11 PLAN OF THE DEBTORS

Upon the motion (the “**Motion**”) of the above-captioned debtors (collectively, the “**Debtors**”) for the entry of an order (the “**Disclosure Statement Approval Order**”) approving the Second



Amended Disclosure Statement in Support of the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “**Disclosure Statement**”)¹ and granting the relief related thereto; it appearing that the relief requested is in the best interests of the Debtors’ estates, their creditors and other parties in interest; the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); venue being proper before this court pursuant to 28 U.S.C. §§ 1408 and 1409; notice of the Motion having been adequate and appropriate under the circumstances; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED:

1. The Motion is granted as provided herein.
2. The Disclosure Statement complies with all aspects of section 1125 of the Bankruptcy Code and is hereby approved as containing adequate information (as defined by section 1125(a) of the Bankruptcy Code).
3. The Debtors have provided adequate notice of the time fixed for filing objections and the hearing to consider approval of the Disclosure Statement in accordance with Bankruptcy Rules 2002 and 3017 and Local Rule 3017-1.
4. Any objections to approval of the Disclosure Statement that were not withdrawn or resolved at or prior to the hearing to consider approval of the Disclosure Statement are overruled.

¹ Capitalized terms that are not otherwise defined herein shall have the meanings ascribed to such terms in the Motion or the Disclosure Statement, as applicable.

A. Establishment of Voting Record Date

5. Pursuant to Bankruptcy Rule 3018(a), the Court hereby establishes the record date of February 15, 2017 (the “**Voting Record Date**”) for purposes of determining (a) holders of Claims and Interests entitled to receive Solicitation Materials, and (b) Creditors entitled to vote to accept or reject the Plan. To the extent a Person (as defined in 11 U.S.C. § 101(41)) was not a Creditor as of the Voting Record Date but is subsequently determined to hold a Claim pursuant to an order of the Court temporarily allowing such Claim for voting purposes, such Person shall be entitled to vote to accept or reject the Plan.

B. Cure Procedures

6. The following procedures regarding the assumption of the Contracts are hereby approved to the extent set forth herein, and shall govern the assumption of all Contracts proposed to be assumed by the Debtors pursuant to Section 365(b) of the Bankruptcy Code (as defined in the Motion, the “**Assumed Contracts**”)

7. The Debtors shall serve the Cure Notice, substantially in the form attached hereto as **Exhibit 8** (the “**Cure Notice**”) by first class mail, facsimile, electronic transmission, or overnight mail on or before February 15, 2017, on each counterparty of a Contract (the “**Contract Counterparty**”).

8. The Cure Notice shall set forth the following information: (i) the Contract(s) that *may* be assumed by the Debtors; (ii) the name and address of the Contract Counterparty; (iii) the proposed cure amount, if any, determined by the Debtors necessary to be paid to cure any existing default in accordance with the Bankruptcy Code (the “**Cure Amount**”); and (iv) the deadlines by which any such Contract Counterparty must file an objection to the proposed assumption of any Assumed Contract. To the extent a Contract is not listed on the Cure Notice,

the Cure Amount for such unlisted Contract shall be deemed to be \$0.00, and any objection to such Cure Amount shall be filed in accordance with paragraph 9 of this Order.

9. Any and all objections (the “**Cure Objections**”) to the assumption of any Contract, including without limitation any objection to the Debtors’ proposed Cure Amount or the provision of adequate assurance of future performance pursuant to section 365 of the Bankruptcy Code (“**Adequate Assurance**”), must be filed with the Court on or before March 13, 2017, at 4:00 p.m. (prevailing Central Time) (the “**Cure Objection Bar Date**”). Cure Objections must: (a) be in writing; (b) be in the English language; (c) state the name and address of the objecting Contract Counterparty; (d) be served so that they are received by the Confirmation Service List (as defined in the Disclosure Statement Approval Order) no later than the Cure Objection Bar Date; (e) identify the Contract to which the objector is party; (f) describe with particularity any dispute the Contract Counterparty has under Section 365 of the Bankruptcy Code with the Cure Amount and identify the bases of the dispute under the Contract; (g) attach all supporting documents; and (h) if the response contains an objection to Adequate Assurance, state with specificity what the objecting party believes is required to provide Adequate Assurance (the “**Assumed Contract Objection Procedures**”).

10. If no Cure Objection is timely and properly filed and served in accordance with the Assumed Contract Objection Procedures, (a) the Cure Amount set forth in the Cure Notice shall be controlling notwithstanding anything to the contrary in any Assumed Contract or other document and the Contract Counterparty thereto shall be forever barred from asserting any other claim against the Debtors with respect to such Assumed Contract arising prior to the assumption thereof and (b) the Reorganized Debtors’ agreement to assume the Debtors’ obligations under the Assumed Contract shall be deemed Adequate Assurance thereunder. To the extent the

Debtors dispute any Cure Objection, such dispute shall be presented to the Court at the Confirmation Hearing, or such later date and time as the Debtors or the Reorganized Debtors may request or the Court may order.

11. The presence of any Contract on the Cure Notice **does not** constitute a finding or an admission that such Contract is an executory contract or unexpired lease. Further, the presence of any Contract on the Cure Notice **does not** indicate that the Debtors intend to assume the Contract. The Debtors **may** reject a Contract that appears on the Cure Notice pursuant to the Plan. Pursuant to the Plan, the Debtors will file the Plan Supplement, which shall include a Schedule of Assumed Contracts and Leases, whereby each Contract Counterparty will have notice on the Debtors' intention to assume its Contract.

C. Solicitation Procedures

12. The Plan shall constitute seven (7) distinct plans of reorganization, one (1) for each Debtor, and for voting and distribution purposes, each Class of Claims shall be deemed to contain sub-classes for each of the Debtors, to the extent applicable. To the extent there are no Allowed Claims or Interests with respect to a particular Debtor, such Class is deemed to be omitted with respect to such Debtor.

13. The Court hereby approves the forms of ballot, attached hereto as **Exhibits 1-4** (collectively, the "**Ballots**"), and authorizes the Debtors to use such Ballots, in substantially the same form and containing substantially similar content, for soliciting votes of creditors entitled to vote on the Plan.

14. The Court hereby grants relief to the Debtors from the requirements under Fed. R. Bankr. P. 3017 to distribute paper copies of the Plan, Disclosure Statement and other materials to holders of Claims and Interests. The Debtors shall make the Disclosure Statement, Plan and the Disclosure Statement Approval Order, including any amendment, attachment, exhibit, or

supplement related thereto, available in electronic format online at <http://www.kccllc.net/Erickson>.

15. The Confirmation Hearing Notice, attached hereto as **Exhibit 5** (the “**Confirmation Hearing Notice**”), shall contain the address to the Debtors’ case website with a link directly to the Disclosure Statement, Plan and this Disclosure Statement Approval Order. The website shall contain a copy of the Disclosure Statement, Plan and the Disclosure Statement Approval Order, which can be reviewed online or downloaded and printed.

16. The Debtors shall transmit or cause to be transmitted on or before February 10, 2017 (the “**Solicitation Mailing Date**”), the Confirmation Hearing Notice (which contains a link to the Plan, Disclosure Statement, and Disclosure Statement Approval Order, including any amendment, attachment, exhibit, or supplement related thereto) and if applicable, Ballots, Non-Voting Status Notice or Unimpaired Status Notice (as each is defined below), a solicitation letter from the Debtors in support of the Plan, and in the Debtors’ discretion, a solicitation letter in support of the Plan from other parties-in-interest (the “**Solicitation Materials**”) to (a) all Creditors, (b) all holders of Interests, and (c) all other parties in interest, as required by the Bankruptcy Rules (including those entities as described in Bankruptcy Rule 3017(f)) and the Local Rules. The Debtors shall serve a paper or electronic copies of the Plan, Disclosure Statement and the Disclosure Statement Approval Order on (y) all parties in interest who have filed a notice requesting a copy of the Plan or Disclosure Statement, and (z) parties on the Debtors’ limited service list.

17. Transmittal to Certain Holders of Claims and Interests Who Are Deemed to Reject or Accept the Plan. The Debtors are not required to send Ballots to holders of Claims or Interests in classes which are deemed to accept or reject the Plan pursuant to sections 1126(f) and

(g) of the Bankruptcy Code. Specifically, the Debtors are not required to solicit votes or send Ballots to holders of Claims or Interests in Classes 7, 8 or 9. The Debtors are hereby authorized to serve holders of Claims or Interests in Classes 7, 8 or 9 a copy of (i) the Confirmation Hearing Notice, and (ii) (a) Non-Voting Status Notice, substantially in the form attached hereto as **Exhibit 6** or (b) copy of an Unimpaired-Voting Status Notice, substantially in the form attached hereto as **Exhibit 7**, as applicable.

18. Availability of Plan, Disclosure Statement, and the Plan Supplement. The Debtors shall make copies of the Plan and Disclosure Statement and, after the Solicitation Mailing Date, the Plan Supplement, publicly available at <http://www.kccllc.net/Erickson>. In addition, copies of the Plan, the Disclosure Statement (including the Plan Supplement) and the Disclosure Statement Approval Order may also be obtained (upon written request at least three (3) business days prior to the Voting Deadline) from the Claims and Balloting Agent, Erickson Ballot Processing Center, c/o KCC, 2335 Alaska Avenue, El Segundo, CA 90245, (877) 725-7539 or (424) 236-7247, or EricksonInquiries@kccllc.com.

D. Deadline for Submitting Ballots Accepting or Rejecting the Plan

19. The last day for submitting a Ballot accepting or rejecting the Plan (the “**Voting Deadline**”) shall be March 13, 2017 at 4:00 p.m. (prevailing Central Time). All parties entitled to vote will receive a Ballot from the Claims and Balloting Agent by mail pursuant to this Order. If a Claim has been objected to, such Creditor will not have the right to vote until the objection is resolved, and any vote will not be counted, unless such Creditor requests, and receives, after notice and hearing, an order of the Court under Bankruptcy Rule 3018(a) temporarily allowing the Claim for voting purposes only.

20. Balloting Agent. All Ballots, other than the Master Ballot, will be accompanied by pre-addressed, postage-paid return envelopes addressed to Erickson Ballot Processing Center, c/o KCC, 2335 Alaska Avenue, El Segundo, CA 90245.²

E. Holders of Existing Second Lien Notes

21. Record holders of Existing Second Lien Notes may include Nominees. Nominees may hold such claims as beneficial holders, or may be record holders holding such Claims for their beneficial holder in “street name.” Such holders shall have Existing Second Lien Secured Claims in Class 5 and Existing Second Lien Deficiency Claims in Class 6 with the General Unsecured Claims.

A. Instructions for a Beneficial Holder who is also a Record Holder

22. A beneficial holder who holds an Existing Second Lien Secured Claim as a record holder in its own name shall vote on the Plan by completing and signing the Beneficial Holder Ballot, substantially in the form attached hereto as **Exhibit 4**, and returning it directly to the Claims and Balloting Agent on or before the Voting Deadline using the enclosed self-addressed, postage-paid envelope.

B. Instructions for Nominees

23. A Nominee that, on the Voting Record Date, is the record holder of an Existing Second Lien Note for one (1) or more beneficial holders shall obtain the votes of the beneficial holders, consistent with customary practices for obtaining the votes of securities held in “street name.” The Nominee shall forward to the beneficial holder of an Existing Second Lien Note a Beneficial Holder Ballot, together with the Solicitation Package, a pre-addressed, postage-paid return envelope provided by, and addressed to, the Nominee, and other materials requested to be

² As detailed on the Master Ballot, the Master Ballot shall be returned to Erickson Ballot Processing Center, c/o KCC New York, KCC NY - 1290 Avenue of the Americas, 9th Floor, New York, NY 10104.

forwarded by the Debtors. Each such beneficial holder must then indicate its vote on the Beneficial Holder Ballot, complete the information requested on the Beneficial Holder Ballot, review the certifications contained on the Beneficial Holder Ballot, execute the Beneficial Holder Ballot, and return the Beneficial Holder Ballot to the Nominee. After collecting the Beneficial Holder Ballots, the Nominee shall, in turn, complete a Master Ballot, attached as **Exhibit 3** hereto, compiling the votes and other information from the Beneficial Holder Ballots, execute the Master Ballot and deliver the Master Ballot to the Claims and Balloting Agent so that it is received by the Claims and Balloting Agent on or before the Voting Deadline. The Nominees shall also deliver all original Beneficial Holder Ballots to the Claims and Balloting Agent so they are received by the Claims and Balloting Agent on or before the Voting Deadline.

24. Nominees may transmit all documents to record holders electronically in accordance with their customary practice.

C. Instructions for the Beneficial Holder who holds in “Street Name” through a Nominee

25. A beneficial holder who holds an Existing Second Lien Note in “street name” through a Nominee shall indicate its vote on the Beneficial Holder Ballot, complete the information requested on the Beneficial Holder Ballot, review the certifications contained on the Beneficial Holder Ballot, execute the Beneficial Holder Ballot, and return the Beneficial Holder Ballot to the Nominee as promptly as possible and in sufficient time to allow the Nominee to process and return a completed Master Ballot to the Claims and Balloting Agent by the Voting Deadline. The beneficial holder must comply with the Nominee’s deadline by which to return the Beneficial Holder Ballot to the Nominee.

26. Any Beneficial Holder Ballot returned to a Nominee by a beneficial holder will not be counted for purposes of acceptance or rejection of the Plan until such Nominee properly

and timely completes and delivers to the Claims and Balloting Agent a Master Ballot casting the vote of such beneficial holder.

D. Instructions for the Beneficial Holder who holds in "Street Name" through multiple Nominees

27. If any beneficial holder holds an Existing Second Lien Note through more than one (1) Nominee, such beneficial holder may receive multiple mailings containing the Beneficial Holder Ballots. The beneficial holder shall execute a separate Beneficial Holder Ballot for each block of the Existing Second Lien Notes that it holds through any particular Nominee and return each Beneficial Holder Ballot to the respective Nominee in the return envelope provided therewith (or otherwise follow each Nominee's instructions). Beneficial holders who execute multiple Beneficial Holder Ballots with respect to an Existing Second Lien Note held through more than one (1) Nominee must indicate on each Beneficial Holder Ballot the names of all such other Nominees and the additional amounts of such Existing Second Lien Note so held and voted. A beneficial holder who executes multiple Beneficial Holder Ballots must vote the same on each Beneficial Holder Ballot for the votes to be counted.

F. Ballot Tabulation Procedures

28. The Court hereby approves the following ballot tabulation procedures:

- A. Votes Counted. The Claims and Balloting Agent shall count all Ballots filed on account of (1) Claims in the Schedules of Assets and Liabilities, that are not listed as contingent, unliquidated or disputed, and are listed in an amount in excess of \$0.00; and (2) Proofs of Claim Filed by the Voting Record Date that are not asserted as contingent or unliquidated, and are asserted in an amount in excess of \$0.00. If no Claim is listed in the Schedules of Assets or Liabilities, and no Proof of Claim is Filed by the Voting Record Date, such Creditor shall not be entitled to vote on the Plan on account of such Claim, subject to the procedures below. Further, the Claims and Balloting Agent shall not count any votes on account of Claims that are subject to a Voting Objection (as defined below), unless and to the extent the Court has overruled such Voting Objection by the Voting Record Date, subject to the procedures below.

The foregoing general procedures will be subject to the following exceptions and clarifications:

- (1) If a Claim is Allowed under the Plan or by order of the Court, such Claim is Allowed for voting purposes in the Allowed amount set forth in the Plan or the order;
- (2) If a Claim is listed in the Debtors' Schedules of Assets and Liabilities or a Proof of Claim is timely Filed by the Voting Record Date, and such Claim is not listed or asserted as contingent, unliquidated, or disputed, and is listed or asserted in an amount in excess of \$0.00, such Claim is temporarily Allowed for voting purposes in the amount set forth in the Debtors' Schedules of Assets and Liabilities or as asserted in the Proof of Claim;
- (3) If a Claim is listed in the Debtors' Schedules of Assets and Liabilities or a Proof of Claim is timely Filed by the Voting Record Date, and such Claim is only partially listed or asserted as contingent, unliquidated, or disputed, such Claim is temporarily Allowed for voting purposes only in the amount not listed or asserted as contingent, unliquidated or disputed in the Debtors' Schedules of Assets and Liabilities or in the Proof of Claim;
- (4) If a Claim is listed in the Debtors' Schedules of Assets and Liabilities or a Proof of Claim is timely Filed by the Voting Record Date, and such Claim is listed or asserted as contingent, unliquidated, or disputed, or is listed or asserted for \$0.00 or an undetermined amount, such Claim shall not be counted for voting purposes;
- (5) If a Claim is not listed in the Debtors' Schedules of Assets and Liabilities and a Proof of Claim is Filed after the Voting Record Date, such Claim is temporarily Allowed for voting purposes only if such Creditor obtains an order of the Court temporarily allowing the Claim for voting purposes prior to the Voting Deadline;
- (6) Any Claim to which there remains a pending objection as of the Voting Deadline, or an order has been entered granting such objection, such Claim shall not be counted for voting purposes;
- (7) If a Creditor has Filed duplicate Proofs of Claim by the Voting Record Date against one or more Debtors, such Creditor's Claim shall only be counted once for the Debtor at which the Creditor's

Claim is pending for voting purposes unless the Debtors determine there is a Claim pending against multiple Debtors; and

- (8) If a Proof of Claim has been amended by a later-Filed Proof of Claim, the earlier-Filed Claim will not be entitled to vote, and to the extent the later-Filed Proof of Claim is filed after the Voting Record Date, such later-Filed Proof of Claim must have been temporarily allowed for voting purposes by the Voting Record Date to be counted.

B. Tabulating Votes. The Debtors further propose the following procedures for tabulating votes:

- (1) Any Ballot that is otherwise timely completed, executed, and properly cast to the Claims and Balloting Agent but does not indicate an acceptance or rejection of the Plan, or that indicates both an acceptance and rejection of the Plan, shall not be counted; if no votes to accept or reject the Plan are received with respect to a particular Class that is entitled to vote on the Plan, such Class shall be deemed to have voted to accept the Plan;
- (2) A Creditor who holds Claims in Class 4 against more than one Debtor, shall cast a single Ballot, which shall be counted separately with respect to each such Debtor.
- (3) A Creditor who holds Claims in Classes 5 and 6 against more than one Debtor shall have the option to cast a vote on a straight ticket basis on a single Ballot, and such vote shall be counted separately, but consistently with respect to each such Debtor, and the vote on Class 6 Claims shall be deemed voted consistent with the Class 5 Claims. Otherwise, a Creditor who holds Claims in Classes 5 and 6 may vote on the Ballot separately against each Debtor and separately with respect to Classes 5 and 6.
- (4) If a Creditor casts more than one (1) Ballot voting the same Claim before the Voting Deadline, the last properly cast Ballot received before the Voting Deadline shall be deemed to reflect the voter's intent and thus supersede any prior Ballots;
- (5) Creditors must vote all of their Claims within a particular Class to either accept or reject the Plan, and may not split their votes within a particular Class and thus a Ballot (or group of Ballots) within a particular Class that partially accepts and partially rejects the Plan shall not be counted;
- (6) A Creditor who votes an amount related to a Claim that has been paid or otherwise satisfied in full or in part shall only be counted

for the amount that remains unpaid or not satisfied, and if such Claim has been fully paid or otherwise satisfied, such vote will not be counted for purposes of amount or number; and

- (7) For purposes of determining whether the numerosity and amount requirements of sections 1126(c) and 1126(d) of the Bankruptcy Code have been satisfied, the Debtors will tabulate only those Ballots received by the Voting Deadline. For purposes of the numerosity requirement of section 1126(c) of the Bankruptcy Code, separate Claims held by a single Creditor in a particular Class shall be aggregated as if such Creditor held one (1) Claim against the Debtors in such Class, and the votes related to such Claims shall be treated as a single vote to accept or reject the Plan.

C. Ballots Not Counted. The following Ballots shall not be counted or considered for any purpose in determining whether the Plan has been accepted or rejected:

- (1) Any Ballot received after the Voting Deadline, unless the Debtors, in their discretion, grant an extension of the Voting Deadline with respect to such Ballot;
- (2) Any Ballot that is illegible or contains insufficient information to permit identification of the voter;
- (3) any Ballot cast by a Person that does not hold a Claim in a Class that is entitled to vote to accept or reject the Plan;
- (4) Any duplicate Ballot will only be counted once;
- (5) Any unsigned Ballot or paper Ballot that does not contain an original signature; and
- (6) Any Ballot transmitted to the Claims and Balloting Agent by facsimile or electronic mail, unless the Debtors, in their discretion, consent to such delivery method.

29. The Debtors shall file objections, if any, to Claims for voting purposes on or before March 3, 2017 (the “**Voting Objection(s)**”). To the extent the Debtors file any Voting Objection, a Claim subject to such Voting Objection shall not be entitled to vote, unless such Creditor files a motion with the Court pursuant to the Bankruptcy Code, the Bankruptcy Rules and Local Rules, and obtains an order from the Court temporarily allowing its Claim, for voting purposes only, prior to the Voting Deadline.

30. If a Creditor has not filed a Proof of Claim before the Voting Record Date, the Debtors propose to count such Creditor's vote in the amount listed for the particular Claim in the Schedules of Assets and Liabilities, to the extent such Claim is not listed as contingent, unliquidated, or disputed and is listed for an amount in excess of \$0.00. Further, for the avoidance of doubt, to the extent that no Claim is listed in the Schedules of Assets and Liabilities, or listed as contingent, unliquidated, or disputed, or in an amount of \$0.00, and no Proof of Claim has been filed by the Voting Record Date, such Creditor will not be entitled to vote, unless such Creditor files a motion with the Court pursuant to the Bankruptcy Code, the Bankruptcy Rules and Local Rules, and obtains an order from the Court temporarily allowing its Claim, for voting purposes only, prior to the Voting Deadline.

31. No Vote Splitting. Claim splitting is not permitted. Creditors who vote must vote all of their Claims within a particular Class to either accept or reject the Plan.

32. Absence of Votes in a Class. If no votes to accept or reject the Plan are received with respect to a particular Class, but Allowed Claims exist in such Class, such class is deemed to have voted to accept the Plan.

33. Elimination of Class without Allowed Claims. Any Class of Claims or Interests that does not have a holder of an Allowed Claim or Allowed Interest or a Claim or Interest temporarily Allowed shall be deemed eliminated from the Plan for purposes of voting to accept or reject the Plan and for purposes of determining acceptance or rejection of the Plan by such Class pursuant to section 1129(a)(8) of the Bankruptcy Code.

34. Changing Votes. Notwithstanding Bankruptcy Rule 3018(a), if two (2) or more Ballots are cast voting the same claim prior to the Voting Deadline, the latest dated Ballot actually received prior to the Voting Deadline will be deemed to reflect the voter's intent and

thus to supersede any prior Ballots, provided, however, that where an ambiguity exists as to which Ballot reflects the voter's intent, the Balloting Agent may contact the creditor and calculate the vote according to such voter's written instructions. This procedure is without prejudice to the Debtors' right to object to the validity of the second Ballot on any basis permitted by law and, if the objection is sustained, to count the first Ballot for all purposes. Notwithstanding anything in this Order to the contrary, the Debtors may, in their sole discretion, agree to allow a creditor to change its vote after the Voting Deadline without further order of the Court.

35. Execution of Ballots By Authorized Representatives. In order to be counted, completed Ballots signed by trustees, executors, Nominees, administrators, guardians, attorneys-in-fact, officers of corporations, or others acting in a fiduciary or representative capacity must indicate their capacity when signing. At the Debtors' request, Ballot signatories are required to submit proper evidence satisfactory to the Debtors of their authority to so act. Failure to indicate the capacity of the signatory to the Ballot may result in the Ballot being deemed invalid and not counted.

36. Waivers of Defects and Other Irregularities Regarding Ballots. Unless otherwise directed by the Court, all questions concerning the validity, form, eligibility (including time of receipt), acceptance, and revocation or withdrawal of Ballots will be determined by the Debtors in their sole discretion, whose determination will be final and binding. The Debtors may reject any and all Ballots not in proper form, the acceptance of which would, in the opinion of the Debtors or their counsel, be unlawful. Any defects or irregularities or conditions of delivery as to any particular Ballot must be cured within such time as the Court determines. Unless waived, any defects or irregularities in connection with deliveries of Ballots must be cured within such

time as the Debtors (or the Court) determines. Neither the Debtors, the Claims and Balloting Agent, nor any other person will be under any duty to provide notification of defects or irregularities with respect to deliveries of Ballots, nor will any of them incur any liability for failure to provide such notification; provided, however, that the Debtors and/or the Claims and Balloting Agent will indicate on the Ballot summary the Ballots, if any, that were not counted, and will provide the original of such Ballots with the original of the Ballot summary at the Confirmation Hearing. Unless otherwise directed by the Court, delivery of such Ballots will not be deemed to have been made until any irregularities have been cured or waived. Unless otherwise directed by the Court, Ballots previously furnished, and as to which any irregularities have not subsequently been cured or waived, will be invalidated.

37. Withdrawal of Votes. Except as otherwise directed by the Court after notice and a hearing, any holder of a Claim (or its authorized representative) in an Impaired Class who has delivered a valid Ballot for the acceptance or rejection of the Plan may withdraw such acceptance or rejection by either (a) consent of the Debtors at any time prior to the Confirmation Hearing, or (b) delivering a written notice of withdrawal to the Balloting Agent (with copy to Debtors' counsel) at any time before the Voting Deadline. In order to be valid, a notice of non-consensual withdrawal must:

- (i) contain the description of the Claims to which it relates and the aggregate principal amount or number of shares represented by such Claims;
- (ii) be signed by the holder of the Claim (or its authorized representative) in the same manner as the Ballot; and
- (iii) be received by the Balloting Agent in a timely manner at the address specified in the Ballot instructions for the submission of Ballots.

The Debtors may contest the validity of any such non-consensual withdrawals of Ballots. Unless otherwise directed by the Court, a purported notice of non-consensual withdrawal of Ballots that

is not received in a timely manner by the Claims and Balloting Agent and Debtors' counsel will not be effective to withdraw a previously furnished Ballot. If a holder of a claim submits a valid notice of non-consensual withdrawal prior to the Voting Deadline, such holder may submit a new Ballot, and such Ballot will be counted so long as it is received prior to the Voting Deadline and is otherwise submitted in accordance with this Order.

38. Confirmation Pursuant to Section 1129(b) of the Bankruptcy Code. If any Class of Claims entitled to vote on the Plan does not vote to accept the Plan, the Debtors may (i) seek confirmation of the Plan under Bankruptcy Code section 1129(b) or (ii) amend or modify the Plan in accordance with Article X of the Plan and the Bankruptcy Code.

39. Controversy Concerning Impairment. If a controversy arises as to whether any Claims or Interests, or any Class of Claims or Interests, are Impaired, the Court may, after notice and a hearing, determine such controversy on or before the Confirmation Date.

40. Subordinated Claims. The allowance, classification, and treatment of all Allowed Claims and the respective distributions and treatments under the Plan take into account and conform to the relative priority and rights of the Claims in each Class in connection with any contractual, legal, and equitable subordination rights relating thereto, whether arising under general principles of equitable subordination, section 510(b) of the Bankruptcy Code, or otherwise. Pursuant to section 510 of the Bankruptcy Code, the Reorganized Debtors reserve the right to re-classify any Allowed Claim in accordance with any contractual, legal, or equitable subordination relating thereto.

41. **Publication of Confirmation Hearing Notice.** Pursuant to Bankruptcy Rule 2002(1), the Debtors are hereby authorized to publish the Confirmation Hearing Notice substantially the same form attached as Exhibit 5 to this Order, such publication to occur not

less than twenty-one (21) days before the Confirmation Hearing in the national edition of *USA Today*. In addition, the Debtors shall publish the Confirmation Hearing Notice electronically at <http://www.kccllc.net/Erickson>.

G. Hearing to Consider and Deadlines related to the Confirmation of the Plan

42. The Confirmation Hearing shall commence on March 21, 2017 at 9:00 a.m. prevailing Central Time before the Honorable Harlin D. Hale, United States Bankruptcy Judge, at the United States Bankruptcy Court, Earle Cabell Federal Building, 1100 Commerce Street, 14th Floor, Courtroom No. 3, Dallas, Texas 75242 which hearing may be continued from time to time without further notice other than an adjournment announced in open court at the Confirmation Hearing or at any subsequent adjourned Confirmation Hearing.

43. The last day for filing and serving objections to confirmation of the Plan shall be March 13, 2017, at 4:00 p.m. (prevailing Central Time) (the “**Confirmation Objection Deadline**”). Objections to confirmation shall be filed with the Court and served so as to be actually received by the Confirmation Objection Deadline upon (the “**Confirmation Service List**”): (i) Ian T. Peck, Haynes and Boone, LLP, 2323 Victory Avenue, Suite 700, Dallas, Texas 75219, and Kenric D. Kattner, Haynes and Boone, LLP, 1221 McKinney, Suite 2100, Houston, Texas 77010, counsel to the Debtors; (ii) Randall Klein, Goldberg Kohn, Ltd., 55 East Monroe Street, Suite 3300, Chicago, Illinois 60603-5792, lead counsel for Wells Fargo Bank, N.A., as DIP Revolving Agent and Existing First Lien Agent; (iii) David Weitman, K&L Gates LLP, 1717 Main Street, Suite 2800, Dallas, Texas 75201, local counsel for Wells Fargo Bank, N.A., as DIP Revolving Agent and Existing First Lien Agent; (iv) Scott L. Alberino, Akin Gump Strauss Hauer & Feld LLP, 1333 New Hampshire Avenue, N.W., Washington, DC 20036-1564, counsel for an ad hoc group of holders of 8.25% Second Priority Senior Secured Notes due 2020; (v)

Edward M. Fox, Esq., Seyfarth Shaw LLP, 620 8th Avenue, New York, NY 10018, counsel to Wilmington Trust, National Association, as indenture trustee and notes collateral agent for the 8.25% Second Priority Senior Secured Notes due 2020; and (vi) Lisa L. Lambert, counsel to the Office of the U.S. Trustee, 1100 Commerce, Room 976, Dallas, Texas 75242.

44. Any party (other than the Debtors) who intends to present witnesses and/or exhibits at the Confirmation Hearing shall file a witness and exhibit list with the Court no later than the Confirmation Objection Deadline and shall simultaneously provide any such exhibits electronically to the Confirmation Service List, unless otherwise agreed to by the Debtors and such party. The Debtors shall file their witness and exhibit list with the Court one day after the Confirmation Objection Deadline and shall simultaneously provide any such exhibits electronically to the Confirmation Service List and to any objecting party.

45. Briefs in support of confirmation of the Plan and responses to Objections to confirmation shall be filed with the Court and served upon those parties listed on the Confirmation Service List by no later than March 17, 2017 at 4:00 p.m. prevailing Central time.

46. A report of the Ballots received by the Claims and Balloting Agent and a tabulation of the votes accepting or rejecting the Plan shall be filed with the Court by no later than March 17, 2017.

I. General Provisions

47. The Debtors are authorized to take or refrain from taking any action necessary or appropriate to implement the terms of and the relief granted in this Order without seeking further order of the Court.

48. Objections to confirmation of the Plan not timely filed and served in the manner set forth in this Order may not be considered by the Court and shall be overruled.

49. The Debtors are authorized to make non-material changes to the Plan, Disclosure Statement, Ballot, Non-Voting Status Notice, Unimpaired Status Notice, Confirmation Hearing Notice and the Cure Claims Procedures Notice, without further order of the Court, including, without limitation, changes to correct typographical and grammatical errors and to make conforming changes among the Plan, Disclosure Statement, and any other materials contained in the Solicitation Materials prior to their distribution. The Debtors are also authorized to update any financial information in the Disclosure Statement with more current or accurate information to the extent available prior to the distribution of the Solicitation Materials.

END OF ORDER

Submitted by:

HAYNES AND BOONE, LLP

Kenric D. Kattner
State Bar No. 11108400
Kourtney Lyda
State Bar No. 24013330
1221 McKinney Street, Suite 2100
Houston, TX 77010
Telephone: 713.547.2000
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and

Ian T. Peck
State Bar No. 24013306
David Staab
State Bar No. 24093194
2323 Victory Avenue, Suite 700
Dallas, TX 75219
Telephone: 214.651.5000
Facsimile: 214.651.5940
Email: ian.peck@haynesboone.com
Email: david.staab@haynesboone.com

ATTORNEYS FOR THE DEBTORS

EXHIBIT 1 to the Disclosure Statement Approval Order

Form of Generic Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re: § **Chapter 11**
§
ERICKSON INCORPORATED, et al.,¹ § **Case No. 16-34393-hdh**
§
Debtors. § **(Jointly Administered)**

**BALLOT FOR HOLDERS OF CLASS _____
_____ TO ACCEPT OR REJECT THE
CHAPTER 11 PLAN OF THE DEBTORS**

VOTING DEADLINE: 4:00 P.M., PREVAILING CENTRAL TIME, ON MARCH 13, 2017

THIS BALLOT IS TO BE USED BY HOLDERS OF _____ IN CLASS _____ . PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT IN THE ENCLOSED ENVELOPE PROMPTLY. IF YOUR VOTE HAS NOT BEEN RECEIVED BY KURTZMAN CARSON CONSULTANTS LLC (THE “CLAIMS AND BALLOTING AGENT”) ON OR BEFORE 4:00 P.M. CENTRAL TIME ON MARCH 13, 2017, IT WILL NOT BE COUNTED. **FACSIMILE SIGNATURES WILL NOT BE ACCEPTED WITHOUT THE WRITTEN CONSENT OF THE DEBTORS.**

Erickson Incorporated and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), whose chapter 11 cases are being jointly administered, are soliciting votes with respect to the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “Plan”) described in and attached to the Second Amended Disclosure Statement in Support of the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “Disclosure Statement”). _____ are classified as Class ___ Claims under the Plan. Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Plan.

To have your vote count, this Ballot must be completed and returned to the Claims and Balloting Agent, as indicated on the enclosed return envelope. Please see the “Instructions for Completing the Ballot” below for additional information.

The Plan can be confirmed by the Court and thereby made binding upon you if (a) the Plan is accepted by the holders of at least two-thirds in dollar amount and more than one-half in number of claims in such class that votes on the Plan and (b) if it otherwise satisfies the requirements of section 1129(a) of title 11 of the United States Code (the “Bankruptcy Code”). If the requisite acceptances are not obtained, the Court may nonetheless confirm the Plan if it finds that the Plan provides fair and equitable treatment to, and does not discriminate unfairly against, the class or classes rejecting it, and otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code.

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Erickson Incorporated (7561); EAC Acquisition Corporation (3733); Erickson Helicopters, Inc. (5052); Erickson Transport, Inc. (9162); Evergreen Helicopters International, Inc. (1311); Evergreen Equity, Inc. (9209); and Evergreen Unmanned Systems, Inc. (3961). The location of the Debtors’ service address is 5550 SW Macadam Avenue, Suite 200, Portland, OR 97239.

Item 1. Aggregate Principal Amount of Claim.

This Ballot is cast by or on behalf of the holder of the Class _____ Claim in the aggregate principal amount of \$_____.

Item 2. Class ____ (_____ Claimant) Vote.

The holder of the _____ Claim votes its claim as follows (check one box only):

ACCEPT
THE PLAN

-OR-

REJECT
THE PLAN

Item 3. “Opt Out” of Releases under Article VIII.D of the Plan.

Article VIII.D of the Plan provides:

As of the Effective Date, each Releasing Party is deemed to have released and discharged each Debtor, Reorganized Debtor, and Released Party from any and all Causes of Action, whether known or unknown, including any derivative claims, asserted on behalf of the Debtors, that such Entity would have been legally entitled to assert (whether individually or collectively), based on or relating to, or in any manner arising from, in whole or in part, the Debtors, the Debtors’ in- or out-of-court restructuring efforts, intercompany transactions, the Rights Offering, the Chapter 11 Cases, the formulation, preparation, dissemination, negotiation, or filing of the Disclosure Statement, the DIP Term Facility, the DIP Revolving Facility, the Plan (including the Plan Supplement), or any Restructuring Transactions, the pursuit of Confirmation, the pursuit of Consummation, the administration and implementation of the Plan, including the issuance or distribution of securities pursuant to the Plan, or the distribution of property under the Plan or any other related agreement, or upon any other related act or omission, transaction, agreement, event, or other occurrence taking place on or before the Effective Date. Notwithstanding anything contained herein to the contrary, the foregoing release does not release any obligations of any party under the Plan or any document, instrument, or agreement executed to implement the Plan.

Further, under the Plan *Releasing Party* is defined to mean:

- (i) the holders of all Claims or Interests who vote to accept the Plan; (ii) the holders of Claims or Interests that are Unimpaired under the Plan; (iii) the holders of Claims or Interests whose vote to accept or reject the Plan is solicited but who do not vote either to accept or to reject the Plan; and (iv) the holders of Claims or Interests who vote to reject the Plan but do not opt out of granting the releases set forth herein.

As described above, under the Plan you may be deemed to be a Releasing Party and to consent to providing the releases contained in Article VIII.D of the Plan. **You may, however, check the box below**

to opt-out of the releases contained in Article VIII.D of the Plan, only if you also vote to Reject the Plan in Item 2 above. If you (a) vote to accept the Plan, (b) do not submit the Ballot to accept or reject the Plan, or (c) reject the Plan but do not opt-out by checking the box below, you will be deemed to be a Releasing Party and to have provided the releases in Article VIII.D of the Plan.

**CHECK THIS BOX TO OPT-OUT OF RELEASES PROVIDED IN
ARTICLE VIII.D OF THE PLAN**

Item 4. Certification

By returning this Ballot, the voter certifies and/or acknowledges that: (a) the claim holder has been provided with a copy of the Disclosure Statement, including the Plan; and (b) the claim holder has full power and authority to vote to accept or reject the Plan.

NAME: _____

SOCIAL SECURITY OR
FEDERAL TAX ID NO. _____

BY: _____
(If appropriate)

TITLE: _____
(If appropriate)

ADDRESS: _____

TELEPHONE NUMBER. () _____ - _____

DATE: _____

THE VOTING DEADLINE IS 4:00 P.M., PREVAILING CENTRAL TIME, ON MARCH 13, 2017. ALL BALLOTS MUST BE RECEIVED BY THE VOTING DEADLINE.

THE CLAIMS AND BALLOTING AGENT IS:

KCC
Attn: Erickson Ballot Processing Center
2335 Alaska Avenue
El Segundo, CA 90245

INSTRUCTIONS FOR COMPLETING THE BALLOT

The Debtors are soliciting your vote with respect to the Plan referred to in the Disclosure Statement. Please review the Disclosure Statement in its entirety, including exhibits, before you vote.

On _____, 2017, the United States Bankruptcy Court for the Northern District of Texas, Dallas Division signed an order which establishes certain procedures (the "Voting Procedures") for the solicitation and tabulation of votes to accept or reject the Plan. The Voting Procedures are described in Article III of the Disclosure Statement. Please review the Voting Procedures carefully before completing this Ballot.

Instructions: Please complete this Ballot as follows:

- (a) Complete Item 1;
- (b) Vote to accept or reject the Plan by checking the appropriate box in Item 2;
- (c) Review the release provisions set forth in Item 3, and, if applicable, check the box to indicate opting-out in Item 3;
- (d) Review the acknowledgment and certification set forth in Item 4;
- (e) Date this Ballot, and provide your address if it does not appear on the Ballot; and
- (f) If you are completing this Ballot on behalf of another entity, indicate your relationship with such entity and the capacity in which you are signing, and provide proof of your authorization to so sign.

TO HAVE YOUR VOTE COUNT, YOU MUST COMPLETE, SIGN AND RETURN THIS BALLOT SO THAT IT IS RECEIVED BY THE CLAIMS AND BALLOTING AGENT NO LATER THAN 4:00 P.M., PREVAILING CENTRAL TIME, ON MARCH 13, 2017.

YOUR ORIGINAL SIGNATURE IS REQUIRED ON THE BALLOT IN ORDER FOR YOUR VOTE TO COUNT.

YOU MUST VOTE ALL OF YOUR CLAIMS WITHIN CLASS ____ UNDER THE PLAN EITHER TO ACCEPT OR REJECT THE PLAN. A BALLOT THAT PARTIALLY ACCEPTS AND PARTIALLY REJECTS THE PLAN WILL NOT BE COUNTED.

Any party wishing to view the Plan, Plan Supplement, Disclosure Statement or the Disclosure Statement Approval Order may view such documents at <http://www.kcellc.net/Erickson>.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIAL, INCLUDING THE PLAN, PLEASE CALL:

KCC
Attn: Erickson Ballot Processing Center
2335 Alaska Avenue
El Segundo, CA 90245
(877) 725-7539 or (424) 236-7247

EricksonInquiries@kccllc.com

Please Note: This Ballot shall not constitute or be deemed a proof of claim or equity interest.

EXHIBIT 2 to the Disclosure Statement Approval Order

Form of Ballot for Class 4 Existing First Lien Credit Facility Claims

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Chapter 11
	§	
ERICKSON INCORPORATED, et al.,¹	§	Case No. 16-34393-hdh
	§	
Debtors.	§	(Jointly Administered)

**BALLOT FOR HOLDERS OF CLASS 4
EXISTING FIRST LIEN CREDIT FACILITY CLAIMS
TO ACCEPT OR REJECT THE
CHAPTER 11 PLAN OF THE DEBTORS**

VOTING DEADLINE: 4:00 P.M., PREVAILING CENTRAL TIME, ON MARCH 13, 2017

THIS BALLOT IS TO BE USED BY HOLDERS OF EXISTING FIRST LIEN CREDIT FACILITY CLAIMS IN CLASS 4. PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT IN THE ENCLOSED ENVELOPE PROMPTLY. IF YOUR VOTE HAS NOT BEEN RECEIVED BY KURTZMAN CARSON CONSULTANTS LLC (THE “CLAIMS AND BALLOTING AGENT”) ON OR BEFORE 4:00 P.M., CENTRAL TIME, ON OR BEFORE MARCH 13, 2017, **IT WILL NOT BE COUNTED. FACSIMILE SIGNATURES WILL NOT BE ACCEPTED WITHOUT THE WRITTEN CONSENT OF THE DEBTORS.**

Erickson Incorporated and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), whose chapter 11 cases are being jointly administered, are soliciting votes with respect to the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “Plan”) described in and attached to the Second Amended Disclosure Statement in Support of the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “Disclosure Statement”). Existing First Lien Credit Facility Claims are classified as Class 4 Claims under the Plan. Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Plan.

To have your vote count, this Ballot must be completed and returned to the Claims and Balloting Agent, as indicated on the enclosed return envelope. Please see the “Instructions for Completing the Ballot” below for additional information.

The Plan can be confirmed by the Court and thereby made binding upon you if (a) the Plan is accepted by the holders of at least two-thirds in dollar amount and more than one-half in number of claims in such class that votes on the Plan and (b) if it otherwise satisfies the requirements of section 1129(a) of title 11 of the United States Code (the “Bankruptcy Code”). If the requisite acceptances are not obtained, the Court may nonetheless confirm the Plan if it finds that the Plan provides fair and

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Erickson Incorporated (7561); EAC Acquisition Corporation (3733); Erickson Helicopters, Inc. (5052); Erickson Transport, Inc. (9162); Evergreen Helicopters International, Inc. (1311); Evergreen Equity, Inc. (9209); and Evergreen Unmanned Systems, Inc. (3961). The location of the Debtors’ service address is 5550 SW Macadam Avenue, Suite 200, Portland, OR 97239.

equitable treatment to, and does not discriminate unfairly against, the class or classes rejecting it, and otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code.

Item 1. Aggregate Principal Amount of Claim.²

This Ballot is cast by or on behalf of the holder of the Class 4 Claim in the aggregate principal amount of \$_____.

Item 2. Class 4 (Existing First Lien Credit Facility Claims Claimant) Vote.

The holder of the Existing First Lien Credit Facility Claims votes its claim as follows (check one box only):

ACCEPT
THE PLAN

-OR-

REJECT
THE PLAN

Item 3. “Opt Out” of Releases under Article VIII.D of the Plan.

Article VIII.D of the Plan provides:

As of the Effective Date, each Releasing Party is deemed to have released and discharged each Debtor, Reorganized Debtor, and Released Party from any and all Causes of Action, whether known or unknown, including any derivative claims, asserted on behalf of the Debtors, that such Entity would have been legally entitled to assert (whether individually or collectively), based on or relating to, or in any manner arising from, in whole or in part, the Debtors, the Debtors’ in- or out-of-court restructuring efforts, intercompany transactions, the Rights Offering, the Chapter 11 Cases, the formulation, preparation, dissemination, negotiation, or filing of the Disclosure Statement, the DIP Term Facility, the DIP Revolving Facility, the Plan (including the Plan Supplement), or any Restructuring Transactions, the pursuit of Confirmation, the pursuit of Consummation, the administration and implementation of the Plan, including the issuance or distribution of securities pursuant to the Plan, or the distribution of property under the Plan or any other related agreement, or upon any other related act or omission, transaction, agreement, event, or other occurrence taking place on or before the Effective Date. Notwithstanding anything contained herein to the contrary, the foregoing release does not release any obligations of any party under the Plan or any document, instrument, or agreement executed to implement the Plan.

Further, under the Plan *Releasing Party* is defined to mean:

- (i) the holders of all Claims or Interests who vote to accept the Plan; (ii) the holders of Claims or Interests that are Unimpaired under the Plan; (iii) the holders of Claims or Interests whose vote to accept or reject the Plan is solicited but who do not vote either to

² If you hold Class 4 claims against more than one Debtor, your vote on this Ballot will count separately with respect to each such Debtor.

accept or to reject the Plan; and (iv) the holders of Claims or Interests who vote to reject the Plan but do not opt out of granting the releases set forth herein.

As described above, under the Plan you may be deemed to be a Releasing Party and to consent to providing the releases contained in Article VIII.D of the Plan. **You may, however, check the box below to opt-out of the releases contained in Article VIII.D of the Plan, only if you also vote to Reject the Plan in Item 2 above.** If you (a) vote to accept the Plan, (b) do not submit the Ballot to accept or reject the Plan, or (c) reject the Plan but do not opt-out by checking the box below, you will be deemed to be a Releasing Party and to have provided the releases in Article VIII.D of the Plan.

**CHECK THIS BOX TO OPT-OUT OF RELEASES PROVIDED IN
ARTICLE VIII.D OF THE PLAN**

Item 4. Certification

By returning this Ballot, the voter certifies and/or acknowledges that: (a) the claim holder has been provided with a copy of the Disclosure Statement, including the Plan; and (b) the claim holder has full power and authority to vote to accept or reject the Plan.

NAME: _____

SOCIAL SECURITY OR
FEDERAL TAX ID NO. _____

BY: _____
(If appropriate)

TITLE: _____
(If appropriate)

ADDRESS: _____

TELEPHONE NUMBER. () _____ - _____

DATE: _____

THE VOTING DEADLINE IS _____ P.M., PREVAILING CENTRAL TIME, ON _____, 2017. ALL BALLOTS MUST BE RECEIVED BY THE VOTING DEADLINE.

THE CLAIMS AND BALLOTING AGENT IS:

KCC
Attn: Erickson Ballot Processing Center
2335 Alaska Avenue

El Segundo, CA 90245

INSTRUCTIONS FOR COMPLETING THE BALLOT

The Debtors are soliciting your vote with respect to the Plan referred to in the Disclosure Statement. Please review the Disclosure Statement in its entirety, including exhibits, before you vote.

On _____, 2017, the United States Bankruptcy Court for the Northern District of Texas, Dallas Division signed an order which establishes certain procedures (the "Voting Procedures") for the solicitation and tabulation of votes to accept or reject the Plan. The Voting Procedures are described in Article III of the Disclosure Statement. Please review the Voting Procedures carefully before completing this Ballot.

Instructions: Please complete this Ballot as follows:

- (a) Complete Item 1;
- (b) Vote to accept or reject the Plan by checking the appropriate box in Item 2;
- (c) Review the release provisions set forth in Item 3, and, if applicable, check the box to indicate opting-out in Item 3;
- (d) Review the acknowledgment and certification set forth in Item 4;
- (f) Date this Ballot, and provide your address if it does not appear on the Ballot; and
- (g) If you are completing this Ballot on behalf of another entity, indicate your relationship with such entity and the capacity in which you are signing, and provide proof of your authorization to so sign.

TO HAVE YOUR VOTE COUNT, YOU MUST COMPLETE, SIGN AND RETURN THIS BALLOT SO THAT IT IS RECEIVED BY THE CLAIMS AND BALLOTING AGENT NO LATER THAN 4:00 P.M., CENTRAL TIME, ON MARCH 13, 2017.

YOUR ORIGINAL SIGNATURE IS REQUIRED ON THE BALLOT IN ORDER FOR YOUR VOTE TO COUNT.

YOU MUST VOTE ALL OF YOUR CLAIMS WITHIN CLASS ____ UNDER THE PLAN EITHER TO ACCEPT OR REJECT THE PLAN. A BALLOT THAT PARTIALLY ACCEPTS AND PARTIALLY REJECTS THE PLAN WILL NOT BE COUNTED. IF YOU HOLD CLASS 4 CLAIMS AGAINST MORE THAN ONE DEBTOR, YOUR VOTE ON THIS BALLOT WILL COUNT SEPARATELY WITH RESPECT TO EACH SUCH DEBTOR.

Any party wishing to view the Plan, Plan Supplement, Disclosure Statement or the Disclosure Statement Approval Order may view such documents at <http://www.kcellc.net/Erickson>.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIAL, INCLUDING THE PLAN, PLEASE CALL:

KCC
Attn: Erickson Ballot Processing Center
2335 Alaska Avenue
El Segundo, CA 90245
(877) 725-7539 or (424) 236-7247
EricksonInquiries@kccllc.com

Please Note: This Ballot shall not constitute or be deemed a proof of claim.

EXHIBIT 3 to the Disclosure Statement Approval Order

Form of Master Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Chapter 11
	§	
ERICKSON INCORPORATED, et al.,¹	§	Case No. 16-34393-hdh
	§	
Debtors.	§	(Jointly Administered)

**MASTER BALLOT OF DEBTOR ERICKSON INCORPORATED TO ACCEPT
OR REJECT THE CHAPTER 11 PLAN OF THE DEBTORS FOR HOLDERS OF
(1) CLASS 5 EXISTING SECOND LIEN SECURED CLAIMS AND (2) CLASS 6
EXISTING SECOND LIEN DEFICIENCY CLAIMS**

[CUSIP Nos. _____ or _____; ISIN No. _____]

The Debtors are soliciting votes on their proposed Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “Plan”). This master ballot is to be used by you – as a broker, bank, or other nominee; or as the proxy holder of a nominee or beneficial holder – to record and transmit the votes of the beneficial holders of 8.25% Second Priority Senior Secured Notes Due 2020 issued under the Indenture dated as of May 2, 2013 (“Existing Second Lien Notes”) to accept or reject the Plan.

We previously sent you for prompt delivery to beneficial holders our “Solicitation Materials”, consisting of, among other things, electronic links or copies of the Plan and Disclosure Statement in Support of the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (the “Disclosure Statement”), and a copy of the beneficial holder ballot. Please take any action required to enable each beneficial holder to timely vote its Existing Second Lien Notes to accept or reject the Plan. For beneficial holder ballots returned to you, you must (1) execute this master ballot to reflect the voting instructions given to you in the beneficial holder ballots and (2) forward this master ballot to the Claims and Balloting Agent at the following address: Erickson Ballot Processing Center, c/o KCC New York, KCC NY - 1290 Avenue of the Americas, 9th Floor, New York, NY 10104. Before you transmit any votes, please review this master ballot and the voting procedures set forth in the Disclosure Statement.

Questions. If you have any question regarding this master ballot or the voting procedures or if you need additional copies of the master ballot or the Solicitation Materials, please contact the Claims and Balloting Agent by telephone at (917) 281-4800, or by email at EricksonInquiries@kccllc.com. Any party wishing to view the Plan, Plan Supplement, Disclosure Statement or the Disclosure Statement Approval Order may view such documents at <http://www.kccllc.net/Erickson>.

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Erickson Incorporated (7561); EAC Acquisition Corporation (3733); Erickson Helicopters, Inc. (5052); Erickson Transport, Inc. (9162); Evergreen Helicopters International, Inc. (1311); Evergreen Equity, Inc. (9209); and Evergreen Unmanned Systems, Inc. (3961). The location of the Debtors’ service address is 5550 SW Macadam Avenue, Suite 200, Portland, OR 97239.

DEADLINE

The Voting Deadline is 4:00 p.m. (prevailing Central Time), March 13, 2017. **If the Claims and Balloting Agent does not receive your master ballot by the Voting Deadline, the votes included in your master ballot will not count. Do not fax this ballot or any beneficial holder ballot to the Claims and Balloting Voting Agent; faxed and emailed ballots will not be counted.**

No fees, commissions, or other remuneration will be payable to any broker, bank, dealer, nominee, or other person for soliciting ballots accepting the Plan.

This is not a letter of transmittal. Do not surrender certificates representing Existing Second Lien Notes at this time.

Nothing contained in this master ballot or in the enclosed documents renders you or any other person an agent for Debtors, or the Claims and Balloting Agent, or authorizes you or any other person to use any document or make any statement on behalf of any of them with respect to the Plan, except for the statements contained in the Solicitation Materials.

HOW TO VOTE

1. To transmit the votes of beneficial holders of Existing Second Lien Notes, you must deliver the Solicitation Materials (which includes a beneficial holder ballot) to each beneficial holder for which you hold Existing Second Lien Notes and take any action required to enable each beneficial holder to (i) complete and execute the beneficial holder ballot voting to accept or reject the Plan and (ii) return the completed, executed ballot to you in sufficient time to enable you to complete this master ballot and deliver it to the Claims and Balloting Agent by the Voting Deadline.

2. For beneficial holder ballots returned to you, you must (a) complete this master ballot to reflect the voting instructions given to you in the beneficial holder ballots, (b) forward this master ballot to the Claims and Balloting Agent, and (c) retain those beneficial holder ballots in your records for at least one year after the Voting Deadline.

3. **To complete this master ballot properly, take the following steps:**

- (a) Check the appropriate box in Item 1.
- (b) Vote to accept (for) or reject (against) the Plan in Item 2 for the Existing Second Lien Notes held by you as the nominee or proxy holder on behalf of the nominee or the beneficial holders. Please provide information for each beneficial holder for whom you are voting Existing Second Lien Notes in your name. If you are unable to disclose the identity of a beneficial holder, please use the customer account number assigned by you to that beneficial holder or, if no such customer account number exists, please assign a number to each account (making sure to retain a separate list of each beneficial holder and the assigned number in your records for at least one year after the Voting Deadline). Please note that the beneficial holder ballot allows each holder to either cast one vote of all claims against all Debtors in both Class 5 and Class 6, or to cast each vote separately against each Debtor in each of Class 5 and Class 6:

- (i) To the extent the holder casts a single vote against each Debtor in Class 5 and Class 6, fill out item 2 indicating the same vote and opt-out decision in each of the master ballots for each Debtor and for Class 5 and Class 6; or
 - (ii) To the extent the holder casts separate votes for each Debtor in Class 5 and Class 6, fill out item 2 indicating the separate vote and opt-out decision in each of the master ballots for each Debtor and for Class 5 and Class 6.
- (c) Fill in the information requested in Item 3 for each beneficial holder that completed Item 3 of its ballot, if applicable.
 - (d) Read and complete Item 4 carefully.
 - (e) **Sign** and date this master ballot.
 - (f) Provide your name and address.
 - (g) Contact the Claims and Balloting Agent to arrange for delivery of (i) this completed master ballot and (ii) all original beneficial holder ballots, to the Claims and Balloting Agent's offices.

4. If you are both the registered or record holder and beneficial holder of Existing Second Lien Notes and you wish to vote them, you may return either a beneficial holder ballot or this master ballot for those Existing Second Lien Notes.

Item 1: Certification of Authority to Vote. The undersigned certifies that it (please check applicable box):

- is a broker, bank, or other nominee that on _____, 2017 was the registered holder of the aggregate principal amount of Existing Second Lien Notes listed in Item 2 below; or
- is acting under a power of attorney, agency, or proxy (a copy of which will be provided upon request) granted by a broker, bank, or other nominee or a beneficial holder that on _____, 2017 was the registered holder of the aggregate principal amount of Existing Second Lien Notes listed in Item 2 below,

and accordingly, has full power and authority to vote to accept or reject the Plan on behalf of the beneficial holders of the Existing Second Lien Notes listed in Item 2.

Item 2: Second Lien Secured Claims (Class 5) Vote on Plan – Number of Beneficial Holders. The undersigned certifies that: (a) the following beneficial holders of Existing Second Lien Notes, as identified by their respective customer account numbers, were beneficial holders of Existing Second Lien Notes on _____, 2017 and have delivered to the undersigned beneficial holder ballots casting votes as indicated and containing instructions for the casting of those votes on their behalf; and (b) if the beneficial holder has purported to vote more or less than the aggregate principal amount of Existing Second Lien Notes that the holder actually owned, the votes transcribed onto this master ballot reflects, based on the undersigned's records, *the actual amount owned* by the holder on _____, 2017:

Customer Name or Account Number for Each Beneficial Holder of Existing Second Lien Notes	Face Amount of Existing Second Lien Notes	Class 5		Class 6		Holder Opted-Out of Releases
		Accept (For) the Plan	Reject (Against) the Plan	Accept (For) the Plan	Reject (Against) the Plan	
1.	\$					
2.	\$					
3.	\$					
4.	\$					
5.	\$					
6.	\$					
7.	\$					
8.	\$					
9.	\$					
10.	\$					
TOTALS	\$					

A beneficial holder must vote its entire Claim 5 Claim (and if applicable, per Debtor) either to accept or reject the Plan, and may not split its vote. A beneficial holder must vote its entire Claim 6 Claim (and if applicable, per Debtor) either to accept or reject the Plan, and may not split its vote. If a beneficial holder has purported to split its votes, do not enter any vote in this table. You should instead provide a separate tabulation of those ballots.

Item 3: Additional Ballots Submitted by Beneficial Holders. The undersigned certifies that it has transcribed below the information, if any, provided in Item 4 of each beneficial holder ballot received from a beneficial holder:

Customer Name or Account Number for Each Beneficial Holder of Existing Second Lien Notes	Transcribe From Item 4 of Beneficial Holder Ballot		
	Account Number	Name of Holder	Principal Amount of Other Existing Second Lien Notes Voted
1.			\$
2.			\$
3.			\$
4.			\$
5.			\$

Item 4: By signing this master ballot, the undersigned certifies that it:

- (a) sent a copy of the Solicitation Materials, in electronic form or otherwise, to each beneficial holder of Existing Second Lien Notes for which the nominee indicated below was the record holder as of _____, 2017; and

- (b) obtained and transmitted the votes reflect in this master ballot in accordance with the instructions and procedures set forth in the Disclosure Statement and this master ballot.

Name of Broker, Bank, or Other Nominee:

(Print or Type)

Participant Number:

(Print or Type)

Name of Proxy Holder or Agent for Broker, Bank, or Other Nominee (if applicable):

(Print or Type)

Signature: _____

Name of Signatory: _____

Title: _____
(If Appropriate)

Address: _____

Email: _____

Telephone: () _____ Dated: _____

EXHIBIT 4 to the Disclosure Statement Approval Order

Form of Beneficial Holder Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Chapter 11
	§	
ERICKSON INCORPORATED, et al.,¹	§	Case No. 16-34393-hdh
	§	
Debtors.	§	(Jointly Administered)

**BENEFICIAL HOLDER BALLOT TO ACCEPT OR REJECT THE
CHAPTER 11 PLAN OF THE DEBTORS FOR HOLDERS OF (1) CLASS
5 EXISTING SECOND LIEN SECURED CLAIMS AND (2) CLASS 6
EXISTING SECOND LIEN DEFICIENCY CLAIMS**

[CUSIP Nos. _____ or _____; ISIN No. _____]

This beneficial holder ballot is to be used by you – as a beneficial holder – to record and transmit the votes of the beneficial holders of 8.25% Second Priority Senior Secured Notes Due 2020 issued under the Indenture dated as of May 2, 2013 (“Existing Second Lien Notes”) to accept or reject the Plan.

Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “Plan”). Claims of holders of the Existing Second Lien Notes are included in Class 5 – Existing Second Lien Secured Claims under the Plan. The accompanying Disclosure Statement in Support of the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (the “Disclosure Statement”) describes the Plan and contains information to assist you in deciding how to vote. The Disclosure Statement also contains a copy of the Plan.

Please review the Disclosure Statement, the Plan, and this ballot carefully before you vote. You may wish to seek legal advice concerning the Plan and your claim’s classification and treatment in it. If you hold claims or equity interests in more than one class, you will receive a ballot for each class in which you are entitled to vote. If you are an authorized signatory for more than one beneficial holder of Existing Second Lien Notes, you must execute a separate ballot for each beneficial holder.

Questions. If you have any questions regarding this ballot or the voting procedures, if you believe that you have received the wrong ballot, or if you do not have a copy of the Disclosure Statement, please contact the Claims and Balloting Agent - Kurtzman Carson Consultants LLC, by (i) toll-free telephone (877) 725-7539 or (424) 236-7247 or (ii) E-mail at EricksonInquiries@kccllc.com - or your broker, bank, or other nominee. Any party wishing to view the Plan, Plan Supplement, Disclosure Statement or the Disclosure Statement Approval Order may view such documents at <http://www.kccllc.net/Erickson>.

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Erickson Incorporated (7561); EAC Acquisition Corporation (3733); Erickson Helicopters, Inc. (5052); Erickson Transport, Inc. (9162); Evergreen Helicopters International, Inc. (1311); Evergreen Equity, Inc. (9209); and Evergreen Unmanned Systems, Inc. (3961). The location of the Debtors’ service address is 5550 SW Macadam Avenue, Suite 200, Portland, OR 97239.

DEADLINE

The Voting Deadline is 4:00 p.m. (prevailing Central Time), March 13, 2017. **If you hold your securities in street name through a broker, bank or other nominee, you should promptly return this ballot to your nominee (or its agent), as specified on the enclosed pre-addressed, postage-paid envelope.** (You should not return your ballot to the Claims and Balloting Agent.) Please allow sufficient time for your nominee to process and forward your vote to the Claims and Balloting Agent by the Voting Deadline. **If the Claims and Balloting Agent does not timely receive your vote, your vote will not count. Do not fax this ballot to the Claims and Balloting Agent.**

If the Court confirms the Plan, it will be binding on you whether or not you vote.

This is not a letter of transmittal. Do not surrender Existing Second Lien Notes at this time.

HOW TO VOTE

1. Complete Item 1 (if not already filled out by your nominee).
2. You have two choices with respect to voting.
 - a. You may vote in Item 2(a) and 2(b), and your vote and opt-out election will apply to your Class 5 Existing Second Lien Secured Claim and your Class 6 Existing Second Lien Deficiency Claim, for each of the seven Debtors; or
 - b. You may vote in Item 3(a)-(g), and you will have the ability to vote your Class 5 Existing Second Lien Secured Claim and your Class 6 Existing Second Lien Deficiency Claim separately against each Debtor. You will also have the ability to opt-out of the release provisions for each Debtor separately.
3. Complete Item 4 (if applicable). You must vote your entire Claim 5 Claim (and if applicable, per Debtor) either to accept or reject the Plan and may not split your vote. You must vote your entire Claim 6 Claim (and if applicable, per Debtor) either to accept or reject the Plan and may not split your vote.
4. Review the certifications contained in Item 5.
5. **Sign the ballot.**
6. Return the ballot in the enclosed pre-addressed, postage-paid envelope addressed to your nominee, make sure that your nominee receives it in time to process your vote and deliver it to the Claims and Voting Agent by the Voting Deadline.

Item 1: Amount of Existing Second Lien Notes Voted. I certify that as of _____, 2017, I was a beneficial holder of the Existing Second Lien Notes in the following principal amount (insert amount in box below) or that I am the authorized signatory or nominee of that beneficial holder. (If a nominee holds your Existing Second Lien Notes on your behalf and you do not know the amount, please contact your nominee immediately. For purposes of this ballot, do not adjust the principal amount for any accrued or unmatured interest.)

\$ _____

Item 2: Straight Ticket Voting (this vote will apply to each of the seven separate Debtors, and to your Class 5 Existing Second Lien Secured Claim and your Class 6 Existing Second Lien Deficiency Claim).

Item 2(a): **Vote on Plan – (check only one box).**

ACCEPT
THE PLAN

REJECT
THE PLAN

-OR-

Item 2(b): **“Opt Out” of Releases under Article VIII.D of the Plan.**

Article VIII.D of the Plan provides:

As of the Effective Date, each Releasing Party is deemed to have released and discharged each Debtor, Reorganized Debtor, and Released Party from any and all Causes of Action, whether known or unknown, including any derivative claims, asserted on behalf of the Debtors, that such Entity would have been legally entitled to assert (whether individually or collectively), based on or relating to, or in any manner arising from, in whole or in part, the Debtors, the Debtors’ in- or out-of-court restructuring efforts, intercompany transactions, the Rights Offering, the Chapter 11 Cases, the formulation, preparation, dissemination, negotiation, or filing of the Disclosure Statement, the DIP Term Facility, the DIP Revolving Facility, the Plan (including the Plan Supplement), or any Restructuring Transactions, the pursuit of Confirmation, the pursuit of Consummation, the administration and implementation of the Plan, including the issuance or distribution of securities pursuant to the Plan, or the distribution of property under the Plan or any other related agreement, or upon any other related act or omission, transaction, agreement, event, or other occurrence taking place on or before the Effective Date. Notwithstanding anything contained herein to the contrary, the foregoing release does not release any obligations of any party under the Plan or any document, instrument, or agreement executed to implement the Plan.

Further, under the Plan *Releasing Party* is defined to mean:

(i) the holders of all Claims or Interests who vote to accept the Plan; (ii) the holders of Claims or Interests that are Unimpaired under the Plan; (iii) the holders of Claims or Interests whose vote to accept or reject the Plan is solicited but who do not vote either to accept or to reject the Plan; and (iv) the holders of Claims or Interests who vote to reject the Plan but do not opt out of granting the releases set forth herein.

As described above, under the Plan you may be deemed to be a Releasing Party and to consent to providing the releases contained in Article VIII.D of the Plan. **You may, however, check the box below to opt-out of the releases contained in Article VIII.D of the Plan, only if you also vote to Reject the Plan in Item 2(a) above.** If you (a) vote to accept the Plan, (b) do not submit the Ballot to accept or reject the Plan, or (c) reject the Plan but do not opt-out by checking the box below, you will be deemed to be a Releasing Party and to have provided the releases in Article VIII.D of the Plan.

CHECK THIS BOX TO OPT-OUT OF RELEASES PROVIDED IN
ARTICLE VIII.D OF THE PLAN

Item 3: If you elect to vote your Claims and opt-out of the Releases separately check the following items.

Item 3(a): DEBTOR ERICKSON INCORPORATED

Item 3(a)(1): Class 5 - Existing Second Lien Secured Claim - Vote on Plan– (check only one box).

<u>ACCEPT</u> <u>THE PLAN</u>	-OR-	<u>REJECT</u> <u>THE PLAN</u>
<input type="checkbox"/>		<input type="checkbox"/>

Item 3(a)(2): Class 6 - Existing Second Lien Deficiency Claim - Vote on Plan– (check only one box).

<u>ACCEPT</u> <u>THE PLAN</u>	-OR-	<u>REJECT</u> <u>THE PLAN</u>
<input type="checkbox"/>		<input type="checkbox"/>

Item 3(a)(3): Opt-Out: The Releases and the opt-out are described in more detail in Item 2(b) and the Plan. To opt-out you must (a) vote to Reject the Plan in both Class 5 and 6 for this Debtor, and (b) check the opt-out box below:

CHECK THIS BOX TO OPT-OUT OF RELEASES PROVIDED IN
ARTICLE VIII.D OF THE PLAN

Item 3(b): DEBTOR EAC ACQUISITION CORPORATION

Item 3(b)(1): Class 5 - Existing Second Lien Secured Claim - Vote on Plan– (check only one box).

<u>ACCEPT</u> <u>THE PLAN</u>	-OR-	<u>REJECT</u> <u>THE PLAN</u>
<input type="checkbox"/>		<input type="checkbox"/>

Item 3(b)(2): Class 6 - Existing Second Lien Deficiency Claim - Vote on Plan– (check only one box).

<u>ACCEPT</u> <u>THE PLAN</u>	-OR-	<u>REJECT</u> <u>THE PLAN</u>
<input type="checkbox"/>		<input type="checkbox"/>

Item 3(b)(3): Opt-Out: The Releases and the opt-out are described in more detail in Item 2(b) and the Plan. To opt-out you must (a) vote to Reject the Plan in both Class 5 and 6 for this Debtor, and (b) check the opt-out box below:

**CHECK THIS BOX TO OPT-OUT OF RELEASES PROVIDED IN
ARTICLE VIII.D OF THE PLAN**

Item 3(c): DEBTOR ERICKSON HELICOPTERS, INC.

Item 3(c)(1): Class 5 - Existing Second Lien Secured Claim - Vote on Plan– (check only one box).

**ACCEPT
THE PLAN**

-OR-

**REJECT
THE PLAN**

Item 3(c)(2): Class 6 - Existing Second Lien Deficiency Claim - Vote on Plan– (check only one box).

**ACCEPT
THE PLAN**

-OR-

**REJECT
THE PLAN**

Item 3(c)(3): Opt-Out: The Releases and the opt-out are described in more detail in Item 2(b) and the Plan. To opt-out you must (a) vote to Reject the Plan in both Class 5 and 6 for this Debtor, and (b) check the opt-out box below:

**CHECK THIS BOX TO OPT-OUT OF RELEASES PROVIDED IN
ARTICLE VIII.D OF THE PLAN**

Item 3(d): DEBTOR ERICKSON TRANSPORT, INC.

Item 3(d)(1): Class 5 - Existing Second Lien Secured Claim - Vote on Plan– (check only one box).

**ACCEPT
THE PLAN**

-OR-

**REJECT
THE PLAN**

Item 3(d)(2): Class 6 - Existing Second Lien Deficiency Claim - Vote on Plan– (check only one box).

**ACCEPT
THE PLAN**

-OR-

**REJECT
THE PLAN**

Item 3(d)(3): Opt-Out: The Releases and the opt-out are described in more detail in Item 2(b) and the Plan. To opt-out you must (a) vote to Reject the Plan in both Class 5 and 6 for this Debtor, and (b) check the opt-out box below:

**CHECK THIS BOX TO OPT-OUT OF RELEASES PROVIDED IN
ARTICLE VIII.D OF THE PLAN**

Item 3(e): DEBTOR ERICKSON HELICOPTERS INTERNATIONAL, INC.

Item 3(e)(1): Class 5 - Existing Second Lien Secured Claim - Vote on Plan– (check only one box).

**ACCEPT
THE PLAN**

**REJECT
THE PLAN**

-OR-

Item 3(e)(2): Class 6 - Existing Second Lien Deficiency Claim - Vote on Plan– (check only one box).

**ACCEPT
THE PLAN**

**REJECT
THE PLAN**

-OR-

Item 3(e)(3): Opt-Out: The Releases and the opt-out are described in more detail in Item 2(b) and the Plan. To opt-out you must (a) vote to Reject the Plan in both Class 5 and 6 for this Debtor, and (b) check the opt-out box below:

**CHECK THIS BOX TO OPT-OUT OF RELEASES PROVIDED IN
ARTICLE VIII.D OF THE PLAN**

Item 3(f): DEBTOR EVERGREEN EQUITY, INC.

Item 3(f)(1): Class 5 - Existing Second Lien Secured Claim - Vote on Plan– (check only one box).

**ACCEPT
THE PLAN**

**REJECT
THE PLAN**

-OR-

Item 3(f)(2): Class 6 - Existing Second Lien Deficiency Claim - Vote on Plan– (check only one box).

**ACCEPT
THE PLAN**

**REJECT
THE PLAN**

-OR-

Item 3(f)(3): Opt-Out: The Releases and the opt-out are described in more detail in Item 2(b) and the Plan. To opt-out you must (a) vote to Reject the Plan in both Class 5 and 6 for this Debtor, and (b) check the opt-out box below:

**CHECK THIS BOX TO OPT-OUT OF RELEASES PROVIDED IN
ARTICLE VIII.D OF THE PLAN**

Item 3(g): DEBTOR EVERGREEN UNMANNED SYSTEMS, INC.

Item 3(g)(1): Class 5 - Existing Second Lien Secured Claim - Vote on Plan– (check only one box).

**ACCEPT
THE PLAN**

**REJECT
THE PLAN**

-OR-

Item 3(g)(2): Class 6 - Existing Second Lien Deficiency Claim - Vote on Plan– (check only one box).

**ACCEPT
THE PLAN**

**REJECT
THE PLAN**

-OR-

Item 3(g)(3): Opt-Out: The Releases and the opt-out are described in more detail in Item 2(b) and the Plan. To opt-out you must (a) vote to Reject the Plan in both Class 5 and 6 for this Debtor, and (b) check the opt-out box below:

**CHECK THIS BOX TO OPT-OUT OF RELEASES PROVIDED IN
ARTICLE VIII.D OF THE PLAN**

Item 4: Identify All Other Existing Second Lien Notes Voted. If you hold Existing Second Lien Notes through more than one record holder, or in your own name as well as through a record holder, you may receive more than one ballot. In that case, please fill in the table below (using additional sheets of paper if necessary) and identify other Existing Second Lien Notes for which you are the beneficial holder. By returning this ballot, the beneficial holder certifies that (a) this ballot is the only ballot it submitted for the Existing Second Lien Notes, except for those identified in the following table, and (b) all ballots for Existing Second Lien Notes it submitted indicate the same vote indicated in Item 2 of this ballot.

Fill In Table Below Only If You Have Voted or Are Voting Ballots Other Than This Ballot

Account Number	Name of Holder*	Principal Amount of Other Senior Notes Voted
		\$
		\$
		\$
		\$

Item 5: Certification. By returning this ballot, the beneficial holder of the Existing Second Lien Notes identified in Item 1 above:

(a) authorizes and instructs its nominee (i) to furnish the voting information, customer account number, and the amount of Existing Second Lien Notes the nominee holds on its behalf in a master ballot transmitted to the Debtors or their agent, and (ii) to retain this ballot and related information in its records for one year after the Voting Deadline;

(b) certifies that it (i) has full power and authority to vote to accept or reject the Plan with respect to the Existing Second Lien Notes identified in Item 1, and (ii) has received a copy of (whether electronic link to a website or otherwise) of the Disclosure Statement (including the exhibits therein); and

(c) agrees to provide proof of its authority to vote this ballot if required or requested by the nominee, its agent, the Claims and Balloting Agent, the Debtors, or the bankruptcy court.

Name of Holder: _____
(Print or Type)

Social Security or Federal Tax I.D. No.: _____
(Optional)

Signature: _____

Name of Signatory: _____
(If other than Holder)

Title (if corporation, partnership, or LLC): _____
(If Appropriate)

* Insert your name if you are the record holder of these Senior Notes. Otherwise, insert the name of your broker, bank, or other nominee.

Street Address: _____

City, State, Zip Code: _____

Telephone: (____) _____

Date Completed: _____

EXHIBIT 5 to the Disclosure Statement Approval Order

Form of Confirmation Hearing Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Chapter 11
	§	
ERICKSON INCORPORATED, et al.,¹	§	Case No. 16-34393-hdh
	§	
Debtors.	§	(Jointly Administered)

**NOTICE OF (I) APPROVAL OF DISCLOSURE STATEMENT;
(II) ESTABLISHMENT OF VOTING RECORD DATE; (III) APPROVING CURE
PROCEDURES; (IV) HEARING ON CONFIRMATION OF THE SECOND AMENDED
CHAPTER 11 PLAN OF THE DEBTORS; (V) PROCEDURES FOR OBJECTING TO
CONFIRMATION OF THE PLAN; AND
(VI) PROCEDURES AND DEADLINE FOR VOTING ON THE PLAN**

TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST AND EQUITY INTERESTS IN THE ABOVE-CAPTIONED DEBTORS AND DEBTORS IN POSSESSION:

PLEASE TAKE NOTICE THAT:

1. **Approval of Disclosure Statement.** By order dated _____, 2017 (the “Disclosure Statement Approval Order”), the United States Bankruptcy Court for the Northern District of Texas, Dallas Division (the “Court”) approved the Second Amended Disclosure Statement in Support of the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “Disclosure Statement”), filed by Erickson Incorporated and each of its debtor affiliates, as debtors and debtors in possession (collectively, the “Debtors”), and authorized the Debtors to solicit votes with regard to the approval or rejection of the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code, attached as Exhibit A to the Disclosure Statement (as amended, the “Plan”).²
2. **Confirmation Hearing.** A hearing (the “Confirmation Hearing”) to consider confirmation of the Plan shall be held before the Honorable Harlin D. Hale, United States Bankruptcy Judge, in the United States Bankruptcy Court for the Northern District of Texas, Dallas Division, 1100 Commerce Street, 14th Floor, Courtroom #3, Dallas, TX 75242, on March 21, 2017 at 9:00 a.m. (prevailing Central Time). The Confirmation Hearing may be continued from time to time by announcing such continuance in open court without further notice to parties in interest, and the Plan may be modified, if necessary, prior to, during, or as a result of the Confirmation Hearing in accordance with the terms of the Plan, without further notice to interested parties.

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Erickson Incorporated (7561); EAC Acquisition Corporation (3733); Erickson Helicopters, Inc. (5052); Erickson Transport, Inc. (9162); Evergreen Helicopters International, Inc. (1311); Evergreen Equity, Inc. (9209); and Evergreen Unmanned Systems, Inc. (3961). The location of the Debtors’ service address is 5550 SW Macadam Avenue, Suite 200, Portland, OR 97239.

² Capitalized terms not defined herein shall have the meanings ascribed to such terms in the Plan.

3. **Record Date for Voting Purposes.** February 15, 2017 shall be the voting record date (the “Voting Record Date”) for all Creditors entitled to vote on the Plan, as described in the Disclosure Statement Approval Order.
4. **Voting Deadline.** All votes to accept or reject the Plan must be received by 4:00 p.m. (prevailing Central Time) on March 13, 2017 (the “Voting Deadline”). Any failure to follow the voting instructions contained in the Disclosure Statement Approval Order and on the Ballots that will be included in the Solicitation Materials that will be sent to creditors and interest holders entitled to vote on the Plan may disqualify your Ballot and your vote.
5. **Bar Date.** Any person or entity (excluding governmental units) holding a Claim or Interest against the Debtors that arose or is deemed to have arisen prior to November 8, 2016 (the “Petition Date”), must file a proof of claim or interest on or before March 20, 2017. Pursuant to section 502(b)(9) of the Bankruptcy Code, the deadline for filing a Proof of Claim by any Governmental Unit is May 8, 2017.
6. **Parties in Interest Not Entitled to Vote.** Holders of Unimpaired Claims and holders of Claims or Interests who will receive no distribution under the Plan are not entitled to vote on the Plan. Such holders shall receive a Non-Voting Status Notice or Unimpaired-Voting Status Notice, rather than a Ballot.
7. **Objections to Confirmation.** Objections, if any, to the confirmation of the Plan must (a) be in writing; (b) be in the English language; (c) state the name and address of the objecting party and the amount and nature of the Claim or Interest of such party; (d) state with particularity the basis and nature of any objection to the Plan; and (e) be filed, together with proof of service, with the Court and served so that they are received by the following parties (the “Confirmation Service List”), no later than March 13, 2017 at 4:00 p.m. (prevailing Central Time)(the “Confirmation Hearing Deadline”): (i) counsel for the Debtors, Haynes and Boone, LLP, 1221 McKinney, Suite 2100, Houston, Texas 77010, Attn: Kenric D. Kattner; (ii) the United States Trustee, 1100 Commerce, Room 976, Dallas, Texas 75242, Attn: Lisa L. Lambert; (iii) Randall Klein, Goldberg Kohn, Ltd., 55 East Monroe Street, Suite 3300, Chicago, Illinois 60603-5792, lead counsel for Wells Fargo Bank, N.A., as DIP Revolving Agent and Existing First Lien Agent; (iv) David Weitman, K&L Gates LLP, 1717 Main Street, Suite 2800, Dallas, Texas 75201, local counsel for Wells Fargo Bank, N.A., as DIP Revolving Agent and Existing First Lien Agent; (v) Scott L. Alberino, Akin Gump Strauss Hauer & Feld LLP, 1333 New Hampshire Avenue, N.W., Washington, DC 20036-1564, counsel for an ad hoc group of holders of 8.25% Second Priority Senior Secured Notes due 2020; (vi) Edward M. Fox, Esq., Seyfarth Shaw LLP, 620 8th Avenue, New York, NY 10018, counsel to Wilmington Trust, National Association, as indenture trustee and notes collateral agent for the 8.25% Second Priority Senior Secured Notes due 2020.
8. **Witness and Exhibit List.** Any party (other than the Debtors) who intends to present witnesses and/or exhibits at the Confirmation Hearing shall file a witness and exhibit list with the Court no later than the Confirmation Objection Deadline and shall simultaneously provide any such exhibits electronically to the Confirmation Service List, unless otherwise agreed to by the Debtors and such party. The Debtors shall file their witness and exhibit list with the Court one day after the Confirmation Objection Deadline and shall simultaneously provide any such exhibits electronically to the Confirmation Service List and to any objecting party.
9. **Executory Contracts and Unexpired Leases.** Pursuant to the Plan, the Debtors will assume all executory contracts and unexpired leases other than those executory contracts and unexpired leases expressly rejected. Unless otherwise specified, the assumed executory contracts and

unexpired leases include all exhibits, schedules, riders, modifications, amendments, supplements, attachments, restatements, or other agreements made directly or indirectly by an agreement, instrument, or other document that in any manner affects such agreement. Pursuant to the Cure Procedures, and as detailed in the Cure Notice provided to all counterparties of the Debtors' executory contracts and unexpired leases (the "Contracts"), all objections to the assumption of any Contract, including without limitation any objection to the Debtors' proposed Cure Amount (the "Cure Amount") or the provision of adequate assurance of future performance under any Contract pursuant to Section 365 of the Bankruptcy Code ("Adequate Assurance") must: (a) be in writing; (b) be in the English language; (c) state the name and address of the objecting Contract Counterparty; (d) be filed, together with proof of service, with the Court and served so that they are received by the parties to the Confirmation Service List, no later than March 13, 2017 at 4:00 p.m. (prevailing Central Time) (the "Cure Objection Bar Date"); (e) identify the Contract to which the objector is party; (f) describe with particularity any dispute the Contract Counterparty has under Section 365 of the Bankruptcy Code with the Cure Amount and identify the bases of the dispute under the Contract; (g) attach all supporting documents; and (h) if the response contains an objection to Adequate Assurance, state with specificity what the objecting party believes is required to provide Adequate Assurance. To the extent a Contract is not listed on the Cure Notice, the Cure Amount for such unlisted Contract shall be deemed to be \$0.00, and any objection to such Cure Amount shall be filed in accordance with the Disclosure Statement Approval Order.

10. **Additional Information.** Any party wishing to view the Plan, Plan Supplement, Disclosure Statement or the Disclosure Statement Approval Order may view such documents at <http://www.kccllc.net/Erickson>. Any party in interest wishing to obtain information about the solicitation procedures or balloting should contact the Debtors' Claims and Balloting Agent - Kurtzman Carson Consultants LLC, by (i) toll-free telephone (877) 725-7539 or (424) 236-7247 or (ii) E-mail at EricksonInquiries@kccllc.com.

Dated: _____, 2017

HAYNES AND BOONE, LLP

Kenric D. Kattner
State Bar No. 11108400
Kourtney Lyda
State Bar No. 24013330
1221 McKinney Street, Suite 2100
Houston, TX 77010
Telephone: 713.547.2000
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and

Ian T. Peck
State Bar No. 24013306
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State Bar No. 24093194
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Facsimile: 214.651.5940
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ATTORNEYS FOR THE DEBTORS

EXHIBIT 6 to the Disclosure Statement Approval Order

Form of Non-Voting Status Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Chapter 11
	§	
ERICKSON INCORPORATED, et al.,¹	§	Case No. 16-34393-hdh
	§	
Debtors.	§	(Jointly Administered)

**NOTICE OF NON-VOTING STATUS
WITH RESPECT TO IMPAIRED CLASSES**

PLEASE TAKE NOTICE THAT on December 23, 2016, Erickson Incorporated and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), filed the Second Amended Joint Plan of Reorganization of Erickson Incorporated, et al., Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “Plan”) and the Second Amended Disclosure Statement in Support of the Second Amended Joint Plan of Reorganization of Erickson Incorporated, et al., Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “Disclosure Statement”), with the United States Bankruptcy Court for the Northern District of Texas, Dallas Division (the “Court”). By order entered on _____, 2017 (the “Disclosure Statement Approval Order”), the Court approved the adequacy of the information contained in the Disclosure Statement, along with certain procedures to be used in connection with solicitation of votes on the Plan.

UNDER THE TERMS OF THE PLAN, YOU ARE NOT ENTITLED TO RECEIVE OR RETAIN ANY PROPERTY ON ACCOUNT OF YOUR CLAIMS AGAINST OR OWNERSHIP OF EQUITY INTERESTS IN THE DEBTORS. PURSUANT TO SECTION 1126(G) OF THE BANKRUPTCY CODE, YOU ARE DEEMED TO HAVE REJECTED THE PLAN AND ARE NOT ENTITLED TO VOTE ON THE PLAN. ACCORDINGLY, THE PLAN AND DISCLOSURE STATEMENT, AND ANY OTHER RELATED DOCUMENTS, ARE FOR INFORMATIONAL PURPOSES ONLY. ANY PARTY WISHING TO VIEW THE PLAN OR DISCLOSURE STATEMENT MAY VIEW SUCH DOCUMENTS AT [HTTP://WWW.KCCLLC.NET/ERICKSON](http://www.kccllc.net/erickson).

PLEASE TAKE FURTHER NOTICE that a hearing to consider confirmation of the Plan (the “Confirmation Hearing”) will be held at 9:00 a.m. (prevailing Central Time) on March 21, 2017, before the Honorable Harlin D. Hale, United States Bankruptcy Judge, in the United States Bankruptcy Court for the Northern District of Texas, Dallas Division, 1100 Commerce Street, 14th Floor, Courtroom #3, Dallas, TX 75242. The Confirmation Hearing may be continued from time to time by announcing such continuance in open court without further notice to parties in interest. **ANY PARTY IN INTEREST OBJECTING TO THE PLAN MUST FILE AN OBJECTION (A “CONFIRMATION OBJECTION”) TO CONFIRMATION OF THE PLAN NO LATER THAN 4:00 P.M. (PREVAILING CENTRAL TIME) ON MARCH 13, 2017 (THE “OBJECTION DEADLINE”).**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Erickson Incorporated (7561); EAC Acquisition Corporation (3733); Erickson Helicopters, Inc. (5052); Erickson Transport, Inc. (9162); Evergreen Helicopters International, Inc. (1311); Evergreen Equity, Inc. (9209); and Evergreen Unmanned Systems, Inc. (3961). The location of the Debtors’ service address is 5550 SW Macadam Avenue, Suite 200, Portland, OR 97239.

Confirmation Objections must be written, filed and served in accordance with the instructions contained in the Disclosure Statement Approval Order, a copy of which is contained in the solicitation materials that accompany this Notice. **CONFIRMATION OBJECTIONS NOT TIMELY FILED AND SERVED IN THE MANNER DESCRIBED IN THE DISCLOSURE STATEMENT APPROVAL ORDER SHALL NOT BE CONSIDERED AND SHALL BE DEEMED OVERRULED.**

Dated: _____, 2017

HAYNES AND BOONE, LLP

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ATTORNEYS FOR THE DEBTORS

EXHIBIT 7 to the Disclosure Statement Approval Order

Form of Unimpaired Status Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Chapter 11
	§	
ERICKSON INCORPORATED, et al.,¹	§	Case No. 16-34393-hdh
	§	
Debtors.	§	(Jointly Administered)

**NOTICE OF NON-VOTING STATUS
WITH RESPECT TO UNIMPAIRED CLASSES**

PLEASE TAKE NOTICE THAT on December 23, 2016, Erickson Incorporated and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), filed the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “Plan”) and the Second Amended Disclosure Statement in Support of the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “Disclosure Statement”), with the United States Bankruptcy Court for the Northern District of Texas, Dallas Division (the “Court”). By order entered on _____, 2017 (the “Disclosure Statement Approval Order”), the Court approved the adequacy of the information contained in the Disclosure Statement, along with certain procedures to be used in connection with solicitation of votes on the Plan.

UNDER THE TERMS OF THE PLAN, YOU ARE NOT ENTITLED TO VOTE YOUR CLAIMS AGAINST OR OWNERSHIP OF EQUITY INTERESTS IN THE DEBTORS AS YOU ARE UNIMPAIRED UNDER THE PLAN. PURSUANT TO SECTION 1126(f) OF THE BANKRUPTCY CODE, YOU ARE DEEMED TO HAVE ACCEPTED THE PLAN AND ARE NOT ENTITLED TO VOTE ON THE PLAN. ACCORDINGLY, THE PLAN AND DISCLOSURE STATEMENT, AND ANY OTHER RELATED DOCUMENTS, ARE FOR INFORMATIONAL PURPOSES ONLY. ANY PARTY WISHING TO VIEW THE PLAN OR DISCLOSURE STATEMENT MAY VIEW SUCH DOCUMENTS AT [HTTP://WWW.KCCLLC.NET/ERICKSON](http://www.kccllc.net/erickson).

PLEASE TAKE FURTHER NOTICE that a hearing to consider confirmation of the Plan (the “Confirmation Hearing”) will be held at 9:00 a.m. (prevailing Central Time) on March 21, 2017, before the Honorable Harlin D. Hale, United States Bankruptcy Judge, in the United States Bankruptcy Court for the Northern District of Texas, Dallas Division, 1100 Commerce Street, 14th Floor, Courtroom #3, Dallas, TX 75242. The Confirmation Hearing may be continued from time to time by announcing such continuance in open court without further notice to parties in interest. **ANY PARTY IN INTEREST OBJECTING TO THE PLAN MUST FILE AN OBJECTION (A “CONFIRMATION OBJECTION”) TO CONFIRMATION OF THE PLAN NO LATER THAN 4:00 P.M. (PREVAILING CENTRAL TIME) ON MARCH 13, 2017 (THE “OBJECTION DEADLINE”).**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Erickson Incorporated (7561); EAC Acquisition Corporation (3733); Erickson Helicopters, Inc. (5052); Erickson Transport, Inc. (9162); Evergreen Helicopters International, Inc. (1311); Evergreen Equity, Inc. (9209); and Evergreen Unmanned Systems, Inc. (3961). The location of the Debtors’ service address is 5550 SW Macadam Avenue, Suite 200, Portland, OR 97239.

Confirmation Objections must be written, filed and served in accordance with the instructions contained in the Disclosure Statement Approval Order, a copy of which is contained in the solicitation materials that accompany this Notice. **CONFIRMATION OBJECTIONS NOT TIMELY FILED AND SERVED IN THE MANNER DESCRIBED IN THE DISCLOSURE STATEMENT APPROVAL ORDER SHALL NOT BE CONSIDERED AND SHALL BE DEEMED OVERRULED.**

Dated: _____, 2017

Submitted by:

HAYNES AND BOONE, LLP

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ATTORNEYS FOR THE DEBTORS

EXHIBIT 8 to the Disclosure Statement Approval Order

Cure Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Chapter 11
	§	
ERICKSON INCORPORATED, et al.,¹	§	Case No. 16-34393-hdh
	§	
Debtors.	§	(Jointly Administered)

NOTICE OF CURE PROCEDURES

PLEASE TAKE NOTICE THAT on December 23, 2016, Erickson Incorporated and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), filed the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (as amended, the “Plan”)² and the Second Amended Disclosure Statement in Support of the Second Amended Joint Plan of Reorganization of Erickson Incorporated, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code (as amended, “Disclosure Statement”), with the United States Bankruptcy Court for the Northern District of Texas, Dallas Division (the “Court”). By the attached order entered on February [], 2017 (the “Disclosure Statement Approval Order”), the Court approved the adequacy of the information contained in the Disclosure Statement, along with certain procedures described below.

PLEASE TAKE FURTHER NOTICE THAT upon on the Effective Date of the Plan, the Debtors may seek to assume the executory contracts and unexpired leases and any modifications thereto set forth on **Exhibit A** hereto (collectively, the “Contracts”). In addition, the cure amounts, if any, necessary for the assumption of the Contracts (the “Cure Amounts”) are set forth on Exhibit 1.

PLEASE TAKE FURTHER NOTICE THAT pursuant to the Plan, the Debtors will file the Plan Supplement, which shall include a Schedule of Assumed Contracts and Leases, whereby each Contract Counterparty will have notice on the Debtors’ intention to assume its Contract.

PARTIES LISTED ON **EXHIBIT 1** HERETO ARE RECEIVING THIS NOTICE BECAUSE THE DEBTORS HAVE IDENTIFIED THEM AS A COUNTERPARTY TO A CONTRACT THAT **MAY** BE ASSUMED. THE PRESENCE OF ANY CONTRACT ON **EXHIBIT 1 DOES NOT** CONSTITUTE AN ADMISSION THAT SUCH CONTRACT IS AN EXECUTORY CONTRACT OR UNEXPIRED LEASE. FURTHER, THE PRESENCE OF ANY CONTRACT ON **EXHIBIT 1 DOES NOT** INDICATE THAT THE DEBTORS INTEND TO ASSUME THE CONTRACT. THE DEBTORS **MAY** REJECT A CONTRACT THAT APPEARS ON THE **EXHIBIT 1** PURSUANT TO THE PLAN.

TO THE EXTENT AN EXECUTORY CONTRACT OR UNEXPIRED LEASE IS NOT LISTED ON EXHIBIT 1 HERETO, THE CURE AMOUNT FOR SUCH UNLISTED EXECUTORY CONTRACT OR UNEXPIRED LEASE SHALL BE DEEMED TO BE \$0.00, AND ANY OBJECTION

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Erickson Incorporated (7561); EAC Acquisition Corporation (3733); Erickson Helicopters, Inc. (5052); Erickson Transport, Inc. (9162); Evergreen Helicopters International, Inc. (1311); Evergreen Equity, Inc. (9209); and Evergreen Unmanned Systems, Inc. (3961). The location of the Debtors’ service address is 5550 SW Macadam Avenue, Suite 200, Portland, OR 97239.

² All otherwise undefined terms shall have the same meaning ascribed in the Plan.

TO SUCH CURE AMOUNT SHALL BE FILED IN ACCORDANCE WITH THE OBJECTION PROCEDURES SET FORTH IN THE DISCLOSURE STATEMENT APPROVAL ORDER.

Any party wishing to view the Plan, Plan Supplement, Disclosure Statement or the Disclosure Statement Approval Order may view such documents at <http://www.kccllc.net/Erickson>. Any party in interest wishing to obtain information about the solicitation procedures or balloting should contact the Debtors' Balloting Agent, Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245, Attn: Erickson Ballot Processing Center.

Assumed Contract Objection Procedures

Pursuant to the Cure Procedures, all objections to the assumption of any Contract, including without limitation any objection to the Debtors' proposed Cure Amount or the provision of adequate assurance of future performance under any Contract pursuant to Section 365 of the Bankruptcy Code ("Adequate Assurance") must: (a) be in writing; (b) be in the English language; (c) state the name and address of the objecting Contract Counterparty; (d) be filed, together with proof of service, with the Court and served so that they are received by the following parties (the "Confirmation Service List"), no later than March 13, 2017 at 4:00 p.m. (prevailing Central Time) (the "Cure Objection Bar Date"): (i) counsel for the Debtors, Haynes and Boone, LLP, 1221 McKinney, Suite 2100, Houston, Texas 77010, Attn: Kenric D. Kattner; (ii) the United States Trustee, 1100 Commerce, Room 976, Dallas, Texas 75242, Attn: Lisa L. Lambert; (iii) Randall Klein, Goldberg Kohn, Ltd., 55 East Monroe Street, Suite 3300, Chicago, Illinois 60603-5792, lead counsel for Wells Fargo Bank, N.A., as DIP Revolving Agent and Existing First Lien Agent; (iv) David Weitman, K&L Gates LLP, 1717 Main Street, Suite 2800, Dallas, Texas 75201, local counsel for Wells Fargo Bank, N.A., as DIP Revolving Agent and Existing First Lien Agent; (v) Scott L. Alberino, Akin Gump Strauss Hauer & Feld LLP, 1333 New Hampshire Avenue, N.W., Washington, DC 20036-1564, counsel for an ad hoc group of holders of 8.25% Second Priority Senior Secured Notes due 2020; (vi) Edward M. Fox, Esq., Seyfarth Shaw LLP, 620 8th Avenue, New York, NY 10018, counsel to Wilmington Trust, National Association, as indenture trustee and notes collateral agent for the 8.25% Second Priority Senior Secured Notes due 2020; (e) identify the Contract to which the objector is party; (f) describe with particularity any dispute the Contract Counterparty has under Section 365 of the Bankruptcy Code with the Cure Amount and identify the bases of the dispute under the Contract; (g) attach all supporting documents; and (h) if the response contains an objection to Adequate Assurance, state with specificity what the objecting party believes is required to provide Adequate Assurance.

FAILING TO TIMELY FILE AND SERVE AN OBJECTION

ANY COUNTERPARTY TO AN ASSUMED CONTRACT WHO FAILS TO TIMELY FILE AND SERVE AN OBJECTION TO THE PROPOSED ASSUMPTION OF AN ASSUMED CONTRACT AND/OR THE CURE AMOUNT SET FORTH ON EXHIBIT 1 IN ACCORDANCE WITH THE CURE PROCEDURES SHALL BE FOREVER BARRED FROM ASSERTING ANY OBJECTION TO THE ASSUMPTION OF THE ASSUMED CONTRACT AND/OR THE CURE AMOUNT SET FORTH ON EXHIBIT 1, INCLUDING ASSERTING ADDITIONAL CURE AMOUNTS WITH RESPECT TO THE ASSUMED CONTRACT RELATING TO ANY PERIOD PRIOR TO THE TIME OF ASSUMPTION.

Dated: _____, 2017

HAYNES AND BOONE, LLP

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Email: david.staab@haynesboone.com

ATTORNEYS FOR THE DEBTORS

EXHIBIT 1

Cure Amount Schedule

Contract Counterparty	Description of Contract or Lease	Proposed Cure Amount