2009 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L07000098397

Entity Name: WHEELS UP AVIATION SERVICES LLC

FILED Apr 29, 2009 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

1471 SCARLETT WAY 1471 SCARLETT WAY

GREEN COVE SPRINGS,, FL 32043 US FLEMING ISLAND, FL 32003 US

Current Mailing Address: New Mailing Address:

1471 SCARLETT WAY 1471 SCARLETT WAY

GREEN COVE SPRINGS,, FL 32043 US FLEMING ISLAND,, FL 32003 US

FEI Number: 32-0218598 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

WHEELER, CHARLES H
1471 SCARLETT WAY
WHEELER, CHARLES H
1471 SCARLETT WAY

GREEN COVE SPRINGS, FL 32043 US FLEMING ISLAND, FL 32003 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: 04/29/2009

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

Title: MGRM () Delete Title: MGRM (X) Change () Addition

Name: WHEELER, CHARLES H
Address: 1471 SCARLETT WAY

Name: WHEELER, CHARLES H
Address: 1471 SCARLETT WAY

City-St-Zip: GREEN COVE SPRINGS,, FL 32043 US City-St-Zip: FLEMING ISLAND, FL 32003 US

Title: MGRM () Delete Title: MGR (X) Change () Addition

Name: WHEELER, ANNETTE
Address: 1471 SCARLETT WAY

Name: WHEELER, ANNETTE
Address: 1471 SCARLETT WAY

Address: 1471 SCARLETT WAY

City-St-Zip: GREEN COVE SPRINGS,, FL 32043 US City-St-Zip: FLEMING ISLAND, FL 32003 US

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: CHARLES H. WHEELER MGRM 04/29/2009