2011 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L09000105399

Entity Name: 10/17/09 WHEELS UP LLC

FILED Apr 11, 2011 Secretary of State

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

4951 WINDSOR PARK SARASOTA, FL 342352610

Current Mailing Address: New Mailing Address:

4951 WINDSOR PARK SARASOTA, FL 342352610

FEI Number: 27-1237628 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired (X)

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

HENDERSON, THOMAS N III 101 E. KENNEDY BLVD. SUITE 3700 TAMPA, FL 33602 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:

Electronic Signature of Registered Agent

Date

MANAGING MEMBERS/MANAGERS:

Title: PRES

Name: CLOSE, MICHAEL J ESQ. Address: 4951 WINDSOR PARK City-St-Zip: SARASOTA, FL 34235 US

Title: VP

Name: CLOSE, NANCY L Address: 4951 WINDSOR PARK City-St-Zip: SARASOTA, FL 34235 US

Title: VP

 Name:
 ORLANDO, BRADY J

 Address:
 4951 WINDSOR PARK

 City-St-Zip:
 SARASOTA, FL 34235 US

I hereby 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 Statues.

SIGNATURE: NANCY L. CLOSE MGR 04/11/2011