

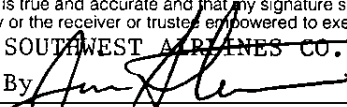


# 2007 LIMITED LIABILITY COMPANY ANNUAL REPORT

<b>DOCUMENT # M06000007101</b> 1. Entity Name <b>HOOKERS POINT FUEL FACILITIES LLC</b>						<div style="transform: rotate(-15deg);"> <b>FILED</b>  <b>07 FEB -5 PM 1:14</b>  <b>SECRETARY OF STATE</b>  <b>TALLAHASSEE, FLORIDA</b> </div>	
Principal Place of Business <b>C/O SOUTHWEST AIRLINES ATTN: JIM STEVENSON</b> <b>2702 LOVE FIELD DR., P.O. BOX 36611 HDQ7FM</b> <b>DALLAS, TX 75235</b>				Mailing Address <b>C/O SOUTHWEST AIRLINES ATTN: JIM STEVENSON</b> <b>2702 LOVE FIELD DR., P.O. BOX 36611 HDQ7FM</b> <b>DALLAS, TX 75235</b>			
2. Principal Place of Business - No P.O. Box #		3. Mailing Address				 01032007 Chg-LLC CR2E083 (12/06)	
Suite, Apt. #, etc.		Suite, Apt. #, etc.					
City & State		City & State					
Zip	Country	Zip	Country				
4. FEI Number <b>01-0880014</b>				Applied For <input type="checkbox"/> Not Applicable			
5. Certificate of Status Desired <input type="checkbox"/> <b>\$5.00</b> Additional Fee Required							
6. Name and Address of Current Registered Agent				7. Name and Address of New Registered Agent			
<b>C T CORPORATION SYSTEM</b> <b>1200 SOUTH PINE ISLAND ROAD</b> <b>PLANTATION, FL 33324</b>				Name			
				Street Address (P.O. Box Number is Not Acceptable)			
				City			
				<div style="display: flex; justify-content: space-between;"> <span><b>FL</b></span> <span>Zip Code</span> </div>			
8. 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. I am familiar with, and accept the obligations of registered agent.							
SIGNATURE _____ <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE</small>							
<b>Filing Fee is \$50.00</b> <b>Due by May 1, 2007</b>				<b>Make check payable to</b> <b>Florida Department of State</b>			
9. MANAGING MEMBERS/MANAGERS				10. ADDITIONS/CHANGES			
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>MGRM</b> <b>AIR TRANSPORT INTERNATIONAL INC</b> <b>440 EXCHANGE</b> <b>IVING, CA 92602</b> <input type="checkbox"/> Delete			TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition <b>Irving, CA 92602</b>		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>MGRM</b> <b>AMERICAN AIRLINES, INC.</b> <b>PO BOX 619616</b> <b>DFW INT'L AIRPORT, TX 752619616</b> <input type="checkbox"/> Delete			TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition <b>300098242263</b> <b>02/13/07--01049--004 **50.00</b>		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>MGRM</b> <b>AIRTRAN AIRWAY, INC.</b> <b>9955 AIRTAN BLVD.</b> <b>ORLANDO, FL 32827</b> <input type="checkbox"/> Delete			TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition <b>9955 Airtran Blvd.</b>		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>MGRM</b> <b>ATA AIRLINES, INC.</b> <b>WEST WASHINGTON STREET</b> <b>INDIANAPOLIS, IN 46231</b> <input type="checkbox"/> Delete			TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition <b>7337 West Washington Street</b>		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>MGRM</b> <b>COMAIR, INC.</b> <b>DEPARTMENT 920</b> <b>ATLANTA, GA 30354</b> <input type="checkbox"/> Delete			TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>MGRM</b> <b>British Airways PLC, Inc.</b> <b>P.O. Box 365, Americas House</b> <b>Harmondsworth, Middlesex, UK</b> <input type="checkbox"/> Delete			TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
11. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that any 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.							
<b>SOUTHWEST AIRLINES CO., a Texas corporation</b>							
<b>SIGNATURE:</b> By 				Date <b>02/02/2007</b>		Daytime Phone # <b>214-792-1036</b>	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER, MANAGER, OR AUTHORIZED REPRESENTATIVE <b>Jim Stevenson, Regional Manager - Fuel Operations</b>							

**M06000007101**

**EXHIBIT "A"**

**HOOKERS POINT FUEL FACILITIES LLC**

**CONTINUATION OF LIST OF MEMBERS**

**FILED**  
07 FEB -5 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Title: MGRM**  
**Name: CONTINENTAL AIRLINES, INC.**  
**Address: P.O. Box 4607-Dept. HQSHF**  
**City-St-Zip: Houston, TX 77210-4607**

**Title: MGRM**  
**Name: DELTA AIR LINES, INC.**  
**Address: P.O. Box 20531, Dept. 920**  
**City-St-Zip: Atlanta, GA 30320-2531**

**Title: MGRM**  
**Name: FRONTIER AIRLINES, INC.**  
**Address: Frontier Center One**  
**City-St-Zip: Denver, CO 80249**

**Title: MGRM**  
**Name: NORTHWEST AIRLINES, INC.**  
**Address: 5101 Northwest Dr, Dept. A4195**  
**City-St-Zip: St. Paul, MN 55111-3034**

**Title: MGRM**  
**Name: SOUTHWEST AIRLINES CO.**  
**Address: 2702 Love Field Drive, HDQ7FM**  
**City-St-Zip: Dallas, TX 75235**

**Title: MGRM**  
**Name: SPIRIT AIRLINES, INC.**  
**Address: 9450 D Airport Boulevard**  
**City-St-Zip: Orlando, FL 32827**

**Title: MGRM**  
**Name: UNITED AIR LINES, INC.**  
**Address: 1200 E. Algonquin Road**  
**City-St-Zip: Elk Road Village, IL 60007**

**Title: MGRM**  
**Name: UNITED PARCEL SERVICE CO.**  
**Address: 55 Glenlake Parkway, N.E.**  
**City-St-Zip: Atlanta, GA 30328**

**Title: MGRM**  
**Name: US AIRWAYS, INC.**  
**Address: Pittsburgh International Airport**  
**P.O. Box 12346**  
**City-St-Zip: Pittsburgh, PA 15231-0346**

**Title: MGRM**  
**Name: VIRGIN ATLANTIC AIRWAYS LIMITED**  
**Address: Crawley Business Quarter**  
**Manor Royal - Crawley**  
**City-St-Zip: West Sussex RH10 2NU/England**

*BK*