2005 FOR PROFIT CORPORATION AMENDED ANNUAL REPORT

DOCUMENT# P93000006218

Entity Name: AMELIA AIRWAYS, INC.

FILED Aug 03, 2005 Secretary of State

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

2545 NORTHWEST 55TH COURT,

SUITE 26

FT. LAUDERDALE, FL 33309 US

Current Mailing Address: New Mailing Address:

P.O. BOX 70057

ALBANY, GA 317080057 US

FEI Number: 65-0397171 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:

BUSH, JEFF A ELLION, DAVID M 2545 NORTHWEST 55TH COURT, STE. 26 1461 ALCAZAR WAY S.

FT. LAUDERDALE, FL 33309 US ST. PETERSBURG, FL 33705 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: DAVID M. ELLION 08/03/2005

Electronic Signature of Registered Agent Date

OFFICERS AND DIRECTORS:

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

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

Name: JEFF, BUSH Name: JEFF, MOORE

Address: 2545 NW 55TH COURT, HANGAR 26 Address: 7107 ECHO PINES DRIVE City-St-Zip: FORT LAUDERDALE, FL 33309 US City-St-Zip: HUMBLE, TX 77346 US

Title: PRES () Delete Title: () Change () Addition

 Name:
 ELLION, DAVID M
 Name:

 Address:
 1461 ALCAZAR WAY S.
 Address:

 City-St-Zip:
 ST. PETERSBURG, FL 33705 US
 City-St-Zip:

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

 Name:
 MURPHY, TERRELL F
 Name:
 ELLION, HEIDI R

 Address:
 2554 CENTENNIEL ROAD
 Address:
 1038 SPRINGHILL DRIVE

 City-St-Zip:
 THOMASVILLE, GA 31757
 City-St-Zip:
 ALBANY, GA 31721

Title: SEC () Delete Title: (X) Change () Addition ELLION, HEIDI R MCWHORTER, JENNIFER J Name: Name: Address: 1038 SPRINGHILL DRIVE Address: 238 KINCHAFOONEE CREEK RD City-St-Zip: ALBANY, GA 31721 City-St-Zip: LEESBURG, GA 31763

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: JENNIFER J. MCWHORTER SEC 08/03/2005