

George V. Utlik
ARENT FOX LLP
1675 Broadway
New York, NY 10019
Telephone: (212) 484-3900
Facsimile: (212) 484-3990
george.utlik@arentfox.com

Aram Ordubegian (admitted *pro hac vice*)
Andy S. Kong (admitted *pro hac vice*)
ARENT FOX LLP
555 West Fifth Street, 48th Floor
Los Angeles, CA 90013
Telephone: (213) 629-7400
Facsimile: (213) 629-7401
aram.ordubegian@arentfox.com
andy.kong@arentfox.com

*General Bankruptcy and
Restructuring Counsel to the Debtor*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
In re: :
: Chapter 11
AIRFASTTICKETS, INC., :
: Case No. 15-11951 (SHL)
Debtor. :
----- X

**NOTICE OF FILING TWO EXHIBITS
ADMITTED INTO EVIDENCE IN SUPPORT OF CONFIRMATION OF
THE DEBTOR'S SECOND AMENDED CHAPTER 11 PLAN OF LIQUIDATION**

PLEASE TAKE NOTICE that Airfasttickets, Inc., the debtor ("Debtor"), by its undersigned counsel, submits the following two exhibits (the "Exhibits") in support of confirmation of the *Debtor's Second Amended Chapter 11 Plan of Liquidation* (the "Plan") [ECF No. 238], which are attached hereto as **Exhibit A** and **Exhibit B**, respectively:

Exhibit A UCC Financing Statement: AIRFASTTICKETS, INC.

Exhibit B Uniform Commercial Code Report: AIRFASTTICKETS, INC.

PLEASE TAKE FURTHER NOTICE that these Exhibits were admitted into evidence at the hearing on confirmation of the Plan, which was held on October 13, 2016 at 11:00 a.m. Eastern Time (the "Hearing") before the Honorable Sean H. Lane, United States Bankruptcy Judge, at the United States Bankruptcy Court located at One Bowling Green, New York, New York 10004.

Dated: October 13, 2016
New York, New York

ARENT FOX LLP

By: /s/ George V. Utlik
George V. Utlik
1675 Broadway
New York, New York 10019
Telephone: (212) 484-3900
Facsimile: (212) 484-3990
george.utlik@arentfox.com

Aram Ordubegian
(admitted *pro hac vice*)
Andy S. Kong
(admitted *pro hac vice*)
555 West Fifth Street, 48th Floor
Los Angeles, CA 90013
Telephone: (213) 629-7400
Facsimile: (213) 629-7401
aram.ordubegian@arentfox.com
andy.kong@arentfox.com

*General Bankruptcy and Restructuring Counsel to
the Debtor*

EXHIBIT A

Delaware

Page 1

The First State

CERTIFICATE

SEARCHED OCTOBER 2, 2015 AT 5:23 P.M.
FOR DEBTOR, AIRFASTTICKETS, INC

1 OF 1 FINANCING STATEMENT 20150030220

DEBTOR: EXPIRATION DATE: 01/05/2020
AIRFASTTICKETS, INC.

875 THIRD AVENUE ADDED 01-05-15

THIRD FLOOR

NEW YORK, NY 10022

SECURED: PARK, EDGAR D

233 WILSHIRE BOULEVARD ADDED 01-05-15

SUITE 700

SANTA MONICA, CA 90401

F I L I N G H I S T O R Y

20150030220 FILED 01-05-15 AT 4:47 P.M. FINANCING STATEMENT

E N D O F F I L I N G H I S T O R Y

THE UNDERSIGNED FILING OFFICER HEREBY CERTIFIES THAT THE ABOVE LISTING IS A RECORD OF ALL PRESENTLY EFFECTIVE FINANCING STATEMENTS, FEDERAL TAX LIENS AND UTILITY SECURITY INSTRUMENTS FILED IN THIS




Jeffrey W. Bullock, Secretary of State

20157512090-UCC11
SR# 20150366469

Authentication: 10174637
Date: 10-02-15

You may verify this certificate online at corp.delaware.gov/authver.shtml

Delaware

Page 2

The First State

*OFFICE WHICH NAME THE ABOVE DEBTOR, AIRFASTTICKETS, INC AS OF
SEPTEMBER 7, 2015 AT 11:59 P.M.*



Jeffrey W. Bullock, Secretary of State

20157512090-UCC11
SR# 20150366469

Authentication: 10174637
Date: 10-02-15

You may verify this certificate online at corp.delaware.gov/authver.shtml

A. NAME & PHONE OF CONTACT AT FILER [optional]
 Edgar Park 3109667592

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

SIX DEGREES LAW GROUP
 233 WILSHIRE BOULEVARD
 SUITE 700
 SANTA MONICA CA 90401

DELAWARE DEPARTMENT OF STATE
 U.C.C. FILING SECTION
 FILED 04:47 PM 01/05/2015
 INITIAL FILING # 2015 0030220
 SRV: 150009751

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME
 AIRFASTTICKETS, INC.

OR

1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 875 THIRD AVENUE THIRD FLOOR NEW YORK NY 10022 US

1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION
 CORPORATION DE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR

2b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME

OR

3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX
 PARK EDGAR

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 233 WILSHIRE BOULEVARD SUITE 700 SANTA MONICA CA 90401 US

4. This FINANCING STATEMENT covers the following collateral:

All now owned and hereafter acquired right, title and interest of Debtor in, to and in respect of all items set forth in Schedule B (below), all Accounts related to the foregoing, all present and future Books and Records relating to the foregoing, and all present and future Proceeds of the foregoing, and as further described below:

Accounts Receivable: The above-referenced Accounts include all now owned and hereafter acquired right, title and interest of Debtor in, to and in respect of the following relating thereto: accounts receivable; contract rights; Chattel Paper; investment property; Documents; Instruments; letters of credit, bankers' acceptances or guaranties; cash moneys, deposits; securities, bank accounts, deposit accounts, credits and other property now or hereafter owned or held in any capacity by Debtor, as well as agreements or property securing or relating to any of the items referred to above;

Books and Records: All present and future books and records relating to any of the above including, without limitation, all computer programs, printed

6. This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)

7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (ADDITIONAL FEE) (optional)

All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

UCC FINANCING STATEMENT ADDENDUM - COLLATERAL

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT		
9a. ORGANIZATION'S NAME		
AIRFASTTICKETS, INC.		
OR	9b. INDIVIDUAL'S LAST NAME	
	FIRST NAME	MIDDLE NAME, SUFFIX

This FINANCING STATEMENT covers the following collateral
 output and computer readable data in the possession or control of the Debtor,
 any computer service bureau or other third party; and

Proceeds: All present and future Proceeds of the foregoing in whatever form and wherever located, including, without limitation, all insurance proceeds and all claims against third parties for violation, breach, loss or destruction of or damage to any of the foregoing.

Schedule B:

1. The Debtor's present and future rights including rights to payment under that certain Consolidator Agreement dated July 1, 2014 by and between Lockdrive Limited, Company number 9044603, with its seat and headquarters at 247 Gray's Inn Road, London, WC1X 8QZ, U.K. and Debtor (as amended).
2. The Debtor's present and future rights including rights to payment under that certain Contractual Agreement for the Recognition and Acceptance of Debt dated September 19, 2014 by and between Lockdrive Limited and Debtor (as amended).
3. The Debtor's present and future rights including rights to payment under that certain Consolidator Agreement dated July 1, 2014 by and between Worldwide Internet Services Limited, with UIC 202798111, with its seat and headquarters at Sofia City, Loznets Region, Sofia 1407, No. 103 James Bourchier Blvd. and Debtor (as amended).
4. The Debtor's present and future rights including rights to payment under that certain Contractual Agreement for the Recognition and Acceptance of Debt dated October 1, 2014 by and between Worldwide Internet Services Limited and Debtor (as amended).
5. Funds relating to the foregoing held at any time in the Control Account as defined under the Control Agreement dated January 3, 2015 (as amended), in connection with the related secured convertible note financing of Debtor.

EXHIBIT B

Uniform Commercial Code Report: AIRFASTTICKETS, INC.

Uniform Commercial Code Report

Source Information

Information Current Through: 08/12/2016
Database Last Updated: 10/06/2016
Update Frequency: WEEKLY
Current Date: 10/07/2016
Source: DE SECRETARY OF STATE

Debtor Information

Debtor(s): AIRFASTTICKETS, INC.
875 THIRD AVENUE THIRD FLOOR
NEW YORK, NY 10022
D&B DUNS: 07-866-9451

Secured Party or Creditor Information

Secured Party(s): PARK, EDGAR D.
233 WILSHIRE BOULEVARD
SUITE 700
SANTA MONICA, CA 90401

Filing Information

Filing Number: 20150030220
Filing Date: 01/05/2015
Filing Time: 4:47PM
Filing Type: ORIGINAL
Filing Office: SECRETARY OF STATE/UCC
DIVISION
FEDERAL & DUKE OF YORK
STS
DOVER, DE 19901

Collateral Information

Collateral Type: ACCOUNTS RECEIVABLE
AND PROCEEDS
Collateral Type: ACCOUNT(S) AND
PROCEEDS
Collateral Type: CONTRACT RIGHTS AND
PROCEEDS
Collateral Type: CHATTEL PAPER AND
PROCEEDS

The preceding public record data is for information purposes only and is not the official record. Certified copies can only be obtained from the official source.

The public record items reported above may have been paid, terminated, vacated or released prior to today's date.

Order Documents

Call Westlaw CourtExpress at 1-877-DOC-RETR (1-877-362-7387) for on-site manual retrieval of documents related to this or other matters. Additional charges apply.

Uniform Commercial Code Report: AIRFASTTICKETS, INC.

End of Document

© 2016 Thomson Reuters. No claim to original U.S. Government Works.