

SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

The following tables set forth certain information regarding the beneficial ownership of our voting securities as of December 14, 2012, of (i) each person known to us to beneficially own more than ten percent (10%) of the applicable class of voting securities, (ii) our directors, (iii) and each named executive officer and (iv) all directors and executive officers as a group. As of December 14, 2012, a total of 2,890 shares of Series A Preferred Shares were outstanding and a total of 30,960,352 shares of Common Stock were outstanding.

Unless otherwise indicated, each person or entity named in the table has sole voting power and investment power (or shares that power with that person's spouse) with respect to all shares of capital stock listed as owned by that person or entity.

Beneficial Holders of Common Stock As of December 14, 2012

<u>Name and Position</u>	<u>Shares Beneficially Owned</u>
Joseph Canouse, CEO	9,000,000
Donnell J. Vigil, President	5,000,000
William Cirimo, COO	5,000,000
Jimmie Carter, CFO	2,500,000
Get Wings, Inc. (Joseph Canouse has voting power for this shareholder)	4,500,000
<i>TOTAL SHARES</i>	<i>26,000,000</i>

Series A Preferred Shares Table of Holders As of December 14, 2012

<u>Name and Position</u>	<u>Shares Beneficially Owned</u>
Joseph Canouse, CEO	900
Carpathia, LLC Managed by Joseph Canouse, CEO	106
Donnell J. Vigil, President	520
Constantine Financial Management, LLC Managed by Scott Martin, Director	26
William Cirimo, COO	540
<i>TOTAL OUTSTANDING</i>	<i>2,092</i>