truCrowd

AirChicago Holdings, Inc.
2400 E. Main Street, Suite 103-195
St. Charles, IL 60174
847.722.7952

Open until: ***2/28/2019***

OFFERING STATEMENT

2,500 Junior Preferred Shares at $40.00 per Share			
	# Of Shares	*Total Proceeds*	*Net Proceeds*
Target Offering	**2,500**	**$100,000**	**$93,000**
Maximum Amount	**5,000**	**$200,000**	**$186,000**

THE COMPANY

1. Name of issuer: AirChicago Holdings, Inc.

ELIGIBILITY

2. ☑ Check this box to certify that all of the following statements are true for the issuer:

No exemption under Section 4.T of the Act and this Section shall be available for a sale of securities if the issuer, any predecessor of the issuer, any affiliated issuer, any director, officer, general partner or managing member of the issuer, any beneficial owner of 20% or more of the issuer's outstanding voting equity securities, calculated on the basis of voting power, any promoter connected with the issuer in any capacity at the time of the sale, any person that has been or will be paid (directly or indirectly) remuneration for solicitation of purchasers in connection with the sales of securities, or any general partner, director, officer or managing member of any such solicitor:

1) Is or has been subject to any of the statutory disqualification provisions set forth in Section 8.E(1) of the Illinois Securities Act; or

2) Has filed a registration statement within the last 5 years that is the subject of a currently effective registration stop order entered by any state securities administrator or the U.S. Securities and Exchange Commission.

3. Has the issuer or any of its predecessors previously failed to comply with the ongoing reporting requirements of Section 130.493 Crowdfunding Pursuant to Section 4.T of the Joint Committee on Administrative Rules Administrative Code? ☐ Yes ☑ No

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DIRECTORS OF THE COMPANY

Name: David C. Koch Dates of Board Service: May 19, 2015 - present

Principal Occupation: CEO of AirChicago Holdings, Inc.
Employer: AirChicago Holdings, Inc. Dates of Service: May 19, 2015 – present
Employer's principal business: Private-jet-transportation services

List all positions and offices with the issuer held and the period of time in which the director served in the position or office:

Position: Chairman of the Board Dates of Service: May 19, 2015 – present
Position: Chief Executive Officer Dates of Service: May 19, 2015 – present
Position: Director Dates of Service: May 19, 2015 – present

Business Experience: List the employers, titles and dates of positions held during past three years with an indication of job responsibilities:

Employer: AirChicago Holdings, Inc.
Employer's principal business: Private-jet-transportation services
Title: CEO Dates of Service: May 19, 2015 – present
Responsibilities: Executive management

OFFICERS OF THE COMPANY

Name: David C. Koch

Title: CEO Dates of Service: May 19, 2015 – present
Responsibilities: Executive Management

Business Experience: List any other employers, titles and dates of positions held during past three years with an indication of job responsibilities:

Employer: Center For Airmanship Excellence
Employer's principal business: Airmanship Excellence Support
Title: Executive Director Dates of Service: June 10, 2010 - present
Responsibilities: Chief Executive Officer

Name: Stephen G. Wasko

Title: President & COO Dates of Service: Jan 1, 2017 – present
Responsibilities: Executive Management

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Business Experience: List any other employers, titles and dates of positions held during past three years with an indication of job responsibilities:

Employer: Wasko Associates
Employer's principal business: Consulting
Title: Owner and Principal Dates of Service: June 1, 2008 - present
Responsibilities: Executive Management

PRINCIPAL SECURITY HOLDERS

Name of Holder	*No. and Class of Securities Now Held*	*%Voting Power Prior to Offering*
David C. Koch	250,000-shares Common Stock + 99,000 shares beneficially owned assuming conversion of Convertible Note	**73.6%**

BUSINESS AND ANTICIPATED BUSINESS PLAN

Accessed by from 54.82.55.233:47656

Overview: *AirChicago* delivers a private-jet travel experience for prices at or near commercial airline fares. This service is easy to access and use, and it significantly reduces door-to-door travel times and removes the major sources of frustration from the air-travel experience. *AirChicago* is the best option for the frequent business-and-personal air traveler!

Need: The pain of airline travel has never been greater. Commercial airline travel is more inconvenient, more difficult, slower and more undignified with each passing year. Given the current annual growth rate in domestic air travel, ongoing reductions in airline capacity and a continuing lack of infrastructure investment, this situation will only get worse. Private-jet travel is more convenient, easier, faster and as anyone who has flown on a private jet will attest, it is a high-status experience. However, current private jet travel is so expensive that it is only available to a select few.

The *AirChicago* Solution: *AirChicago* Jet Card Cardmembers will have unlimited access to seats on scheduled private-jet flights, through access to *AirChicago's* Reservisor™ app. Compared to the alternative of paying thousands-of-dollars per hour, which is typical in private jet ownership, traditional aircraft charter, fractional-jet ownership or other jet-card programs, *AirChicago* customers will enjoy the lowest cost per flight segment available. And door-to-door travel times will be much less than those for commercial travel—a typical *AirChicago* customer will save 3 hours or more over airline flights on a typical one-way trip.

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Market Opportunity: The market for private-jet, single-seat access is a virtually untapped market niche. Estimates put the annual market for private-jet travel at $6-billion compared to commercial travel at $150-billion. Our target customers are the estimated 530,000 business travelers in the Greater-Chicago area that regularly use airline travel. We will target the 10% of these business travelers (50,000) who are looking for an alternative to the poor value delivered by commercial carriers. Management's 5-year target for *AirChicago* Jet Cards is 2,400 Cardmembers.

Marketing & Sales: *AirChicago* will target its Jet Card marketing and sales efforts to reach this key customer segment most effectively. Our campaign is a highly targeted, multi-channel, high-tech/high-touch, integrated marketing-and-sales program. The campaign includes direct-mail, e-mail, print-and-online advertising, publicity, promotion, a Website (with SEO), outbound-and-inbound-phone efforts, a referrals, social media and special introductory offers.

Business Model: The *AirChicago* business model requires modest working capital while providing maximum operational flexibility, and it provides, among other attributes, a very-modest capital-investment requirement, a positive operating cashflow, an "all-cash" business and scalability.

AirChicago Jet Cards: Private jet flights will be available to *AirChicago* Jet Card Cardmembers and their and guests. Jet Cards offered include:

- Prime Jet Card – for Members who fly more than three round trips per month.
- Preferred Jet Card – for Members who fly two or three round trips per month.
- Select Jet Card – for Members who fly one or two round trips per month.
- Essential Jet Card – for Members who fly one or fewer round trips per month.
- Sampler Jet Card – for Members who want to sample AirChicago's private-jet services.

All-inclusive *MyJet Express* Network Flights are included in the Monthly Access Fee for the Cardmember. *AirChicago* Jet Cardmembers also have access to AirChicago Go-Jet, Co-Op and Explorer Flights as well as the Company's JetAway Packages.

This business model is affordable and profitable. The *MyJet Express* fleet consists of very-low-cost regional jets that are being retired early by the airlines. We will convert these 50 seat jets into luxurious 14-seat *AirChicago Execuliners* with a remaining service life of over 40 years.

Accessed by from 54.82.55.233:47656

Competitors: *AirChicago*'s primary competitive strategy is to take market share from legacy commercial airlines. While there are several competitors in other markets in the U.S., including Wheels Up, Surf Air and Jetsmarter, there are no known single-seat private jet companies in the Chicago market. We believe that our business model is superior to these other firms should they choose to compete in the Chicago market.

Team: *AirChicago* is led by its founder and CEO, Captain David C. Koch. Capt. Koch has over 50-years of aviation-industry experience. He is a seasoned aviation entrepreneur with several aviation business start-ups to his credit. Stephen Wasko, an experienced technology entrepreneur, is the President and COO.

Financials and Capital Needs: *AirChicago* is undertaking initial Jet Cardmember recruitment and marketing activities, with the goal of establishing its first operational route six months after the close of its current fundraising round. The Company is raising $1,000,000 to support this marketing effort. The below financial forecasts show the Company achieving breakeven status during its first full year of operations.

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RISK FACTORS

A crowdfunding investment involves risk. You should not invest any funds in this offering unless you can afford to lose your entire investment.

In making an investment decision, investors must rely on their own examination of the issuer and the terms of the offering, including the merits and risks involved. These securities have not been recommended or approved by any federal or state securities commission or regulatory authority. Furthermore, these authorities have not passed upon the accuracy or adequacy of this document.

The U.S. Securities and Exchange Commission does not pass upon the merits of any securities offered or the terms of the offering, nor does it pass upon the accuracy or completeness of any offering document or literature.

These securities are offered under an exemption from registration; however, the U.S. Securities and Exchange Commission has not made an independent determination that these securities are exempt from registration.

The SEC requires the company to identify risks that are specific to its business and its financial condition. The company is still subject to all the same risks that all companies in its business, and all companies in the economy, are exposed to. These include risks relating to economic downturns, political and economic events and technological developments (such as hacking and the ability to prevent hacking). Additionally, early-stage companies are inherently riskier than more developed companies. You should consider general risks as well as specific risks when deciding whether to invest.

These are the risks that relate to AirChicago Holdings, Inc. (the Company):

- **Crowdfunding for early stage companies is relatively new.** Crowdfunding (defined as online offerings of the securities of early stage companies to retail investors) is a relatively new industry that has only started to develop with the SEC's adoption of Regulation A+ in June 2015 and Regulation Crowdfunding on May 16, 2016. Early stage companies may be slow to adopt crowdfunding as a method of capital formation, which would mean fewer deals for investors to choose from and less research for us to prepare. Alternatively, investors may be slow to adopt crowdfunding as a viable investment substitute, which would mean fewer early stage companies raising money and a smaller potential customer base. As a result, a risk exists that we acquire fewer customers or acquire customers at a slower pace than we anticipate.

- **Will there be sufficient market for our services and at what price point?** We will only succeed if there is sufficient demand for our private-jet-transportation services. Customers must believe that our service enables them to be more productive. Moreover, they must be willing to continue to pay for subscriptions at a level that allows the company to generate a profit.

- **This is a brand-new company.** We were formed in 2015, have only recently launched our website, and have no revenues. If you are investing in this company, it's because you believe in the idea and the market opportunity, the quality of the team, and the direction of the business to date.

- **We compete with other companies.** A number of competitors exist that either provide similar services or other types of air-transportation services (i.e., airlines, aircraft-charter, companies, fractional-jet-ownership companies, etc.).

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- **We may not have enough funds to sustain the business until it becomes profitable.** Our ability to remain in business is reliant on either generating sufficient cash flows, raising additional capital, or likely a combination of the two. Additionally, even if targeted funds are raised, it is likely that we will need to raise additional funds in the near future.

- **We depend on a small management team.** We depend on the skill and experience of Capt. David C. Koch, Mr. Stephen Wasko, Mr. Nathan Juncan and Mr. Albert Montano. Each has a different skill set. Only David Koch is currently working for the company full-time. Messrs Wasko, Juncan and Montano have responsibilities to other companies and are not currently full-time employees. If Regulation Crowdfunding is adopted quickly as a viable way to raise money and demand for our service is high, our ability to raise sufficient capital may have an impact on our ability to attract and hire the right talent.

- **We are controlled by our officers and directors.** Our officers and directors currently hold a majority of our voting stock, and at the conclusion of this offering will continue to hold a majority of the company's common stock. Investors in this offering will not have the ability to control a vote by the stockholders or the board of directors.

- **The company will need to raise additional money in the future.** We might not sell enough securities in this offering to meet our operating needs and fulfill our plans, in which case we may cease operating and you will lose your investment. Even if we raise everything at or above our targeted funds, it is likely that we will need to raise additional funds in the future. The ability to raise funds will always be a risk until we achieve sustainable profitability, which we currently cannot predict. Even if we do successfully raise more funds after this offering, the terms of that offering could result in a reduction in value of your investment in the company, as later stage investors may get more favorable terms.

- **It is difficult for us to accurately predict our earnings potential.** Because we do not have an operating history, it is more difficult to accurately assess growth rate and earnings potential. It is possible that our company will face many difficulties typical for early stage companies.

- **We are subject to regulation.** Our business model involves providing air-transportation services that are subject to U.S. Department of Transportation regulations. Although the regulations under which we will operate have been in place for some time and many other companies in our business sector are also subject to these regulations, there is no guarantee that these regulations will not be subject to changes in the future.

General Risks Associated with an Early Stage Company:

- **As a new company, we have no operating history.** The Company was organized on May 19, 2015. We have no operating history upon which you may evaluate our business and prospects. We are in the early stages of our business and have not yet commenced full-scale operations. Accordingly, we are in the initial marketing phase, and our activities to date have involved research and development, business planning, market testing and efforts to raise startup capital. Our business and prospects must be considered in light of the risk, expense and difficulties frequently encountered by pre-revenue companies in early stages of development, particularly companies in highly competitive and evolving markets. If we are unable to effectively allocate our resources, deliver our services, generate sales, or obtain and grow our customer base, our business operating results and financial condition would be adversely affected and we may be unable to execute our business plan, and our business could fail. Investors could therefore be at risk of losing their investment.

• **We expect losses in the foreseeable future.** Excluding the effect of any future non-operating gains, we expect to incur losses for the foreseeable future and, if we ever generate revenues, or have profits, we may not be able to sustain them. Our expenses will increase as we build an infrastructure to implement our business model. For example, we may hire additional employees, expand information technology systems, and lease more space for our corporate offices. In addition, we plan to significantly increase our operating expenses to:

- fully develop and broaden our technology and service offerings;
- acquire customers
- explore opportunities and alliances with other companies; and
- facilitate business arrangements.

• **Our success is dependent on our key personnel.** We believe that our success will depend on the continued employment of our senior management and key personnel. If one or more members of our senior management were unable or unwilling to continue in their present positions, our business and operations could be disrupted and this could put the overall business at risk, and therefore investors could be at risk of losing their investments.

• **Projections are speculative and are based upon a number of assumptions.** Any projected financial results prepared by or on behalf of the Company have not been independently reviewed, analyzed, or otherwise passed upon. Such "forward-looking" statements are based on various assumptions; which assumptions may prove to be incorrect. Such assumptions include, but are not limited to (i) the future status of local, regional and international economies, (ii) anticipated demand for our services, (iii) anticipated costs associated with the development, marketing, sales and distribution of our services, and (iv) anticipated procurement and retention of a customer base. Accordingly, there can be no assurance that such projections, assumptions, and statements will accurately predict future events or actual performance. Any projections of cash flow should be considered speculative and are qualified in their entirety by the assumptions, information and risks disclosed in this Memorandum. Investors are advised to consult with their own independent tax and business advisors concerning the validity and reasonableness of the factual, accounting and tax assumptions. No representations or warranties whatsoever are made by the Company, its affiliates or any other person or entity as to the future profitability of the Company or the results of making an investment in the Shares. If our future projections end up being significantly different than currently projected, our business could be greatly impacted. Our business therefore may not be able to sustain itself without the projected future revenues. The business could be at risk of closing, and investors may therefore be at risk of losing their investments.

• **We may not effectively manage growth.** The anticipated growth of the Company's business will result in a corresponding growth in the demands on the Company's management and its operating infrastructure and internal controls. While we are planning for managed growth, any future growth may strain resources and operational, financial, human and management information systems, which may not be adequate to support the Company's operations and will require the Company to develop further management systems and procedures. There can be no guarantee that the Company will be able to develop such systems or procedures effectively on a timely basis. The failure to do so could have a material adverse effect upon the Company's business, operating results and financial condition. Investors could therefore be at risk of losing their investments if growth is not managed effectively.

• **Our efficiency may be limited while our current employees and future employees are being integrated into our operations.** In addition, we may be unable to find and hire additional qualified management and professional personnel to help lead us. There is competition for qualified personnel in the area of the Company's activities, and there can be no assurance that the Company will be able to attract and retain qualified personnel necessary for the development of our business. If this business cannot effectively hire employees to help the company grow, the business could be at risk overall of not succeeding, and investors therefore may be at risk of losing their investment.

- **We expect our expenses to grow as the Company grows.** Our expenses will increase as we build infrastructure to implement our business plan. For example, we may hire additional employees, expand our service offerings, and lease more space for our corporate offices. This poses a risk to the financial forecasts and current financial model of the Company.

- **The Company may not reach its sales goals.** The Company has forecasted its capitalization requirements based on sales goals and cost containment measures; any reduction to these forecasts could make it difficult for the company to achieve its projected growth, which would affect available cash and working capital, ultimately affecting the Company's financial condition. This could put the investor at risk of losing their investment.

- **We may not be able to arrange enough *MyJet Express* Network Flights to satisfy our Jet Card holders' needs.** Our ability to arrange a sufficient number of *MyJet Express* Network Flights.to satisfy our Jet Card holders' flight needs (including Founder+ Jet Cards which we are providing in conjunction with this Offering) is dependent on our ability to attract a large enough number of Jet Card holder access fees, as well as raise sufficient capital to support operations. If we are unable to attract sufficient Jet Card holders or raise enough capital, Jet Card holders may not be able to arrange a sufficient number of flights, or any flights, to satisfy their flying needs.

- **The Company may require additional financing to support working capital needs.** The Company may need to explore additional financing transactions that management determines are in the best interest of the Company, including, without limitation, commercial debt transactions, private offerings of debt or equity securities, rights offerings, and other strategic alternatives. Such additional financing may not be available to the Company, or, if available, the Company may be unable to undertake such additional financing on terms that are advantageous to the Company. If the Company fails to raise additional capital in such an offering, or through other fund-raising efforts, such a failure could have a material adverse effect on the Company, and investors in this Offering could be at greater risk of losing their investments due to the inability of the business to proceed with enough working capital to effectively run the Company.

- **If the Company incurs commercial debt, there may be risks associated with such borrowing.** If the Company incurs commercial indebtedness, a portion of its cash flow will have to be dedicated to the payment of principal and interest on such indebtedness. Typical loan agreements also might contain restrictive covenants, which may impair the Company's operating flexibility. Such loan agreements would also provide for default under certain circumstances, such as failure to meet certain financial covenants. A default under a loan agreement could result in the loan becoming immediately due and payable and, if unpaid, a judgment in favor of such lender which would be senior to the rights of shareholders of the Company. A judgment creditor would have the right to foreclose on any of the Company's assets resulting in a material adverse effect on the Company's business, operating results or financial condition.

- **Many of our competitors have greater brand recognition and greater financial, marketing and other resources.** Many of our competitors have greater brand recognition, and greater financial, marketing, and other resources than the Company. This may place us at a disadvantage in responding to our competitors' pricing strategies, technological advances, advertising campaigns, strategic alliances and other initiatives. Consequently, such competitors may be in a better position than the Company to take advantage of customer acquisition and business opportunities, and devote greater resources to marketing and sale of their service offerings. There cannot be any certainty that the Company will be able to compete successfully. If the Company cannot break through and compete successfully, investors may be at risk of losing their investment.

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• **Management has broad discretion as to the use of proceeds.** The net proceeds from this Offering will be used for the purposes described under "USE OF PROCEEDS." The Company reserves the right to use the funds obtained from this Offering and the Debt Offering for other similar purposes not presently contemplated, which it deems to be in the best interests of the Company in order to address changed circumstances or opportunities. This poses a risk to an investor should they be relying on current use of proceed forecasts for the investment as business conditions may require a change of the use of these funds.

• **Management has voting control of the Company.** Management of the Company presently holds a majority of the issued and outstanding voting common stock in the Company. Due to their stock ownership and positions with the Company, the current officers will be in a position to continue to control the affairs and management of the Company after the Offering. Investors must rely entirely on our management to govern the affairs of the Company.

• **There may be unanticipated obstacles to the execution of the Company's business plan.** The Company's business plans may change significantly. Our business plan is capital intensive. We believe that our chosen activities and strategies are achievable in light of current economic and legal conditions with the skills, background, and knowledge of our principals and advisors. Our management reserves the right to make significant modifications to its stated strategies depending on future events. Investors must be prepared for these potential modifications to stated strategies and understand the inherent risk to their investment that these modifications could pose.

• **Business may not grow as planned.** The Company's ability to penetrate and expand markets for its services is dependent on its ability to market these services effectively. These factors will play a key role in the success of the Company, and if the business does not grow as planned, investors could be at risk of losing their investment due to the potential unsuccessful nature of the Company.

Risks Associated with the Business of the Company:

• **You can lose 100% of your investment.** Many small business startups like the Company fail. AirChicago Holdings, Inc. is a risky venture and it may fail to achieve its goals or carry out its business plans. Each investor bears the risk of losing all or part of his/her/its investment.

• **We may fail if our competitors develop and deploy superior service offerings.** As the market for private-jet-transportation services grows, we expect that competition will intensify. Barriers to entry are relatively minimal. We must compete for a share of a customer's purchasing budget for such services. Several companies offer competitive solutions that compete with our services. We expect that additional companies will offer competing solutions on a stand-alone or combined basis in the future. Furthermore, our competitors may offer services that are superior to, or have greater market acceptance than, the solutions that we offer. If we are unable to compete successfully against our competitors and/or other services, we may fail.

• **We operate in an intensely competitive and dynamic industry, and our ability to successfully compete and continue to grow our business depends on our ability to respond quickly to market changes and changing technologies and to bring competitive new solutions and services to market in a timely fashion.** The market for private-jet-transportation services is intensely competitive, dynamically evolving and subject to rapid technological and innovative changes. Development of new proprietary technology or services is complex, entails significant time and expense and may not be successful. We cannot guarantee that we will be able to introduce new solutions or services on schedule, or at all, nor can we guarantee that such solutions or services will achieve market acceptance. Moreover, we cannot guarantee that errors will not be found in our new solutions or services before or after commercial release, which could result in solution or service delivery redevelopment costs, harm to our reputation, lost sales, license terminations or renegotiations, service liability claims, diversion of resources to remedy errors and loss of, or delay in, market acceptance.

• **Other economic and public health conditions in the markets in which we operate, including rising commodity and fuel prices, higher labor costs, increased transportation costs, natural disasters, terrorist attacks, outbreaks of public health pandemics or other diseases, or third-party conduct could negatively impact our business.** Various economic and public health conditions can have a significant negative impact on our business. Significant increases in the costs of other services, which are required by consumers, such as gasoline, home heating fuels, or groceries, may reduce discretionary spending by our target market, which would negatively impact our business. Economic conditions may also be negatively impacted by terrorist attacks, wars and other conflicts, increases in critical commodity prices, or the prospect of such events. Such a weakened economic and business climate, as well as consumer uncertainty created by such a climate, could harm our revenues and profitability. In addition to experiencing potentially lower or no revenues from our services during times of economic difficulty, in an effort to maintain sales during such times we may need to reduce the price of our services, increase our promotional spending, or take other steps to encourage consumer purchases of our services. Those steps may lower our net revenues, if any, decrease our operating margins, increase our costs and/or lower our profitability, to the extent it is ever achieved.

• **If our technology or services are found to infringe the proprietary rights of others, we may be required to change our business practices or redevelop our services, and may also become subject to significant costs and monetary penalties.** As our technology and services develop, we may become increasingly subject to infringement claims. We are developing proprietary technologies, processes, software, and services relating to the private-jet-transportation space. Although reasonable efforts will be taken to protect the rights to our intellectual property, the complexity of international trade secret, copyright, trademark and patent law, coupled with our limited resources and the demands of quick delivery of services to market, create risk that our efforts will prove inadequate. Further, the nature of the private-jet-transportation business demands that considerable detail about our innovative services be exposed to competitors. We also may license technology from third parties and it is possible that it could become subject to infringement actions based upon the technology licensed from those third parties. We will generally obtain representations as to the origin and ownership of such licensed technology; however, this may not adequately protect us. Any claims, whether with or without merit, could:
- be expensive and time-consuming to defend;
- cause us to cease making, licensing or using technology that incorporate the challenged intellectual property;
- require us to redesign our services, if feasible;
- divert management's attention and resources; and
- require us to enter into royalty or licensing agreements in order to obtain the right to use necessary technologies.

If we incur costly litigation and our personnel are not effectively deployed, the expenses and losses incurred may increase, and our business will suffer material adverse effects, or may fail.

• **Operational risks.** Supply chain matters are not entirely controllable. First, component vendors could fail to supply key inputs in a timely manner, with sufficient levels of quality, or at a scalable price. Second, vendors could fail to deliver finished goods in a timely manner or with sufficient levels of quality. If any of our third party vendors or suppliers were to change service offerings, cease actively supporting our technologies, fail to update and enhance technologies to keep pace with changing industry standards, encounter technical difficulties in the continuing development of these technologies, significantly increase prices, terminate our licenses or supply contracts, suffer significant capacity constraints or suffer significant disruptions, we would need to seek alternative suppliers and incur additional internal or external development costs to ensure continued performance of our services. Such alternatives may not be available on attractive terms, or may not be as widely accepted or as effective as the intellectual property, components, or technology provided by our existing suppliers. If the cost of licensing, purchasing or maintaining the third party intellectual property, components, or technology significantly increases, our expenses could increase, and our operating earnings, if any, could significantly decrease. In addition, interruption in the functionality of our services as a result of changes in third party suppliers could adversely affect our commitments to customers, future sales of solutions and services, and negatively affect our revenue and operating earnings.

- **Team risks.** Our core strategic team is small, but our key activities (e.g., R&D and operations) are presently outsourced to third parties, though closely managed. To mitigate team risk, we will seek to internalize key activities as a direct result of additional financing.

- **Financial risks.** The private-jet-transportation-services industry is subject to macroeconomic pressures. In an economic down-turn private-jet-transportation-services may be considered a discretionary purchase, which could decrease demand. Moreover, as a small entity with limited resources, we are very susceptible to market forces, and we may encounter downstream financing difficulties that could threaten solvency. Additionally, the business may not achieve sufficient scale or profitability to realize a liquidity event through IPO or acquisition, which could limit or prevent a return on investment for our investors.

- **General economic conditions, including a prolonged weakness in the economy, may affect consumer purchases, which could adversely affect our sales.** Our results of operations are dependent on a number of factors impacting consumer spending, including general economic and business conditions; consumer confidence; wages and employment levels; the housing market; consumer debt levels; availability of consumer credit; credit and interest rates; fuel and energy costs; energy shortages; taxes; general political conditions, both domestic and abroad. Consumer-service purchases, including purchases of our services, may decline during recessionary periods. A prolonged downturn or an uncertain outlook in the economy may materially adversely affect our business, revenues and profits.

Risks Associated with an Investment in Securities:

- **Best efforts offering.** This Offering is being made on a “best efforts” basis. A minimum of 2,500 Shares are required to be sold before any subscriptions are accepted (and any required rescission periods expire). Only when the Target Offering number of shares are sold, the subscription funds will be available for use by the Company for its intended use of proceeds. Subscriptions are irrevocable (after the Target Offering is achieved and subsequent to the expiration of any rescission period) and subscribers will not have the opportunity to have their funds returned notwithstanding any future lack of success in recruiting other investors. Accordingly, initial subscribers will necessarily have a greater degree of risk. The Company has not engaged the services of an underwriter with respect to the Offering, and there is no guarantee that the minimum number of Shares will be sold and proceeds will be realized by the Company.

- **Shares are not guaranteed and could become worthless.** The Shares are not guaranteed or insured by any government agency or by any private party. The amount of earnings is not guaranteed and can vary with market conditions. The return of all or any portion of capital invested in the Shares is not guaranteed, and the Shares could become worthless.

- **Future capital needs; Dilution.** The Company believes that the net proceeds of the Offering of the Shares will be sufficient to fund the implementation of the Company’s business plan, operations and growth for the foreseeable future, assuming that it sells all 5,000 Shares offered hereby and that the revenue forecasts for the first 12 months are substantially achieved. Nevertheless, in the event that additional capital is required, no assurance can be given that additional financing

OFFERING STATEMENT

2,500 Junior Preferred Shares at $40.00 per Share			
	# Of Shares	*Total Proceeds*	*Net Proceeds*
Target Offering	**2,500**	**$100,000**	**$93,000**
Maximum Amount	**5,000**	**$200,000**	**$186,000**

will be available at all or on terms favorable to the Company. If adequate funds were not available to satisfy either short or long-term capital requirements, the Company may be unable to continue in business, with a resulting loss of all or part of investments made by the Company's investors. Moreover, if additional equity securities are issued in connection with future financings, the ownership percentages of then shareholders could be diluted. Dilution of ownership percentages may also occur as a result of equity securities issued pursuant to possible sales or grants to existing shareholders, officers, managers, consultants, advisors, and/or employees.

• **We are relying on certain exemptions from registration.** The Shares are being offered for sale in reliance upon certain exemptions from the registration requirements of the Securities Act and applicable state securities laws. If the sale of the Shares were to fail to qualify for these exemptions, purchasers may seek rescission of their purchases of the Shares. If a number of purchasers were to obtain rescission, the Company would face significant financial demands, which could adversely affect the Company as a whole, as well as any non-rescinding purchasers.

• **The Shares are restricted securities and a market for such securities may never develop.** Investors should be aware of the potentially long-term nature of their investment. Each purchaser of Shares will be required to represent that it is purchasing such securities for its own account for investment purposes and not with a view to resale or distribution. Purchasers may be required to bear the economic risks of the investment for an indefinite period of time. The Company has neither registered the Shares, nor any other securities under the Securities Act. Consequently, shareholders may not be able to sell or transfer their securities under applicable federal and state securities laws. Moreover, there is no public market for the Company's securities, such a market is not likely to develop prior to a registration undertaken by the Company for the public offering of its securities for its own account or the account of others, and there can be no assurance that the Company will ever have such a public offering of its securities. Ultimately, each investor's risk with respect to this Offering includes the potential for a complete loss of his or her investment.

• **We may be required to register under the Securities Exchange Act.** The Company will be required to conform to the rules and regulations promulgated under the various federal and state securities laws applicable to the conduct of its business. Management does not believe that the Company's activities, as presently contemplated, will require registration or qualification of the Company with any federal or state agency. Although the Company does not intend to be required to register its securities under the Securities Exchange Act of 1934, as amended, it is possible that the Securities and Exchange Commission (the "SEC") may require the Company to so register. For example, under Section 12(g)(1) of the Securities Exchange Act (as amended by the JOBS Act of 2012), private companies with over 2,000 shareholders and over $10,000,000 in assets, may be required to register with the SEC within 120 days after their fiscal year end. Such registration would increase the operational expenses of the Company and would restrict its activities, thereby possibly having an adverse effect on its business.

• **A private company will become subject to the Sarbanes-Oxley Act upon filing a registration statement with the SEC in anticipation of an IPO.** The Sarbanes-Oxley Act of 2002 could, should the Company take such action, make the Company's entrance into the public market difficult and expensive. In the wake of well-publicized corporate scandals associated with Enron and WorldCom involving management self-dealing and accounting fraud, in July 2002, President Bush signed into law the Sarbanes-Oxley Act of 2002. The Sarbanes-Oxley Act—the most far reaching legislation affecting the federal securities laws since they were created in the 1930's—impacts everything from the role of auditors to public reporting of stock trades by management, from committee independence to reporting of off-balance sheet transactions, and from officer loans to employee whistle-blowing.

• **The Sarbanes-Oxley Act may result in increased scrutiny of a private company being considered for acquisition by a public company.** Public and registered companies are facing dramatic changes in disclosure and corporate governance requirements under the Sarbanes-Oxley Act, and under new and proposed rules from the SEC, NASDAQ and the NYSE. While these new rules and regulations do not generally cover private companies, their influence on private companies is being felt in the following ways: In order to conduct an IPO, a private company would need to evaluate its organization against the requirements of the Sarbanes-Oxley Act and develop a compliance program. Full compliance with the Sarbanes-Oxley Act – which can be time-consuming and expensive and can significantly slow the efforts of private companies such as the Company that may seek to enter the public markets.

• **The Offering price is arbitrary.** The price of the Shares offered has been arbitrarily established by the Company, without considering such matters as the state of the Company's business development and the general condition of the industry in which it operates. The price of the Shares bears little relationship to the assets, net worth, or any other objective criteria of value applicable to the Company.

• **Additional unforeseen risks.** In addition to the risks described in this section, "RISK FACTORS," and elsewhere in this Memorandum, other risks not presently foreseeable could negatively impact our business, could disrupt our operations and could cause the Company to fail. Ultimately, each investor in the Shares bears the risk of a complete and total loss of his/her/its investment.

Minority Investor Risks

• **The right to demand current distributions from an operating business is limited.** A majority owner, if she is committed to avoiding any distributions to a minority owner, can usually avoid making any distributions of profits. By establishing generous reserves for future expenses, paying a salary to herself or her relatives at the high range of what is reasonable, pre-paying expenses, investing in new business or new equipment, leasing expensive cars, etc., a majority owner can spend enough that there are rarely any profits to be distributed. So long as the expenses are not grossly unreasonable, the investor, probably, won't be able to force the company to allow you to share in any of the current income of the company.

• **No right to participate in any management decisions of the company.** The majority owner may make decisions that the investor thinks is bad and puts your interest in the company at risk. The investor may see the majority owner running the company into the ground. The investor can try to convince him that it is the wrong decision, but he doesn't have to take your calls.

• **The investor has limited rights, if any, to have your interest bought out**. You may want to cash out your interest and do other things with the money. State law may give you the right to force the company to buy you out, but these rights are limited. While the investor would be entitled to a share of any profits on sale of the entire business, a sale can be structured in a way to avoid any payout to minority owners, such as a sale of assets over time with the proceeds reinvested in another business.

Additional Corporate Risks

• **Additional issuances of securities:** Following the investor's investment in the Company, the Company may sell interest to additional investors, which will dilute the percentage interest of the investor is the Company. The Investor might have the opportunity to increase its investment in the Company in such transaction, but such opportunity cannot be assured.

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	# Of Shares	*Total Proceeds*	*Net Proceeds*
Target Offering	**2,500**	**$100,000**	**$93,000**
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The amount of additional capital needed by the Company, if any, will depend upon the maturity and the objectives of the Company.

- **Issuer repurchases of securities:** The company may have the authority to repurchase its securities from shareholders, which may serve to decrease any liquidity in the market for such securities, decrease the percentage interests help by other similarly situated investors to the Investor, and create pressure on the investor to sell its securities to the Company concurrently.

- **A sale of the issuer or of assets of the issuer:** As a minority owner of the Company, the Investor will have limited or no ability to influence a potential sale of the Company or a substantial portion of its assets. Thus, the investor will rely upon the executive management of the Company and the Board of Directors of the Company to manage the Company so as to maximize value for shareholders.

- **Transactions with related parties:** The Investor should be aware that there will be occasions when the Company may encounter potential conflicts of interest in its operations. On any issue involving conflicts of interest, the executive management and the Board of Directors of the Company will be guided by their good faith judgment as to the Company's best interests. The Company may engage in transactions with affiliates, subsidiaries or other related parties, which may be on terms which are not arm's-length, but will be in all cases consistent with the duties of the management of the Company to its shareholders. By acquiring and interest in the company, the investor will be deemed to have acknowledged the existence of any such actual or potential conflicts of interest and to have waives any claim with respect to any liability arising from the existence of any such conflict of interest.

USE OF PROCEEDS

We expect to use the net proceeds from this offering for general corporate purposes, including working capital and capital expenditures.

	If Target Offering Amount Sold	**If Maximum Amount Sold**
Total Proceeds	***$100,000***	***$200,000***
Less: Offering Expenses	***$7,000***	***$14,000***
Net Proceeds	***$93,000***	***$186,000***
Use of Net Proceeds		
(A) Marketing and Sales	***$70,000***	***$160,000***
(B) General & Administrative	***$23,000***	***$26,000***
Total Use of Net Proceeds	***$93,000***	***$186,000***

Investors may cancel an investment commitment until 48 hours prior to the deadline identified in these offering materials.

The intermediary will notify investors when the target offering amount has been met.

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If the issuer reaches the target offering amount prior to the deadline identified in the offering materials, it may close the offering early if it provides notice about the new offering deadline at least five business days prior to such new offering deadline (absent a material change that would require an extension of the offering and reconfirmation of the investment commitment).

If an investor does not cancel an investment commitment before the 48-hour period prior to the offering deadline, the funds will be released to the issuer upon closing of the offering and the investor will receive securities in exchange for his or her investment.

If an investor does not reconfirm his or her investment commitment after a material change is made to the offering, the investor's investment commitment will be cancelled, and the committed funds will be returned.

OWNERSHIP AND CAPITAL STRUCTURE

The Offering

AirChicago Holdings, Inc. (the "Company") is offering up to 5,000 shares of its Junior Preferred Stock, par value $0.001, at a price of $40.00 per share (the "Offering"). The Company requires a minimum investment subscription by an investor is of one-thousand-dollars ($1,000.00), but the Company reserves the right to waive this minimum at the Company's discretion and accept subscriptions for a lesser amount in its sole discretion.

The Company may accept subscriptions once the Target Offering minimum number of shares are subscribed to and subscribers have no assurance that this minimum portion of the Offering will be sold. The Company also reserves the right to withdraw or cancel this offering and to reject subscriptions in whole or in part for the purchase of any of the Junior Preferred Stock. This offering will terminate on February 28,2019 unless the Company extends the offering. The Company can extend the offering through the first anniversary of the initial application date for this offering, which is August 15, 2019. No notice of extension is required to be given to investors who have already subscribed before the extension takes place.

Do the securities offered have voting rights? ☑ Yes ☐ No

Are there any limitations on any voting or other rights identified above? ☐ Yes ☑ No Explain:
The terms of the Offering may <u>not</u> be modified.

Description of Issuer's Securities

Class of Security	Securities (or Amount) Authorized	Securities (or Amount) Outstanding	Voting Rights	Other Rights
Preferred Stock (list each class in order of preference):				
Senior Preferred:	**315,000 shares**	**0 shares**	☑ Yes ☐ No	☐ Yes ☑ No
Junior Preferred:	**30,000 shares**	**4,500 shares**	☑ Yes ☐ No	☐ Yes ☑ No
Common Stock:	**705,000 shares**	**253,000 shares**	☑ Yes ☐ No	☐ Yes ☑ No
Debt Securities:				Specify:

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Convertible Notes	**$813,000**	**$813,000**	☐ Yes ☑ No	☐ Yes ☑ No
Other:				Specify:
			☐ Yes ☐ No	☐ Yes ☐ No
Securities Reserved	**for Issuance upon**	**Exercise or Conversion**		Specify:
Class of Security				
Warrants:				
Options:				
Other Rights:				

Dilution

There is a material disparity between the public offering price and the effective purchase price of equity offered to officers, directors, promoters, and affiliated persons for equity shares acquired by them in a transaction during the past year. These officers, directors, promoters, and affiliated persons have been offered to acquire through conversion and other methods shares of Senior Preferred Stock, which is a separate class of shares as offered herein.

Indebtedness of Issuer

Creditor(s)	Amount Outstanding	Interest Rate	Maturity Date	Other Material Terms
David Koch	$ 330,000	0%	N/A	Convertible
Stephen Wasko	$90,000	0%	N/A	Convertible
Bay MarketForce	$100,000	0%	N/A	Convertible
Michael Wilson	$100,000	7%	N/A	Convertible
Nathan Juncan	$100,000	7%	N/A	Convertible
Chirag Patel	$70,000	7%	N/A	Convertible
Albert Montano	$5,000	0%	N/A	Convertible
Lyndsey Zhang	$5,000	0%	N/A	Convertible
Christopher Jansing	$5,000	0%	N/A	Convertible
Bradley Evans	$5,000	0%	N/A	Convertible
Michael Lockett	$2,000	0%	N/A	Convertible
Christy Circo	$1,000	0%	N/A	Convertible

Accessed by from 54.82.55.233:47656

The issuer, or any entities controlled by or under common control with the issuer, are not a party to any transaction since the beginning of the issuer's last fiscal year, or any currently proposed transaction, where the amount involved exceeds five percent of the aggregate amount of capital raised by the issuer in reliance on Section 4(a)(6) of the Securities Act during the preceding 12-month period, including the amount the issuer seeks to raise in the current offering, in which any of the following persons does not have a direct or indirect material interest:

(1) any director or officer of the issuer;
(2) any person who is, as of the most recent practicable date, the beneficial owner of 20 percent or more of the issuer's outstanding voting equity securities, calculated on the basis of voting power;
(3) if the issuer was incorporated or organized within the past three years, any promoter of the issuer; or
(4) any immediate family member of any of the foregoing persons.

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FINANCIAL CONDITION OF THE ISSUER

Does the issuer have an operating history? ☑ Yes ☐ No

The Company has limited financial history, with an accumulated net loss of $888,000 through June 30, 2018, which includes $543,000 of deferred compensation and consulting service fees. The Company has raised $412,000 in cash via Convertible Note and Junior Preferred Stock sales, which it has used to finance initial marketing and sales efforts. As of the date of this offering, the Company has approximately $70,000 of cash in its accounts.

FINANCIAL INFORMATION

This proposed offering of Junior Preferred Stock is part of a staged series of fund-raising activities under which AirChicago plans to secure a total of up to $1,000,000 in debt and/or equity financing. Projections indicate that this working capital will be sufficient to fund start-up operations through breakeven cashflow with a comfortable reserve for contingencies.

The AirChicago business model requires minimum working capital while providing maximum operational flexibility. The reliability of the AirChicago network of flights is guaranteed by reserve working capital Annual Access Fees and the Monthly Seat Hour Fees paid by AirChicago Jet Card Cardmembers.

The AirChicago business model enjoys multiple revenue streams: AirChicago Jet Cardmember Initial Access Fees, Annual Access Fees and Monthly Seat Hour Fees. The AirChicago business model anticipates expenses in the following broad categories: cost of aircraft, cost of charter flights, cost of jet card sales and general and administrative costs.

The following tables display a summary of the AirChicago key metrics and financial projections for the first 5 years of operations.

Key Metrics

	Year 1	Year 2	Year 3	Year 4	Year 5
Number of routes & aircraft at end of year	5	11	17	23	30
Number of enplanements for year	1,827	10,163	24,192	34,560	45,072
Number of one-way flights in year	735	3,370	7,392	10,560	13,772
Load factor--average for year	22%	22%	23%	23%	23%
AirChicago Jet Cards sold in year	230	444	540	600	636
Cumulative cards sold	*230*	*674*	*1,214*	*1,814*	*2,450*

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Revenues, Expense & EBITDA

	Year 1	Year 2	Year 3	Year 4	Year 5	TOTAL
Revenues	$ 11,130,000	$ 47,348,000	$ 89,684,000	$ 146,174,000	$ 202,916,000	*$ 497,252,000*
Expense	$ 10,485,076	$ 45,275,761	$ 75,801,991	$ 107,221,488	$ 141,755,615	*$ 380,539,932*
Net Profit	$ 457,342	$ 1,261,470	$ 10,773,825	$ 23,761,032	$ 37,307,835	*$ 73,561,504*
EBITDA	$ 685,897	$ 2,402,100	$ 18,180,759	$ 39,546,956	$ 61,582,607	*$ 122,398,318*
Cum EBITDA	*$ 685,897*	*$ 3,087,997*	*$ 21,268,755*	*$ 60,815,711*	*$ 122,398,318*	
% EBITDA	6%	5%	20%	27%	30%	*25%*

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CERTIFICATION

I, David C. Koch, certify that:

(1) the financial statements of AirChicago Holdings, Inc. included in this Form are true and complete in all material respects; and

(2) the tax return information of AirChicago Holdings, Inc. included in this Form reflects accurately the information reported on the tax return for AirChicago Holdings, Inc. filed for the fiscal year ended December 31, 2016.

Chairman & CEO

** Intentional misstatements or omissions of facts constitute federal criminal violations. *See* 18 U.S.C. 1001.

With respect to the issuer, any predecessor of the issuer, any affiliated issuer, any director, officer, general partner or managing member of the issuer, any beneficial owner of 20 percent or more of the issuer's outstanding voting equity securities, calculated in the same form as described in Question 6 of this Question and Answer format, any promoter connected with the issuer in any capacity at the time of such sale, any person that has been or will be paid (directly or indirectly) remuneration for solicitation of purchasers in connection with such sale of securities, or any general partner, director, officer or managing member of any such solicitor, prior to June 30, 2018:

(1) Has any such person been convicted, within 10 years (or five years, in the case of issuers, their predecessors and affiliated issuers) before the filing of this offering statement, of any felony or misdemeanor:

Accessed by from 54.82.55.233:47656

(i) in connection with the purchase or sale of any security? ☐ Yes ☑ No
(ii) involving the making of any false filing with the Commission? ☐ Yes ☑ No
(iii) arising out of the conduct of the business of an underwriter, broker, dealer, municipal securities dealer, investment adviser, funding portal or paid solicitor of purchasers of securities? ☐ Yes ☑ No

(2) Is any such person subject to any order, judgment or decree of any court of competent jurisdiction, entered within five years before the filing of the information required by Section 4A(b) of the Securities Act that, at the time of filing of this offering statement, restrains or enjoins such person from engaging or continuing to engage in any conduct or practice:

(i) in connection with the purchase or sale of any security? ☐ Yes ☑ No
(ii) involving the making of any false filing with the Commission? ☐ Yes ☑ No

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(iv) arising out of the conduct of the business of an underwriter, broker, dealer, municipal securities dealer, investment adviser, funding portal or paid solicitor of purchasers of securities? ☐ Yes ☑ No

(3) Is any such person subject to a final order of a state securities commission (or an agency or officer of a state performing like functions); a state authority that supervises or examines banks, savings associations or credit unions; a state insurance commission (or an agency or officer of a state performing like functions); an appropriate federal banking agency; the U.S. Commodity Futures Trading Commission; or the National Credit Union Administration that:

(i) at the time of the filing of this offering statement bars the person from:
(A) association with an entity regulated by such commission, authority, agency or officer?
☐ Yes ☑ No
(B) engaging in the business of securities, insurance or banking?
☐ Yes ☑ No
(C) engaging in savings association or credit union activities?
☐ Yes ☑ No

(ii) constitutes a final order based on a violation of any law or regulation that prohibits fraudulent, manipulative or deceptive conduct and for which the order was entered within the 10-year period ending on the date of the filing of this offering statement? ☐ Yes ☑ No

(4) Is any such person subject to an order of the Commission entered pursuant to Section 15(b) or 15B(c) of the Exchange Act or Section 203(e) or (f) of the Investment Advisers Act of 1940 that, at the time of the filing of this offering statement:

(i) suspends or revokes such person's registration as a broker, dealer, municipal securities dealer, investment adviser or funding portal? ☐ Yes ☑ No
(ii) places limitations on the activities, functions or operations of such person? ☐ Yes ☑ No
(iii) bars such person from being associated with any entity or from participating in the offering of any penny stock? ☐ Yes ☑ No

(5) Is any such person subject to any order of the Commission entered within five years before the filing of this offering statement that, at the time of the filing of this offering statement, orders the person to cease and desist from committing or causing a violation or future violation of:

(i) any scienter-based anti-fraud provision of the federal securities laws, including without limitation Section 17(a)(1) of the Securities Act, Section 10(b) of the Exchange Act, Section 15(c)(1) of the Exchange Act and Section 206(1) of the Investment Advisers Act of 1940 or any other rule or regulation thereunder? ☐ Yes ☑ No
(ii) Section 5 of the Securities Act? ☐ Yes ☑ No

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(6) Is any such person suspended or expelled from membership in, or suspended or barred from association with a member of, a registered national securities exchange or a registered national or affiliated securities association for any act or omission to act constituting conduct inconsistent with just and equitable principles of trade?
☐ Yes ☑ No

(7) Has any such person filed (as a registrant or issuer), or was any such person or was any such person named as an underwriter in, any registration statement or Regulation A offering statement filed with the Commission that, within five years before the filing of this offering statement, was the subject of a refusal order, stop order, or order suspending the Regulation A exemption, or is any such person, at the time of such filing, the subject of an investigation or proceeding to determine whether a stop order or suspension order should be issued?
☐ Yes ☑ No

(8) Is any such person subject to a United States Postal Service false representation order entered within five years before the filing of the information required by Section 4A(b) of the Securities Act, or is any such person, at the time of filing of this offering statement, subject to a temporary restraining order or preliminary injunction with respect to conduct alleged by the United States Postal Service to constitute a scheme or device for obtaining money or property through the mail by means of false representations?
☐ Yes ☑ No

OTHER MATERIAL INFORMATION

In addition to the information expressly required to be included in this Form, include:

(1) any other material information presented to investors; and
(2) such further material information, if any, as may be necessary to make the required statements, in the light of the circumstances under which they are made, not misleading.

ONGOING REPORTING

The issuer will file a report electronically with the Illinois Secretary of State annually and post the report on its website, no later than: December 31st or 120 days after the end of each fiscal year covered by the report, whichever is earlier. ~~Once posted, the annual report may be found on the issuer's website at:~~ flyairchicago.com.

The issuer must continue to comply with the ongoing reporting requirements until:

(1) the issuer is required to file reports under Section 13(a) or Section 15(d) of the Exchange Act;
(2) the issuer has filed at least one annual report pursuant to Regulation Crowdfunding and has fewer than 300 holders of record and has total assets that do not exceed $10,000,000;
(3) the issuer has filed at least three annual reports pursuant to Regulation Crowdfunding;
(4) the issuer or another party repurchases all of the securities issued in reliance on Section 4(a)(6) of the Securities Act, including any payment in full of debt securities or any complete redemption of redeemable securities; or
(5) the issuer liquidates or dissolves its business in accordance with state law.

* * * * *

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AirChicago Holdings Inc
Financial Statements of the Company (Unaudited)

CERTIFICATION

I, David C. Koch, certify that:

The financial statements of AirChicago Holdings, Inc. included in this Form are fair, complete and accurate in all material respects for the fiscal year ended December 31, 2017 and for the six month period ending June 30, 2018.

David C. Koch
Chairman & CEO

AirChicago Holdings Inc
Balance Sheet
As of December 31, 2017 and June 30, 2018

	12/31/2017	6/30/2018
ASSETS		
Current Assets		
Total Cash & Equivalents	$ 191,685	$ 58,515
Total Current Assets	191,685	58,515
Total Fixed Assets	2,559	2,559
Total Other Assets	-	5,000
TOTAL ASSETS	$ 194,244	$ 66,075
LIABILITIES AND EQUITY		
Liabilities		
Long-Term Liabilities		
Total Convertible Notes	$ 642,000	$ 813,000
Total Liabilities	642,000	813,000
Equity		
Total Preferred Stock	71,768	140,892
Retained Earnings	(102,000)	(519,664)
Net Income	(417,664)	(368,293)
Total Equity	(447,756)	(746,925)
TOTAL LIABILITIES AND EQUITY	$ 194,244	$ 66,075

truCrowd

AirChicago Holdings, Inc.
2400 E. Main Street, Suite 103-195
St. Charles, IL 60174
847.722.7952

OFFERING STATEMENT

2,500 Junior Preferred Shares at $40.00 per Share			
	# Of Shares	*Total Proceeds*	*Net Proceeds*
Target Offering	**2,500**	**$100,000**	**$93,000**
Maximum Amount	**5,000**	**$200,000**	**$186,000**

AirChicago Holdings Inc
Profit and Loss
12 Months ended 12/31/2017 and 6 Months ended 6/30/2018

	1/1 - 12/31/2017	1/1 - 06/30/2018
Total Revenue	$ -	$ -
Gross Profit	-	-
Expenses		
Total G&A Expenses	277,257	268,664
Total Sales & Marketing Expenses	140,406	99,629
Total Expenses	417,664	368,293
Net Operating Income	(417,664)	(368,293)
Net Income	$ (417,664)	$ (368,293)