UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 1)*

		Flyexclusive Inc	
		(Name of Issuer)	
		Common Shares	
		(Title of Class of Securities)	
		343928107	
		(CUSIP Number)	
		(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)	
		(Date of Event which Requires Filing of this Statement)	
Check the appropriate bo ⊠ Rule 13d-1(b) □ Rule 13d-1(c) □ Rule 13d-1(d)	ox to des	esignate the rule pursuant to which this Schedule is filed:	
* The remainder of this amendment containing in	cover pa	page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, an tion which would alter disclosures provided in a prior cover page.	d for any subsequent
The information required otherwise subject to the	d on the	e remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange A les of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).	ct of 1934 ("Act") or
CUSIP No. 000000000		13G	Page 2 of 5 Pages
1. NAMES OF R	EPORTI	TING PERSONS	
		ION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
		PRIATE BOX IF A MEMBER OF A GROUP	
(b) []	37		
3. SEC USE ONL	Υ		
4. CITIZENSHIP Maryland	OR PLA	LACE OF ORGANIZATION	
	5.	SOLE VOTING POWER	
NUMBER OF			
SHARES BENEFICIALLY	6.	SHARED VOTING POWER 0	
OWNED BY EACH REPORTING	7.	SOLE DISPOSITIVE POWER	
PERSON WITH	8.	SHARED DISPOSITIVE POWER 0	
9. AGGREGATE 0	AMOU	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
10. CHECK IF TH (see instruction		GREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	

USIP No. 0000000000 13G Pages of 3 Pages tem 1. (a) Name of Issuer's Principal Executive Offices 280 Papert Road Kinston, NC 28504 tem 2. (a) Name of Person Filing BITIGL LLC (b) Address of the Principal Office or, if none, residence 680 Moragomey's Need, CA 9111 (c) Gitzenship (d) Title of Class of Securities Common Shares (e) CUSIP Number 341928107 tem 3. If this statement is filed pursuant to §\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is n: (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78c). (b) Bank as defined in section 3(0)(6) of the Act (15 U.S.C. 78c). (c) Insurance company as defined in section 3(0)(7) of the Act (15 U.S.C. 78c). (d) Insurance company registered under section No fi the Investment Company Act of 1940 (15 U.S.C. Ma-8). (e) An investment adviser in accordance with \$240.13d-1(b) (1)(i)(1); (f) An employee benefit plan or endowment find in accordance with \$240.13d-1(b)(1)(i)(i)(i); (g) An employee benefit plan or endowment find in accordance with \$240.13d-1(b)(1)(i)(i)(i); (g) A nemployee benefit plan or endowment find in accordance with \$240.13d-1(b)(1)(i)(i)(i); (g) A nemployee benefit plan or endowment find in accordance with \$240.13d-1(b)(1)(i)(i)(i); (g) A nemployee benefit plan or endowment find in accordance with \$240.13d-1(b)(1)(i)(i)(i); (g) A church plan that is excluded from the defination of an investment company under section 3(0)(4) of the Investment Company Act of 1940 (15 U.S.C. 80a-3); (g) Group, in accordance with \$240.13d-1(b)(1)(i)(i)(i); (g) A church plan that is excluded from the defination of an investment company under section 3(0)(4) of the Investment Company Act of 1940 (15 U.S.C. 80a-3); (g) Group, in accordance with \$240.13d-1(b)(1)(i)(i)(i); (g) Group, in accordance with \$240.13d-1(b)(1)(i)(i)(i)(i); (g) Group, in	CUSIP No. 000000000 13G Page 3 of 5 Page Item 1.	11.	PERCENT OF CLASS REPRESENTED BY AMOUNT 0	Γ IN ROW (9)	
tem 1. (a) Name of Issuer Flyexclusive Inc. (b) Address of Issuer's Principal Executive Offices 2850 Jetport Road Kinston, NC 2850 4 tem 2. (a) Name of Person Filing BTIG, LLC (b) Address of the Principal Office or, if none, residence 660 Montgomery Street, 6th Floor San Francisco, CA 94111 (c) Citizenship (d) Title of Class of Securities Common Shares (e) CUSIP Number 433928107 tem 3. If this statement is flied pursuant to \$\$240.134-1(b) or 240.134-2(b) or (c), check whether the person filing is a: (a) Broker or deuler registered under section 15 of the Act (15 U.S.C. 786). (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c). USIP No. 0000000000 13G Page 4 of 5 Pages (c) Insurance company as defined in section 3(a)(1) of the Act (15 U.S.C. 78c). (d) Investment adviser in accordance with \$240.134-1(b)(1)(ii)(E); (e) An investment adviser in accordance with \$240.134-1(b)(1)(ii)(E); (f) A remployee heading plan or endowment fund in accordance with \$240.134-1(b)(1)(ii)(E); (g) A parent holding company or control person in accordance with \$240.134-1(b)(1)(ii)(G); (h) Group, in accordance with \$240.134-1(b)(1)(ii)(J). tem 4. Ownership. Trovide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in lien 1.	Item 1. (a) Name of Issuer Flyesclusive Inc. (b) Address of Issuer's Flyesclusive Inc. (c) Address of Issuer's Flyesclusive Inc. 2860 Jetyon Road Kinston, Nc 28504 Item 2. (a) Name of Person Filing BTIG, LLC (b) Address of the Principal Office or, if none, residence 600 Mostupomery Street, 6th Floor Smi Prancisco, CA 94111 (c) Citizenship (d) Title of Class of Securities Common Shares (e) CUSIP Number 143928107 Item 3. If this statement is filed pursuant to §\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78e). (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78e). CUSIP No. 0000000000 13G Page 4 of 5 Pag (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78e). CUSIP An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E); (g) An area maphage benefit plan or endowneer find in accordance with §240.13d-1(b)(1)(ii)(E); (g) A parent holding company or centrol person in accordance with §240.13d-1(b)(1)(ii)(E); (g) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1949 (15 U.S.C. 80a-3); (ii) Group, in accordance with \$240.13d-1(b)(1)(ii)(D). Item 4. Ownership. Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1. (a) Amount beneficially owned: 0 (b) Percent of class: 0	12.			_
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Kinston, NC 28504 from 2. (a) Name of Person Filing BTIG, LLC (b) Address of the Principal Office or, if none, residence 600 Montgomery Street, 6th Floor San Francisco, CA 94111 (c) Citizenship (d) Title of Class of Securities Common Shares (e) CUSIP Number 343928107 tem 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: (a) Explore or dealer registered under section 15 of the Act (15 U.S.C. 78c). (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c). CUSIP No. 000000000 13G Page 4 of 5 Pages (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c). (d) Investment downsent company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8). (e) An investment adviser in accordance with \$240.13d-1(b)(1)(ii)(E); (f) An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(F); (g) A parent holding company or control person in accordance with \$240.13d-1(b)(1)(ii)(G); (h) A swings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); (i) Group, in accordance with \$240.13d-1(b)(1)(ii)(J). tem 4. Ownership. revoke the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.	Kinston, NC 28504 Item 2. (a) Name of Person Filing BTHG, LLC (b) Address of the Principal Office or, if none, residence 600 Montgomey Streat, 6th Floor Sate Francisco, CA 94111 (c) Citizenship (d) Title of Class of Securities Common Shares (e) CUSIP Number 343928107 Item 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o). (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78o). CUSIP No. 000000000 13G Page 4 of 5 Pag (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c). (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8). (e) An investment adviser in accordance with \$240.13d-1(b)(1)(ii)(E); (f) An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(E); (g) An arear holding company or control person in accordance with \$240.13d-1(b)(1)(ii)(E); (g) A parent holding company or control person in accordance with \$240.13d-1(b)(1)(ii)(E); (g) A church plan that is excluded from the definition of an investment company under section 3(a)(1) of the Investment Company Act of 1940 (15 U.S.C. 80a-3); (i) Group, in accordance with \$240.13d-1(b)(1)(ii)(D). Item 4. Ownership. Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1. (a) Amount beneficially owned: 0 (b) Percent of class: 0	(b)	Address of Issuer's Principal Executive Offices		
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(b) Percent of class: 0	(c) Number of shares as to which the person has: 0	(b)	Percent of class: 0		
(c) Number of shares as to which the person has: 0		(c)	Number of shares as to which the person has: 0		
	(i) Sole power to vote or to direct the vote.				

(ii) Shared power to vote or to direct the vote . 0

(iii) Sole power to dispose or to direct the disposition of

(iv) Shared power to dispose or to direct the disposition of 0

Instruction. For computations regarding securities which represent a right to acquire an underlying securitysee §240.13d-3(d)(1).

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following \boxtimes .

Instruction. Dissolution of a group requires a response to this item.

- Item 6. Ownership of More than Five Percent on Behalf of Another Person.
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.
- Item 8. Identification and Classification of Members of the Group.
- Item 9. Notice of Dissolution of Group.

Item 10. Certification.

- (a) The following certification shall be included if the statement is filed pursuant to §240.13d-1(b):
 - By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.
- (b) The following certification shall be included if the statement is filed pursuant to §240.13d-1(c):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

01/02/2024
Date
/s/ Austin Hamilton
Signature
Austin Hamilton/CCO
Name/Title