

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>AC ACQUISITION I LLC</u> (Last) (First) (Middle) <u>C/O RIPPLEWOOD HOLDINGS L.L.C.</u> <u>ONE ROCKEFELLER PLAZA, 32ND FLOOR</u> (Street) <u>NEW YORK NY 10020</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Gogo Inc. [GOGO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/18/2013</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/18/2013		j ⁽¹⁾		19,745,496	D	\$0.00	0	D	
Common Stock	12/18/2013		j ⁽²⁾		7,894,130	D	\$0.00	0	D	
Common Stock	12/18/2013		j ⁽³⁾		876,070	A	\$0.00	877,902 ⁽⁴⁾⁽⁵⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

1. Name and Address of Reporting Person*
AC ACQUISITION I LLC
 (Last) (First) (Middle)
C/O RIPPLEWOOD HOLDINGS L.L.C.
ONE ROCKEFELLER PLAZA, 32ND FLOOR
 (Street)
NEW YORK NY 10020
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
AC ACQUISITION II LLC
 (Last) (First) (Middle)
C/O RIPPLEWOOD HOLDINGS L.L.C.
ONE ROCKEFELLER PLAZA, 32ND FLOOR
 (Street)
NEW YORK NY 10020
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
COLLINS TIMOTHY C

(Last) (First) (Middle)

C/O RIPPLEWOOD HOLDINGS L.L.C.
ONE ROCKEFELLER PLAZA, 32ND FLOOR

(Street)

NEW YORK NY 10020

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

RIPPLEWOOD PARTNERS II LP

(Last) (First) (Middle)

C/O RIPPLEWOOD HOLDINGS L.L.C.
ONE ROCKEFELLER PLAZA, 32ND FLOOR

(Street)

NEW YORK NY 10020

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

Ripplewood Partners II GP, L.P.

(Last) (First) (Middle)

C/O RIPPLEWOOD HOLDINGS L.L.C.
ONE ROCKEFELLER PLAZA, 32ND FLOOR

(Street)

NEW YORK NY 10020

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

Collins Family Partners, L.P.

(Last) (First) (Middle)

C/O RIPPLEWOOD HOLDINGS L.L.C.
ONE ROCKEFELLER PLAZA, 32ND FLOOR

(Street)

NEW YORK NY 10020

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

Collins Family Partner Inc.

(Last) (First) (Middle)

C/O RIPPLEWOOD HOLDINGS L.L.C.
ONE ROCKEFELLER PLAZA, 32ND FLOOR

(Street)

NEW YORK NY 10020

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

RIPPLEWOOD PARTNERS II PARALLEL
FUND LP

(Last) (First) (Middle)

C/O RIPPLEWOOD HOLDINGS L.L.C.
ONE ROCKEFELLER PLAZA, 32ND FLOOR

(Street)

NEW YORK NY 10020

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

RP II GP, LLC

(Last) (First) (Middle)

C/O RIPPLEWOOD HOLDINGS L.L.C.
ONE ROCKEFELLER PLAZA, 32ND FLOOR

(Street)
NEW YORK NY 10020

(City) (State) (Zip)

Explanation of Responses:

1. AC Acquisition I LLC (?AC I?) made a pro rata distribution for no consideration of an aggregate of 19,745,496 shares of Common Stock of Gogo Inc. (the ?Issuer?) on December 18, 2013. AC I is a limited liability corporation and its sole member is Ripplewood Partners II, L.P., the general partner of which is Ripplewood Partners II GP, L.P., the general partner of which is RP II GP, LLC, the sole member of which is Collins Family Partners, L.P, which is managed by its general partner, Collins Family Partners Inc. Timothy C. Collins is the president and sole shareholder of Collins Family Partners Inc.
2. AC Acquisition II LLC (?AC II?) made a pro rata distribution for no consideration of an aggregate of 7,894,130 shares of Common Stock of the Issuer on December 18, 2013. AC II is a limited liability company which is managed by Ripplewood Partners II Parallel Fund, L.P., the general partner of which is Ripplewood Partners II GP, L.P., the general partner of which is RP II GP, LLC, the sole member of which is Collins Family Partners, L.P, which is managed by its general partner, Collins Family Partners Inc. Timothy C. Collins is the president and sole shareholder of Collins Family Partners Inc.
3. Mr. Collins or entities under his control received 876,070 shares of Common Stock of the Issuer in connection with the pro rata distributions on December 18, 2013.
4. Includes (a) 502 deferred stock units that are settled in shares of common stock 90 days after the director ceases service as a director and (b) 1,330 options to purchase common stock at an exercise price of \$24.91 that expire on November 12, 2023.
5. Mr. Collins resigned as a director on December 17, 2013.

Remarks:

Former Director Former 10% Owner

AC ACQUISITION I, LLC,
By: Ripplewood Partners II,
L.P., as its sole member, By:
Ripplewood Partners II G.P.,
L.P., as its general partner, By: 12/18/2013
RP II GP, LLC, as its general
partner, By: /s/ Christopher
Minnetian, Secretary

AC ACQUISITION II, LLC,
By: Ripplewood Partners II
Parallel Fund, L.P., as its
managing member, By:
Ripplewood Partners II G.P., 12/18/2013
L.P., as its general partner, By:
RP II GP, LLC, as its general
partner, By: /s/ Christopher
Minnetian, Secretary
/s/ Timothy C. Collins 12/18/2013

Ripplewood Partners II, L.P.,
By: Ripplewood Partners II
G.P., L.P., as its general
partner, By: RP II GP, LLC, as 12/18/2013
its general partner, By: /s/
Christopher Minnetian,
Secretary

Ripplewood Partners II G.P.,
L.P., By: RP II GP, LLC, as its
general partner, By: /s/ 12/18/2013
Christopher Minnetian,
Secretary

RP II GP, LLC, By: /s/
Christopher Minnetian, 12/18/2013
Secretary

Collins Family Partner Inc. By:
/s/ Christopher Minnetian, 12/18/2013
Secretary

Collins Family Partners, L.P.
By: Collins Family Partner
Inc., as its general partner, By: 12/18/2013
/s/ Christopher Minnetian,
Secretary

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.