

Spirit Airlines, Inc.  
 Form 3  
 December 23, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â Long Bar Miramar LLC</p> <p>(Last) (First) (Middle)</p> <p>C/O INDIGO PARTNERS LLC,Â 2525 EAST CAMELBACK ROAD, SUITE 800</p> <p>(Street)</p> <p>PHOENIX,Â AZÂ 85016</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/21/2011</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Spirit Airlines, Inc. [SAVE]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Member of 10% owner group</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,015,863 <sup>(1)</sup>	I	See Footnotes <sup>(2)</sup> <sup>(3)</sup>

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

SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Long Bar Miramar LLC C/O INDIGO PARTNERS LLC 2525 EAST CAMELBACK ROAD, SUITE 800 PHOENIX, AZ 85016	∅	∅	∅	Member of 10% owner group

## Signatures

/s/Thomas Canfield, as Attorney-in-Fact for Long Bar Miramar LLC	12/22/2011
<u>        </u> **Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- Indigo Miramar LLC made a pro rata in-kind distribution of an aggregate of 8,634,839 shares of Common Stock of the Issuer to its
- (1) members for no consideration on December 21, 2011, solely constituting a change in beneficial ownership. As part of this distribution, Long Bar Miramar LLC received 1,092,052 shares of Common Stock, which represents its pro rata allocation.
  - (2) Shares held by Long Bar Miramar LLC.
  - (3) Indigo Management LLC is the manager of Long Bar Miramar LLC. William Franke, a member of the Issuer's board of directors, is a manager of Indigo Management LLC and shares voting and investment power over the shares held by Long Bar Miramar LLC. Mr. Franke disclaims beneficial ownership of the shares reported herein, except to the extent of his proportionate pecuniary interest therein.
- Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.