Frequently Asked Questions View Search Results Summary of Charges Logout

Entity Details

File Number:

2279682

Incorporation Date / 11/21/1991 Formation Date: (mm/dd/yyyy)

Entity Name:

AIR STELLAR, INC.

Entity Kind:

CORPORATION

Entity Type:

GENERAL

DE

Residency:

DOMESTIC

State:

Status:

GOOD **STANDING**

Status Date: 08/03/2012

TAX INFORMATION

Last Annual Report Filed:

2010

Tax Due: \$ 0.00

Annual Tax Assessment:

\$ 0.00

Total Authorized Shares: 3,000

REGISTERED AGENT INFORMATION

Name:

THE CORPORATION TRUST COMPANY

Address:

CORPORATION TRUST CENTER 1209 ORANGE ST

City:

WILMINGTON

County:

NEW CASTLE

State:

DE

Postal Code: 19801

Phone:

(302)658-7581

FILING HISTORY (Last 5 Filings)

Seq	Document Code	Description	No. of pages	Filing Date (mm/dd/yyyy)	Filing Time	Effective Date (mm/dd/yyyy)
1	0312V	Renewal for Void	1	08/03/2012	13:34	08/03/2012
2	0240 Former Name:	Amendment; Domestic ELLIPSO PRIVATE HOLDIN	1 IGS, INC.	12/19/2006	08:00	12/19/2006
3	0245S	Restated; Stock	3	12/07/1998	09:00	12/07/1998
4	0250S	Merger; Survivor	2	05/19/1998	09:00	05/19/1998
5	0250S	Merger; Survivor	2	05/12/1998	09:00	05/12/1998

Back to Entity Search

State of Delaware Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "DCLP, INC.", CHANGING ITS NAME FROM "DCLP, INC." TO "ELLIPSO PRIVATE HOLDINGS, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF APRIL, A.D. 1998, AT 9 O'CLOCK A.M.



Edward J. Freel, Secretary of State

AUTHENTICATION: 9030034

DATE: 04-16-98

2279682 8100

981145240

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

DCLP, INC.

a Delaware Corporation

Pursuant to § 242 and 245 of the General Corporation Law of the State of Delaware

DCLP, Inc., a corporation incorporated under the General Corporation Law of the State of Delaware (the "DGCL"), hereby amends and restates its Certificate of Incorporation, which was originally filed with the Secretary of State of the State of Delaware on November 21, 1991.

- This Amended and Restated Certificate of Incorporation restates, integrates and amends the Certificate of Incorporation, and has been duly adopted in accordance with Sections 242 and 245 of the DGCL.
- This Amended and Restated Certificate of Incorporation was duly adopted by the Board of Directors of this corporation, subject to the approval of the stockholders, in accordance with Sections 242 and 245 of the DGCL.
- This Amended and Restated Certificate of Incorporation was approved by holders
 of a majority of the outstanding shares of common stock of this corporation in accordance with
 Sections 242 and 245 of the DGCL.
- 4. This Amended and Restated Certificate of Incorporation shall become effective upon its filing with the Secretary of the State of Delaware.
- FIRST: The name of the Corporation (hereinafter called the "Corporation") is Ellipso Private Holdings, Inc.

SECOND: The address of the Corporation's registered office in the State of Delaware is The Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware. The name of its registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the DGCL.

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is Five Million (5,000,000), par value \$.0001 per share, all of which shall be designated "Common Stock."

FIFTH: The Corporation is to have perpetual existence.

SIXTH: Whenever a compromise or arrangement is proposed between this Corporation and its creditors or any class of them and/or between this Corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this Corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this Corporation under the provisions of § 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this Corporation under the provisions of § 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this Corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this Corporation, as the case may be agree to any compromise or arrangement and to any reorganization of this Corporation as a consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this Corporation, as the case may be, and also on this Corporation.

SEVENTH: For the management of the business and for the conduct of the affairs of the Corporation, and in further definition, limitation, and regulation of the powers of the Corporation and of its directors and of its stockholders or any class thereof, as the case may be, it is further provided:

- The management of the business and the conduct of the affairs of the Corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by, or in the manner provided in the By-laws. The phrase "whole Board" and the phrase "total number of directors" shall be deemed to have the same meaning, to wit, the total number of directors which the Corporation would have if there were no vacancies. No election of directors need be by written ballot.
- 2. After the original or other By-laws of the Corporation have been adopted, amended, or repealed, as the case may be, in accordance with the provisions of § 109 of the DGCL, and, after the Corporation has received any payment for any of its stock, the power to adopt, amend, or repeal the By-laws of the Corporation may be exercised by the Board of Directors of the Corporation; provided, however, that any provision for the classification of directors of the Corporation for staggered terms pursuant

to the provisions of subsection (d) of § 141 of the DGCL shall be set forth in an initial By-law or in a By-law adopted by the stockholders of the Corporation entitled to vote unless provisions for such classification shall be set forth in this Certificate of Incorporation.

3. Whenever the Corporation shall be authorized to issue only one class of stock, each outstanding share shall entitle the holder thereof to notice of, and the right to vote at, any meeting of stockholders. Whenever the Corporation shall be authorized to issue more than one class of stock, no outstanding share of any class of stock which is denied voting power under the provisions of the Certificate of Incorporation shall entitle the holder thereof to the right to vote at any meeting of stockholders except as the provisions of paragraph (2) of subsection (b) of § 242 of the DGCL shall otherwise require; provided, that no share of any such class which is otherwise denied voting power shall entitle the holder thereof to vote upon the increase or decrease in the number of authorized shares of said class.

EIGHTH: The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by the provisions of paragraph (7) of subsection (b) of § 102 of the DGCL, as the same may be amended and supplemented.

NINTH: The Corporation shall, to the fullest extent permitted by the provisions of § 145 of the DGCL, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-law, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to actin in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: From time to time any of the provisions of this Certificate of Incorporation may be amended, altered, or repealed, and other provisions authorized by the laws of the State of Delaware at the time of force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the stockholders of the Corporation by this Certificate of Incorporation are granted subject to the provisions of this Article TENTH.

IN WITNESS WHEREOF, the Corporation has caused this Amended and Restated Certificate to be signed by its duly authorized officer this 9chday of April, 1998.

President

DC02/0127604.03

STATE OF DELAWARE CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

The corporation organized and existing under and by virtue of the General

Corporation Law of the State of Delaware does hereby certify:
FIRST: That at a meeting of the Board of Directors of Ellipso Private
resolutions were duly adopted setting forth a proposed amendment of the
Certificate of Incorporation of said corporation, declaring said amendment to
be advisable and calling a meeting of the stockholders of said corporation for
consideration thereof. The resolution setting forth the proposed amendment is
as follows:
RESOLVED, that the Certificate of Incorporation of this corporation be amended
by changing the Article thereof numbered " N/A 4 1 " so that, as
amended, said Article shall be and read as follows:
The name of the Corporation shall be
The name of the Corporation shall be Air Stellar The. The address shall be 4410 Massachusetts Ave. No. Washington DC 20016. #38
The address shall be 4410 Massachusetts Doe NEW
Washington DC 20016. #38
8
SECOND: That thereafter, pursuant to resolution of its Board of Directors, a
special meeting of the stockholders of said corporation was duly called and held
upon notice in accordance with Section 222 of the General Corporation Law of
the State of Delaware at which meeting the necessary number of shares as required
by statute were voted in favor of the amendment.
THIRD : That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of
Delaware.
IN WITNESS WHEREOF, said corporation has caused this certificate to be
signed this 14th day of December, 2006.
By: Dastif
Authorized Officer
Title: $C \in \mathcal{O}$
: (
Name: David Castie
Print or Type

State of Delaware - Division of Corporations DOCUMENT FILING SHEET - Fax# 302/739-3812

					1			
Priority 1 (One hr)	Priority 2 (Two Hr.)	Priority 3 (Same Day)	Priority 4 (24 Hour)		Priority 7 (Reg. Work)			
SUBMITTER'S INF	ORMATION	DO NOT WRITE IN THIS SPACE						
Company/Firm or Individual's Name Return Address City – State - Zip Attention: Phone# 202	MipsoPriv							
DOCUMENT FILING REQUEST INFORMATION Name of Company/Entity Ellips Private Holdings, Inc. File Number 2279682 Reservation Number Type of Document Check if document is: Changing Name Changing Registered Agent Changing Stock								
OTHER DOCUMEN	T FILING INF	ORMATION	METHOD OF					
# of Certified Copies retu	irned			Messenger/Pick up Express Service Delivery Select Express Type				
Other requests			Accts Accts	# lar Mail				
Check # [845	T. 14 . 4	1,50						
Check # (843	Total \$ enclosed	154.	Othe	Other				
CREDIT CARD INF (Visa, MasterCard or Disco	over Card Only)	Card Type	COMMENT	S/FILING INSTRUCTIONS				
INSTRUCTIONS			1					
	e.de.us/corp/forms how to properly co	.htm for complete omplete this memo.						
Fully shade in t	the required Priorit marker, staying wit	y Square using a						
Each request m	ust be submitted as ling Sheet as the F	s a separate item,						