

A04 000001981

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000245631 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)205-0383

From:
Account Name : CORPORATION SERVICE COMPANY/*SAL*
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

RECEIVED

04 DEC 13 PM 4:12

DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP

HUGHES MRO MERGER, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$87.50

FILED

04 DEC 13 AM 10:22

FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

H04000245631 3

CERTIFICATE OF LIMITED PARTNERSHIP

OF

HUGHES MRO MERGER, LTD.

(a Florida limited partnership)

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby certify as follows:

1. Name. The name of the limited partnership is as follows:

Hughes MRO Merger, Ltd.

2. Address. The street address of the principal place of business and the mailing address for the limited partnership are as follows:

One Hughes Way
Orlando, FL 32805

3. Registered Agent. The address of the office and the name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes, are as follows:

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

4. General Partner. The name and business address of the general partner of the limited partnership are as follows:

Hughes GP & Management, Inc.
One Hughes Way
Orlando, FL 32805

5. Termination. The latest date upon which the limited partnership is to dissolve is December 31, 2054.

04 DEC 13 AM 10:22

FILED

F04-1125

H04000245631 3

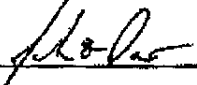
NO4000245631 3

Under penalties of perjury, the undersigned declares that it has read the foregoing and knows the contents thereof and that the facts stated therein are true and correct.

Signed this 10th day of December, 2004.

GENERAL PARTNER:

HUGHES GP & MANAGEMENT,
INC.

By: 

Name: John Z. Park

Title: Secretary

2423012_v1

DEC 13 AM 10:22
TALLAHASSEE, FLORIDA

NO4000245631 3

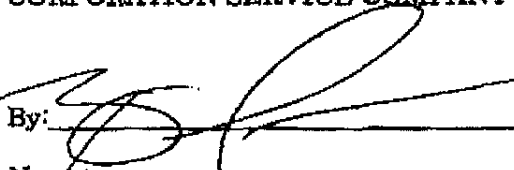
H04000245631 3

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT
AND AGENT FOR SERVICE OF PROCESS**

The undersigned, having been designated the Agent for Service of Process, pursuant to Section 620.105, Florida Statutes, and Registered Agent, pursuant to Section 620.192, Florida Statutes, of Hughes MRO Merger, Ltd., a limited partnership to be formed concurrently herewith under the Florida Revised Uniform Limited Partnership Act (1986), does hereby accept such designation and the obligations provided for in Sections 620.105 and 620.192, Florida Statutes.

CORPORATION SERVICE COMPANY

Dated: December 13, 2004

By: 

Name: _____

Brian Courtney

Title: _____

Asst. V. Pres.

#2493012_v1

04 DEC 13 AM 10:22
TALLAHASSEE, FLORIDA

H04000245631 3

H04000245631 3

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, Hughes GP & Management, Inc., the sole general partner of Hughes MRO Merger, Ltd., a Florida limited partnership, certifies:

1. The amount of capital contributions to date of the limited partners is \$0.
2. The total amount of capital anticipated to be contributed by the limited partners at this time totals \$1,000.

Signed this 10th day of December, 2004.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury, the undersigned declares that it has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

GENERAL PARTNER:

HUGHES GP & MANAGEMENT, INC.

By: [Signature]

Name: John Z. Paré

Title: Secretary

2423013_v1

FILED
04 DEC 13 AM 10:22
TALLAHASSEE, FLORIDA

H04000245631 3