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Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

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****285.00 ****285.00

CORPORATION(S) NAME

GE Harris Aviation Information Solutions, LLC

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TALLAHASSEE, FLORIDA

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- NonProfit
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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. GE Harris Aviation Information Solutions, LLC
(Name of foreign limited liability company must end with the words "limited liability company" or "limited company" or their abbreviations "L.L.C." or "L.C." if not so contained in the name at present.)

2. Delaware 3. Applied for
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. June 19, 1998 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.)

7. One Neumann Way, MD J-165
Cincinnati, Ohio 45215-6301
(Street address of principal office)

8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
1) <u>William J. Vareschi</u> <u>1 Neumann Way, MD F-103</u> <u>Cincinnati, OH 45215</u>	<u>Member</u> <u>Committee Rep.</u>	4) <u>Mike Thomas</u> <u>2400 N.E. Palm Bay Road</u> <u>Palm Bay, FL. 32905</u>	<u>Member</u> <u>Committee Rep.</u>
2) <u>Russell Sparks</u> <u>1 Neumann Way, MD G-127</u> <u>Cincinnati, OH 45215</u>	<u>Member</u> <u>Committee Rep.</u>	5) <u>Doug Stark</u> <u>2400 N.E. Palm Bay Road</u> <u>Palm Bay, FL 32905</u>	<u>Member</u> <u>Committee Rep.</u>
3) <u>Elizabeth Cowell</u> <u>1 Neumann Way, MD F-120</u> <u>Cincinnati, OH 45215</u>	<u>Member</u> <u>Committee Rep.</u>		

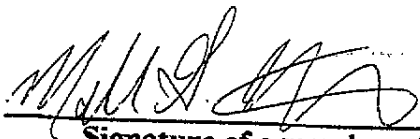
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TALLAHASSEE
FLORIDA
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of GE HARRIS AVIATION INFORMATION SOLUTIONS, LLC certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$ 3,500,000;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 10,225,000,
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 13,725,000.
(This total includes amounts from 2 and 3 above.)

 SECRETARY

Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Mark G. Whittenburg

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

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Filing Fee: \$250.00 for Application and Affidavit

Attachment A

Property Description:

\$10,225,000 between the members for:

Licensed and non licensed technology and
Transferred assets/assumed liabilities

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

GE Harris Aviation Information Solutions, LLC

2. The name and the Florida street address of the registered agent and office are:

C T CORPORATION SYSTEM

(Name)

1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation FL 33324

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T CORPORATION SYSTEM

Susan J. Metz
Assistant Secretary

Susan J. Metz
(Signature)

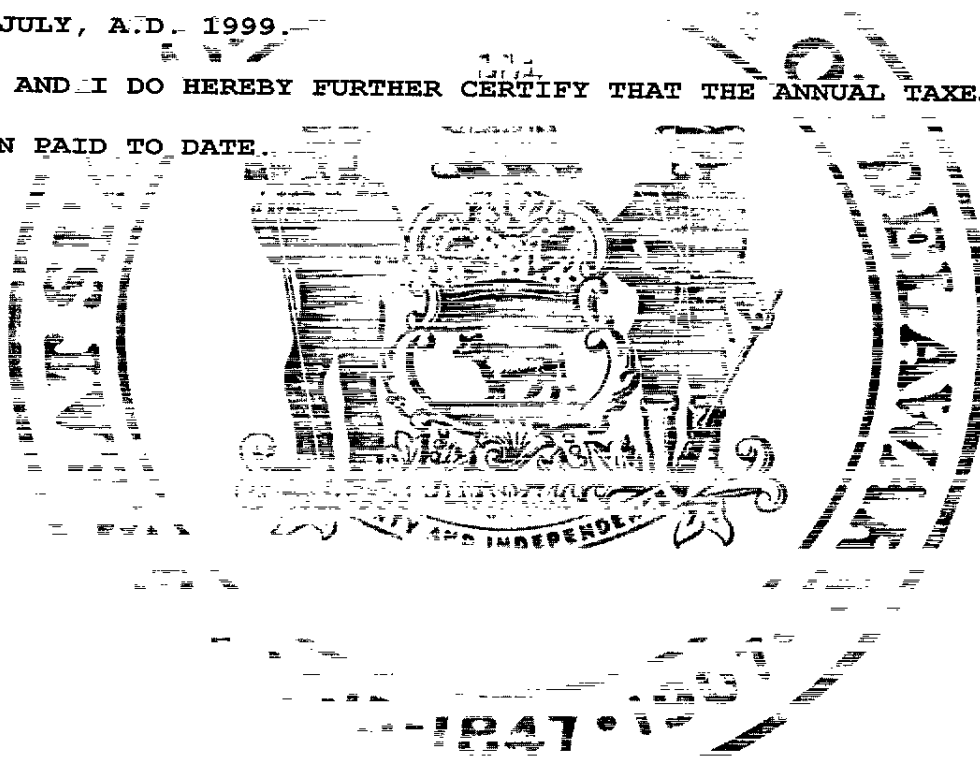
Filing Fee: \$ 35 for Designation of Registered Agent

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GE HARRIS AVIATION INFORMATION SOLUTIONS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF JULY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9873099

DATE: 07-20-99