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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2010 JAN -6 PM 2:32  
TO ACKNOWLEDGE  
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FILED  
09 DEC 31 PM 2:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*ASR*  
*1/6/10*



CT Corporation

1203 Governors Square Blvd.  
Tallahassee, FL 32301-2960

850 222 1092 tel  
850 222 7615 fax  
www.ctlegalsolutions.com

January 6, 2010

Department of State, Florida  
Clifton Building  
2611 Executive Center Circle  
Tallahassee FL 32301

Re: Order #: 7738113 SO  
Customer Reference 1: None Given  
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

BAE Systems Manufacturing Technology Inc. (FL)  
Merger (Discontinuing Company)  
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Freddy Morales  
Corporate Operations Mgr.  
freddy.morales@wolterskluwer.com

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Clifton Building  
2611 Executive Center Circle  
Tallahassee FL 32301

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Sincerely,

Freddy Morales  
Corporate Operations Mgr.  
freddy.morales@wolterskluwer.com

**ARTICLES OF MERGER**  
(Profit Corporations)

**FILED**  
09 DEC 31 PM 2:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
BAE Systems Technology Solutions & Services Inc.	Delaware	

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
BAE Systems Manufacturing Technology Inc.	Florida	

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 12 / 31 / 09 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on \_\_\_\_\_.

The Plan of Merger was adopted by the board of directors of the surviving corporation on 12/30/09 and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on \_\_\_\_\_.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on 12/30/09 and shareholder approval was not required.

(Attach additional sheets if necessary)

Typed or Printed Name of Individual & Title

**BAE Systems Technology Solutions**

Fl. m. Coll. q.

**Paul W. Cobb, Jr., Assistant Secretary**

**& Services Inc.**

BAE Systems Manufacturing

Flam. Coll. Q.

**Paul W. Cobb, Jr., Assistant Secretary**

Technology Inc.

**PLAN OF MERGER**  
(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the parent corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

Name

Jurisdiction

BAE Systems Technology Solutions & Services Inc.

Delaware

The name and jurisdiction of each subsidiary corporation:

Name

Jurisdiction

BAE Systems Manufacturing Technology Inc.

Florida

\_\_\_\_\_

\_\_\_\_\_

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\_\_\_\_\_

\_\_\_\_\_

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

The issued capital stock in BAE Systems Manufacturing Technology Inc. shall not be converted in any manner, but all of such issued equity shall be cancelled and extinguished as of the effective date and time of the merger.

(Attach additional sheets if necessary)

If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation, a provision for the pro-rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

*Not applicable.*

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows:

BAE Systems Manufacturing Technology Inc. shall merge with and into BAE Systems Technology Solutions & Services Inc.