

F02000003775

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: C-CUBED CORPORATION
(Name of corporation)

DOCUMENT NUMBER: F02000003775

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

TAX DEPARTMENT
(Name of person)

CACI SYSTEMS, INC.
(Name of firm/company)

1100 NORTH GLEBE ROAD
(Address)

ARLINGTON VA 22201
(City/state and zip code)

For further information concerning this matter, please call:

MIKE BRAXTON at (703) 841-4490
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- \$35.00 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F02000003775
(Document number of corporation (if known))

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04 JUN 14 11:13:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. C-CUBED CORPORATION
(Name of corporation as it appears on the records of the Department of State)
2. VIRGINIA 3. 7/17/2002
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)


4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? NOVEMBER 13, 2003
5. CACI SYSTEMS, INC.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
- (If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

JAMES D. KUHN
(Typed or printed name of person signing)

6/2/04
(Date)

SR. VP
(Title of person signing)

**Amended and Restated
Articles of Incorporation
of
C-CUBED Corporation**

The undersigned corporation, pursuant to Title 13.1, Chapter 9, Article 11 of the Code of Virginia (the "Virginia Stock Corporation Act" or "VSCA"), hereby executes the following Amended and Restated Articles of Incorporation and sets forth:

1. **Name:** The name of the corporation is CACI Systems, Inc.
2. **Purpose:** The purpose of the corporation is to transact any or all lawful business for which corporations may be incorporated under the provisions of the VSCA.
3. **Authorized Shares:** The total number of shares of stock which the corporation shall have authority to issue is One Thousand (1,000). The par value of each such share is One Cent (\$0.01). All such shares are of one class and are shares of Common Stock.
4. **Registered Office and Registered Agent:** The address of the registered agent of the corporation is 1100 N. Glebe Road, Arlington, Virginia 22201. The name of the county in which the registered office is located is the County of Arlington. The name of the registered agent of the corporation is Jeffrey P. Elefante, who is a Director of the corporation.
5. **Directors:** The number of directors shall be no less than two (2).
6. **Denial of Rights:** No holder of shares of any class of stock of the corporation shall have any preemptive or preferential right to purchase or subscribe to (i) any shares of any class of stock of the corporation, whether now or hereafter authorized, (ii) any warrants, rights, or options to purchase any such stock, or (iii) any securities or obligations convertible into such stock or into warrants, rights or options to purchase any such stock.
7. **Indemnification:** Each person now or hereafter a director or officer of the corporation (and his heirs, executors and administrators) shall be indemnified by the corporation against all claims, liabilities, judgments, settlements, costs and expenses, including all attorneys' fees, imposed upon or reasonably incurred by him in connection with or resulting from any action, suit, proceeding or claim to which he is or may be made a party by reason of his being or having been a director or officer of the corporation (whether or not a director or officer at the time such costs or expenses are incurred by or imposed upon him), to the maximum extent permitted by law. In the event of any other judgment against such director or officer or in the event of a settlement, the indemnification shall be made only if the corporation shall be advised, in case none of the persons involved shall be or have been a director, by the Board of Directors of the corporation, and otherwise by independent counsel to be appointed by the Board of Directors, that in its or his opinion such director or officer was not guilty of gross

negligence or willful misconduct in the performance of his duty, and the event of a settlement, that such settlement was or is in the best interest of the corporation. If this determination is to be made by the Board of Directors, it may rely as to all questions of law on the advice of independent counsel. Such right of indemnification shall not be deemed exclusive of any rights to which he may be entitled under any by-law, agreement, vote of stockholders, or otherwise.

8. The amendments were proposed by the Board of Directors and submitted to the sole shareholder of the corporation in accordance with the provisions of Chapter 9 of Title 13.1 of the Code of Virginia, and the amendments were adopted by unanimous consent of the sole shareholder of the corporation.

The undersigned declares that the facts herein stated are true as of October 30, 2003.

CACI Systems, Inc.

By:



Jeffrey P. Elefante
Executive Vice President, General Counsel
and Secretary

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

November 13, 2003

The State Corporation Commission has found the accompanying articles submitted on behalf of
CACI Systems, Inc. (formerly C-CUBED CORPORATION)

to comply with the requirements of law, and confirms payment of all related fees.

Therefore, it is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective November 13, 2003, at 08:34 AM.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

Commonwealth OF Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of all documents constituting the charter of CACI Systems, Inc. on file in the Clerk's Office of the Commission.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
January 6, 2004*

Joel H. Peck
Joel H. Peck, Clerk of the Commission