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(Address)

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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Raytheon BBN Technologies Corp.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Thomas J. Ewing

Name of Person

Raytheon BBN Technologies Corp.

Firm/Company

10 Moulton Street, M-S 6/6c

Address

Cambridge, MA 02138-1119

City/State and Zip code

tewing@bbn.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Thomas J. Ewing

Name of Person

at (617) 873-3930

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Raytheon BBN Technologies Corp.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DE

(State or country under the law of which it is incorporated)

3. 41-2126829

(FEI number, if applicable)

4. 3 February 2004

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 10 Moulton Street M-S 6/6c Cambridge, MA 02138-1119

(Principal office address)

same as above

(Current mailing address)

8. Professional services/R&D

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(Zip code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: _____

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Kathryn G. Simpson

Address: 870 Winter Street

Waltham, MA 02451

Director: _____

Address: _____

B. OFFICERS

President: See attachment

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  _____

(Signature of Director or Officer listed in number 12 of the application)

14. Robert G. Elmer - President

(Typed or printed name and capacity of person signing application)

Raytheon BBN Technologies Corp. FEIN#41-2126829

STATE OF FLORIDA
APPLICATION FOR CERTIFICATE OF AUTHORITY

OFFICER LISTING:

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TALLAHASSEE, FLORIDA

<i>Name:</i>	<i>Title:</i>	<i>Business Address:</i>
Robert G. Elmer	President	10 Moulton Street Cambridge, MA 02138-1119
Gerard T. Powlen	Vice President	870 Winter Street Waltham, MA 02451
Mark W. March	Vice President - Taxes	870 Winter Street Waltham, MA 02451
Robert J. Moore	Vice President	870 Winter Street Waltham, MA 02451
Kathryn G. Simpson	Secretary	870 Winter Street Waltham, MA 02451
Brooke M. Bartleson	Asst. Secretary	870 Winter Street Waltham, MA 02451
Richard A. Goglia	Treasurer	870 Winter Street Waltham, MA 02451
Stephen J. Iglowski	Asst. Treasurer	870 Winter Street Waltham, MA 02451

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "RAYTHEON BBN TECHNOLOGIES CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE THIRD DAY OF FEBRUARY, A.D. 2004, AT 11:07 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "AP-GCP OPERATING CORP." TO "BBN TECHNOLOGIES OPERATING CORP.", FILED THE TWENTY-SIXTH DAY OF MARCH, A.D. 2004, AT 5:52 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE SECOND DAY OF DECEMBER, A.D. 2005, AT 3:58 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRD DAY OF JANUARY, A.D. 2006, AT 12:01 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "BBN TECHNOLOGIES OPERATING CORP." TO "BBN TECHNOLOGIES CORP.", FILED

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FILED

SECRETARY OF STATE
DELAWARE

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You may verify this certificate online
at corp.delaware.gov/authver.shtml

Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8073064

DATE: 06-23-10

Delaware

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The First State

THE SECOND DAY OF DECEMBER, A.D. 2005, AT 4:05 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRD DAY OF JANUARY, A.D. 2006, AT 12:01 O'CLOCK A.M.

RESTATED CERTIFICATE, CHANGING ITS NAME FROM "BBN TECHNOLOGIES CORP." TO "RAYTHEON BBN TECHNOLOGIES CORP.", FILED THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 2009, AT 1:04 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "RAYTHEON BBN TECHNOLOGIES CORP.".

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

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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100683367




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8073064

DATE: 06-23-10