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Florida Department of State
Division of Corporations
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From: Account Name : C T CORPORATION SYSTEM
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RE-SUBMIT

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FOREIGN PROFIT/NONPROFIT CORPORATION

BAE Sytems, Inc.

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MRD 10/25

**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. BAE SYSTEMS, INC.
(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. Delaware 3. 22-3537950
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 26 August 1997 5. _____
(Date of incorporation) (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. 1101 Wilson Blvd Suite 2000, Arlington, VA 22209
(Principal office address)

13850 McLearn Road, Herndon, VA 20171
(Current mailing address)

8. administrative support
(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: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(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.

By: Chris McNeair
(Registered agent's signature) **Assistant Secretary**

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: Anthony Zinni

Address: 1101 Wilson Blvd, Suite 2000, Arlington, VA 22209

~~Vice Chairman:~~ Director = Robert Fitch

Address: 1300 North 17th Street, Arlington, VA 22209

Director: Linda P. Hudson

Address: 1101 Wilson Blvd, Suite 2000, Arlington, VA 22209

Director: Ian T. Graham

Address: 1101 Wilson Blvd, Suite 2000, Arlington, VA 22209

for additional directors - see attached

B. OFFICERS

President: Linda P. Hudson

Address: 1101 Wilson Blvd, Suite 2000, Arlington, VA 22209

~~Vice President:~~ Assistant Secretary = Paul W. Cobb, Jr.

Address: 1101 Wilson Blvd, Suite 2000, Arlington, VA 22209

for additional officer - see attached

Secretary: Ian T. Graham

Address: 1101 Wilson Blvd, Suite 2000, Arlington, VA 22209

Treasurer: Bradley W. Jacobs

Address: 1101 Wilson Blvd, Suite 2000, Arlington, VA 22209

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

13. Paul W. Cobb, Jr.

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

14. Paul W. Cobb, Jr. Assistant Secretary

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

Directors for BAE Systems, Inc.

Ian T. Graham
1101 Wilson Blvd
Arlington, VA 22209

Lee H. Hamilton
1101 Wilson Blvd
Arlington, VA 22209

Richard J. Kerr
1101 Wilson Blvd
Arlington, VA 22209

Kenneth A. Minihan
1101 Wilson Blvd
Arlington, VA 22209

J. H. Binford Peay III
1101 Wilson Blvd
Arlington, VA 22209

William Schneider, Jr.
1101 Wilson Blvd
Arlington, VA 22209

Michael Chertoff
1101 Wilson Blvd
Arlington, VA 22209

Robert J. Fitch
1300 North 17th St.
Arlington, VA 22209

Linda P. Hudson
1101 Wilson Blvd
Arlington, VA 22209

Ian G. King
1101 Wilson Blvd
Arlington, VA 22209

Robert J. Natter
1101 Wilson Blvd
Arlington, VA 22209

George Rose
1101 Wilson Blvd
Arlington, VA 22209

Anthony C. Zinni
1101 Wilson Blvd
Arlington, VA 22209

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Delaware

The First State

PAGE 1

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BAE SYSTEMS, INC." IS DOLY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF OCTOBER, A.D. 2010.

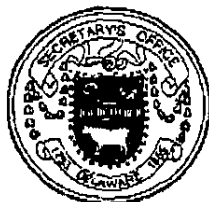
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

2777144 8300

101016256

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8303202

DATE: 10-21-10