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**FOREIGN PROFIT/NONPROFIT CORPORATION
BAE SYSTEMS SHARED SERVICES, INC.**

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T. Burch DEC 28 2011

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1. BAE SYSTEMS SHARED SERVICES 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

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

3. 80-0683946

(FEI number, if applicable)

4. February 11, 2011

(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. 11215 Rushmore Drive, Charlotte NC 28277

(Principal office address)

13850 McLearen Road, Herndon, VA 20171

(Current mailing address)

8. administrative services

(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.

C T Corporation System

By:

Connie Bryan
(Registered agent's signature)

Connie Bryan

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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Ian T. Graham

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

Vice Chairman: Bradley W. Jacobs

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

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Curt Gray

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

Vice President: Assistant Treasurer - Terry L. Shaw

Address: 11487 Sunset Hills road, Reston, VA 20190

Secretary: Paul W. Cobb, Jr.

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.

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Paul W. Cobb, Jr., Vice President & Secretary

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

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BAE SYSTEMS SHARED SERVICES INC." IS DULY 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-THIRD DAY OF DECEMBER, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BAE SYSTEMS SHARED SERVICES INC." WAS INCORPORATED ON THE ELEVENTH DAY OF FEBRUARY, A.D. 2011.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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

Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9252453

DATE: 12-23-11