

GENERAL DYNAMICS
Ordnance and Tactical Systems

F96000003713

February 15, 2001

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

400003746994--3
-02/22/01--01034--006
*****35.00 *****35.00

Re: Amendment By Foreign Corporation to Application for
Authorization to Transact Business in Florida

Dear Sir or Madam:

Enclosed please find an Amendment By Foreign Corporation to Application for Authorization to Transact Business in Florida to be filed on behalf of Primex Technologies, Inc. Also enclosed is a check in the amount of \$35.00 for filing fees. Please forward the documents to my attention at:

General Dynamics Ordnance and Tactical Systems
10101 9th Street North
St. Petersburg, FL 33716

Should you have any questions, please do not hesitate to contact me.

Sincerely,

Catherine A. Percy

Catherine A. Percy
Paralegal

Enclosures

10101 Ninth Street North
St. Petersburg, FL 33716
Tel 727-578-8781
Fax 727-578-8286 or 727-578-8119
Internet: capearcy@stp.gd-ots.com

FILED
01 FEB 22 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc
T. LEWIS FEB 23 2001

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)

FILED
01 FEB 22 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Primex Technologies, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Virginia 3. 7/17/96
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? _____

5. General Dynamics Ordnance and Tactical 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.

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

George H. Pain
Signature *GH Pain*

2/16/01
Date

George H. Pain
Typed or printed name

VP, General Counsel and Asst. Secretary
Title

ARTICLES OF AMENDMENT
AND RESTATEMENT OF
PRIMEX TECHNOLOGIES, INC.

The undersigned, being the Secretary of Primex Technologies, Inc., a Virginia corporation, hereby submits these Articles of Amendment and Restatement to the State Corporation Commission of Virginia:

1. The name of the corporation is Primex Technologies, Inc (the "Company").
2. The Company's Articles of Incorporation are hereby amended and restated in the manner set forth in attached hereto.
3. The attached amendment and restatement of the Company's Articles of Incorporation contains amendments that were adopted on January 27, 2001 by the unanimous written consent of the sole shareholder of the Company.
4. These Articles of Amendment and Restatement shall become effective on the date that they are filed with the State Corporation Commission of Virginia.

The undersigned Vice President, General Counsel, and Assistant Secretary of the Company declares that the facts herein stated are true as of January 29, 2001.

Primex Technologies, Inc.

By: Margaret N. House
Margaret N. House
Secretary

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

of

GENERAL DYNAMICS ORDNANCE AND TACTICAL SYSTEMS, INC.

as amended January 27, 2001

ARTICLE I

The name of the Corporation shall be General Dynamics Ordnance and Tactical Systems, Inc.

ARTICLE II

The purpose for which the Corporation is formed is to transact any or all lawful business, not required to be specifically stated in these Articles, for which corporations may be incorporated under the Virginia Stock Corporation Act, as amended from time to time.

ARTICLE III

The aggregate number of shares that the Corporation shall have authority to issue shall be 1,000 shares of Common Stock, par value \$1 per share (hereinafter called Common Stock).

1. No holder of shares of stock of any class of the Corporation shall, as such holder, have any right to subscribe for or purchase (a) any shares of stock of any class of the Corporation, or any warrants, options or other instruments that shall confer upon the holder thereof the right to subscribe for or purchase or receive from the Corporation any shares of stock of any class, whether or not such shares of stock, warrants, options or other instruments are issued for cash or services or property or by way of dividend or otherwise, or (b) any other security of the Corporation that shall be convertible into, or exchangeable for, any shares of stock of the Corporation of any class or classes, or to which shall be attached or appurtenant any warrant, option or other instrument that shall confer upon the holder of such security the right to subscribe for or purchase or receive from the Corporation any shares of its stock of any class or classes, whether or not such securities are issued for cash or services or property or by way of dividend or otherwise, other than such right, if any, as the Board of Directors, in its sole discretion, may from time to time determine. If the Board of Directors shall offer to the holders of shares of stock of any class of the Corporation, or any of them, any such shares of stock, options, warrants, instruments or other securities of the Corporation, such offer shall not, in any

way, constitute a waiver or release of the right of the Board of Directors subsequently to dispose of other securities of the Corporation without offering the same to said holders.

2. Anything herein to the contrary notwithstanding, dividends upon shares of any class of stock of the Corporation shall be payable only out of assets legally available for the payment of such dividends, and the rights of the holders of shares of stock of the Corporation in respect of dividends shall at all times be subject to the power of the Board of Directors to determine what dividends, if any, shall be declared and paid to the shareholders.

3. Subject to the provisions hereof and except as otherwise provided by law, shares of stock of any class of the Corporation may be issued for such consideration and for such corporate purposes as the Board of Directors may from time to time determine.

ARTICLE IV

The period of the duration of the Corporation is unlimited and perpetual.

ARTICLE V

The number of directors shall be as specified in the By-laws of the Corporation but such number may be increased or decreased from time to time in such manner as may be prescribed in the By-laws.

ARTICLE VI

Except as expressly otherwise required in these Articles of Incorporation, an amendment or restatement of these Articles requiring shareholder approval shall be approved by a majority of the votes entitled to be cast by each voting group that is entitled to vote on the matter, unless in submitting an amendment or restatement to the shareholders the Board of Directors shall require a greater vote.

ARTICLE VII

The Board of Directors of the Corporation may, by resolution adopted from time to time, indemnify such persons as permitted by the Virginia Stock Corporation Act as amended from time to time. The Board of Directors of the Corporation may, by resolution adopted from time to time, purchase and maintain insurance on behalf of such persons as permitted by the Virginia Stock Corporation Act as amended from time to time.

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

January 29, 2001

The State Corporation Commission has found the accompanying articles submitted on behalf of General Dynamics Ordnance and Tactical Systems, Inc. (formerly PRIMEX TECHNOLOGIES, INC.)

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 January 29, 2001, at 04:36 PM.

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 the articles of amendment filed in this office January 29, 2001 by General Dynamics Ordnance and Tactical Systems, Inc.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
February 13, 2001*

Joel H. Peck

Joel H. Peck, Clerk of the Commission