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REFERENCE :

148721

4339063

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE: February 25, 1999

ORDER TIME : 9:50 AM

ORDER NO. : 148721-020

CUSTOMER NO: 4339063

400002788294--9

CUSTOMER: Ms. Adela A. Espiritu

Litton Industries, Inc. 21240 Burbank Boulevard

Woodland Hills, CA 91367-6675

FOREIGN FILINGS

SPERRY MARINE INC.

XX PROFIT X PROFIT
NON-PROFIT

-CORPORATE

LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

XX PLAIN STAMPED COPY

__ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

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.)

1.	SECTION I (1-3 must be completed) Sperry Marine Inc. Name of corporation as it appears on the records of the Department of State.
2.	Delaware 3. November 3, 1986 Incorporated under the 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? February 3, 1999
5.	Litton Marine Systems Inc.
Ο.	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
	long Rodfiguez February 22, 1999
	// Signaturé / Date Ana G. Rodriguez Assistant Secretary
	Ana G. Rodriguez Assistant Secretary

Title

Typed or printed name

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SPERRY MARINE INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "LITTON MARINE SYSTEMS INC.", THE THIRD DAY OF FEBRUARY, A.D. 1999, AT 9 O'CLOCK A.M.

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 FAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID

CORPORATION 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.

Edward J. Freel, Secretary of State

AUTHENTICATION:

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DATE:

02-22-99