

BAE SYSTEMS

P36737

June 5, 2000

Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Marconi Flight Systems Inc.

400003280614--9
-06/07/00--01101--005
*****35.00 *****35.00

Greetings:

Enclosed please find an original and one copy of our **Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida**, including an original certificate of good standing and name change from Delaware, and our check for \$35.00 for the filing fees.

Please file stamp and return the copy to us. If you have any questions regarding this matter, I can be reached at 512/929-2253.

Thank you for your assistance with this process.

Sincerely,



Carla D. Marshall
Secretary to the
Legal Department

NC
615-00
BOS

FILED
00 JUN -7 AM 9:29
TALLAHASSEE, FLORIDA

CDM:hs
Enclosures

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)

1. Marconi Flight Systems Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. December 18, 1991
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? February 23, 2000
5. BAE SYSTEMS Flight 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.
N/A
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
New Jurisdiction

FILED
00 JUN -7 AM 9:29
TALLAHASSEE, FLORIDA

Susan L. Finkel
Signature

May 31, 2000
Date

Susan L. Finkel

Typed or printed name

Vice President

Title

Office of the Secretary of State

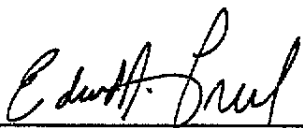
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE SAID "TRACOR FLIGHT SYSTEMS, INC." FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "MARCONI FLIGHT SYSTEMS INC.", ON THE SIXTH DAY OF JANUARY, A.D. 1999, AT 1:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THE SAID "MARCONI FLIGHT SYSTEMS INC." FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "BAE SYSTEMS FLIGHT SYSTEMS INC.", ON THE FOURTEENTH DAY OF FEBRUARY, A.D. 2000, AT 4 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BAE SYSTEMS FLIGHT SYSTEMS INC.", IS THE LAST KNOWN TITLE OF RECORD OF THE AFORESAID CORPORATION.

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

2279951 8321

AUTHENTICATION:

0468038

DATE:

001211470

05-31-00