

097000029932



ACCOUNT NO. : 072100000032

REFERENCE : 311252 4319756

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.00

ORDER DATE : March 28, 1997

ORDER TIME : 8:48 AM

ORDER NO. : 311252-005

200002128592--7

CUSTOMER NO: 4319756

CUSTOMER: Brooke Frewing, Esq
HOGAN & HARTSON

8300 Greensboro Drive
Suite 1100
McLean, VA 22102

DOMESTIC FILING

NAME: BTG TECHNOLOGY RESOURCES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: _____

FILED
97 MAR 31 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR - 2 1997

W97-7389

APR 01 '97 15:10 FR

TO 919042220393-99 P.02/02

PR-01-97 12:47 From:HOGAN AND HARTSON

7038106113

T-433 P.02/02 Job-404

**BTG, Inc.
3877 Fairfax Ridge Road
Fairfax, Virginia 22030**

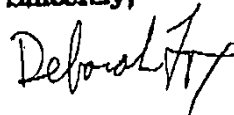
April 1, 1997

**Department of State
Bureau of Commercial Recordings
409 E. Gaines Street
Tallahassee, FL 32399**

Ladies and Gentlemen:

**I, Deborah M. Fox, Vice President and General Counsel of BTG, Inc.,
hereby consent to the use of the name of BTG Technology Resources, Inc. by
Corporation Service Company and request that the Secretary of State accept for
filing the Articles of Incorporation for BTG Technology Resources, Inc.**

Sincerely,



Deborah M. Fox



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 31, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: BTG TECHNOLOGY RESOURCES, INC.
Ref. Number: W97000007389

RESUBMIT
Please give original
submission date as file date

We have received your document for BTG TECHNOLOGY RESOURCES, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 097A00016084

RECEIVED
97 APR -1 PM 4:09
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

BTG TECHNOLOGY RESOURCES, INC.

FILED

97 MAR 31 AM 8:39

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I

The name of the corporation is BTG Technology Resources, Inc. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 1501 Merchants Way, Niceville, Florida 32578.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
100	\$ 0.01	Common

ARTICLE IV

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301 and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE V

The name and address of the Incorporator is CORPORATION Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

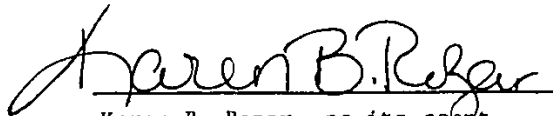
ARTICLE VI

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

ARTICLE VII

These Articles of Incorporation shall become effective at 12:01 a.m. on March 31, 1997.

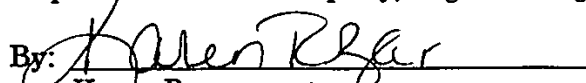
IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 31st day of March, 1997.


Karen B. Rozar, as its agent

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of BTG Technology Systems, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes § 607.0505.

Corporation Service Company, Registered Agent

By: 
Karen Rozar, as its agent

Dated: March 31, 1997

FILED
97 MAR 31 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA