

P03000093117

Florida Department of State
Division of Corporations
Public Access System

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((H03000263468 8))

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To:

Division of Corporations
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03 SEP -2 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

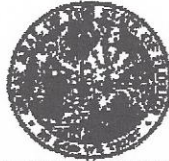
ATLANTIC MARINE PROPERTY HOLDING COMPANY, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

August 29, 2003

ATLANTIC MARINE PROPERTY HOLDING COMPANY, INC.
8500 HECKSCHER DR.
JACKSONVILLE, FL 32226

SUBJECT: ATLANTIC MARINE PROPERTY HOLDING COMPANY, INC.
REF: P03000093117

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The articles of merger you submitted were prepared in compliance with section 607.1109, Florida Statutes. Articles of Merger between two or more domestic profit corporations are filed pursuant to section 607.1105, Florida Statutes.

The date of adoption and signing of the merger is not an acceptable date.

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 (850) 245-6869.

Teresa Brown
Document Specialist

FAX Aud. #: H03000263468
Letter Number: 203A00048713

P. 03
FILED
03 SEP -2 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER OF
ATLANTIC-AMI HOLDING COMPANY, INC. WITH AND INTO
ATLANTIC MARINE PROPERTY HOLDING COMPANY, INC.**

Pursuant to the provisions of Section 607.1105 of the Florida Business Corporation Act, ATLANTIC-AMI HOLDING COMPANY, INC., a Florida corporation ("AMI Holding"), and ATLANTIC MARINE PROPERTY HOLDING COMPANY, INC., a Florida corporation ("Florida Properties"), hereby submit the following Articles of Merger:

1. The names of the corporations that are parties to the merger are Atlantic-AMI Holding Company, Inc. and Atlantic Marine Property Holding Company, Inc. Atlantic Marine Property Holding Company, Inc. is the surviving corporation.

2. A copy of the Plan of Merger between the parties hereto is attached to these Articles of Merger as Exhibit A and incorporated herein.

3. In accordance with the Plan of Merger, the effective date of the merger shall be the date these Articles of Merger are filed with the Office of the Secretary of the State of Florida.

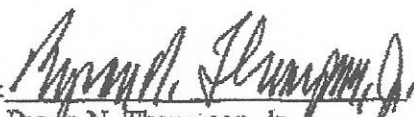
4. The Plan of Merger was recommended to the sole Shareholder of AMI-Holding by its Board of Directors and was approved by its sole Shareholder on September 2, 2003.

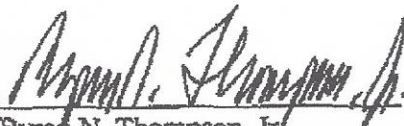
5. The Plan of Merger was recommended to the sole Shareholder of Florida Properties by its Board of Directors and was approved by its sole Shareholder on September 2, 2003.

IN WITNESS WHEREOF, the parties hereto have caused these Articles of Merger to be executed in their respective names by duly authorized officers as of September 2, 2003.

**ATLANTIC-AMI HOLDING
COMPANY, INC.**

**ATLANTIC MARINE PROPERTY
HOLDING COMPANY, INC.**

By: 
Byron N. Thompson, Jr.
Secretary and Treasurer

By: 
Byron N. Thompson, Jr.
Secretary and Treasurer

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Exhibit A**PLAN OF MERGER**

This **PLAN OF MERGER** is entered into as of September 2, 2003, between **ATLANTIC MARINE PROPERTY HOLDING COMPANY, INC.**, a Florida corporation ("Florida Properties"), and **ATLANTIC-AMI HOLDING COMPANY, INC.**, a Florida corporation ("AMI Holding") (together, hereinafter referred to as the "Constituent Corporations").

STIPULATIONS

A. AMI-Holding is a corporation organized and existing under the laws of the State of Florida, with its principal office at 8500 Heckscher Drive, Jacksonville, Florida 32226, whose sole Shareholder is Atlantic Marine, Inc., a Florida corporation. AMI-Holding has a capitalization of 1,000 authorized shares of common stock, \$.01 par value per share, of which 100 shares are issued and outstanding.

B. Florida Properties is a corporation organized and existing under the laws of the State of Florida with its principal office at 8500 Heckscher Drive, Jacksonville, Florida 32226, whose sole Shareholder is Atlantic Dry Dock Corp, a Florida corporation. Florida Properties has a capitalization of 1,000 authorized shares of common stock, \$.01 par value per share, of which 100 shares are issued and outstanding.

C. The Boards of Directors of the Constituent Corporations deem it desirable and in the best interest of the Constituent Corporations that AMI Holding be merged with and into Florida Properties, pursuant to the provisions of Sections 607.1101 et seq. of the Florida Business Corporation Act.

In consideration of the mutual covenants, and subject to the terms and conditions set forth below, the Constituent Corporations agree as follows:

1. **Merger.** AMI Holding shall merge with and into Florida Properties, which shall be the Surviving Corporation.

2. **Terms and Conditions.** On the effective date of the merger, the separate existence of AMI Holding shall cease, and Florida Properties, as the Surviving Corporation, shall succeed to all of the rights, privileges, immunities, and franchises, and all of the property, real, personal, and mixed, of AMI Holding, without the necessity for any separate transfer. The Surviving Corporation shall then be responsible and liable for all liabilities and obligations of AMI Holding, and neither the rights of creditors nor any liens on the property of the absorbed corporation shall be impaired by the merger.

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3. **Conversion of Shares.** The manner and basis of converting the shares of the absorbed AMI Holding into shares of the Surviving Corporation is as follows:

- (a) On the effective date of the merger, each outstanding share of stock of AMI Holding shall cease to be outstanding and canceled, and no payment shall be made nor consideration paid with respect thereto.
- (b) Each issued and outstanding share of Florida Properties common stock shall remain issued and outstanding after the effective date of the merger, and the merger shall have no effect on any shares of Florida Properties common stock that are issued and outstanding.

4. **Shareholder.** The current sole Shareholder of Florida Properties shall remain as the sole Shareholder of the Surviving Corporation after the effective date of the Merger.

5. **Changes in Articles of Incorporation.** The current Articles of Incorporation of the Surviving Corporation shall continue to be its Articles of Incorporation following the effective date of the merger.

6. **Changes in Bylaws.** The Bylaws of the Surviving Corporation shall continue to be its Bylaws following the effective date of the merger.

7. **Directors and Officers.** The current directors and officers of the Surviving Corporation shall continue to be the directors and officers of the Surviving Corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified following the effective date of the merger.

8. **Prohibited Transactions.** Neither of the Constituent Corporations shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business, except that the corporations may take all action necessary or appropriate under the laws of the State of Florida to consummate this merger.

9. **Effective Date of Merger.** The effective date of this merger shall be the date when the Articles of Merger are filed with the Florida Department of State.

10. **Abandonment of Merger.** This Plan of Merger may be abandoned by action of the Board of Directors of either the Surviving Corporation or the absorbed corporation at any time prior to the effective date of the merger.

11. **Execution of Agreement.** This Plan of Merger may be executed in any number of counterparts, and each counterpart shall constitute an original instrument.

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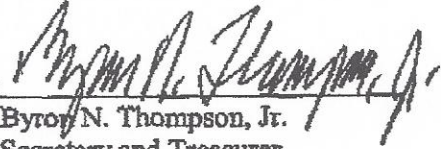
H03000263468 8

IN WITNESS WHEREOF, the parties hereto have caused this Plan of Merger to be executed in their respective names by their duly authorized officers as of the day and year first above written.


ATLANTIC MARINE PROPERTY
HOLDING COMPANY, INC.

ATLANTIC-AMI HOLDING
COMPANY, INC.

By:


Byron N. Thompson, Jr.
Secretary and Treasurer

By:


Byron N. Thompson, Jr.
Secretary and Treasurer

00435121.1

H03000263468 8

2004 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P03000093117

FILED
Apr 27, 2004
Secretary of State

Entity Name: ATLANTIC MARINE PROPERTY HOLDING COMPANY, INC.

Current Principal Place of Business:

8500 HECKSCHER DR.
JACKSONVILLE, FL 32226

New Principal Place of Business:

Current Mailing Address:

8500 HECKSCHER DR.
JACKSONVILLE, FL 32226

New Mailing Address:

FEI Number: 43-2026330

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

THOMPSON, BYRON N JR.
8500 HECKSCHER DR.
JACKSONVILLE, FL 32226

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

_____ Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: () Delete
Name:
Address:
City-St-Zip:

Title: () Delete
Name:
Address:
City-St-Zip:

Title: () Delete
Name:
Address:
City-St-Zip:

Title: () Delete
Name:
Address:
City-St-Zip:

Title: () Delete
Name:
Address:
City-St-Zip:

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: PD () Change (X) Addition
Name: KILBRIDE, JOHN W
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: ST () Change (X) Addition
Name: THOMPSON, BYRON N JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: V () Change (X) Addition
Name: GAY, GREG H
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: D () Change (X) Addition
Name: VINYARD, HERSCHEL T JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: D () Change (X) Addition
Name: FLEMING, EDWARD J JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: BYRON N THOMPSON JR

ST

04/27/2004

Electronic Signature of Signing Officer or Director

_____ Date

2005 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P03000093117

FILED
Sep 01, 2005
Secretary of State

Entity Name: ATLANTIC MARINE PROPERTY HOLDING COMPANY, INC.

Current Principal Place of Business:

8500 HECKSCHER DR.
JACKSONVILLE, FL 32226

New Principal Place of Business:

Current Mailing Address:

8500 HECKSCHER DR.
JACKSONVILLE, FL 32226

New Mailing Address:

FEI Number: 43-2026330

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

THOMPSON, BYRON N JR.
8500 HECKSCHER DR.
JACKSONVILLE, FL 32226 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent

Date

In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.
Election Campaign Financing Trust Fund Contribution ()

OFFICERS AND DIRECTORS:

Title: PD () Delete
Name: KILBRIDE, JOHN W
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: ST () Delete
Name: THOMPSON, BYRON N JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: V () Delete
Name: GAY, GREG H
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: D () Delete
Name: VINYARD, HERSCHEL T JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: D () Delete
Name: FLEMING, EDWARD J JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
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City-St-Zip:

Title: () Change () Addition
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City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

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SIGNATURE: GREG H GAY

V

09/01/2005

Electronic Signature of Signing Officer or Director

Date

2006 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P03000093117

FILED
Mar 29, 2006
Secretary of State

Entity Name: ATLANTIC MARINE PROPERTY HOLDING COMPANY, INC.

Current Principal Place of Business:

8500 HECKSCHER DR.
JACKSONVILLE, FL 32226

New Principal Place of Business:

Current Mailing Address:

8500 HECKSCHER DR.
JACKSONVILLE, FL 32226

New Mailing Address:

FEI Number: 43-2026330 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

THOMPSON, BYRON N JR.
8500 HECKSCHER DR.
JACKSONVILLE, FL 32226 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

_____ Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: PD () Delete
Name: KILBRIDE, JOHN W
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: ST () Delete
Name: THOMPSON, BYRON N JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: V () Delete
Name: GAY, GREG H
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: D () Delete
Name: VINYARD, HERSCHEL T JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: D () Delete
Name: FLEMING, EDWARD J JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

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SIGNATURE: BYRON N. THOMPSON, JR.

ST

03/29/2006

Electronic Signature of Signing Officer or Director

_____ Date

2007 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P03000093117

FILED
Apr 19, 2007
Secretary of State

Entity Name: ATLANTIC MARINE PROPERTY HOLDING COMPANY, INC.

Current Principal Place of Business:

8500 HECKSCHER DR.
JACKSONVILLE, FL 32226

New Principal Place of Business:

Current Mailing Address:

8500 HECKSCHER DR.
JACKSONVILLE, FL 32226

New Mailing Address:

FEI Number: 43-2026330

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

THOMPSON, BYRON N JR.
8500 HECKSCHER DR.
JACKSONVILLE, FL 32226 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

_____ Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: PD () Delete
Name: KILBRIDE, JOHN W
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: ST () Delete
Name: THOMPSON, BYRON N JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: V () Delete
Name: GAY, GREG H
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: D (X) Delete
Name: VINYARD, HERSCHEL T JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: D (X) Delete
Name: FLEMING, EDWARD J JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: PV (X) Change () Addition
Name: FLEMING, EDWARD J JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: STV (X) Change () Addition
Name: GAY, GREG H
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: V (X) Change () Addition
Name: VINYARD, HERSCHEL T
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

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SIGNATURE: GREG H. GAY

STV

04/19/2007

Electronic Signature of Signing Officer or Director

_____ Date

2008 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P03000093117

FILED
Apr 25, 2008
Secretary of State

Entity Name: ATLANTIC MARINE PROPERTY HOLDING COMPANY, INC.

Current Principal Place of Business:

8500 HECKSCHER DR.
JACKSONVILLE, FL 32226

New Principal Place of Business:

Current Mailing Address:

8500 HECKSCHER DR.
JACKSONVILLE, FL 32226

New Mailing Address:

FEI Number: 43-2026330 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

CORPDIRECT AGENTS, INC.
515 E. PARK AVENUE
TALLAHASSEE, FL 32301 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

_____ Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: PV () Delete
Name: FLEMING, EDWARD J JR
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: STV () Delete
Name: GAY, GREG H
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

Title: V () Delete
Name: VINYARD, HERSCHEL T
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226 US

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: GREG H. GAY

STV

04/25/2008

Electronic Signature of Signing Officer or Director

_____ Date

2011 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M06000004333

FILED
Mar 28, 2011
Secretary of State

Entity Name: BAE SYSTEMS SOUTHEAST SHIPYARDS JACKSONVILLE LLC

Current Principal Place of Business:

New Principal Place of Business:

8500 HECKSCHER DRIVE
JACKSONVILLE, FL 32226

Current Mailing Address:

New Mailing Address:

8500 HECKSCHER DRIVE
JACKSONVILLE, FL 32226

13850 MCLEAREN ROAD
C/O SYLVIA LACY-CROW
HERNDON, VA 20171

FEI Number: 59-1153028

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

Name and Address of New Registered Agent:

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

_____ Date

MANAGING MEMBERS/MANAGERS:

Title: MGRM
Name: ATLANTIC MARINE HOLDING COMPANY
Address: 8500 HECKSCHER DRIVE
City-St-Zip: JACKSONVILLE, FL 32226

Title: MGR
Name: GRAHAM, IAN T
Address: 1101 WILSON BLVD
City-St-Zip: ARLINGTON, VA 22209

Title: MGR
Name: JACOBS, BRADLEY W
Address: 1101 WILSON BLVD
City-St-Zip: ARLINGTON, VA 22209

Title: VPAS
Name: COBB, PAUL W JR.
Address: 1101 WILSON BLVD
City-St-Zip: ARLINGTON, VA 22209

Title: P
Name: HERR, DAVID
Address: 1601 RESEARCH BLVD
City-St-Zip: ROCKVILLE, MD 20850

Title: VPT
Name: MARINUCCI, JOHN
Address: 1601 RESEARCH BLVD
City-St-Zip: ROCKVILLE, MD 20850

I hereby certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: IAN T GRAHAM

MGR

03/28/2011

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date