

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES


LOCKHEED MARTIN UK LIMITED

NOTICE OF PASSING OF SPECIAL RESOLUTIONS

By a Written Resolution of the sole member of the Company pursuant to Section 381(A) of the Companies Act 1985 and to Regulation 53 of the Companies (Table A to F) Regulations 1985 as amended by Article 4 of the Company's Articles of Association effective 14 June 2000, the following resolutions were passed as Special Resolutions.

SPECIAL RESOLUTIONS

1. THAT the articles set out in the attached document and marked "A" be adopted as the Articles of Association of the Company in substitution for the existing articles of the Company.
2. THAT the objects set out in the attached document and marked "B" be adopted as the objects of the Company in substitution for the existing objects in the Memorandum of Association of the Company.


Secretary

Dated: 15 June 2000



“A”

THE COMPANIES ACTS 1985 & 1989

Company Limited by Shares

Articles of Association

(adopted pursuant to a Special Resolution passed on 2000)¹

of

LOCKHEED MARTIN UK LIMITED

PRELIMINARY

- 1 Except in so far as excluded or varied by these articles, the Regulations constituting Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 (“Table A”) as amended at the date of the adoption of these articles shall apply to the Company.

SHARE CAPITAL

2. The directors are authorised to exercise for a period of 5 years from the date of adoption of these articles and in respect of all the unissued shares of the Company as at such date all the powers of the Company to allot relevant securities.

NUMBER OF MEMBERS

3. The Company may in accordance with the Company (Single Members Private Limited Companies) Regulations 1992 have one member and these articles and Table A shall be construed accordingly.

SHARE TRANSFERS

4. The directors shall have an absolute right without assigning any reason therefor to refuse to register any transfer of a share, whether or not it is a fully paid share.

¹ Previously amended by written resolution passed on 8 May 1996

DIRECTORS

5. At each annual general meeting all the directors shall retire from office and Regulations 73 and 74 shall not apply to the Company.
6. The directors may from time to time appoint any person to an office or employment having a designation or title including the word "Director" or attach to any existing office or employment with the Company such a designation or title and may at any time determine any such appointment or the use of any such designation or title. The inclusion of the word "Director" in the designation or title of such office or employment with the Company shall not imply that the holder thereof is a Director of the Company nor shall such holder thereby be empowered in any respect to act as a Director of the Company or be deemed to be a Director for any of the purposes of these Articles.
7. A member or members holding a majority in nominal value of the issued shares for the time being shall have power to appoint any person as a director and to remove from office any director. Any such appointment or removal shall be effected by an instrument in writing signed by the member or members making the same and shall take effect on the later of the date it specifies and the date of its delivery to the registered office of the Company.
8. Any director who in the opinion of the directors performs services which are outside the scope of the ordinary duties of a director may be paid such extra remuneration as the directors determine.
9. Not less than seven days' notice of every meeting of the directors shall be given to every director (whether resident in the United Kingdom or elsewhere) unless notice of the meeting is waived in writing prospectively or retrospectively by each director to whom such notice is not given.
10. On any matter in which a director is in any way interested he may nevertheless vote and be taken into account for the purpose of a quorum.
11. Any director may participate in any meeting by means of a conference telephone or similar communications equipment whereby all directors participating in the meeting can hear and speak to each other and any director participating in this manner shall be deemed to be present in person at such meeting.

NOTICES

12. A member whose registered address is not in the United Kingdom shall be entitled to notice notwithstanding that he has not given the Company an address within the United Kingdom at which notice may be given to him.

INDEMNITY

13. Every director and secretary of the Company shall be indemnified by the Company out of its own funds against and/or exempted by the Company from all costs, charges, losses, expenses and liabilities incurred by them in the actual or purported execution and/or discharge of his duties or of his powers and/or otherwise in relation to or in connection with his duties, powers or office. This indemnity and/or exemption shall likewise apply to any liability incurred by him in defending any proceedings, civil or criminal, which relate to anything done or omitted or alleged to have been done or omitted by him as an officer or employee of the Company and in which judgment is given in his favour or the proceedings are otherwise disposed of without any finding or admission of any material breach of duty on his part or in which he is acquitted or in connection with any application under any statute for relief for liability in respect of any such act or omission in which relief is granted to him by the court. But this Article shall only have effect in so far as its provisions are not avoided by section 310 of the Companies Act 1985.
14. The directors shall have power to purchase and maintain insurance for or for the benefit of any persons who are or were at any time directors, secretary or employees of any Relevant Company or who are or were at any time trustees of any pension fund or employees' share scheme in which employees of any Relevant Company are interested, including (without prejudice to the generality of the foregoing) insurance against any liability incurred by such persons in respect of any act or omission in the actual or purported execution and/or discharge of their duties and/or in the exercise or purported exercise of their powers and/or otherwise in relation to their duties, powers or offices in relation to any Relevant Company or any such pension fund or employees' share scheme. In this Article "Relevant Company" means the Company any holding company of the Company or any other body, whether or not incorporated, in which the Company or such holding company has or had any interest whether direct or indirect or which is in any way allied to or associated with the Company or such holding company.

“B”

NEW OBJECTS CLAUSE

“The object for which the Company is established is to carry on business as a general commercial company.”