

Delaware

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The First State

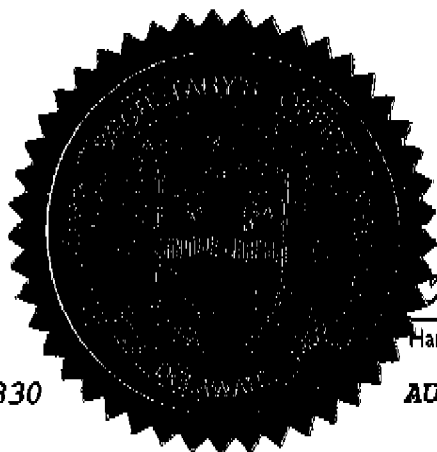
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"LITTON MARINE SYSTEMS INC.", A DELAWARE CORPORATION,

"LITTON OVERSEAS ENTERPRISE CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "NORTHROP GRUMMAN SYSTEMS CORPORATION" UNDER THE NAME OF "NORTHROP GRUMMAN SYSTEMS CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF JUNE, A.D. 2002, AT 10:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 3081876

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DATE: 04-20-04

TRADEMARK

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