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## United States of America



### **DEPARTMENT OF STATE**

### To all to whom these presents shall come, Greetings:

I Certify That the document hereunto annexed is under the Seal of the Secretary of State of the State(s) of Delaware, and that such Seal(s) is/are entitled to full faith and credit.\*

\*For the contents of the annexed document, the Department assumes no responsibility This certificate is not valid if it is removed or altered in any way whatsoever

In testimony whereof, I, Antony J. Blinken, Secretary of State, have hereunto caused the seal of the Department of State to be affixed and my name subscribed by the Assistant Authentication Officer, of the said Department, at the city of Washington, in the District of Columbia, this twenty-fifth day of March, 2021.

Issued pursuant to CHXIV, State of Sept. 15, 1789, 1 Stat. 68-69; 22 USC 2657; 22USC 2651a; 5 USC 301; 28 USC 1733 et. seq.; 8 USC 1443(f); RULE 44 Federal Rules of Civil Procedure. Secretary of State

Assistant Authentication Officer, Department of State





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# Delaware The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT
COPIES OF ALL DOCUMENTS ON FILE OF 'LOUIS BERGER AIRCRAFT
SERVICES, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE NINTH DAY OF FEBRUARY, A.D. 1996, AT 9 O'CLOCK A.M.

RESTATED CERTIFICATE, FILED THE SIXTEENTH DAY OF JANUARY,
A.D. 2009, AT 4:45 O'CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE NINETEENTH DAY OF MAY, A.D. 2010, AT 6:22 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "CAV
INTERNATIONAL INC." TO "LOUIS BERGER AIRCRAFT SERVICES, INC.",
FILED THE TWENTIETH DAY OF MARCH, A.D. 2013, AT 10:56 O'CLOCK
A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTY-NINTH DAY OF APRIL, A.D. 2015, AT 2:38 O'CLOCK P.M.



Authentication: 202489458

Date: 02-11-21

2590657 8100H SR# 20210413667

## <u>Delaware</u>

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The First State

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID

CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE

AFORESAID CORPORATION, "LOUIS BERGER AIRCRAFT SERVICES, INC.".

THY OF THE PROPERTY OF THE PRO

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You may verify this certificate online at corp.delaware.gov/authver.shtml

Jeffrey W. Bullock, Secretary of State

Authentication: 202489458

Date: 02-11-21

FAX NO. 302 575 0440

STATE OF DELAWARE

SECRETARY OF STATE

DIVISION OF CORPORATIONS

FILED 09:00 AM 02/09/1996
960039193 - 2590657

### CERTIFICATE OF INCORPORATION OF

### CAV International Inc. A CLOSE CORPORATION

FIRST: The name of this corporation is CAV International Inc.

SECOND: Its registered office in the State of Delaware is to be located at Three Christina Centre, 201 N. Walnut St., Wilmington, DE 19801, County of New Castle. The registered agent in charge thereof is The Company Corporation, address "same as above".

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

POURTH: The amount of total authorized shares of stock of this corporation is 1,500 shares of NO par value.

FIFTH: The name and mailing address of the incorporator is: Regina Cephas, Three Christina Centre, 201 N. Walnut St., Wilmington DE 19801

SIXTH: All of the corporation's issued stock, exclusive of treasury shares, shall be held of record by not more than thirty (30) persons.

SEVENTH: All of the issued stock of all classes shall be subject to one or more of the restrictions on transfer permitted by Section 202 of the General Corporation Law.

EIGHTH: The corporation shall make no offering of any of its stock of any class which would constitute a "public offering" within the meaning of the United States Securities Act of 1933 as it may be amended from time to time.

NINTH: Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate and do certify that the facts herein are true, and I have accordingly hereunto set my hand.

DATED: FEBRUARY 9, 1996

Regina Ciphas

State of Delaware Secretary of State Division of Corporations Delivered 04:55 PM 01/16/2009 FILED 04:45 PM 01/16/2009 SRV 090046441 - 2590657 FILE

## AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF CAV INTERNATIONAL INC. A CLOSE CORPORATION

CAV International Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST:

The name of the Corporation is CAV International Inc.

SECOND: The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on February 9, 1996.

THIRD: The Amended and Restated Certificate of Incorporation of the Corporation in the form attached hereto as Exhibit A has been duly adopted in accordance with the provisions of Sections 242 and 245 of the General Corporation Law of the State of Delaware with the Section 228 of the General Corporation Law of the State of Delaware with the Section 228 of the General Corporation Law of the State of Delaware.

FOURTH: The Amended and Restated Certificate of Incorporation so adopted reads in full as set forth in Exhibit A attached hereto and is hereby incorporated herein by this reference.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its Secretary this 16 day of January , 2009.

CAV INTERNATIONAL INC.

Bv.

Gloria R. Thuor

#### **EXHIBIT A**

#### AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

#### CAV International Inc.

#### Article 1. NAME

The name of this corporation is CAV International Inc. (the "Corporation").

#### Article 2. REGISTERED OFFICE AND AGENT

The registered office of the Corporation shall be located at Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, in the County of New Castle. The registered agent of the Corporation at such address shall be The Corporation Trust Company.

#### Article 3. PURPOSE AND POWERS

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware (the "Delaware General Corporation Law"). The Corporation shall have all power necessary or convenient to the conduct, promotion or attainment of such acts and activities.

#### Article 4. CAPITAL STOCK

#### 4.1. Authorized Shares

The Corporation shall have the authority to issue a total of two hundred and forty thousand 240,000 shares of capital stock, each with a par value of \$0.001, consisting of one hundred forty thousand (140,000) shares of Common Stock ("Common Stock") and one hundred thousand (100,000) shares of Preferred Stock ("Preferred Stock"). One hundred thousand (100,000) of the authorized shares of Common Stock are hereby designated "Voting Common Stock" (the "Voting Common Stock") and forty thousand (40,000) of the authorized shares of Common Stock are hereby designated "Non-Voting Common Stock" (the "Non-Voting Common Stock"). Effective upon the filing of this Amended and Restated Certificate of Incorporation (the "Effective Time"), any share of Common Stock issued and outstanding immediately prior to the

Effective Time shall be automatically reclassified into a share of Voting Common Stock without any further action by the holders thereof.

#### 4.2. Common Stock

#### 4.2.1. Relative Rights

Except as required by law, each share of Voting Common Stock and Non-Voting Common Stock shall be identical in all respects and shall entitle the holders thereof to the same rights, powers and privileges and shall be subject to the same qualifications, limitations and restrictions of all other Voting Common Stock and Non-Voting Common Stock, respectively.

#### 4.2.2. Dividends

Whenever there shall have been paid, or declared and set aside for payment, to the holders of shares of any class of stock having preference over the Common Stock as to the payment of dividends, the full amount of dividends, if any, to which such holders are respectively entitled in preference to the Common Stock, then dividends may be paid on the Common Stock and on any class or series of stock entitled to participate therewith as to dividends, out of any assets legally available for the payment of dividends thereon, but only when and as declared by the Board of Directors of the Corporation.

#### 4.2.3. Dissolution, Liquidation, Winding Up

In the event of any dissolution, liquidation, or winding up of the Corporation, whether voluntary or involuntary, the holders of the Common Stock, and holders of any class or series of stock entitled to participate therewith, in whole or in part, as to the distribution of assets in such event, shall become entitled to participate in the distribution of any assets of the Corporation remaining after the Corporation shall have paid, or provided for payment of, all debts and liabilities of the Corporation and after the Corporation shall have paid, or set aside for payment, to the holders of any class of stock having preference over the Common Stock in the event of dissolution, liquidation or winding up the full preferential amounts (if any) to which they are entitled.

#### 4.2.4. Voting Rights

Except as provided by law, and subject to the provisions of the resolutions as may be adopted by the Board of Directors pursuant to Section 4.3 hereof granting the holders of one or more series of Preferred Stock exclusive or special voting powers with respect to any matter, each holder of shares of Voting Common Stock shall be entitled to attend all special and annual meetings of the stockholders of the Corporation and, share for share and without regard to class, together with the holders of all other classes of stock entitled to attend such meetings and to vote (except any class or series of stock having special voting rights), to cast one vote for each outstanding share of Voting Common Stock so held upon any matter or thing (including, without

limitation, the election of one or more directors) properly considered and acted upon by the stockholders; <u>provided</u>, <u>however</u>, that except as otherwise required by law, holders of Voting Common Stock, as such, shall not be entitled to vote on any amendment to this Certificate of Incorporation or Certificate of Designation that relates solely to the terms of one or more outstanding series of Preferred Stock. Except as otherwise may be required by law, the holders of the Non-Voting Common Stock shall have no voting power or voting rights, and no holder thereof shall vote thereon or be entitled to receive notice of any meeting of the stockholders.

#### 4.3. Preferred Stock

The Corporation is expressly authorized, subject to the rights, if any (fixed in accordance with the provisions of this Section 4.3), of the holders of any then outstanding shares of Preferred Stock, if any, to issue shares of Preferred Stock from time to time in one or more series as may from time to time be determined by the Board of Directors, each of such series to be distinctly designated. The voting powers, preferences and relative, participating, optional and other special rights, and the qualifications, limitations or restrictions thereof, if any, of each such series may differ from those of any and all other series of Preferred Stock at any time outstanding, and the Board of Directors is hereby expressly granted authority, subject to the rights, if any (fixed in accordance with the provisions of this Section 4.3), of the holders of any then outstanding shares of Preferred Stock, to fix, by resolution or resolutions and by filing a certificate pursuant to the Delaware General Corporation Law, the designation, number, voting powers, preferences and relative, participating, optional and other special rights, and the qualifications, limitations and restrictions, of each such series, including, but without limiting the generality of the foregoing, the following:

- 4.3.1. The distinctive designation of, and the number of shares of Preferred Stock that shall constitute, such series, which number (except where otherwise provided by the Board of Directors in the resolution or resolutions establishing such series) may be increased (but not above the total number of shares of Preferred Stock) or decreased (but not below the number of shares of such series then outstanding) from time to time by like action of the Board of Directors.
- 4.3.2. The rights in respect of dividends, if any, of such series of Preferred Stock, the extent of the preference or relation, if any, of such dividends to the dividends payable on any other class or classes or any other series of the same or other class or classes of capital stock of the Corporation, and whether such dividends shall be cumulative or noncumulative, and the dates at which any such dividends shall be payable.
- 4.3.3. The right, if any, of the holders of such series of Preferred Stock to convert such series into, or to exchange or redeem such series for, shares of any other class or classes or of any other series of the same or any other class or classes of capital stock of the Corporation or any other corporation, and, if so, the specification of such other class or series or such other security, the conversion, exchange or redemption price or prices or rate or rates, any

adjustments thereof, the date or dates at which such series shall be convertible, exchangeable or redeemable and all other terms and conditions of such conversion, exchange or redemption.

- 4.3.4. Whether or not shares of such series of Preferred Stock shall be subject to redemption, and the redemption price or prices and the times at which, and the terms and conditions on which, shares of such series of Preferred Stock may be redeemed.
- 4.3.5. The rights, if any, of the holders of such series of Preferred Stock upon the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation or in the event of any merger or consolidation of or sale of assets by the Corporation.
- **4.3.6.** The terms and amount of any sinking fund or redemption or purchase account, if any, to be provided for shares of such series of Preferred Stock.
- 4.3.7. The voting powers of the holders of such series of Preferred Stock generally or with respect to any particular matter, which may be less than, equal to or greater than one vote per share, and which may, without limiting the generality of the foregoing, include the right, voting as a series by itself or together with the holders of any other series of Preferred Stock or all series of Preferred Stock as a class, to elect one or more directors of the Corporation generally or under such specific circumstances and on such conditions as shall be provided in the resolution or resolutions of the Board adopted pursuant hereto, including, without limitation, in the event there shall have been a default in the payment of dividends on or redemption of any one or more series of Preferred Stock.
- **4.3.8.** Any other rights, powers and preferences of shares of such series of Preferred Stock as are permitted by law.

#### 4.4. Number of Directors; Election

The number of directors of the Corporation shall be such number as from time to time shall be fixed by, or in the manner provided in, the bylaws of the Corporation. Unless and except to the extent that the bylaws of the Corporation shall otherwise require, the election of directors of the Corporation need not be by written ballot. Except as otherwise provided in this Certificate of Incorporation, each director of the Corporation shall be entitled to one vote per director on all matters voted or acted upon by the Board of Directors.

#### 4.5. Management of Business and Affairs of the Corporation

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors.

#### 4.6. Limitation of Liability

No director of the Corporation shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, provided that this provision shall not eliminate or limit the liability of a director (a) for any breach of the director's duty of loyalty to the Corporation or its stockholders; (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (c) under Section 174 of the Delaware General Corporation Law; or (d) for any transaction from which the director derived an improper personal benefit. Any repeal or modification of this Article 4.6 shall be prospective only and shall not adversely affect any right or protection of, or any limitation of the liability of, a director of the Corporation existing at, or arising out of facts or incidents occurring prior to, the effective date of such repeal or modification.

#### Article 5. AMENDMENT OF BYLAWS

In furtherance and not in limitation of the powers conferred by the Delaware General Corporation Law, the Board of Directors of the Corporation is expressly authorized and empowered to adopt, amend and repeal the bylaws of the Corporation.

### Article 6. RESERVATION OF RIGHT TO AMEND CERTIFICATE OF INCORPORATION

The Corporation reserves the right at any time, and from time to time, to amend, alter, change, or repeal any provision contained in, or amend and restate, this Certificate of Incorporation, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed by law; and all rights, preferences, and privileges of any nature conferred upon stockholders, directors, or any other persons by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Article 6.

#### CERTIFICATE OF CHANGE OF LOCATION OF REGISTERED OFFICE AND OF REGISTERED AGENT

#### It is hereby certified that:

- The name of the corporation (hereinafter called the "Corporation") is CAV International Inc.
- 2. The registered office of the Corporation within the State of Delaware is hereby changed to 160 Greentree Drive, Suite 101, City of Dover 19904, County of Kent.
- The registered agent of the Corporation within the State of Delaware is hereby changed to National Registered Agents, Inc., the business office of which is identical with the registered office of the corporation as hereby changed.
- 4. The Corporation has authorized the changes hereinbefore set forth by resolution of its Board of Directors.

Signed on 4/19/10

EVP & COO

1/2U/2UIS 1V.VS 8042428364

State of Delaware Secretary of State Division of Corporations elivered 10:56 AM 03/20/2013 FILED 10:56 AM 03/20/2013 SRV 130335675 - 2590657 FILE

## CERTIFICATE OF AMENDMENT OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF CAV INTERNATIONAL INC.

CAV International Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the state of Delaware (the "Corporation"), does hereby certify:

FIRST: That the Board of Directors of the Corporation, by unanimous written consent of its members, adopted a resolution proposing and declaring advisable the following proposed amendments to the Amended and Restated Certificate of Incorporation of the Corporation:

A. The first article of the Amended and Restated Certificate of Incorporation shall be amended in its entirety to read as follows:

FIRST: The name of the corporation is Louis Berger Aircraft Services, Inc.

B. Article 1 of Exhibit A to the Amended and Restated Certificate of Incorporation shall be amended in its entirety to read as follows:

#### Article I. NAME

The name of this corporation is Louis Berger Aircraft Services, Inc. (the "Corporation").

SECOND: That in lieu of a meeting and vote of the stockholders of the Corporation, the stockholders have consented to and approved said amendments in writing, in accordance with the provisions of Section 228 of the General Corporation Law of the state of Delaware.

THIRD: That the aforesaid amendments were duly adopted in accordance with the applicable provisions of Section 242 of the General Corporation Law of the state of Delaware.

IN WITNESS WHEREOF, CAV International Inc. has caused this Certificate of Amendment to to be signed by its Assistant Treasurer/Secretary effective as of the 19th day of March 2013.

CAV INTERNATIONAL INC.

Name: MICHAEL KREWMAN

Title: ASSIT TREBS / BRUT SERY

State of Delaware
Secretary of State
Division of Corporations
pelivered 02:38 PM 04/29/2015
FILED 02:38 PM 04/29/2015
SRV 150582263 - 2590657 FILE

## STATE OF DELAWARE CERTIFICATE OF CHANGE OF REGISTERED AGENT AND/OR REGISTERED OFFICE

The corporation organized and existing under the General Corporation Law of the State of Delaware, hereby certifies as follows:

1. The name of the corporation is LOUIS BERGER AIRCRAFT SERVICES, INC.

2. The Registered Office of the corporation in the State of Delaware is changed to 2711 Centerville Road, Suite 400

(street), in the City of Wilmington, DE

County of New Castle

Zip Code 19808

The name of the Registered Agent at such address upon whom process against this Corporation may be served is Corporation Service Company

3. The foregoing change to the registered office/agent was adopted by a resolution of the Board of Directors of the corporation.

By: /s/ Dona Priede	 
Authorized Officer	
Name; Dona Priebe, Vice President	
Print or Type	