
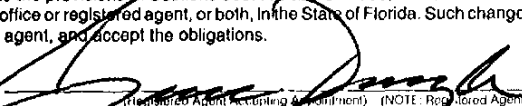
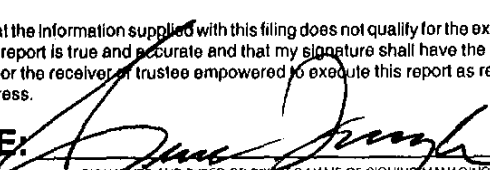


**FILE NOW: Fee after May 1, will be \$588.75**

LIMITED LIABILITY COMPANY ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS	
<b>FILING FEE</b> \$ 203.75		Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee Make Check Payable To: <b>FLORIDA DEPARTMENT OF STATE</b>	
1. Name and Mailing Address of Limited Liability Company <b>DOCUMENT #</b> M96000000078  HVIDE VAN OMMEREN TANKERS II LLC 2200 ELLER DRIVE, BUILDING 27 PORT EVERGLADES STATION FT. LAUDERDALE FL 33316		18. Principal Place of Business Address 2200 ELLER DRIVE, BUILDING 27 PORT EVERGLADES STATION FT. LAUDERDALE FL 33316	
If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.			
2. Principal Place of Business <b>SAME</b>		2a. Mailing Address	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country
3. Date Organized or Qualified 03/12/1996		3a. State of Formation DE	
4. FEI Number 65-0643552 <b>APPLIED FOR</b>		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
5. Date of Last Report <b>not applicable</b>		6. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required	
7. Name and Address of Current Registered Agent  <del>B T CORPORATION SYSTEM</del> <del>1200 SOUTH PINE ISLAND ROAD</del> <del>PLANTATION FL 33324</del>		8. Name and Address of New Registered Agent Name Gene Douglas c/o Hvide Marine Incorporated Street Address (P.O. Box Number is Not Acceptable) 2200 Eller Drive, Building 27 Suite, Apt. #, etc.	
City Fort Lauderdale		Zip Code FL 33316	
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.			
SIGNATURE  <small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)</small>		DATE 02.27.97	
10. Title MGR	Managing Members/Managers HVIDE, J. ERIK	Business Street Address 2200 ELLER DRIVE, BLDG. 27	City, State and Zip Code FT EVERGLADES STA., F
MEM MEM MEM MEM	John H. Blankley Eugene F. Sweeney Gene Douglas Frank W. Phelan	same as above same as above same as above c/o Van Ommereen Shipping (USA) Inc, 4600 Southfield Avenue Stamford, CT 06902	400002130654--9 -04/01/97--01107--010 ****203.75 ****203.75
11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3) (i), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my 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; and that my name appears in Block 10, or on an attachment with an address.			
SIGNATURE: 		Date 02.27.97	
<small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER</small>		<small>Date Daytime Phone #</small>	