

or before May 1, 1998 or Limited Liability Company will be
 to a \$400.00 LATE FEE.



Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

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 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
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LIMITED LIABILITY COMPANY
 ANNUAL REPORT
 1998

FILING FEE Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee
\$ 188.75 Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company
DOCUMENT # M9600000078
 HVIDE VAN OMMEREN TANKERS II LLC
 2200 ELLER DRIVE, BUILDING 27
 PORT EVERGLADES STATION
 FT. LAUDERDALE FL 33316

1a. Principal Place of Business Address
 2200 ELLER DRIVE, BUILDING 2
 PORT EVERGLADES STATION
 FT. LAUDERDALE FL 33316

2. Principal Place of Business	2a. Mailing Address	3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.	Suite, Apt. #, etc.	03/12/1996	DE
City & State	City & State	4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip	Country	65-0643552	5. Date of Last Report
		03/31/1997	6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>

7. Name and Address of Current Registered Agent
 EUGENE F. SWEENEY
 C/O HVIDE MARINE INCORPORATED
 2200 ELLER DRIVE, BUILDING 27
 FORT LAUDERDALE FL 33316

8. Name and Address of New Registered Agent/Office
 Name
 Street Address (P.O. Box Number is Not Acceptable)
 Suite, Apt. #, etc.
 City
 Zip Code
FL

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 Eugene Sweeney DATE 9.30.98
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	HVIDE, J. ERIK	2200 ELLER DRIVE, BLDG. 27	PT EVERGLADES STA.,
MGR	BLANKLEY, JOHN H	2200 ELLER DR., BLDG 27 PT	FT. LAUDERDALE FL
MGR	SWEENEY, EUGENE F	2200 ELLER DR., BLDG 27 PT	FT LAUDERDALE FL
MGR	LAMM, ROBERT B.	2200 ELLER DR., BLDG 27 PT	FT LAUDERDALE FL
MGR	STRONG, CHRISTOPHER D.	2200 ELLER DR., BLDG 27	FORT LAUDERDALE, FL

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 ****588.75 ****558.75

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: Eugene Sweeney DATE 9.30.98