


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

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DIVISION OF CORPORATIONS

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LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS
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<b>FILING FEE</b> \$ 188.75	<b>Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee</b> Make Check Payable To: FLORIDA DEPARTMENT OF STATE
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1. Name and Mailing Address of Limited Liability Company <b>DOCUMENT # M96000000078</b>  LIGHTSHIP TANKERS II LLC 2200 ELLER DRIVE, BUILDING 27 PORT EVERGLADES STATION FT. LAUDERDALE FL 33316
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1a. Principal Place of Business Address  2200 ELLER DRIVE, BUILDING 2 PORT EVERGLADES STATION FT. LAUDERDALE FL 33316
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2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country	2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country	3. Date Organized or Qualified 03/12/1996	3a. State of Formation DE
		4. FEI Number 65-0643552	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
		5. Date of Last Report 10/01/1998	6. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required

7. Name and Address of Current Registered Agent <del>SWEENEY, EUGENE F</del> C/O HVIDE MARINE INCORPORATED 2200 ELLER DRIVE, BUILDING 27 FORT LAUDERDALE FL 33316	8. Name and Address of New Registered Agent/Office Name: <b>ROBERT B. LAMM</b> Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City: <b>FL</b> Zip Code: <b>33316</b>
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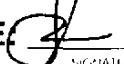
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE:  DATE: 4/15/99

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., FT. LAUDERDALE FL
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
<del>MGR</del>	<del>STRONG, CHRISTOPHER D</del>	<del>2200 ELLER DRIVE, BUILDING</del>	<del>FT. LAUDERDALE FL</del>

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\*\*\*\*188.75 \*\*\*\*188.75

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:  **ROBERT B. LAMM** DATE: 4/15/99