

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

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
97 MAR 31 AM 7:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE
\$ 203.75 Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company
DOCUMENT # M96000000079

HVIDE VAN OMMEREN TANKERS III LLC
2200 ELLER DRIVE, BUILDING 27
PORT EVERGLADES STATION
FT. LAUDERDALE FL 33316

1a. Principal Place of Business Address
2200 ELLER DRIVE, BUILDING 27
PORT EVERGLADES STATION
FT. LAUDERDALE FL 33316

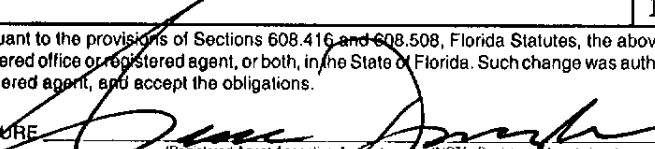
If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

2. Principal Place of Business SAME		2a. Mailing Address		3. Date Organized or Qualified 03/12/1996	3a. State of Formation DE
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number 65-0643550 APPLIED FOR	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
City & State		City & State		5. Date of Last Report not applicable	6. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required
Zip	Country	Zip	Country		

7. Name and Address of Current Registered Agent
~~C-T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324~~

8. Name and Address of New Registered Agent
Name
Gene Douglas c/o Hyide 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.

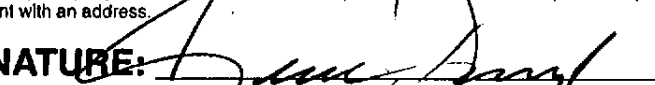
SIGNATURE  DATE 02-27-97
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

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., F
MEM	John H. Blankley	same as above	
MEM	Eugene F. Sweeney	same as above	
MEM	Gene Douglas	same as above	
MEM	Frank W. Phelan	c/o Van Ommereen Shipping (USA) Inc. 4600 Southfield Avenue Stamford, CT 06902	

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****203.75 ****203.75

JB 3-31-97

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
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #