

565505

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

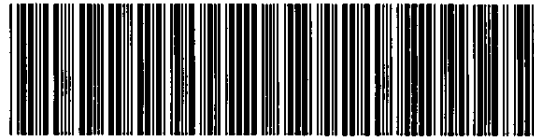
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TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

2007 JAN 16 PM 12:37

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a Wolters Kluwer business

CT  
1203 Governors Square Blvd.  
Tallahassee, FL 32301-2960

850 222 1092 tel  
850 222 7615 fax  
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January 16, 2007

Department of State, Florida  
Clifton Building  
2611 Executive Center Circle  
Tallahassee FL 32301

FILED  
07 JAN 16 AM 10:29  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Re: Order #: 6830034 SO  
Customer Reference 1: None given  
Customer Reference 2:

Dear Department of State, Florida:

Please obtain the following:

Seabulk Marine International, Inc. (FL)  
Conversion  
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely

Ashley A Mitchell  
Fulfillment Specialist  
Ashley.Mitchell@wolterskluwer.com

**SEABULK MARINE INTERNATIONAL, INC.**

**CERTIFICATE OF CONVERSION  
FOR  
FLORIDA PROFIT CORPORATION  
INTO  
"OTHER BUSINESS ENTITY"**

**FILED**  
07 JAN 16 AM 10:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Certificate of Conversion is submitted to convert the following Florida profit corporation into an "Other Business Entity" in accordance with section 607.1113, Florida Statutes.

1. The name of the Florida profit corporation converting into the "Other Business Entity" is: Seabulk Marine International, Inc.
2. The name of the "Other Business Entity" is: Seabulk Marine International Inc.
3. The "Other Business Entity" is a corporation incorporated under the laws of the State of Delaware.
4. The above-referenced Florida corporation has converted into an "Other Business Entity" in compliance with Chapter 607, Florida Statutes, and the conversion complies with the applicable laws governing the "Other Business Entity."
5. The plan of conversion was approved by the converting Florida profit corporation as required by Chapter 607, Florida Statutes.
6. This conversion shall be effective under the laws governing the "Other Business Entity" on January 19, 2007.
7. This conversion shall be effective in Florida on January 19, 2007.
8. The "Other Business Entity":
  - (a) appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida profit corporation, including any appraisal rights of shareholders of the converting Florida profit corporation under sections 607.1301-607.1333, Florida Statutes; and
  - (b) lists the following street address and mailing address of an office that the Florida Department of State may use for purposes of section 607.1114(4), Florida Statutes:

Street Address: 2200 Eller Drive, Ft. Lauderdale, FL 33316

Mailing Address: P.O. Box 13038, Ft. Lauderdale, FL 33316
9. The "Other Business Entity" has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under sections 607.1301-607.1333, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on this  
11<sup>th</sup> day of January, 2007.

SEABULK MARINE INTERNATIONAL, INC.

By: SB Finch  
Stephen B. Finch  
Vice President