

851403



ACCOUNT NO. : 072100000032

REFERENCE : 701580 4329906

AUTHORIZATION :

Patricia Pizub

COST LIMIT : \$ 35.00

FILED
00 JUN -2 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 17, 2000

ORDER TIME : 10:47 AM

600003274926--3

ORDER NO. : 701580-890

CUSTOMER NO: 4329906

CUSTOMER: Ms. Linda G. Thompson
Shell Oil Company
4544 One Shell Plaza
910 Louisiana
Houston, TX 77002

CHANGE OF AGENT

NAME: SHELL OFFSHORE INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

RECEIVED
00 JUN -2 PM 12:12
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CONTACT PERSON: Janine Lazzarini

G. COULLIETTE JUN 02 2000

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Shell Offshore Inc.

2. The mailing address of the corporation is: One Shell Square, P. O. Box 61933
New Orleans, LA 70161

3. Date of incorporation/qualification: 12-30-1981 Document number: 851493

4. The name and address of the current registered agent and office:

CT Corporation System

1200 South Pine Island Road

Plantation, Florida 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

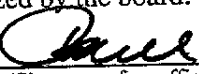
Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Signature of an officer, chairman or vice chairman of the board)

May 22, 2000
(Date)

S.J. Paul, Secretary

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Bv: 

(Signature of Registered Agent)

At June 1, 2000
(Date)

If signing on behalf of an entity:

Bobbie Hall, Assistant Vice President
(Typed or Printed Name)

(Capacity)

*** FILING FEE: \$35.00 ***