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January 16, 2007

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Order #: 6830018 SO  
Customer Reference 1: None given  
Customer Reference 2:

Dear Department of State, Florida:

Please obtain the following:

Seabulk Offshore, Ltd. (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 OFFSHORE, LTD.**  
**CERTIFICATE OF CONVERSION**  
**FOR**  
**FLORIDA LIMITED PARTNERSHIP**  
**INTO**  
**"OTHER ORGANIZATION"**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Certificate of Conversion is submitted to convert the following Florida limited partnership into an "Other Organization" in accordance with section 620.2104, Florida Statutes.

1. The name of the Florida limited partnership converting into the "Other Organization" is: Seabulk Offshore, Ltd.
2. The name of the "Other Organization" is: Seabulk Offshore LLC.
3. The "Other Organization" is a limited liability company formed under the laws of the State of Delaware.
4. The above-referenced Florida limited partnership has converted into an "Other Organization" in compliance with Chapter 620, Florida Statutes, and the conversion complies with the applicable laws governing the "Other Organization."
5. The plan of conversion was approved by the converting Florida limited partnership as required by Chapter 620, Florida Statutes, and the governing law of the converted "Other Organization."
6. This conversion was effective under the laws governing the "Other Organization" on January 11, 2007.
7. The "Other Organization" lists the following street address and mailing address of an office that the Florida Department of State may use for purposes of section 620.2105(3), Florida Statutes:

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

Mailing Address: P.O. Box 13038, Ft. Lauderdale, FL 33316

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.  
as sole general partner

By: \_\_\_\_\_

*SB Finch*

Stephen B. Finch  
Vice President