F00000004040 *

TRANSMITTAL LETTER

	atton/Ta 1 of Corp	x Lien Section orations						
SUBJECT:	Stolt	Offshore Inc.						
:			f corporat	ion - must include suff	īx)	<u> </u>		+ · <u>-</u> ·
Dear Sir or Mad	am:				·			
The enclosed "A "Certificate of E to transact business."	YTRICHCE	, and check are su	oration for omitted to	r Authorization to Trar register the above refe	nsact B erenced	Business in Flori I foreign corpor	da", ation	
Please return all	correspo	ndence concerning	this matte	er to the following:				
<u>-</u>	Linda	B. Thomas						
			(Name o	f Person)			-	
_	Sto1t	Offshore Inc.		· • • 9	100	003323	N1	
<i>P.</i>		· ·	(Firm/Co		•	-07/1 4/000 *****87.50	1046	002 37.50
	1902	Diver Drive		<u></u>				
			(Add	ress)		· · · · · · · · · · · · · · · · · · ·		•
_	New I	beria, LA 7056	0 .	. ~~				
,	•		(City/Sta	ite/Zip)	4.			* * * * * *
Should you need	to call so	meone concerning	this matte	r, please call:		o		
Sonia Dugas		at (337)369-9040				
(Name of	f Person)	•		Code & Daytime Telep	phone l	Number) =		· ····
STREET ADDRI				MAILING ADDRE	SS:			
Qualification/Tax	Lien Sec	tion		Qualification/Tax Lie	en Sec	tion Sin 5		_
Division of Corporations 409 E. Gaines St.			Division of Corporati	ions	•	T		
Tallahassee, FL 3	2399			P.O. Box 6327 Tallahassee, FL 323	14	/W	M	
Enclosed is a chec	k for the	following amount:				-	th 7 19	
□ \$70.00 Filing F	iee 🗆	\$78.75 Filing Fee Certificate of Sta	e& □ atus	\$78.75 Filing Fee & Certified Copy	2	\$87.50 Filing Fe Certificate of S Certified Copy	ee,	<u>-</u>

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Stolt Offshore Inc.

which it is incorporated.

	ation; must include the word "INCORI			
	iations of like import in language as wi r partnership if not so contained in the			id of a
•	,	•		
2. Louisian	a	3	72-0918249	
(State or country	under the law of which it is incorporat	ed)	(FEI number, if appli	cable)
4. July 2,	1981 5.	Perpetual		
(Date	e of incorporation)	(Duration:	Year corp. will cease to exist o	r "perpetual")
6	transacted business in Florida.) (SEE S			
(Date first	transacted business in Florida.) (SEE S	SECTIONS 60	7.1501, 607.1502 and 817.155,	F.S.)
7. 900 Town	& Country Lane, Suite 400			
Houston.	TX 77024			——————————————————————————————————————
	(Current mailin	ng address)		2110
	subsea and related marine			Emile Service
(Purpose(s) of corporation authorized in home st	ate or country t	o be carried out in state of Flor	ida)
9. Name and str	eet address of Florida registered	agent: (P.O.	Box or Mail Drop Box NO	<u>r</u> acceptable)
Name:	NRAI Services			
			· ,	
Office Address:	526 E. Park Avenue		2	
	Tallahassee		Florida, 32301	
			(Zip code)	
10. Registered a	gent's acceptance:			
201 2105200104	8-11- 0 11-0-F-11-11-11-1			
	d as registered agent and to accept ser hereby accept the appointment as regi			
with the provisions	of all statutes relative to the proper a	nd complete pe	rformance of my duties, and l	am familiar with and accept
the obligations of i	ny position as registered agent.	1		
	Sally Wars			
	() (Registered a	igent's signatur	e)	

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Roy NOT acceptable

Chairman:	N/A			1
Address: _				
Vice Chairn	nan: N/A			
. —				
Director:	Quinn J. Hebert			
	900 Town & Country Lane, Suite 400			
	Houston, TX 77024			
Director: _	Arjun Ramchandani			
Address:	900 Town & Country Lane, Suite 400			
_	Houston, TX 77024			
. OFFIC	ERS (Street address only - P.O. Box NOT acceptable)			*
resident: _	Quinn J. Hebert		0	₋ - ₋ - ₋ -
ddress:	900 Town & Country Lane, Suite 400	1 1 2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		
	Houston, TX 77024			
ice Preside	nt: <u>N/A</u>			<u>.</u>
			Ē	
_				
ecretary: _	Linda B. Thomas			<u>. </u>
ddress:	1902 Diver Drive			
	New Iberia, LA 70560	-		
reasurer: _	Arjun Ramchandani, V.P. Finance & Regional Controller			
ddress:	900 Town & Country Lane, Suite 400			
	Houston, TX 77024			
OTE: If n	ecessary, you may attach an addendum to the application listing additional officers and/or dir	ectors.		
	(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the applica	tion		
	of any officer instead in number 12 of the applica	idon)		



SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that

the Articles of Incorporation of

STOLT OFFSHORE INC.

Domiciled at LAFAYETTE, LOUISIANA,

Were filed in this Office and a Certificate of Incorporation was issued on July 02, 1981,

I further certify that no Certificate of Dissolution has been issued.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

Jox H. 2000

CLO Secretary of State

