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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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To: Division of Corporations
Fax Number : (850) 922-4003

From: Account Name : NATIONAL CORPORATE RESEARCH, LTD.
Account Number : I20000000088
Phone : (800) 221-0102
Fax Number : (212) 564-6083

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FOREIGN NON-PROFIT QUALIFICATION

Lloyd's Register North America, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

- 1. Lloyd's Register North America, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
- 2. Delaware
(State or country under the law of which it is incorporated)
- 3. 76-0647353
(FEI number, if applicable)
- 4. 6/26/00
(Date of Incorporation)
- 5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
- 6. Upon filing
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
- 7. 15810 Park Ten Place, Suite 291. Houston, TX 77084
(Principal office address)
Brownett Building, 480 Woodcock Drive, Suite 200, Jacksonville, FL 32207
(Current mailing address)

8. See Attachment A
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

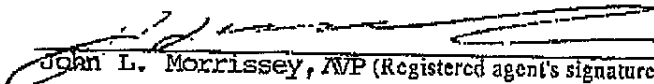
Name: National Corporate Research, Ltd., Inc.

Office Address: 1406 Hays Street, Suite 2

Tallahassee, Florida 32301
(City) (Zip Code)

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10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.


John L. Morrissey, AWP (Registered agent's signature)

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 which it is incorporated.

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ATTACHMENT A

LLOYD'S REGISTER NORTH AMERICA, INC.
(A Delaware Non-Stock Corporation)

The nature of the purposes of the Corporation is as follows:

- a. To secure for the benefit of the community high technical standards of design, manufacture, construction, maintenance, operation and performance for the purpose of enhancing the safety of life and property both at sea and on land and for this purpose but not otherwise the Corporation may:
 - (i) assist in obtaining for the use of shipowners and underwriters, a faithful and accurate classification of mercantile shipping;
 - (ii) approve the design of, survey and report on shipping; on yachts and small craft of all kinds; on hovercraft; on amphibious and land or sea or sea-bed installations, structures, plant, etc.; on transport of all kinds; on machinery, apparatus, materials components, equipment, production methods and processes of all kinds; for the purposes of assessing their compliance with the rules and regulations and applicable codes of Lloyd's Register of Shipping, applicable international conventions, and relevant statutory provisions or their fitness for particular specified requirements;
 - (iii) act on behalf of any government or authority in such capacity and to such extent as may be agreed in respect of statutory requirements;
 - (iv) provide any other technical services relating to ships and the maritime industry generally and technical inspection and advisory services in respect of land and sea based undertakings.
- b. The advancement of public education within the fields of naval architecture, marine and other engineering and technological disciplines, by the conducting of and supporting of research and the publication of the useful results of all such research and by the provision of training, and collation and dissemination of statistical data.
- c. The Corporation shall have the power to do all things necessary for the fulfillment of its purposes.
- d. The Corporation shall be a nonprofit corporation.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: John Stansfeld
Address: 2103 Shadybriar Drive, Houston, TX 77077

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

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B. OFFICERS

President: Peter Brock
Address: 1514 King's Castle Drive, Katy, TX 77450

Vice President: _____
Address: _____

Secretary: Donna Grill
Address: 5406 Beaver Lodge Drive, Kingwood, X 77345

Treasurer: Neil Mills
Address: 20706 Chestnut Hills Drive, Katy, TX 77450

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

✓ 13. Donna P. Grill
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

✓ 14. DONNA P. GRILL, SECRETARY
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LLOYD'S REGISTER NORTH AMERICA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF DECEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "LLOYD'S REGISTER NORTH AMERICA, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF JUNE, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0865644

DATE: 12-19-00

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