

F01 000004292

CT CORPORATION SYSTEM

CORPORATION(S) NAME

Marine Systems, Inc. d/b/a Marine Systems, Inc. of West Florida

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01 AUG 13 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
Qualification	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

RECEIVED
01 AUG 13 PM 4:32
DIVISION OF CORPORATION

mt
8/14

Name _____ 8/13/01
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

Order#: 4717899A

600004531436--0

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Ref#: *****70.00 *****70.00

Amount: \$

600004531436--0

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***1150.00 ***1150.00

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

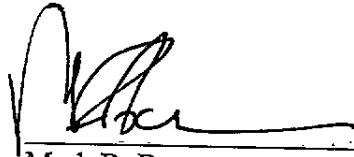
JK

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Senior Vice President-Administration and Secretary of Marine Systems, Inc., do hereby certify that this Resolution of the Board of Directors of Marine Systems, Inc., duly organized and existing under the laws of the State of Louisiana, was duly adopted on August 9, 2001.

Resolved, that Marine Systems, Inc., organized and existing in the State of Louisiana, hereby adopts the name Marine Systems, Inc. of West Florida for use in Florida.

Dated: August 9, 2001.



Mark R. Buese
Senior Vice President – Administration
and Secretary

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**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. Marine Systems, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "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.)
2. Louisiana 3. 72-0955232
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12-27-82 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. November 1, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 55 Waugh Drive, Houston, Texas 77007

(Current mailing address)

8. Any lawful act, activity or business for which corporations may be organized in accordance with the Florida Statutes.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: C T Corporation System

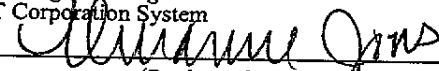
Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip code)

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.

C T Corporation System


(Registered agent's signature)

Vivianne Jones
Special Assistant Secretary

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.

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

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

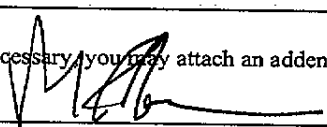
Address: _____

Treasurer: _____

Address: _____

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

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

14. Mark R. Buese, Senior Vice President - Administration and Secretary
(Typed or printed name and capacity of person signing application)

MARINE SYSTEMS, INC.

Directors:

C. Berdon Lawrence55 Waugh Drive, Houston, TX 77007
J. H. Pyne55 Waugh Drive, Houston, TX 77007
Norman W. Nolen55 Waugh Drive, Houston, TX 77007
Dorman L. Strahan55 Waugh Drive, Houston, TX 77007

Officers:

C. Berdon LawrenceChairman of the Board
Dorman L. StrahanPresident
J. H. PyneExecutive Vice President
Norman W. NolenExecutive Vice President-Finance & Treasurer
Mark R. BueseSenior Vice President-Administration & Secretary
Lynn AhlemeyerVice President & General Manager- Gulf Coast, West Coast, Midwest
Thomas W. Bottoms, Sr.Vice President & General Manager-Industrial Division
Mary TuckerAssistant Treasurer
G. Stephen HolcombAssistant Secretary
Barry ForsythAssistant Secretary
David FarrarAssistant Secretary

Addresses for each of the above officers:

55 Waugh Drive
Houston, Texas 77007

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TALLAHASSEE, FLORIDA

UNITED STATES OF AMERICA
State of Louisiana

Jox McKeithen

SECRETARY OF STATE

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

MARINE SYSTEMS, INC.

A LOUISIANA corporation domiciled at BATON ROUGE,

Filed charter and qualified to do business in this State on
December 27, 1982,

I further certify that the records of this Office indicate
the corporation has paid all fees due the Secretary of
State, and so far as the Office of the Secretary of State is
concerned is in good standing and is authorized to do
business in this State.

I further certify that this Certificate is not intended to
reflect the financial condition of this corporation and that
this information is not available from the records of this
Office.

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TALLAHASSEE, FLORIDA

*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,*

August 8, 2001

Jox McKeithen

MBE 34102293D

Secretary of State

