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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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WAIT

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

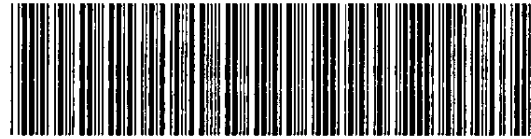
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 MAY 10 A 11:43

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ULRICH & VIDRA, LLC

Attorneys-at-Law

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lvidra@u-vlaw.com

May 4, 2011

Via Certified Mail/RRR

Amendment Section
Division of Corporations
Attn: Ms. Darlene Connell
P.O. Box 6327
Tallahassee, FL 32314

RE: HMS Global Maritime, Inc.

Dear Ms. Connell:

Pursuant to our telephone conferences in March, you had instructed me to send you the following documents:

1. An application for withdrawal by a foreign corporation;
2. An new application for authority to transact business by a foreign corporation, along with a certificate of good standing and a certificate and authenticated copy of the corporation's merger documents (showing change of jurisdiction); and
3. A check made payable to your office in the amount of \$105.00 to cover the costs of filing the above applications (\$35.00 for #1 and \$70.00 for #2).

Since it has been a couple of months since we last spoke, here is some background information:

- On October 25, 2010, an amendment was filed in your office changing the name of the corporation from Hornblower Marine Services, Inc. to HMS Global Maritime, Inc., and changing the jurisdiction of said foreign corporation from California to Delaware.
- However, later on that year (2010), the filing in Delaware that triggered the above amendment was nullified in Delaware (and Delaware allowed us to nullify their filing).
- Accordingly, we are trying to rectify any filings in your state and make them "whole" again.
- Regarding the new application for authority to transact business, I left #6 blank, as this is a unique situation and we're simply doing some "legal housekeeping" if you will. Also,

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#10 is unsigned, as the Registered Agent is all the way in Florida and had already agreed to serve as such and signed a previous application.

OK
per
KB

Please contact me directly at (812) 945-2800 if you have any further questions in this regard.
Thank you so much for your assistance with this tricky matter.

Very truly yours,

ULRICH & VIDRA, LLC

Janet Wall, Paralegal

JN/pc
Enclosures

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SECRETARY OF STATE
TALLAHASSEE FL 32301

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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. HMS Global Maritime, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 28, 2010 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 115 E. Market Street, New Albany, IN 47150
(Principal office address)

115 E. Market Street, New Albany, IN 47150
(Current mailing address)

8. Marine management and consulting
(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 NOT acceptable)

Name: Fred Berley

Office Address: 4610 Ocean Street

Mayport, Florida 32233
(City) (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.

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

A. DIRECTORS

Chairman: John W. Waggoner

Address: 115 E. Market Street
New Albany, IN 47150

Vice Chairman: _____

Address: _____

Director: Terry A. MacRae

Address: Pier 3, The Embarcadero
San Francisco, CA 94111

Director: Gary W. Seabrook

Address: 1911 Oak Circle
Atlantic Beach, FL 32233

B. OFFICERS

President: John W. Waggoner

Address: 115 E. Market Street
New Albany, IN 47150

Vice President: Gary W. Seabrook

Address: 1911 Oak Circle
Atlantic Beach, FL 32233

Secretary: Gregory S. Brown

Address: 115 E. Market Street, New Albany, IN 47150

Treasurer: John W. Waggoner

Address: 115 E. Market Street, New Albany, IN 47150

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

13. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S.

14. John W. Waggoner, President

(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HORNBLLOWER MARINE SERVICES, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "HMS GLOBAL MARITIME MERGER, INC." UNDER THE NAME OF "HMS GLOBAL MARITIME, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2010, AT 12:43 O'CLOCK P.M.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



4920278 8100M

110260408

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8668400

DATE: 04-04-11