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May 08 1997 8:00am
Secretary of State

**PROFIT
CORPORATION
ANNUAL REPORT
1997**



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F93000004529 (4)

1. Corporation Name
SUB SEA INTERNATIONAL, INC.

Principal Place of Business
701 ENGINEER RD.
BELLE CHASE LA 70037

Mailing Address
P O BOX 718
TAX DEPT.
DALLAS TX 75221-0718
US



3. Date Incorporated or Qualified 10/08/1993	3a. Date of Last Report 05/01/1996
4. FEI Number 72-0684421	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYES STREET
105
TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
FL
85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) _____ **DATE** _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD <input checked="" type="checkbox"/> DELETE	1.1 TITLE	PD <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	NEWBURY, HERBERT G	1.2 NAME	Ford, G. Brent
STREET ADDRESS	GREENWELL BASE, GREENWELL RD.	1.3 STREET ADDRESS	701 Engineers Road
CITY-ST-ZIP	ABERDEEN, SCOTLAND AB1 4AX	1.4 CITY-ST-ZIP	Belle Chase, Louisiana 70037
TITLE	ATD <input checked="" type="checkbox"/> DELETE	2.1 TITLE	AT <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	MCCANN, MICHAEL J.	2.2 NAME	Eastmead, Jeff
STREET ADDRESS	GREENWELL BASE, GREENWELL RD.	2.3 STREET ADDRESS	2001 Ross Avenue
CITY-ST-ZIP	ABERDEEN SE SL AB1 -4AX	2.4 CITY-ST-ZIP	Dallas, Texas 75201
TITLE	VD <input checked="" type="checkbox"/> DELETE	3.1 TITLE	V/S/D <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	JAHDE, DENNIS A	3.2 NAME	Giles, Thomas E.
STREET ADDRESS	701 ENGINEERS	3.3 STREET ADDRESS	601 Jefferson Avenue
CITY-ST-ZIP	BELLE CHASE LA	3.4 CITY-ST-ZIP	Houston, Texas 77002
TITLE	S <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MOLINET, JOAQUIN S.	4.2 NAME	
STREET ADDRESS	701 ENGINEERS	4.3 STREET ADDRESS	Belle Chase, LA 70037
CITY-ST-ZIP	BELLE CHASE LA	4.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SMITH, DAVID R.	5.2 NAME	
STREET ADDRESS	2001 ROSS AVE	5.3 STREET ADDRESS	Dallas, Texas 75201
CITY-ST-ZIP	DALLAS TX	5.4 CITY-ST-ZIP	
TITLE	T <input checked="" type="checkbox"/> DELETE	6.1 TITLE	VD <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	WILLEY, PAUL W.	6.2 NAME	McGraw, Donald R.
STREET ADDRESS	2001 ROSS AVE	6.3 STREET ADDRESS	701 Engineers Road
CITY-ST-ZIP	DALLAS TX	6.4 CITY-ST-ZIP	Belle Chase, Louisiana 70037

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: _____ **David R. Smith** **4-29-97** **214/740-6998**
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR **V. P. - Tax** **Date** **Daytime Phone #**

CR2E034 (9/96)

SUB SEA INTERNATIONAL INC.

OFFICERS AND DIRECTORS

Unless otherwise noted business address is:
P.O. Box 718 (2001 Ross Avenue), Dallas, Texas 75221

G. Brent Ford	President & Director *
William L. Helms	Sr. Vice President *
Donald C. Vaughn	Director
David R. Smith	Vice President
Steve R. Pierce, Sr.	Sr. Vice President-Finance, Treasurer, Controller *
Thomas E. Giles	Vice President, Secretary, General Counsel & Director **
Donald R. McGraw	Vice President & Director *
Jeff Eastmead	Assistant Treasurer
Patrick N. Hill	Assistant Treasurer *
Joaquin S. Molinet	Assistant Secretary *
J R Taylor	Assistant Secretary **
Rebecca R. Morris	Assistant Secretary
Kathy K. Edwards	Assistant Secretary *

* 701 Engineers Road, Belle Chase, Louisiana 70037
** 601 Jefferson Avenue, Houston, Texas 77002