

CT CORPORATION SYSTEM

20 South Central Avenue  
Clayton, MO 63105  
Tel. 314 863 5545  
Fax 314 863 1578

January 6, 1999

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

500002737985--3  
-01/12/99--01055--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: HALTER MARINE, INC.  
(Nevada Domestic) Order #1494639

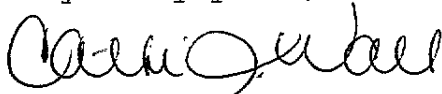
Gentlemen:

As requested by counsel, we enclose for filing Application By Foreign Corporation for Authorization on behalf of this corporation, together with funds in payment of the required fees.

Evidence of the filing should be returned to this office by regular mail using the enclosed self addressed stamped envelope.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: 800 325-2671.

Very truly yours,

  
Cathi J. Wall  
Customer Specialist

Enclosure

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TALLAHASSEE FLORIDA

1/12

# 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. HALTER MARINE, 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. Nevada  
(State or country under the law of which it is incorporated)
3. 75-2429106  
(FEI number, if applicable)
4. April 9, 1987  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 13085 Seaway Road, Gulfport, Mississippi 39503  
  
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized to do business under the laws of Florida  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

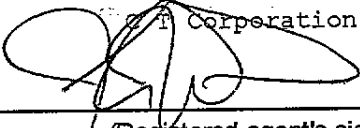
9. Name and street address of Florida registered agent:

Name: C T Corporation System  
Office Address: c/o C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip Code)

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10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System  
  
(Registered agent's signature) (Officer)  
J. L. Miles, Asst. Secretary  
(Type Name and Title of Officer)

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:

A. DIRECTORS

Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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B. OFFICERS

President: See attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

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

*CPW*

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

14. *CHARLES R. DE WIE V.P.*  
(Typed or printed name and capacity of person signing application)

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**HALTER MARINE, INC.**

**DIRECTORS**

John Dane III  
Rick S. Rees  
Daniel J. Mortimer

**OFFICERS**

John Dane III  
Daniel J. Mortimer  
Rick S. Rees  
Keith L. Voigts

Maureen O. Sullivan

Vincent R. Almerico  
Wayne J. Bourgeois  
Ken Kreiger  
A. Fred May  
Barge

Sidney C. Mizell  
Anil Raj  
Harvey B. Walpert  
Terry Bollman  
Chuck de Cuir  
Sal Guarino  
Gary Lipely  
Phil Nuss  
James Rivers  
A. J. Rizzo  
John Siben  
Billy Smith  
Rick Zubick

Chief Executive Officer  
President and Chief Operating Officer  
Executive Vice President and Assistant Secretary  
Senior Vice President, Chief Financial Officer  
and Treasurer  
Senior Vice President, General Counsel  
and Secretary  
Senior Vice President – Overseas Operations  
Senior Vice President – Vessel Operations  
Vice President – Equitable/Yachts  
Senior Vice President – Operations/Repair and  
  
Senior Vice President – Sales  
Senior Vice President – Government Projects  
Senior Vice President – Corporate Affairs  
Vice President – Program Management  
Vice President – Risk Management  
Vice President – Research and Development  
Vice President – Domestic Sales  
Vice President – Engineering Development  
Vice President – International Sales  
Vice President – Advertising and Public Relations  
Vice President and Controller  
Vice President – Yacht Sales  
Vice President – Halter Pascagoula

The following address is the same for all of the above:  
13085 Seaway Road, Gulfport, MS 39503

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# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **HALTER MARINE, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 9, 1987, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on November 18, 1998.



*Dean Heller*  
Secretary of State

By

*S. J. Luller*  
Certification Clerk