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December 18, 2001

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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***130.00 ***130.00

Re: Application for Registration of Foreign LLC to Transact Business in Florida
Patriot Maritime Compliance, LLC
Our File No. 7707.00

To whom it may concern:

Enclosed is Patriot Maritime Compliance, LLC's Application for Registration of Foreign Limited Liability Company to Transact Business in Florida, a Certificate of Good Standing of California Limited Liability Company, and a Certificate of Designation of Registered Agent/Registered Office. Please file the enclosed application and send a letter of acknowledgement and Certificate of Status to our office. A check in the amount of \$130.00 for the application filing fee, designation of registered agent and Certificate of Status is also enclosed herewith.

Please feel free to contact me, if you have any questions or require further information.
Thank you for your assistance in this matter.

Sincerely yours,

Elizabeth A. Fouts
Elizabeth A. Fouts
KELLY, GILL, SHERBURNE & HERRERA

FILED
01 DEC 26 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosure

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. PATRIOT MARITIME COMPLIANCE, LLC
(Name of foreign limited liability company)
2. California 3. 68-0429183
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. March 11, 1999 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2175 N. California Blvd., Suite 1000
Walnut Creek, CA 94596
(Street address of principal office)

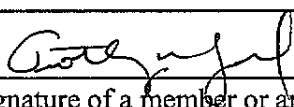
8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Richard Naccara, 1275 N. California Blvd., Suite 1000, Walnut Creek, CA 94596

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Vessel regulatory compliance services.


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Timothy M. Gill, Attorney-in-Fact

Typed or printed name of signee

FILED
01 DEC 26 PM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

PATRIOT MARITIME COMPLIANCE, LLC

2. The name and the Florida street address of the registered agent and office are:

CORPORATION SERVICE COMPANY

(Name)

1201 HAYS STREET

Florida street address (P.O. Box **NOT** ACCEPTABLE)

TALLAHASSEE

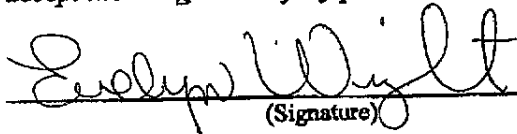
FL

32301

(City/State/Zip)

FILED
01 DEC 26 PM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

State of California

SECRETARY OF STATE

CERTIFICATE OF GOOD STANDING CALIFORNIA LIMITED LIABILITY COMPANY

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 11th day of March, 1999, PATRIOT MARITIME COMPLIANCE, LLC, became recognized under the laws of the State of California by filing its Articles of Organization in this office; and

That no record exists in this office of a certificate of cancellation of said limited liability company nor of a court declaring cancellation thereof; and

That according to the records of this office, the said limited liability company is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition of this limited liability company.



IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
3rd day of December, 2001

Bill Jones
BILL JONES
Secretary of State

FILED
01 DEC 2001
10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA