

Document Number Only

M97000000443

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 24 PM 1:16

Lykes Lines Limited, LLC

400002251374--7
-07/29/97--01110--014
****285.00 ****285.00

☐ Profit

☐ NonProfit

☒ Limited Liability Co.

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other UCC Filing

☐ Change of R.A.

☐ Fic. Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ After 4:30

☒ Pick Up

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (1-89)

7974 00037530
7-24

PLEASE RETURN EXTRA COPIES
FILE STAMPED

TAX FILING 2.50
R. AGENT FEE 35
C. COPY 2.85
TOTAL 5.30
N. BANK
BALANCE DUE

7/24/97

SIDLEY & AUSTIN
A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

DALLAS
LOS ANGELES
NEW YORK

ONE FIRST NATIONAL PLAZA
CHICAGO, ILLINOIS 60603
TELEPHONE 312 853 7000
FACSIMILE 312 853 7036

FOUNDED 1866

WRITER'S DIRECT NUMBER
(312) 853-7592

WASHINGTON, D.C.
LONDON
SINGAPORE
TOKYO
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL 24 PM 1:16

July 22, 1997

Florida Filing Representative
Florida Secretary of State
Tallahassee, FL

Re: Qualification of a foreign limited liability company

Dear Filing Representative:

Enclosed please find the following forms : (i) the Application by a Foreign Limited Liability Company for Authorization to Transact Business in Florida, (ii) the Certificate of Designation of Registered Agent or Registered Office, and (iii) the Affidavit of Membership and Contributions of a Foreign Limited Liability Company for Lykes Lines Limited, LLC, a Delaware Limited Liability Company (the "Company").

Pursuant to Section 608.503 (3) of the Florida Statutes, we have presented the Affidavit of Membership and Contributions which reflects a limited liability company ("L.L.C.") organized in accordance with the Delaware General Corporation Law. Because Delaware law permits an L.L.C. to be organized with one member, and Lykes Lines Limited, LLC was formed with one member, we have changed item one of the Affidavit of Membership and Contributions to read "the above named limited liability company has one member." According to Section 608.503 (3) of the Florida Statutes, no L.L.C. may be refused the right to qualify as a foreign corporation in the State of Florida because the laws of the state in which it was formed differ from those of the State of Florida. It is therefore our understanding that our amendment of item one of the Affidavit of Membership and Contributions shall not prohibit Lykes Lines Limited LLC from legally qualifying as a foreign limited liability company in with the State of Florida, as organization with one member is permissible under the Delaware General Corporation Law.

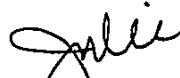
SIDLEY & AUSTIN

CHICAGO

Florida Filing Representative
July 22, 1997
Page 2

Should you have any further questions regarding this matter, please feel free to
contact me at (312 853-7592).

Very truly yours,



Julie A. Collins
Legal Assistant

JAC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 24 PM 1:16

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

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

LYKES LINES LIMITED, LLC

1. ~~Lykes Lines Limited L.L.C.~~

(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)

2. Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3. applied for

(FEI number, if applicable)

4. June 24, 1997

(Date of Organization)

5. perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. Not yet doing business in Florida

(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))

7. 111 E. Madison Street

Tampa, FL 33602

(Street address of principal office)

8. List and indicate in title space provided the name, title, and business address of each managing member [MGRM] or manager [MGR]. It is not necessary to list members.

(attach additional page if necessary)

NAME & ADDRESS:

TITLE:

NAME & ADDRESS:

TITLE:

Frank R. Donovan

Manager

Frank J. Halliwell

Manager

111 E. Madison St.

111 E. Madison St.

Tampa, FL 33602

Tampa, FL 33602

Raymond R. Miles

Manager

CP Ships Holdings Inc.

62-65 Trafalgar Sq.

London, England WC2N5DY

Filing Fee: \$ 52.50 for Application

SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL 24 PM 1:16

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 JUL 24 PM 1:16

1. The name of the limited liability company is: Lykes Lines Limited, LLC

2. The name and address of the registered agent and office is:

C T CORPORATION SYSTEM
(Name)

c/o C T CORPORATION, 1200 South Pine Island Road,
(P.O. Box not acceptable)

Plantation, Florida 33324
(City/State/Zip)

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.

C T CORPORATION SYSTEM

James M. Halpin
(Signature)

James M. Halpin, Assistant Secretary

July 17, 1997

(Date)

FILING FEE: \$ 35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 24 PM 1:16

The undersigned member or authorized representative of a member of _____

Lykes Lines Limited, LLC deposes and says:

- 1) the above named limited liability company has one member
- 2) the total amount of cash contributed by the member(s) is \$ 1,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ none . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 1,000 . This total includes amounts from 2 and 3 above.

I & M

I J WEBBER

Signature of a member or authorized representative of a member.
(In accordance with section 608.402(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LYKES LINES LIMITED, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF JULY, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 24 PM 1:17




Edward J. Freel, Secretary of State

2754144 8300

971244689

AUTHENTICATION:

8571794

DATE:

07-23-97