

THE UNITED STATES
CORPORATION
COMPANY

M99000000379

ACCOUNT NO. : 072100000032

REFERENCE : 166710 4334437

AUTHORIZATION :

COST LIMIT : \$ 285.00

ORDER DATE : March 12, 1999

ORDER TIME : 9:42 AM

ORDER NO. : 166710-010

700002807617--5

CUSTOMER NO: 4334437

CUSTOMER: Rita Schaulat, Secretary
Stewart & Stevenson Services
2707 North Loop West
Houston, TX 77008

FOREIGN FILINGS

NAME: STEWART & STEVENSON TUG, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

M99-379

| | |
|--------------------|---------|
| Name | AC 3-17 |
| Availability | |
| Document Examiner | AC |
| Updater | AC |
| Underwriter | AC |
| Verifier | AC |
| Acknowledged Agent | AC |
| W. P. Verity | AC |

FILED
99 MAR 16 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 MAR 15 AM 10:36
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 16, 1999

CASSANDRA LAMM
CSC

SUBJECT: STEWART & STEVENSON TUG, LLC
Ref. Number: W99000006303

RESUBMIT
Please give original
submission date as follows

We have received your document for STEWART & STEVENSON TUG, LLC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The individuals listed in part 8 of the application must be titled manager or managing member.,

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 599A00012593

RECEIVED
99 MAR 16 PM 4:42
DIVISION OF CORPORATIONS

FILED
99 MAR 16 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. STEWART & STEVENSON TUG, LLC
(Name of foreign limited liability company)
2. DELAWARE
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 76-0589475
(FEI number, if applicable)
4. 12/10/98
(Date of Organization)
5. PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 4/1/99
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2707 NORTH LOOP WEST, ATTN: LEGAL DEPARTMENT
HOUSTON, TX 77008
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

| NAME & ADDRESS: | TITLE: | NAME & ADDRESS: | TITLE: |
|-------------------------------|--------|-----------------|--------|
| STEWART & STEVENSON TUG, INC. | MGR | | |
| 2707 NORTH LOOP WEST | | | |
| HOUSTON, TX 77008 | | | |
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99 MAR 16 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**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:

STEWART & STEVENSON TUG, 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
99 MAR 16 PM 5:00
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.

By: 

BRIAN COURTNEY, ASST. V.P.

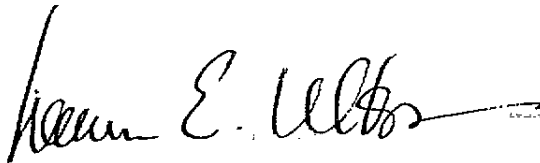
Filing Fee: \$ 35 for Designation of Registered Agent

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

The undersigned member or authorized representative of a member of _____

STEWART & STEVENSON TUG, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1,000.00 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ - 0 - ;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 1,000.00 .
(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

LAWRENCE E. WILSON

Typed or printed name of signee

99 MAR 16 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

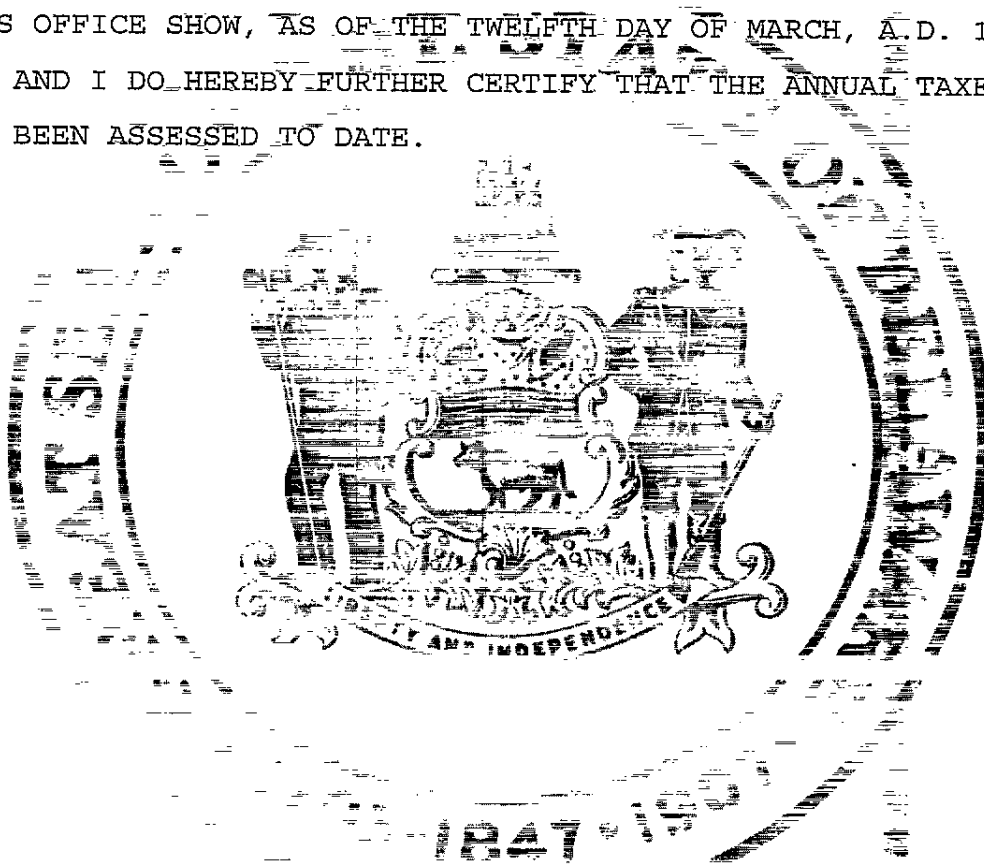
Filing Fee: \$250.00 for Application and Affidavit

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STEWART & STEVENSON TUG, 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 TWELFTH DAY OF MARCH, A.D. 1999.

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



2977188 8300

991097381



9625282
03-12-99
Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: