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Division of Corporations Page 1 of 2  
**P98000001465**

Florida Department of State  
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**MERGER OR SHARE EXCHANGE  
SEABULK OFFSHORE OPERATORS, INC.**

Certificate of Status	0
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**EFFECTIVE DATE**  
**10-31-15**

OCT 22 2015

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**ARTICLES OF MERGER  
(Profit Corporations)**

**SEABULK OFFSHORE MARINE MANAGEMENT, INC.**  
(Subsidiary)  
into  
**SEABULK OFFSHORE OPERATORS, INC.**  
(Parent)

**EFFECTIVE DATE**  
10-31-15

The following Articles of Merger are submitted in accordance with Florida Statutes Sections 607.1104 through 607.1108, inclusive, to effect the merger of subsidiary company, Seabulk Offshore Marine Management, a Liberian corporation, into its parent company and sole shareholder, Seabulk Offshore Operators, Inc., a Florida corporation (the "*Merger*"). The plan of merger ("*Plan of Merger*") is as follows:

**PLAN OF MERGER**

1. The name and jurisdiction of the surviving entity:

Seabulk Offshore Operators, Inc., a Florida corporation ("*Survivor*"), Florida Document No. P98000001465.

2. The name and jurisdiction of the merging entity:

Seabulk Offshore Marine Management, Inc., a Liberian corporation ("*Target*") (Florida Document Number not applicable).

3. Effective Date. The Merger shall be effective as of October 31, 2015.

4. Converting Shares and Liabilities; Governing Law. On the Effective Date of the Merger, the outstanding shares of Target issued and outstanding shall, by virtue of the Merger and without any action on the part of any holder thereof, be cancelled and no longer represent an interest in Target, and Survivor shall pay to the sole shareholder of Target Ten and 00/100 Dollars (\$10.00). In exchange for the shares of Target being cancelled, Survivor shall accept the liabilities of Target. The issued and outstanding shares of Survivor shall not be affected by the Merger. The Survivor shall continue to be governed by the laws of the State of Florida.

5. Adoption of Merger by Surviving Corporation. The Merger and the Plan of Merger set forth herein were approved and adopted on October 19<sup>th</sup> 2015, by unanimous written consent of the Board of Directors and the sole shareholder of Survivor, in accordance with the Florida Business Corporation Act.

6. Adoption of Merger by Merging Corporation. The Merger and the Plan of Merger set forth herein were approved and adopted on October 19<sup>th</sup> 2015, by unanimous written consent of the Board of Directors and the sole shareholder of Target, in accordance with the Liberian Business Corporation Act.

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7. Dissenting Shareholders. Survivor is the sole shareholder of Target and has approved the Merger and the Plan of Merger set forth herein. As such, there exist no other shareholders of Target who, except for the applicability of Florida Statutes Section 607.1104, would be entitled to vote and who dissent from the Merger.

*(Remainder of page intentionally left blank. Signature page to follow.)*

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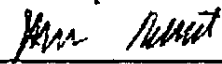
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IN WITNESS WHEREOF, this instrument may be signed in one of more counterparts and was executed as of the dates written below.

**"SURVIVOR"**

SEABULK OFFSHORE OPERATORS,  
INC., a Florida corporation

By:   
John Gellert  
Its President

Dated: October 19, 2015.

**"TARGET"**

SEABULK OFFSHORE MARINE  
MANAGEMENT, INC., a Liberian  
corporation

By:   
John Gellert  
Its President

Dated: October 19, 2015.

*[Signature Page to Articles of Merger of Seabulk Offshore Marine Management, Inc. into  
Seabulk Offshore Operators, Inc.]*