

1.) CORPORATION NAME:

**OCEANEERING INTERNATIONAL, INC.**

DUE DATE: **12/31/2012**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:

**CT CORPORATION SYSTEM  
4701 COX RD STE 301  
GLEN ALLEN, VA 23060-6802**

SCC ID NO: **F0572398**

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	90,000,000
PREFER	3,000,000

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

**HENRICO COUNTY**

4.) STATE OR COUNTRY OF INCORPORATION:

**DE**

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 11911 FM 529

CITY/ST/ZIP: HOUSTON, TX 77041

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME:	M. KEVIN MCEVOY	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	PRESIDENT		
ADDRESS:	11911 FM 529		
CITY/ST/ZIP/CO:	HOUSTON, TX 77041		

NAME:	W. CARDON GERNER	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	SR VP CFO		
ADDRESS:	11911 FM 529		
CITY/ST/ZIP/CO:	HOUSTON, TX 77041		

NAME:	DAVID K LAWRENCE	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VP/GC/S		
ADDRESS:	11911 FM 529		
CITY/ST/ZIP/CO:	HOUSTON, TX 77041		

NAME:	WITLAND LEBLANC	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	11911 FM 529		
CITY/ST/ZIP/CO:	HOUSTON, TX 77041		

NAME:	ROBERT P MINGOIA	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	TREASURER		
ADDRESS:	11911 FM 529		
CITY/ST/ZIP/CO:	HOUSTON, TX 77041		

NAME:	JOHN R HUFF	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	CHAIRMAN		
ADDRESS:	11911 FM 529		
CITY/ST/ZIP/CO:	HOUSTON, TX 77041		

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

/s/ WITLAND LEBLANC	WITLAND LEBLANC, VICE	12/13/2012
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRESIDENT PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.