

**FEDERAL MARITIME COMMISSION**

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**DOCKET NO. 14-02**

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**OCEANIC BRIDGE INTERNATIONAL, INC. –  
POSSIBLE VIOLATIONS OF SECTION 10(a)(1)  
OF THE SHIPPING ACT OF 1984**

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**BUREAU OF ENFORCEMENT’S  
RESPONSE TO SECOND ORDER TO SUPPLEMENT**

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This proceeding is presently pending on BOE’s Motion For Decision On Default filed June 13, 2014 (Motion). Respondent Oceanic Bridge International, Inc. (Respondent or Oceanic Bridge) has not participated in this proceeding. On July 2, 2014, the Administrative Law Judge (ALJ) issued an Order To Supplement (First Order) directing BOE to file copies of Respondent’s application for a license to act as an ocean transportation intermediary, California’s record of dissolution, and four specified service contracts. BOE filed its response on July 16, 2014.

On July 11, 2014, the ALJ issued a Second Order To Supplement requiring BOE to: (1) address whether Respondent and OBI Shipping, Inc. (OBI) have overlapping officers, directors, and employees; and (2) file copies of the articles of incorporation of Respondent and OBI. The ALJ states that the purpose of this directive is because the “relationship between Oceanic Bridge and OBI may be relevant to the issue of Oceanic Bridge’s notice of this proceeding.” As this

information does not appear related to the merits of BOE's case, BOE submits the information solely for the purpose of complying with the order and does not rely on it nor submit same as record evidence in support of its case.

Attached hereto is a copy of the articles of incorporation of OBI as filed with the Commission. OBI's Articles do not identify the officers or directors of the corporation. BOE previously submitted a copy of the articles of incorporation of Oceanic Bridge with its response to the First Order. At time of incorporation, Wuquan Shao was shown as the initial President, Treasurer and Secretary of Oceanic Bridge.

The FMC-18 application submitted by OBI in September 2007 identifies Lisa Xiaoming Song as 100% owner of OBI, and as the President of the corporation. Cathy Guo is identified as Secretary and Treasurer. OBI asserted in its application that it was not related to any other entity. Likewise, the FMC-18 application submitted by Oceanic Bridge in March 1999 identifies Tong (Richard) Tang as Secretary and 100% owner of the corporation, with Wuquan (Frank) Shao as the President. Oceanic Bridge asserted in its application that it was not related to any other entity.

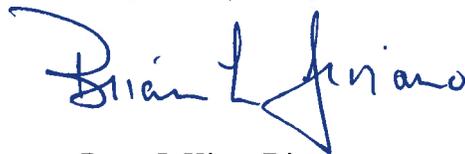
Under California law, owner, shareholder and employee information for a business entity are not made available as of record with the California Secretary of State.<sup>1</sup> BOE does not have information as to whether there was any overlap of employees between the companies. With respect to the issue of Oceanic Bridge's notice of this proceeding, the Office of the Secretary has on several occasions received formal correspondence on behalf of Oceanic Bridge an email dated February 26, 2014, to the Office of the Secretary from Mr. Ray Tang, identifying himself explicitly as agent of Oceanic Bridge. In that email, Mr. Tang acknowledges to the Office of the

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<sup>1</sup> See, California Secretary Of State website at <http://www.sos.ca.gov/business/be/information-requests.htm>.

Secretary receipt of the Commission's Order of Investigation and Hearing against Oceanic Bridge. A copy of that e-mail is attached. By e-mail dated March 19, 2014, Mr. Ray Tang inquired about a possible extension for the "answer date of March 26 for Oceanic Bridge Docket No. 14-02." Oceanic Bridge was advised of those requirements by the Office of the Secretary that same day, and was separately reminded of the requirement to file a Notice of Appearance by e-mail dated March 21 from the Office of the Secretary. BOE believes these communications are dispositive as to both receipt, and actual notice, of the Commission's Order of Investigation.

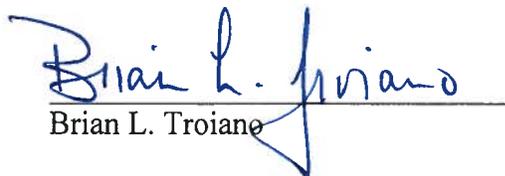
Respectfully submitted,



Peter J. King, Director  
Brian L. Troiano, Deputy Director  
Bureau of Enforcement  
Federal Maritime Commission  
800 N. Capitol St., N.W.  
Washington D.C. 20573-0001  
(202) 523-5783

### **CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing document was served upon Oceanic Bridge International, Inc., 18725 E. Gale Ave., #233, City of Industry, CA 91748, by first class U.S. mail with postage prepaid this 23rd day of July, 2014.



Brian L. Troiano

**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

JUL 23 2007

**ARTICLES OF INCORPORATION**  
**OF**  
**OBI SHIPPING, INC.**

**I**

The name of this corporation is **OBI SHIPPING, INC.**

**II**

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporation Code.

**III**

The name and address in the State of California of this corporation's initial agent for service of process are:

**LISA X SONG**  
**18725 E. GALE AVE. #233**  
**CITY OF INDUSTRY, CA 91748**

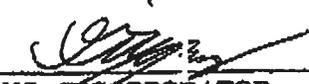
**IV**

This corporation is authorized to issue only one class of shares of stock; and the total number of shares that this corporation is authorized to issue is 1,000,000 shares.

Date: July 19, 2007

  
\_\_\_\_\_  
**LISA X SONG - INCORPORATOR**

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

  
\_\_\_\_\_  
**LISA X SONG - INCORPORATOR**



**MINUTES OF FIRST MEETING OF**  
**ORGANIZATIONAL**  
**OF**  
**OBI SHIPPING, INC.**

The incorporator name in the Articles of Incorporation of YT **OBI SHIPPING, INC.** held its first meeting at 1442 Rancho Hills Dr. Chino Hills, CA91709 on July 23, 2007.

The following person(s), marked as present next to their names, were in attendance at the meeting:

[ X ] Cathy guo    [ X ] Lisa X. Song

On motion and by unanimous vote, Lisa X. Song was elected as the chairperson and Tong Tang as the secretary, and then presided over the meeting.

**ARTICLES OF INCORPORATION**

The chairperson announced that the Articles of Incorporation of the corporation had been filed with the California Secretary of State's office on July 23, 2007. The chairperson then presented to the meeting a certified copy of the articles showing such filing and the secretary was instructed to insert this copy in the corporation's minute book.

**BYLAWS**

A proposed set of Bylaws of the corporation was then presented to the meeting for adoption. The Bylaws were considered and discussed and, upon motion duly made and seconded, it was unanimously

RESOLVED, that the Bylaws presented to this meeting be and hereby are adopted as the Bylaws of this corporation;

RESOLVED FURTHER, that the secretary of this corporation be and hereby is directed to execute a Certificate of Adoption of the Bylaws, to insert the Bylaws as so certified in the corporation's minute book and to see that a copy of the Bylaws, similarly certified, is kept at the corporation's principal executive office, as required by law.

### **ELECTION OF DIRECTORS**

The meeting then proceeded to the election of directors of the Corporation. The chairperson state that the Bylaws of the Corporation provided that the maximum authorized number of directors of the Corporation shall be two (2) until changed by an amendment to said Bylaws and that pursuant to the authority granted to the incorporator is empowered to elect the first directors of the Corporation. Accordingly, the Incorporator in the exercise of said power and authority, duly elected the following persons to the Board of Directors of the Corporation.

Director: Lisa X. Song

Cathy Guo

Each person who was present accepted his or her directorship and agreed to so serve, and the Board was thereby constituted.

### **ELECTION OF OFFICERS**

The chairperson then announced that the next item of business was the election of officers. Upon motion, the following persons were unanimously elected to the following offices, at the annual salaries, if any as determined at the meeting, shown to the right of their names:

President: Lisa X. Song

Secretary: Cathy Guo

Treasurer: Cathy Guo

Each officer who was present accepted his or her office. Thereafter, the President presided at the meeting as chairperson, and the Secretary acted as secretary.

### **CORPORATE SEAL**

The secretary presented to the meeting for adoption a proposed form of seal of the corporation. Upon motion duly made and seconded, it was

RESOLVED, that the form of the corporate seal presented to this meeting be and hereby is adopted as the corporate seal of this corporation, and the secretary of the corporation is directed to place an impression thereof in the space directly next to this resolution.

### **STOCK CERTIFICATE**

The secretary then presented to the meeting for adoption a proposed form of stock certificate for the corporation. Upon motion duly made and seconded, it was

RESOLVED, that the form of stock certificate presented to this meeting be and hereby is adopted for use by this corporation, and the secretary of this corporation is directed to annex a copy thereof to the minutes of this meeting.

### **ACCOUNTING PERIOD**

The chairperson informed the board that the next order of business was the selection of the accounting period of the corporation. After discussion and upon motion duly made and seconded, it was

RESOLVED, that the accounting period of this corporation shall end on December 31<sup>st</sup> of each year.

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### **PRINCIPAL EXECUTIVE OFFICE**

After discussion as to the exact location of the corporation's principal executive office in the county named in the Bylaws, upon motion duly made and seconded, it was

RESOLVED, that the principal executive office of this corporation shall be at  
1442 Rancho Hills Dr. Chino Hills, CA91709

### **BANK ACCOUNT**

The chairperson recommended that the corporation open a bank account with Bank of America, City of Industry. Upon motion duly made and seconded, it was

RESOLVED, that the funds of this corporation shall be deposited with the bank office indicated just above.

RESOLVED FURTHER, that the Treasurer of this corporation is hereby authorized and directed to establish an account with said bank and to deposit the funds of this corporation therein.

RESOLVED FURTHER, that any officer, employee, or agent of this corporation is hereby authorized to endorse checks, drafts, or other evidences of indebtedness made payable to this corporation, but only for the purpose of deposit.

RESOLVED FURTHER, that all checks, drafts, and other instruments obligating this corporation to pay money shall be signed on behalf of this corporation by any one of the following: all elected officers and those authorized by the officers.

RESOLVED FURTHER, that said bank is hereby authorized to honor and pay any and all checks and drafts of this corporation signed as provided herein.

RESOLVED FURTHER, that the authority hereby conferred shall remain in force until revoked by the board of directors of this corporation and until written notice of such revocation shall have been received by said bank.

RESOLVED FURTHER, that the secretary of this corporation be and is hereby authorized to certify as to the continuing authority of these resolutions, the persons authorized to sign on behalf of this corporation, and the adoption of said bank's standard form of resolution, provided that said form does not vary materially from the terms of the foregoing resolutions.

#### **PAYMENT AND DEDUCTION OF ORGANIZATIONAL EXPENSES**

The board next considered the question of paying the expenses incurred in the formation of this corporation. A motion was made, seconded and unanimously approved, and it was

RESOLVED, that the President and the Treasurer of this corporation are authorized and empowered to pay all reasonable and proper expenses incurred in connection with the organization of the corporation, including, among others, filing, licensing, and attorney's and accountant's fees, and to reimburse any persons making any such payments for the corporation, and it was

FURTHER RESOLVED, that the Treasurer is authorized to elect to deduct on the first federal income tax return of the corporation the foregoing expenditures ratably over a sixty-month period starting in the month the corporation begins its business, pursuant to, and to the extent permitted by, Section 248 of the Internal Revenue Code of 1986, as amended.

#### **QUALIFICATION OF STOCK AS SECTION 1244 STOCK**

The board next considered the advisability of qualifying the stock of this corporation as Section 1244 Stock as defined in Section 1244 of the Internal Revenue Code of 1986, as amended, and of organizing and managing the corporation so that it is a Small Business Corporation as defined in the section. Upon motion duly made and seconded, it was unanimously

RESOLVED, that the proper officers of the corporation are, subject to the requirements and restrictions of federal and California and any other applicable securities laws, authorized to sell and issue shares of stock in return for the receipt of an aggregate amount of money and other property, as a contribution to capital and as paid-in surplus, which does not exceed \$1,000,000.

RESOLVED FURTHER, that the sale and issuance of shares shall be conducted in compliance with Section 1244 so that the corporation and its shareholders may obtain the benefits of that section.

RESOLVED FURTHER, that the proper officers of the corporation are directed to maintain such records as are necessary pursuant to Section 1244 so that any shareholder who experiences a loss on the transfer of shares of stock of the corporation may determine whether he or she qualifies for ordinary loss deduction treatment on his or her individual income tax return.

#### **AUTHORIZATION OF ISSUANCE OF SHARES**

The board of directors next took up the matter of the sale and issuance of stock to provide capital for the corporation.

The Chairman suggested that the meeting consider the authorization of the issuance and sale of shares of the corporation for the consideration of cash or for the cancellation of indebtedness for money loaned to the corporation, or both, as the case may be, to the following named persons, in the amount indicated:

Name: Lisa X. Song

Number of Shares: 10,000

Consideration: total of \$10,000 in assets and capital contributed to the corporation

On motion duly made, seconded, and unanimously carried, the following resolution was adopted:

WHEREAS, this corporation is authorized to issue an aggregate of 1,000,000 shares of its capital stock;

NOW, THEREFORE, BE IT RESOLVED, that any Officer of this corporation be and is hereby authorized and directed to prepare or cause to be prepared, verified and filed on behalf of this corporation, a Notice of Issuance of securities not later than ten (10) business days after receipt of consideration for the shares of stock, pursuant to Subdivision (h) of Section 25102 of the California Corporations Code, notifying the Commissioner of Corporations of the State of California that it is issuing 1,000,000 shares of its capital stock to any or all of the persons, in the amounts, and in consideration as set forth above.

RESOLVED, FURTHER, that the value per share for purposes of this issuance shall be fixed at \$1.00 and

RESOLVED, FURTHER, that the President, or the Vice President, and the Secretary or the Assistant Secretary be and they hereby are authorized and directed to sell and issue shares of stock of this corporation as provided in these resolutions.

RESOLVED, FURTHER, that the Officers of this corporation be and they hereby are authorized and directed to execute all documents and to take such action as they may deem necessary or advisable to carry out and perform they purpose to these resolutions.

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**Oceanic Bridge International, Inc. (Docket No. 14-02)**

1 message

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ray t <ray8land@gmail.com>  
To: secretary@fmc.gov

Wed, Feb 26, 2014 at 6:42 PM

Dear Office of the Secretary,

I work for OBI Shipping and we just received a Order of Investigation and Hearing against Oceanic Bridge International, Inc. Oceanic Bridge International has been dissolved since the end of 2012 and its former shareholders are in China. They left me as their temporary agent.

I was told by others that there is usually a compromise period, but we were handed the Order without a compromise period. (There was probably some communications issues since Oceanic Bridge was already dissolved and I was just recently assigned their agent.) So I was wondering if a compromise could be reached to avoid this Order of Investigation and Hearing?

If a compromise is possible, what would be the possible penalties reached? The Order did not have the penalties listed.

If you would kindly rely to this email or contact me at [909-896-6625](tel:909-896-6625) so I could get this information to the concern parties in China.

Thanks

Ray Tang  
[909-896-6625](tel:909-896-6625)  
agent of Oceanic Bridge International Inc.