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CORPORATION(S) NAME

Hvide Van Ommeren Tankers III LLC
Changed name to:
Lightship Tankers III LLC

98 OCT -1 PM 2: 34
DIVISION OF CORPORATIONS
SECRETARY OF STATE
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Department of State:

Hvide Van Ommeren Tankers III, LLC

2. Jurisdiction of its organization: Delaware

3. Date authorized to do business in Florida: March 12, 1996

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? June 30, 1998

5. New name of the limited liability company: Lightship Tankers III LLC

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

6. If the amendment changes the period of duration, indicate new period of duration:

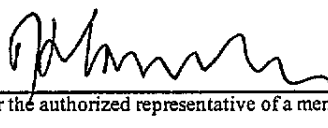
N/A

7. If the amendment changes the jurisdiction of organization indicate new jurisdiction:

N/A

September 30, 1998

Date


Signature of a member or the authorized representative of a member

John H. Blankley - Vice President

Typed or printed name

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HVIDE VAN OMMEREN TANKERS III LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "LIGHTSHIP TANKERS III LLC", THE THIRTIETH DAY OF JUNE, A.D. 1998, AT 12:05 O'CLOCK P.M.

FILED STATE SECRETARY OF CORPORATIONS 98 OCT -1 PM 2:34



Edward J. Freel

Edward J. Freel, Secretary of State

2560650 8320

981378979

AUTHENTICATION:

9330555

DATE:

09-30-98