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TALLAHASSEE FLORIDA

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BASIC AMENDMENT

MERRILL-STEVENS DRY DOCK CO.

RECEIVED
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SIGN OF CORPORATION

Certificate of Status	0
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**SECOND ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MERRILL-STEVENS DRY DOCK CO.**

(Pursuant to the provisions of Section of 607.1006 of the
Florida Statutes)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned, Hugh A. Westbrook, being the President, of the undersigned corporation does hereby certify that:

1. The name of the corporation is Merrill-Stevens Dry Dock Co. (the "Corporation").

2. Article VI (Board of Directors) of the Corporation's Restated and Amended Articles of Incorporation, as amended (the "Articles"), is hereby amended and restated in its entirety to read as follows:

"The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors which shall have one (1) or more members."

3. Except as hereby amended, the Articles of the Corporation shall remain the same.

4. The amendment to the Articles of the Corporation set forth herein was duly adopted by the shareholders of the Corporation holding all of the outstanding shares of common stock of the Corporation on December 1, 2004.

5. Said amendment to the Articles of the Corporation was duly adopted and effective immediately on December 1, 2004.

[The remainder of this page has been intentionally left blank.]

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IN WITNESS WHEREOF, the Corporation has caused this Second Articles of Amendment to Articles of Incorporation of the Corporation to be signed in its name by its duly authorized officer as of the 1st day of December, 2004.

MERRILL-STEVENS DRY DOCK CO.

By: 

Hugh A. Westbrook
President

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