



THE UNITED STATES
CORPORATION
COMPANY

838888

ACCOUNT NO. : 072100000032

REFERENCE : 150364 4355423

AUTHORIZATION :

Patricia Puyot

COST LIMIT : \$ 35.00

ORDER DATE : November 11, 1996

ORDER TIME : 10:41 AM

ORDER NO. : 150364-030

400002073954--2

CUSTOMER NO: 4355423

CUSTOMER: Ms. Geraldine M. Kovacs
Exxon Corporation
5959 Las Colinas Blvd.

Irving, TX 75039-2298

CHANGE OF AGENT

NAME: SEARIVER MARITIME FINANCIAL
HOLDINGS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Richard W Whittaker

PA Change
1-30-97
DC

FILED
97 JAN 30 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JAN 30 AM 11:31
DIVISION OF CORPORATION

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,
Florida Statutes, the undersigned corporation organized under the laws of the State of
DELAWARE submits the following statement in order to change its registered office
or registered agent, or both, in the State Florida.

1a. The name of the corporation is: _____
SEARIVER MARITIME FINANCIAL HOLDINGS, INC.

1b. Date of incorporation: 8/4/77 Document number _____

2. The name and address of the current registered agent and office:
C T CORPORATION SYSTEM

1200 SO. PINE ISLAND DRIVE PLANTATION FL 33324

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

CORPORATION SERVICE COMPANY

1201 Hays Street, Tallahassee, Florida 32301

The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board.

E.S. Taylor
SIGNATURE
1/24/97
DATE

E.S. TAYLOR, Secretary
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED
AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY
LISA G. MULLIGAN
SIGNATURE By: Lisa G. Mulligan
ASST VICE PRESIDENT
DATE _____