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NAME: HVIDE CHARTERING, LTD.

AUDIT NUMBER.....H97000002105

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AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF

HVIDE CHARTERING, LTD.

The Certificate of Limited Partnership of Hvide Chartering, Ltd., a Florida limited partnership ("Partnership"), filed with the Department of State on December 10, 1985, Charter Number A21444, is hereby amended as shown below.

Paragraph 4 (a) of the Certificate of Limited Partnership of this Partnership is amended to read in its entirety as follows:

The name and address of the General Partner of the Partnership is Hvide Marine Incorporated (document number P94000071145) at 2200 Eller Drive, Fort Lauderdale, Florida 33316.

Except as amended hereby, the terms of the Certificate of Limited Partnership of this Partnership shall remain in full force and effect.

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Prepared by: Michael K. Chernick, Esq., FL Bar #0031781
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IN WITNESS WHEREOF, the undersigned, being the President of the general partner of the Partnership, has hereunto subscribed his hands and seals to this Amendment as of this 4th day of February, 1997.

This Amendment to the Certificate of Limited Partnership shall be effective upon the filing hereof.

GENERAL PARTNER:

Hvide Marine Incorporated, a Florida corporation

By:


Erik Hvide, President

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