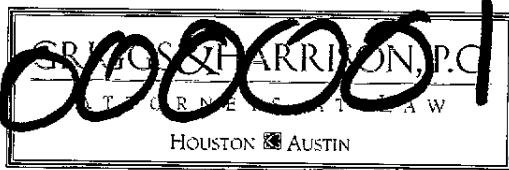


F92000001005
LAYNE D. GRINDAL



E-mail Address: ldg@ghpc.com

August 14, 2000

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

600003360936--7
-08/17/00--01070--018
*****35.00 *****35.00

Re: Dockwise Yacht Transport (USA) Inc.
(f/k/a United Yacht Transport (USA) Inc.)

Dear Sir or Madam:

Enclosed please find an original and one copy of an Application by Foreign Corporation to File Amendment to Application for Authorization to Transact Business in Florida on behalf of the above-referenced corporation. Also enclosed is a Certificate from the Secretary of State of Delaware evidencing the name change and a check in the amount of \$35.00 to cover applicable filing fees. Please place your file stamp on the copy and return same to me using the enclosed, self-addressed envelope.

Thank you for your attention to this matter. Please do not hesitate to call me at (713) 651-0600 if you have any questions.

Very truly yours,

Layne D. Grindal

Enclosures

FILED
00 AUG 17 PM 14:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LGRINDAL\200247\224505_1

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. UNITED YACHT TRANSPORT (USA) INC.
Name of corporation as it appears on the records of the Department of State.
2. Delaware
Incorporated under laws of
3. December 31, 1992
Date authorized to do business in Florida

00 AUG 17 PM 4:48
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? June 13, 2000
5. DOCKWISE YACHT TRANSPORT (USA) INC.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction


Signature

August 14, 2000
Date

W. Garney Griggs
Typed or printed name

Secretary
Title

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "UNITED YACHT TRANSPORT (USA) INC.", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "DOCKWISE YACHT TRANSPORT (USA) INC.", THE THIRTEENTH DAY OF JUNE, A.D. 2000, AT 11:15 O'CLOCK A.M.




Edward J. Freel, Secretary of State

2317885 8320

001383054

AUTHENTICATION: 0597510

DATE: 08-03-00