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ACCOUNT NO. : 072100000032

REFERENCE : 044779

7107477

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : August 6, 1996

ORDER TIME : 9:32 AM

ORDER NO. : 044779

- 0000001915100

CUSTOMER NO: 7107477

CUSTOMER: Peggy Roberts, Legal Asst

Wilmer Cutler & Pickering

Third Floor

100 Light Street

Baltimore, MD 21202

FOREIGN FILINGS

NAME: AMERICAN PORT SERVICES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

___ PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1	American Port Services, Inc.
	(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.
2	Delaware (State or country under the law of which it is incorporated) (FEI number, if applicable)
	June 6, 1995 5 Perpetual
	(Date of Incorporation) {Duration: Year corp. will cease to exist or "perpetual"}
6	Upon Qualification (Dute first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
	401 East Pratt Street, Suite 1344, World Trade Center 5
•	
	Baltimore, MD 21202
	(Current mailing address)
8.	
	Specializing in marine port services and processing. (Purposes) of corporation authorized in home state or country to be carried out in the state of Floridal.
9.	Name and street address of Fiorida registered agent:
	Name: Corporation Service Company
	Office Address: 1201 Hays Street
	Tallahassee , Florida, 32301
	(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 complete performance of my duties, and I am familiar with and accept the qbligations of my position as registered agent.

(Registered agent's signature)
Karen B. Rozar, as agent for Corporation Service Company

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

2. Name	es and addresses of	of officers and/or directors:
A. DII	RECTORS	
	Chairman:	Timothy Chadwick
	Address:	Unit 6, McKay Trading Estate, Kensal Road
	Director	London WIO SBN, England
		man: Luke Johnson
	Address:	Unit 6, McKay Trading Estate, Kensal Road
		London W10 SBN, England
	Director:	Philip Plant
	Address:	P.O. Box 315, 1997 Elm Rond
		Benicia, California 94510
	Director:	
	Address:	
. OF	FICERS	
	President:	Philip Plant
	Address:	P.O. Box 315, 1997 Elm Road
•		Benicia, California 94510
	Vice Presid	ent: Timothy Gilmore
	Address:	Unit 6, McKay Trading Estate, Kensal Road
		London W10 SBN, England
	Secretary:	Alan McIntosh
	Address:	Unit 6, McKny Trading Estate, Kensal Road
		London W10 SBN, England
	Treasurer:	Timothy Gilmore

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

401 East Pratt Street, Suite 1344

13. (Signature of Chairman, Vice Chairman, or any office: listed in number 12 of the application.)

Baltimore, MD 21202

14. Timothy Chadwick, Chairman
(Typed or printed name and capacity of person signing application)

Address:

State of Delaware

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Office of the Secretary of State

I, EDWARD J, TREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HERROY CERTIFY "AMERICAN PORT SERVICES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW. AS OF THE SIXTH DAY OF AUGUST, 6.D. 1996.

SECRETARY OF STATE CIVISION OF CORPORATION OF CORPORATION OF CORPORATION OF AN INC.



Edward J. Freel, Secretary of State

AUTHENTICATION:

8056825

2514048 8300 960228763

DATE:

08-06-96