ACCOUNT NO. : 072100000032

REFERENCE : 993696

AUTHORIZATION :

5051772

COST LIMIT : \$ 35.00

ORDER DATE: October 12, 1998

ORDER TIME : 10:07 AM

ORDER NO. : 993696-005

CUSTOMER NO:

5051772

CUSTOMER: Ms. Kathy Owen

Newport News Shipbuilding And 800002663468--5

4101 Washington Avenue

Newport News, VA 23607

FOREIGN FILINGS

NAME: NNS TANKER HOLDING CORPORATION

X PROFIT XX CORPORATE
NON-PROFIT LIMITED PA

_____ NON-PROFIT _____ LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

Jal 10/14

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.)

SECTI	
(1-3 must be o	completed)
NNS Tanker Holding Corporation Name of corporation as it appears on the records	of the Department of State
Maine of corporation as it appears on the records	To the Department of State.
2. Delaware 3. Nov	rember 17, 1997 Date authorized to do business in Florida
SECTI (4-7 complete only the	
4. If the amendment changes the name of the counder the laws of its jurisdiction of incorporat	ion? May 4, 1998
5. Newport News Tanker Holding Corpora Name of corporation after the amendment, adding suf appropriate abbreviation, if not contained in new name	ffix "corporation", "company" or "incorporated," or
6. If the amendment changes the period of durat	ion, indicate new period of duration.
New Duration	
7. If the amendment changes the jurisdiction of i	ncorporation, indicate new jurisdiction.
New Jurisdiction	
Status B. Clahren Signature	October 9, 1998 Date
Stephen B. Clarkson	V.P., Gen. Coun. & Sec.

Title

Typed or printed name

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "NNS TANKER HOLDING CORPORATION", FILED_A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "NEWPORT NEWS TANKER HOLDING CORPORATION", THE FOURTH DAY OF MAY, A.D. 1998, AT 5:30 O'CLOCK P.R.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID

CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF

DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE

EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE

RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT





Edward J. Freel, Secretary of State

AUTHENTICATION:

2561038 8320

DATE:

9349803

981393591