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March 20, 1998

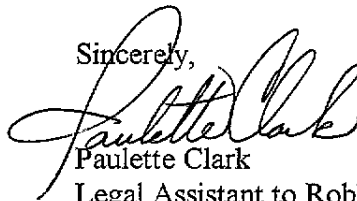
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****52.00 *****52.00

Re: Multi Specialty Marine Services, LLC

Please find enclosed a Certificate of Amendment to The Articles of Organization and the appropriate filing fees for recording. Please contact me if there are questions or changes necessary.

Sincerely,


Paulette Clark

Legal Assistant to Robb R. Maass

Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAR 24 PM 3:47

FILED

**CERTIFICATE OF AMENDMENT TO
THE ARTICLES OF ORGANIZATION OF
MULTI SPECIALTY MARINE SERVICES, LLC.**

1. Multi Specialty Marine Services, LLC., is a limited liability corporation formed pursuant to the provisions of section 608, Florida Statutes, by the filing of Articles of Organization with the State Department on August 15, 1997;

2. Pursuant to Article VII of the Articles of Organization of Multi Specialty Marine Services, LLC., George Shull, of 801 Seabreeze Boulevard, Bahia Mar, Marina Tower, Second Floor, Fort Lauderdale, Florida 33316 was selected as manager;

3. George Shull has resigned as manager by delivery of written notice to all members of Multi Specialty Marine Services, LLC., as permitted by and in compliance with Article II, Section 5, of the Regulations of Multi Specialty Marine Services, LLC;

4. The members of this company in lieu of the Annual, or Special Meeting, did by written consent on February 27, 1998, and effective immediately thereafter, by unanimous consent and agreement of all members as permitted by Florida Law, and the Articles of Organization and Regulations of Multi Specialty Marine Services, LLC.

- a) Accept the resignation of George Shull and appoint Kathleen Allen as the manager of the company;
- b) Authorize the Amendment of the Articles of Organization to reflect the change of managers, and to clarify the meaning of ARTICLES VII and VIII.

NOW THEREFORE, pursuant to the provisions of section 608.411, Florida Statutes, and its Articles of Organization and Regulations, and the action of its members, Multi Specialty Marine Services, LLC., amends ARTICLE VII - MEMBERSHIP RESTRICTIONS and ARTICLE VIII - EXERCISE OF POWERS AND MANAGEMENT, of its Articles of Organization to provide as follows:

ARTICLE VII - MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of at least three-fourths of the voting interests of the company.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on the unanimous written consent of the remaining members.

ARTICLE VIII - EXERCISE OF POWERS AND MANAGEMENT

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the manager as appointed by the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

Management of this limited liability company is reserved to its manager, whose name and address is as follows:

Kathleen Allen
801 Seabreeze Boulevard, Bahia Mar
Marina Tower, Second Floor
Fort Lauderdale, FL 33316

IN WITNESS WHEREOF, in compliance with Florida Statutes Section 608.407(4), the undersigned member or authorized representative of a member of the limited liability company, executed this Certificate of Amendment to these Articles of Organization this ____ day of _____, 1998.

Kathleen Allen Mgr.
Kathleen Allen Member
Name (Printed)

STATE OF FLORIDA)

COUNTY OF BROWARD) ss:

The foregoing was acknowledged before me this 16th day of March, 1998, by _____ who is personally known to me or produced GA - Drivers License as identification.

Linda S. Parzygnat
Signature of Person Taking
Acknowledgment



Linda S. Parzygnat
MY COMMISSION # CC685649 EXPIRES
November 28, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

Name typed, printed or stamped
Title or Rank: _____
Serial Number: _____

FILED
98 MAR 24 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA