

P04471

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(Business Entity Name)

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FILED
08 AUG 12 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N.C.

C. Goldette AUG 18 2008

GARDERE

attorneys and counselors ■ www.gardere.com

(713) 276-5944

August 11, 2008

VIA FEDERAL EXPRESS

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301
(850) 245-6050

Re: Unitor Ships Service, Inc. name change to Wilhelmsen Ships Service, Inc.
Gardere no. 122540.63

Dear Sir or Madam:

Enclosed please find for Unitor Ships Service, Inc. one original and one copy of an Application by Foreign Profit Corporation to File Amendment to Application for Authority to Transact Business in Florida. I am also enclosing check no. 060681 for \$43.75 and certified name change evidence from the domestic state (Delaware) of Unitor Ships Service, Inc.

After filing, please return an ^{certified} acknowledgment copy to:

(self-addressed, stamped envelope enclosed)

Nancy McCormick
Gardere Wynne Sewell LLP
1000 Louisiana, Suite 3400
Houston, TX 77002-5011

If you have any questions or need anything further, please give me a call at (713) 276-5944.

Thank you very much for your attention to this matter.

Very truly yours,



Nancy E. McCormick
Paralegal

Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Unitor Ships Service, Inc.
(Name of Corporation)

DOCUMENT NUMBER: P04471

The enclosed Amendment and fee are submitted for filing
Please return all correspondence concerning this matter to the following:

Nancy McCormick
(Name of Contact Person)

Gardere Wynne Sewell LLP
(Firm/Company)

1000 Louisiana, Ste. 3400
(Address)

Houston, TX 77002-5007
(City/State and Zip Code)

For further information concerning this matter, please call:

Nancy McCormick at (713) 276-5944
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

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

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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)

P04471

(Document number of corporation (if known))

1. Unitor Ships Service, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 12/26/1984
(Incorporated under laws of) (Date authorized to do business in 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? 7/11/2008
5. Wilhelmsen Ships Service, 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)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)


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)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Thomas Flo

(Typed or printed name of person signing)

CFO

(Title of person signing)

FILED
08 AUG 12 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "UNITOR SHIPS SERVICE, INC.", CHANGING ITS NAME FROM "UNITOR SHIPS SERVICE, INC." TO "WILHELMSSEN SHIPS SERVICE, INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF JULY, A.D. 2008, AT 11:44 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2036642 8100

080777117

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6723234

DATE: 07-11-08

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:44 AM 07/11/2008
FILED 11:44 AM 07/11/2008
SRV 080777117 - 2036642 FILE

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
UNITOR SHIPS SERVICE, INC.**

Pursuant to the provisions of Section 242 of the General Corporation Law of the State of Delaware, Unitor Ships Service, Inc., a Delaware corporation (the "Corporation"), does hereby certify:

FIRST: That the Board of Directors of the Corporation, by unanimous written consent pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, adopted a resolution setting forth and declaring advisable an amendment to the Certificate of Incorporation of the Corporation by changing the Article thereof numbered "1" so that, as amended, the Article shall read as follows:

"The name of the Corporation is Wilhelmsen Ships Service, Inc."


SECOND: That in lieu of a meeting and vote of the stockholders of the Corporation, the sole stockholder has given written consent to said amendment in accordance with Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That said amendment was duly adopted in accordance with the applicable provisions of Sections 141(f), 228, and 242 of the General Corporation Law of the State of Delaware.

FOURTH: That this Certificate of Amendment shall be effective upon the filing hereof.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its duly authorized officer, this 1st day of July, 2008.

UNITOR SHIPS SERVICE, INC.

By: 
Name: THOMAS FLO
Title: CFO