

MOL

P34058

MOL (America) Inc.
160 Fieldcrest Avenue, Box 7804
Edison, NJ 08818-7804
(732)-512-5200
www.mitsuiosk.com

March, 14 2002

State of Florida
Amendment Section
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find the appropriate documents to change the name of Mitsui O. S. K. Lines (America) Inc. to MOL (America) Inc.

As requested, the return address is as follows:

MOL (America) Inc.
160 Fieldcrest Avenue, Box 7804
Edison, NJ 08818-7804

If you have any questions regarding the information on the application, please call me at (732) 512-5348

Sincerely,

Yenchi Yang

Yenchi Yang
Accounting Coordinator

700005135257--6
-03/19/02--01079--002
*****43.75 *****43.75

FILED
02 MAR 19 AM 11:20
CLERK OF STATE
TALLAHASSEE, FLORIDA

Yenchi Yang GAVE
AUTHORIZATION BY PHONE TO
CORRECT DATE 3/26/02
DATE 3/26/02
DOC. EXAM PS

PS 3/26/02

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)

FILED
02 MAR 19 AM 11:21
CLERK OF STATE
TALLAHASSEE, FLORIDA

1. Mitsui O.S.K. Lines (America) Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. 5/28/91
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? December 17, 2001

5. MOL (America) 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

Stephen Schoenhaus
Signature

Feb. 25, 2002
Date

Stephen Schoenhaus
Typed or printed name

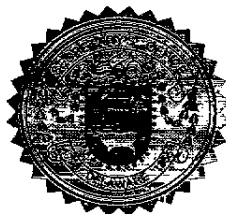
Senior Vice President
Title

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 "MITSUI O.S.K. LINES (AMERICA) INC.", CHANGING ITS NAME FROM "MITSUI O.S.K. LINES (AMERICA) INC." TO "MOL (AMERICA) INC.", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF DECEMBER, A.D. 2001, AT 8:30 O'CLOCK A.M.



2094716 8100

020086269

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1606908

DATE: 02-11-02

FROM RICHARDS, LAYTON, & FINGER #1

(MON) 12. 17' 01 8:41/ST.

STATE OF DELAWARE
RECORDED & INDEXED
DIVISION OF CORPORATIONS
FILED 08:30 AM 12/17/2001
010645490 - 2094716

12/11/2001 10:32 FAX 415 864 8300

NIXON PRABODY LLP SP

002/002

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION OF
MITSUI O.S.K. LINES (AMERICA) INC.

Mitsui O.S.K. Lines (America) Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of Mitsui O.S.K. Lines (America) Inc., by unanimous written consent of its members, filed with the minutes of the board, duly adopted resolutions setting forth a proposed amendment to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling for submission to the sole stockholder entitled to vote thereon by written consent. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered 1 so that, as amended, said Article shall be and read as follows:

"1. The name of the corporation is MOL (AMERICA) INC."

SECOND: That thereafter, by written consent, amendment of the Certificate of Incorporation has been authorized by the sole stockholder, 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 provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be executed by Mr. Stephen Schoenhaus, its authorized officer, on this 14 day of November, 2001.

By: Stephen Schoenhaus
Stephen Schoenhaus, Senior Vice President