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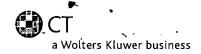
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SECRETARY OF STATE
ALLAHASSEE STATE



 CT

1203 Governors Square Blvd. Tallahassee, FL 32301-2960 850 222 1092 tel 850 222 7615 fax www.ctlegalsolutions.com

January 7, 2008

Department of State, Florida Clifton Building 2611 Executive Center Circle Tallahassee FL 32301 RILED THE STATES OF THE STATES

Re: Order #: 7121647 SO

Customer Reference 1: 090676/0101

Customer Reference 2:

Dear Department of State, Florida:

Please file the attached:

Global Stevedoring, Inc. (FL)

Conversion Florida

Global Stevedoring, Inc. (FL)

Obtain Document - Misc - Certified copy of Conversion

Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to the attention of the undersigned.

If for any reason the enclosed cannot be filed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.



CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY OF GLOBAL STEVEDORING, INC.

(Under Section 607.1113 of the Florida Business Corporation Act)

- I, Carlton H. Spence, hereby certify that I am the Chairman of Global
 Stevedoring, Inc., a Florida corporation, and that as such, I am authorized to execute this
 Certificate of Conversion (this "Certificate") on behalf of Global Stevedoring, Inc., and
 do hereby further certify that:
- 1. Global Stevedoring, Inc. has been converted (the "Conversion") into Global Stevedoring, LLC, a Delaware limited liability company, in compliance with Chapter 607 of the Florida Statutes (the "Act") and such Conversion complies with the applicable laws governing Global Stevedoring, LLC.
- 2. The plan of conversion of Global Stevedoring, Inc. was approved by the board of directors and the shareholder of Global Stevedoring, Inc. in accordance with the Act.
- 3. The Conversion will be effective upon the filing of this Certificate with the Department of State of the State of Florida.
- 4. The address of the principal office of Global Stevedoring, LLC in the State of Delaware is as follows:

N/A

5. Global Stevedoring, LLC hereby appoints the Secretary of State of the State of Florida as its agent for service of process in a proceeding to enforce obligations of Global Stevedoring, Inc., including any appraisal rights of shareholders of Global Stevedoring, Inc. under Sections 607.1301 through 607.1333 of the Act. The Department of State of the State of Florida may use the following address for purposes of Section 607.1114(4) of the Act:

Global Stevedoring, LLC c/o National Registered Agents, Inc. 160 Greentree Drive, Suite 101 County of Kent Dover, DE 19904

6. Global Stevedoring, LLC has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Sections 607.1301 through 607.1333 of the Act.

IN WITNESS WHEREOF, the undersigned authorized person has executed this Certificate of Conversion this 3 day of January, 2008.

Name: Carlton H. Spence
Title: hairman