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NAME: SEA-BARGE LINE, INC.

AUDIT NUMBER.....H98000010414

DOC TYPE.....BASIC AMENDMENT

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Amendment
6-4-98
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SEA-BARGE LINE, INC.
a Florida Corporation

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98 JUN -3 PM 4:28
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to Sections 607.1005, and 607.1006 of the Florida Statutes, SEA-BARGE LINE, INC., a Florida corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is SEA-BARGE LINE, INC.
2. Article III is hereby amended to provide as follows:

ARTICLE III
STOCK

The total number of shares of capital stock which the Corporation shall have authority to issue is 200,000 shares, consisting of 150,000 shares of Class A Common Stock, par value \$0.01 per share (the "Class A Common") and 50,000 shares of Class B Common Stock, par value \$0.01 per share (the "Class B Common"); the Class A Common and the Class B Common hereinafter being referred to collectively as the "Common Stock." Except as otherwise required by applicable law, all shares of Common Stock will be identical in all respects and will entitle the holders thereof to the same rights and privileges, except that on all matters to be voted on by the Corporation's stockholders (a) each holder of record of shares of Class A Common will be entitled to one vote per share so held, and (b) holders of shares of Class B Common will be entitled to no voting rights with respect to their shares of Class B Common.

3. The date of the adoption of the foregoing amendment was March 30, 1998. The number of votes cast for the amendment by the shareholders was sufficient for approval.

Dated this 15th day of April, 1998.

SEA-BARGE LINE, INC.

By: Michael D. Shea
Michael D. Shea, President

Wesley M. Robinson, Esq.
501 Brickell Key Drive, Ste. 504
Miami, Florida 33131
Bar # 339921
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Articles of Amendment for two classes of stock Sea Barge Line 041799.doc

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