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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*****35.00 *****35.00

*Amend
5-3-99
MS
Spoke to Ashcraft
5-3-99 about word Initial
MS*

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: The name of the corporation is:

VULKAN Ship Services, Inc.

SECOND: The following amendments to the articles of incorporation was adopted by the corporation:

ARTICLE VI - BOARD OF DIRECTORS

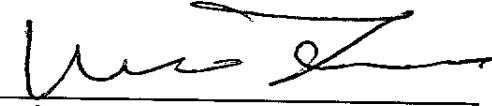
The Board of Directors shall consist of 1 member. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than 1. The name and address of the directors constituting the Board of Directors is:

Enrico Fenzi, 11430 Shipwatch Lane, Unit 1058, Largo, FL 33774.

THIRD: The amendments were approved by the majority shareholders of the corporation on the 12th day of March, 1999, and the number of votes cast was sufficient for approval.

Dated: March 12, 1999

VULKAN Ship Services, Inc.

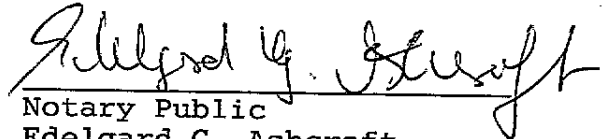
By: 
Enrico Fenzi
Secretary/Treasurer

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, the undersigned authority, personally appeared Enrico Fenzi, to me well known to be the person who executed the foregoing articles of amendment to articles of incorporation and acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23rd day of April, 1999.

(SEAL)  NOTARY PUBLIC
Edelgard G. Ashcraft
Commission # CC 769334
Expires OCT. 6, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.


Notary Public
Edelgard G. Ashcraft