WEST COAST OF SOUTH AMERICA
DISCUSSION AGREEMENT

FMC Agreement No. 203-011426-021

A Cooperative Working Agreement
(As Defined In 46 C.F.R. §572.104(h))

Date of Last Republication: March 31, 1997

Expiration Date: None
Independent Carrier Parties

Mediterranean Shipping Company, SA
18 Chemin Rieu
1208 Geneva, Switzerland

P&O Nedlloyd B.V.
One Meadowlands Plaza
12th Floor
East Rutherford, NJ 07073

South Pacific Shipping Company, Ltd.
d/b/a Ecuadorian Line
Claredon House
Church Street-West
Hamilton 5-31 Bermuda

Transportacion Maritima
Grancolombiana, S.A.
Carrera 13 No. 27-75
Bogota, Colombia

NYK-NOS
300 East Lombard Street
Suite 1405
Baltimore, MD 21202

BHP International Marine Transport
475 Fourteenth Street
Suite 1150
Oakland, CA 94612
IN WITNESS WHEREOF, the Members to FMC Agreement No. 202-011426 hereby agree this 25th day of June, 1998, to amend the Agreement as per the attached pages, and to file same with the U.S. Federal Maritime Commission.

WEST COAST OF SOUTH AMERICA DISCUSSION AGREEMENT

By: Nathan J. Bayer
Counsel to Agreement
Authorized to Execute
Modification Pursuant to Article 6 of the Agreement
West Coast of South America
Discussion Agreement
FMC Agreement No. 203-011426

SIGNATURE PAGE

IN WITNESS WHEREOF, BHP International Marine Transport
agrees to become a member of the West Coast of South America Discussion
Agreement, FMC Agreement No. 203-011426, as of this 15th
day of June, 1998.

BHP INTERNATIONAL MARINE TRANSPORT

By:  [Signature]

Thomas Henderson, President
Independent Carrier Parties

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1208 Geneva, Switzerland

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