ARTICLE 1 - NAME OF AGREEMENT

The name of this Agreement is the "TRANS-PACIFIC AMERICAN FLAG BERTH OPERATORS AGREEMENT."

ARTICLE 2 - PURPOSE OF AGREEMENT

The purpose of this Agreement is to assist American Flag Berth Operators to establish and maintain efficient, reliable, stable and economic liner transportation services in the Trade.

ARTICLE 3 - PARTIES TO AGREEMENT

The parties to this Agreement are the following American Flag Berth Operators:

AMERICAN PRESIDENT LINES, LTD.
1800 Harrison Street
Oakland, CA 94612

SEA-LAND SERVICE, INC.
P.O. Box 800
Iselin, NJ 08830

UNITED STATES LINES, INC.
27 Commerce Drive
Cranford, NJ 07016
Amendment to
FMC Agreement No. 203-008493

WHEREAS, in accordance with Article 7.2 of the Trans-Pacific American Flag Berth Operators Agreement, Lykes Bros. Steamship Co., Inc. has given notice of its withdrawal as a party to the Agreement, effective May 28, 1986;

NOW, THEREFORE, pursuant to Articles 7.2 and 8.1 of the Agreement, the parties hereby agree to (a) amend and modify the Agreement, effective May 28, 1986, by deleting Lykes Bros. Steamship Co., Inc. as a party and (b) authorize the firm of Morgan, Lewis & Bockius, Washington, D.C., to file with the Federal Maritime Commission on their behalf a revised page or pages to the Agreement and such associated supporting materials as may be required to effectuate this amendment.

IN WITNESS WHEREOF, the parties have caused this amendment to be executed by their respective officers or agents thereunto duly authorized. This amendment may be executed in counterparts, each of which will constitute an original hereof.

AMERICAN PRESIDENT LINES, LTD.

BY: Dodd W. Fiori
Name: Dodd W. Fiori
Title: Vice President-Pricing and Government Services
Date Signed: May 28, 1986

LYKES BROS. STEAMSHIP CO., INC.

BY: W. J. Amoss, Jr.
Name: W. J. Amoss, Jr.
Title: Chairman and Chief Executive Officer
Date Signed: May 28, 1986
SEA-LAND SERVICE, INC.

BY

Name: H. P. Camicia
Title: Director, Pricing, Pacific Division

UNITED STATES LINES, INC.

BY

Name: Harlan P. Breed, Jr.
Title: Vice President- Pricing, Pacific Services

Date Signed: May 27, 1986

Date Signed: 5-28-86