

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

<p><u>In re:</u> Overseas Shipholding Group, Inc., <u>et al.</u> Debtors.¹</p>	<p>: : : : : : :</p>	<p>Chapter 11 Case No. 12-20000 Joint Administration Pending</p>
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**DEBTORS’ NOTICE OF HEARING ON VARIOUS
MOTIONS AND APPLICATIONS FOR FIRST DAY RELIEF**

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s tax identification number, are: Overseas Shipholding Group, Inc. (7623); OSG International, Inc. (7117); OSG Bulk Ships, Inc. (2600); 1372 Tanker Corporation (4526); Africa Tanker Corporation (9119); Alcesmar Limited (5306); Alcmar Limited (5307); Alpha Suezmax Corporation (1684); Alpha Tanker Corporation (6063); Amalia Product Corporation (3808); Ambermar Product Carrier Corporation (8898); Ambermar Tanker Corporation (7100); Andromar Limited (5312); Antigmar Limited (5303); Aqua Tanker Corporation (7408); Aquarius Tanker Corporation (9161); Ariadmar Limited (5301); Aspro Tanker Corporation (4152); Atalmar Limited (5314); Athens Product Tanker Corporation (9565); Atlas Chartering Corporation (8720); Aurora Shipping Corporation (5649); Avila Tanker Corporation (4155); Batangas Tanker Corporation (8208); Beta Aframax Corporation (9893); Brooklyn Product Tanker Corporation (2097); Cabo Hellas Limited (5299); Cabo Sounion Limited (5296); Caribbean Tanker Corporation (6614); Carina Tanker Corporation (9568); Carl Product Corporation (3807); Concept Tanker Corporation (9150); Crown Tanker Corporation (6059); Delphina Tanker Corporation (3859); Delta Aframax Corporation (9892); DHT Ania Aframax Corp. (9134); DHT Ann VLCC Corp. (9120); DHT Cathy Aframax Corp. (9142); DHT Chris VLCC Corp. (9122); DHT Rebecca Aframax Corp. (9143); DHT Regal Unity VLCC Corp. (9127); DHT Sophie Aframax Corp. (9138); Dignity Chartering Corporation (6961); Edindun Shipping Corporation (6412); Eighth Aframax Tanker Corporation (8100); Epsilon Aframax Corporation (9895); First Chemical Carrier Corporation (2955); First LPG Tanker Corporation (9757); First Union Tanker Corporation (4555); Fourth Aframax Tanker Corporation (3887); Front President Inc. (1687); Goldmar Limited (0772); GPC Aframax Corporation (6064); Grace Chartering Corporation (2876); International Seaways, Inc. (5624); Jademar Limited (7939); Joyce Car Carrier Corporation (1737); Juneau Tanker Corporation (2863); Kimolos Tanker Corporation (3005); Kythnos Chartering Corporation (3263); Leo Tanker Corporation (9159); Leyte Product Tanker Corporation (9564); Limar Charter Corporation (9567); Luxmar Product Tanker Corporation (3136); Luxmar Tanker LLC (4675); Majestic Tankers Corporation (6635); Maple Tanker Corporation (5229); Maremar Product Tanker Corporation (3097); Maremar Tanker LLC (4702); Marilyn Vessel Corporation (9927); Maritrans General Partner Inc. (8169); Maritrans Operating Company L.P. (0496); Milos Product Tanker Corporation (9563); Mindanao Tanker Corporation (8192); Mykonos Tanker LLC (8649); Nedimar Charter Corporation (9566); Oak Tanker Corporation (5234); Ocean Bulk Ships, Inc. (6064); Oceania Tanker Corporation (9164); OSG 192 LLC (7638); OSG 209 LLC (7521); OSG 214 LLC (7645); OSG 215 Corporation (7807); OSG 242 LLC (8002); OSG 243 LLC (7647); OSG 244 LLC (3601); OSG 252 LLC (7501); OSG 254 LLC (7495); OSG 300 LLC (3602); OSG 400 LLC (7499); OSG America LLC (2935); OSG America L.P. (2936); OSG America Operating Company LLC (5493); OSG Car Carriers, Inc. (1608); OSG Clean Products International, Inc. (6056); OSG Columbia LLC (7528); OSG Constitution LLC (8003); OSG Courageous LLC (2871); OSG Delaware Bay Lightering LLC (4998); OSG Discovery LLC (8902); OSG Endeavor LLC (5138); OSG Endurance L



PLEASE TAKE NOTICE that on November 14, 2012, the above-captioned entities (the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).

The Debtors continue to operate their businesses and manage their properties, as debtors and debtors in possession, pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code,

OSG Financial Corp. (8639); OSG Freedom LLC (3599); OSG Honour LLC (7641); OSG Independence LLC (7296); OSG Intrepid LLC (7294); OSG Liberty LLC (7530); OSG Lightering Acquisition Corporation (N/A); OSG Lightering LLC (0553); OSG Lightering Solutions LLC (5698); OSG Mariner LLC (0509); OSG Maritrans Parent LLC (3903); OSG Navigator LLC (7524); OSG New York, Inc. (4493); OSG Product Tankers AVTC, LLC (0001); OSG Product Tankers I, LLC (8236); OSG Product Tankers II, LLC (8114); OSG Product Tankers, LLC (8347); OSG Product Tankers Member LLC (4705); OSG Quest LLC (1964); OSG Seafarer LLC (7498); OSG Ship Management, Inc. (9004); OSG Valour Inc. (7765); Overseas Allegiance Corporation (7820); Overseas Anacortes LLC (5515); Overseas Boston LLC (3665); Overseas Diligence LLC (6681); Overseas Galena Bay LLC (6676); Overseas Houston LLC (3662); Overseas Integrity LLC (6682); Overseas Long Beach LLC (0724); Overseas Los Angeles LLC (5448); Overseas Martinez LLC (0729); Overseas New Orleans LLC (6680); Overseas New York LLC (0728); Overseas Nikiski LLC (5519); Overseas Perseverance Corporation (7817); Overseas Philadelphia LLC (7993); Overseas Puget Sound LLC (7998); Overseas Sea Swift Corporation (2868); Overseas Shipping (GR) Ltd. (5454); Overseas ST Holding LLC (0011); Overseas Tampa LLC (3656); Overseas Texas City LLC (5520); Pearlmar Limited (7140); Petromar Limited (7138); Pisces Tanker Corporation (6060); Polaris Tanker Corporation (6062); Queens Product Tanker Corporation (2093); Reymar Limited (7131); Rich Tanker Corporation (9147); Rimar Chartering Corporation (9346); Rosalyn Tanker Corporation (4557); Rosemar Limited (7974); Rubymar Limited (0767); Sakura Transport Corp. (5625); Samar Product Tanker Corporation (9570); Santorini Tanker LLC (0791); Serifos Tanker Corporation (3004); Seventh Aframax Tanker Corporation (4558); Shirley Tanker SRL (3551); Sifnos Tanker Corporation (3006); Silvermar Limited (0766); Sixth Aframax Tanker Corporation (4523); Skopelos Product Tanker Corporation (9762); Star Chartering Corporation (2877); Suezmax International Agencies, Inc. (4053); Talara Chartering Corporation (3744); Third United Shipping Corporation (5622); Tokyo Transport Corp. (5626); Transbulk Carriers, Inc. (6070); Troy Chartering Corporation (3742); Troy Product Corporation (6969); Urban Tanker Corporation (9153); Vega Tanker Corporation (3860); View Tanker Corporation (9156); Vivian Tankships Corporation (7542); Vulpecula Chartering Corporation (8718); Wind Aframax Tanker Corporation (9562). The mailing address of the Debtors is: 666 3rd Avenue, New York, NY 10017.

under the protection of the automatic stay against, among other things, the commencement or continuation of actions by creditors to recover, exercise control over or collect property of the Debtors pursuant to § 362 of the Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE that a hearing (the “First Day Hearing”) will be held before the Honorable Peter J. Walsh, United States Bankruptcy Judge, at the United States Bankruptcy Court, 824 Market Street, 6th Floor, Courtroom No. 1, Wilmington, Delaware 19801, on **November 15, 2012 at 3:00 p.m. (ET)** on the following motions and supporting documents requesting certain “first day” relief (collectively, the “First Day Motions”), which were filed by the Debtors in connection with the Case.

D.I. NO.	TITLE
3	Motion Of Debtors For Order Under Fed. R. Bankr. P. 1015 And Del. Bankr. L.R. 1015-1 Authorizing Joint Administration Of Chapter 11 Cases
4	Debtors’ Motion For Entry Of An Order Pursuant To 11 U.S.C. § 341 And 28 U.S.C. § 156(c) Authorizing The Debtors To (I) File (A) Consolidated List Of Creditors And (B) Consolidated List Of Debtors’ Top Fifty Creditors And (II) Provide Notices, Including Notices Of Commencement Of Cases And Section 341 Meeting
6	Debtors’ Motion For Entry Of An Order Extending The Debtors’ Deadline To File Schedules Of Assets And Liabilities, Statements Of Financial Affairs, And List Of Equity Security Holders
7	Debtors’ Application For An Order Authorizing Retention And Appointment Of Kurtzman Carson Consultants LLC As Claims And Noticing Agent, Nunc Pro Tunc To The Petition Date, Pursuant To 28 U.S.C. § 156(c), Section 105(a) Of The Bankruptcy Code And Local Rule 2002-1(f)
8	Debtors’ Motion Pursuant To Sections 105(a) And 366 Of The Bankruptcy Code For Interim And Final Orders (I) Restraining Utility Companies From Discontinuing, Altering Or Refusing Service, (II) Deeming Utility Companies Adequately Assured Of Future Performance And (III) Establishing Procedures For Determining Requests For Additional Assurance
9	Debtors’ Motion For Entry Of An Order Authorizing, But Not Directing, Debtors To Pay Certain Prepetition (I) Wages, Salaries And Other Compensation, (II) Reimbursable Expenses And (III) Medical, Retirement And Similar Benefits

10	Debtors' Motion For An Order Pursuant To Sections 363(c), 503(b), And 105(a) Of The Bankruptcy Code Confirming Administrative Expense Status For The Debtors' Obligations Arising From The Postpetition Delivery Of Goods And Services Ordered Prepetition And Authorizing The Debtors To Pay Such Obligations In The Ordinary Course Of Business
11	Motion Of Debtors For Interim And Final Orders Under 11 U.S.C. §§ 105(a), 363(b), 503(b)(1)(a), 503(b)(9), 1107(a) And 1108 And Fed. R. Bankr. P. 6003 And 6004 Authorizing Payment Of Prepetition Claims Of Certain Critical And Foreign Vendors And Service Providers
12	Motion Of Debtors For Order Pursuant To Sections 105(a), 363(b), 506(a), 507(a)(8) And 541 Of The Bankruptcy Code Authorizing Payment Of Prepetition Taxes And Fees
13	Debtors' Motion For Order (I) Confirming The Enforcement And Applicability Of Section 362 Of The Bankruptcy Code And (II) Confirming The Debtors' Authority With Respect To Post-Petition Operations
14	Debtors' Motion For Interim And Final Orders Under 11 U.S.C. §§ 105, 361, 363 And Fed. R. Bankr. P. 4001, And Del. Bankr. L.R. 4001-2 (I) Authorizing Debtors To Use Cash Collateral Of Cexim, (II) Granting Adequate Protection To Cexim, And (III) Scheduling A Final Hearing Pursuant To Bankruptcy Rule 4001(b)
15	Motion Pursuant To 11 U.S.C. §§ 105(a), 362, And 541 For An Interim Order Establishing Restrictions And Procedures For Certain Trading Activity In Equity Interests In Overseas Shipholding Group, Inc. And Its Affiliated Debtors
16	Debtors' Motion For Interim And Final Orders (A) Approving The Continued Use Of The Cash Management System, Bank Accounts And Business Forms; (B) Permitting Continued Intercompany Loans And Other Transactions And Granting Liens, Claims And Other Relief In Connection Therewith, (C) Authorizing Banks To Honor Certain Transfers And Charge Certain Fees And Other Amounts; And (D) Granting Interim Waiver Of The Requirements Of 11 U.S.C. § 345(b)

Copies of the First Day Motions and the *Declaration Of Captain Robert E. Johnston In Support Of Chapter 11 Petitions And First Day Motions* (D.I. 2) may be inspected in the offices of the Clerk of the Bankruptcy Court during normal business hours or downloaded from the Bankruptcy Court's web site at www.deb.uscourts.gov. Please note that prior registration with the PACER Service Center and payment of a fee may be required to access such documents. Parties in interest may sign up for a PACER account by visiting the PACER website at <http://pacer.psc.uscourts.gov> or by calling (800) 676-6856. Additionally, copies of the

Motions will be available for download from the website of the Debtor's proposed claims, notice and balloting agent, Kurtzman Carson Consultants LLC, at <http://www.kccllc.net/osg>. Requests for copies of the Motions and further information regarding the First Day Hearing may also be made to proposed counsel for the Debtor at the telephone numbers listed below.

Dated: November 14, 2012
Wilmington, Delaware

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