

CONSTAR INTERNATIONAL INC
Form 8-K
March 22, 2006

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of earliest event reported: March 16, 2006

Constar International Inc.

(Exact name of registrant as specified in charter)

Delaware
(State of Incorporation)

000-16496
(Commission
File Number)

13-1889304
(I.R.S. Employer
Identification No.)

One Crown Way, Philadelphia, PA
(Address of Principal Executive Offices)

(215) 552-3700
(Registrant's telephone number,
including area code)

19154
(Zip Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

.. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01. Entry into a Material Definitive Agreement.

On March 16, 2006, Constar International Inc. obtained an amendment and waiver to its Credit Agreement dated as of February 11, 2005 (the Credit Agreement). A copy of the amendment is attached as an exhibit hereto and is incorporated herein by reference. This amendment deleted an interest coverage ratio, and reduced the minimum Available Credit requirement from \$10,000,000 to \$5,000,000. This amendment added a new requirement that the Company maintain minimum Collateral Availability in excess of \$20,000,000. This amendment also made changes to the Company s monthly reporting requirements and waived the delivery of monthly financial statements through the date of the amendment to the extent necessary for compliance with the former monthly reporting requirements. This amendment also added a cure period for certain events of default. Capitalized terms used herein without definition have the respective meanings ascribed thereto in the Credit Agreement, as amended.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

- 10.1 Amendment No. 3 and Waiver, dated as of March 16, 2006, to the Credit Agreement dated as of February 11, 2005, among Constar International Inc., the Lenders party thereto, the Issuers party thereto and Citicorp USA, Inc., as Administrative Agent.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CONSTAR INTERNATIONAL INC.

Date: March 22, 2006

By: /s/ Walter S. Sobon

Name: Walter S. Sobon

Title: Executive Vice President and Chief Financial Officer