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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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July 11, 2005

VIA FEDEX

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Vectorworks Marine, Inc.

Dear Sir/Madam:

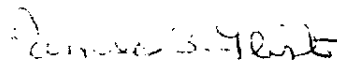
Enclosed for filing please find an Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida (submitted in duplicate) and a certified copy of the amendment document from the State of Nebraska which verifies the name change. This document we request be filed first. To file second, enclosed please find Articles of Incorporation (submitted in duplicate) for a new Florida corporation to be formed under the same above-referenced name. Also enclosed is a check for \$35.00 to cover the Amendment filing fee and a check for \$70.00 to file the new Articles.

We also enclosed Consent to Use Vectorworks Marine, Inc. Trade Name which you may or may not require, if you do not require this document, please return with the evidence of filing documents for the above documents.

Please return evidence of each of the above filings to my attention via FedEx. I have enclosed a prepaid, self-addressed FedEx envelope for your convenience in returning the evidence of filing. We appreciate your assistance.

If you have any questions regarding these requests or need any additional information, please give me a call. Thank you.

Sincerely,



Pamela S. Flint
Paralegal

psf
Enclosures

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F01000004524
(Document number of corporation (if known))

1. Vectorworks Marine, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Nebraska
(Incorporated under laws of)
3. August 27, 2001
(Date authorized to do business in Florida)

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SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

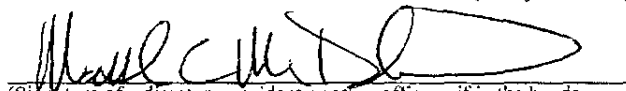
4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 6, 2005
5. Composite Holdings, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
- (If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)
MATTHEW C McDONALD
(Typed or printed name of person signing)

7/8/05
(Date)
PRESIDENT
(Title of person signing)

STATE OF

NEBRASKA



United States of America,
State of Nebraska } ss.

Department of State
Lincoln, Nebraska

I, John A. Gale, Secretary of State of Nebraska do hereby certify;

**the attached is a true and correct copy of Articles of Amendment to
the Articles of Incorporation of**

VECTORWORKS MARINE, INC.

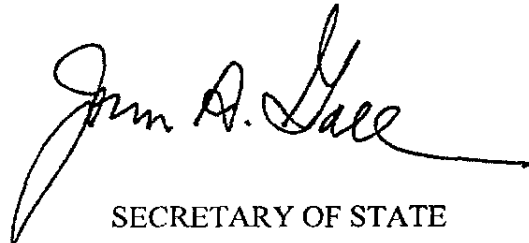
changing the corporate name to

COMPOSITE HOLDINGS, INC.

**with registered office located in OMAHA, Nebraska, as filed in this
office on July 6, 2005.**

In Testimony Whereof,

**I have hereunto set my hand and
affixed the Great Seal of the State
of Nebraska on July 6, 2005.**


SECRETARY OF STATE



**ARTICLES OF AMENDMENT
TO
RESTATED ARTICLES OF INCORPORATION
OF
VECTORWORKS MARINE, INC.**

**I
AMENDMENT**

The Articles of Incorporation of Vectorworks Marine, Inc., a Nebraska Corporation (the "Corporation"), are amended by revoking Article I and adopting the following in substitution thereof:

**ARTICLE I
NAME**


The name of the Corporation is Composite Holdings, Inc. (the "Corporation").

**II
ADOPTION OF AMENDMENT**

The foregoing Amendment was adopted by unanimous written consent of all of the Directors and Shareholders of the Corporation dated as of June 15, 2005, pursuant to Section 21-20,118 of the Nebraska Business Corporation Act.

DATED this 15th day of June, 2005.

VECTORWORKS MARINE, INC.

By 
Matthew C. McDonald, President