

Hughes Hubbard & Reed LLP

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Miami, Florida 33131-4332  
Telephone: 305-358-1666  
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F00000004847

October 10, 2001

**VIA FEDERAL EXPRESS**

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: SLAGCEM, INC.

Dear Sir or Madam:

Enclosed for filing is an original executed Application by Foreign Corporation to File Amendment to Application for Authorization to Transact Business in Florida for the above-referenced corporation along with a check in the amount of \$35.00 for the required filing fees. Please send the undersigned acknowledgement of the filing.

Please call the undersigned should you have any questions regarding this filing. Thank you for your immediate attention to this matter.

Sincerely,



Patricia Mendez  
Legal Assistant

Enclosures

Name change  
HFB  
10-24-2001

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2001 OCT 24 PM 2:12



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 17, 2001

HUGHES HUBBARD & REED LLP  
201 SOUTH BISCAYNE BOULEVARD  
MIAMI, FL 33131-4332

SUBJECT: SLAGCEM, INC.  
Ref. Number: F00000004847

We have received your document for SLAGCEM, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

- ✓ An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.
- ✓ Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6957.

Doug Spitler  
Document Specialist

Letter Number: 601A00057394

RECEIVED  
01 OCT 24 PM 1:59  
DIVISION OF CORPORATIONS

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

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

5. Civil and Marine 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.

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

3/10/01  
Date

PRESIDENT  
Title

*State of Delaware*  
*Office of the Secretary of State*      PAGE 1

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SLAGCEM, INC.", CHANGING ITS NAME FROM "SLAGCEM, INC." TO "CIVIL AND MARINE INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF SEPTEMBER, A.D. 2001, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3274042 8100

010479751

AUTHENTICATION: 1363274

DATE: 09-27-01

Certificate of Amendment  
of  
Certificate of Incorporation  
of  
Slagcem, Inc.

Slagcem, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY:

FIRST: That a meeting of the Board of Directors of Slagcem, Inc., a Delaware Corporation (the "Corporation"), was duly held and resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of the Corporation for consideration thereof.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of the Corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that Article I of the Certificate of Incorporation of the Corporation shall be amended to read as follows:

"The name of the Corporation is Civil and Marine Inc."

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of the Corporation shall not be reduced under or by reason of said amendment

By: A. Eric Moore

Name: A. Eric Moore

Title: President