

# State of Idaho

## Department of State

### CERTIFICATE OF AMENDMENT OF

GOLD SECURITIES CORPORATION  
File Number C 13993

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of GOLD SECURITIES CORPORATION duly executed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated: February 6, 1996



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sally J. Clark*

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SECRETARY OF STATE  
STATE

Articles of Amendment  
to the Articles of Incorporation  
of  
GOLD SECURITIES CORPORATION  
under

Section 30-1-58 of the Idaho Business Corporation Act

The undersigned corporation declares as follows:

FIRST: the name of the corporation is GOLD SECURITIES CORPORATION.

SECOND: Prior to the filing of this Amendment, there were authorized for issuance 50,000,000 shares of Common Stock, no par value, of which 18,726,189 were issued, and 31,273,811 were unissued. Article V of the Articles of Incorporation as hereby amended, shall read in its entirety as follows:

"(a) The total authorized capital stock of the Corporation shall be FIFTY MILLION (50,000,000) shares of Common Stock having no par value, and FIVE MILLION (5,000,000) shares of Preferred Stock, having no par value. At 5:00 p.m. on the date of the filing of these Articles of Amendment to the Articles of Incorporation, all outstanding shares of Common Stock held by each holder of record on such date shall be automatically combined at the rate of .033 (thirty three one thousandths) for one without any further action on the part of the holders thereof or this Corporation. No fractional shares will be issued. All fractional shares shall be increased to the next higher whole number of shares.

(b) All shares of the Class of Preferred shall be preferred over the class of Common as to dividends and liquidation rights.

(c) (1) Shares of Preferred Stock may be issued from time to time in one or more series as may from time to time be determined by the Board of Directors, each of said series to be distinctly designated. All shares of any one series of Preferred Stock shall be alike in every particular, except that there may be different dates from which dividends, if any, thereon shall be cumulative, if made cumulative. The voting powers and the preferences and relative, participating, optional and other special rights of each such series, and the qualifications, limitations or restrictions thereof, if any, may differ from those of any and all other series at any time outstanding; and the Board of Directors of the Corporation is hereby expressly granted authority to fix by resolution or resolutions adopted prior

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to the issuance of any shares of a particular series of Preferred Stock, the voting powers and the designation, preferences and relative, optional and other special rights, and the qualifications, limitations and restrictions of such series, including, but without limiting the generality of the foregoing, the following:

(A) The distinctive designation of, and the number of shares of Preferred Stock which shall constitute such series, which number may be increased (except where otherwise provided by the Board of Directors) or decreased (but not below the number of shares thereof then outstanding) from time to time by like action of the Board of Directors;

(B) The rate and times at which, and the terms and conditions on which, dividends, if any, on Preferred Stock of such series shall be paid, the extent of the preference or relation, if any, of such dividends to the dividends payable on any other class or classes, or series of the same or other classes of stock and whether such dividends shall be cumulative or non-cumulative;

(C) The right, if any, of the holders of Preferred Stock of such series to convert the same into or exchange the same for, shares of any other class or classes or of any series of the same or any other class or classes of stock of the Corporation and the terms and conditions of such conversion or exchange;

(D) Whether or not Preferred Stock of such series shall be subject to redemption, and the redemption price or prices and the time or times at which, and the terms and conditions on which, Preferred Stock of such series may be redeemed;

(E) The rights, if any, of the holders of Preferred Stock of such series upon the voluntary or involuntary liquidation, merger, consolidation, distribution or sale of assets, dissolution or winding-up, of the Corporation;

(F) The terms of the sinking fund or redemption or purchase account, if any, to be provided for the Preferred Stock of such series; and

(G) The voting powers, if any, of the holders of such series of Preferred Stock which may, without limiting the generality of the foregoing, include the right, voting as a series or by itself or together with other series of Preferred Stock or all series of Preferred Stock as a class, to elect one or more directors of the Corporation if there shall have been a

default in the payment of dividends on any one or more series of Preferred Stock or under such other circumstances and on such conditions as the Board of Directors may determine.

(2) The relative powers, preferences and rights of each series of Preferred Stock in relation to the powers, preferences and rights of each other series of Preferred Stock shall, in each case, be as fixed from time to time by resolution of the Board of Directors, and the consent, by class or series vote or otherwise, of the holders of such of the series of Preferred Stock as are from time to time outstanding shall not be required for the issuance by the Board of Directors of any other series of Preferred Stock whether or not the powers, preferences and rights of such other series shall be fixed by the Board of Directors as senior to, or on a parity with, the powers, preferences and rights of such outstanding series, or any of them; provided, however, that the Board of Directors may provide in such resolution that the consent of the holders of a majority (or such greater proportion as shall be therein fixed) of the outstanding shares of such series voting therein shall be required for the issuance of any or all other series of Preferred Stock.

(3) Subject to any limitations set forth herein, Shares of Common Stock or any series of Preferred Stock may be issued from time to time as the Board of Directors of the Corporation shall determine and on such terms and for such consideration as shall be fixed by the Board of Directors.

(4) The authorized amount of shares of Common Stock and of Preferred Stock may, without a class or series vote, be increased or decreased from time to time by the affirmative vote of the holders of a majority of the stock of the Corporation entitled to vote thereon."

THIRD : The amendment to the Articles of Incorporation was authorized by vote or written consent of the Board of Directors, followed by the vote of the holders of 12,171,292 shares of Common Stock out of a total of 18,726,189 issued and outstanding shares entitled to vote on the amendment at a duly called meeting of Shareholders on February 2, 1995. The amendment was not opposed by any shares of Common Stock entitled to vote thereon.

IN WITNESS WHEREOF, we hereunto sign our names and affirm that the statements made herein are true under the penalties of perjury, this 2nd day of February, 1996.

GOLD SECURITIES CORPORATION

By:   
Michael Nafash, President

By:   
Paul Litwinezuk, Secretary

STATE OF New Jersey )  
 ) ss:  
COUNTY OF Passaic )

Be it remembered that on this 2nd day of February, 1996 personally came before me a Notary Public in and for the County and State aforesaid, Michael Nafash who stated that he is the President of Gold Securities Corporation, and who is known personally to me as such, and verified the foregoing document to be the act of the signers thereof, and that the facts stated therein are true.

Given under my hand and seal of office the day and year aforesaid.

Maria L. Filewicz

Notary

MARIA L. FILEWICZ  
NOTARY PUBLIC OF NEW JERSEY  
MY COMMISSION EXPIRES MAR. 8, 1999