



CERTIFICATE OF AMENDMENT
OF

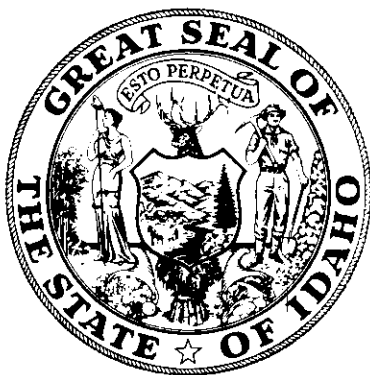
GOLD RUN GULCH MINING COMPANY

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 RUN GULCH MINING COMPANY

duly signed and verified 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 March 21, 19 88.



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF AMENDMENT

SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

GOLD RUN GULCH MINING COMPANY

Pursuant to the provisions of the Idaho Business Corporation Act, GOLD RUN GULCH MINING COMPANY adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is GOLD RUN GULCH MINING COMPANY.

SECOND: The following amendment to the Articles of Incorporation was adopted by the incorporator of the corporation on March 17, 1988, in the manner prescribed by law. That said amendment is that Article IV of the Articles of Incorporation shall be amended to read as follows:

IV

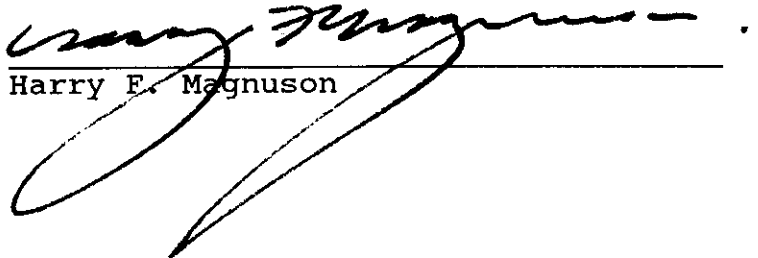
This corporation shall be capitalized for One hundred fifty thousand (\$150,000.00) Dollars. The total authorized stock of this corporation shall be divided into Three million (3,000,000) shares, all of which shall be common stock with a par value of \$0.05 per share. Said shares shall be nonassessable and shall all be of the same class and every share of said stock shall be equal in all respects to every said share.

THIRD: The manner in which this amendment affects the change in the amount of stated capital, and the amount of stated capital as changed by such amendment, is as follows:

Stated capital prior to amendment: \$300,000.00; Stated capital subsequent to amendment: \$150,000.00.

FOURTH: That the incorporator has the authority to amend the Articles of Incorporation for the reason that no shares of stock in the corporation have been issued.

The incorporator has signed this Amendment to the Articles of Incorporation of Gold Run Gulch Mining Company this 17 day of March, 1988.

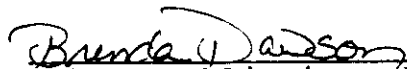


Harry F. Magnuson

STATE OF IDAHO)
) ss.
County of Shoshone)

On this 17th day of March, 1988, before me, the undersigned, a Notary Public for Idaho, personally appeared Harry F. Magnuson, known to me to be the person whose name is subscribed to the within instrument and acknowledged and swore to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Notary Public in and for the State of
Idaho.
Residing at: Hayden Lake
Commission expires: 12-93