

**ARTICLES OF AMENDMENT
OF
NABOB SILVER-LEAD COMPANY.**

97 AUG 21
STATE OF IDAHO

IDAHO SECRETARY OF STATE
08/21/97 09:00
CK: 10533 CT: 6100 BH: 31667
1 2 20:00 AMEND PROOF
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C14304

Pursuant to the provisions of Section 30-1-61 of the Idaho Code, the undersigned adopts the following Articles of Amendment to the Articles of Incorporation:

FIRST: The name of the corporation is NABOB SILVER-LEAD COMPANY.

SECOND: The following amendment of the Articles of Incorporation was adopted by the shareholders of the corporation at the special meeting of the shareholders held on July 3, 1997;

Article VI of the Articles of Incorporation of NABOB SILVER-LEAD COMPANY was amended to read in its entirety as follows:

"ARTICLE VI

The amount of capital stock of the corporation shall be Fifty Thousand Dollars (\$50,000), and the number of authorized shares of stock shall be fifty million (50,000,000) of the par value of one-tenth of a cent (\$.001) each. The shares when issued shall be fully paid and non-assessable."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 6,586,488; and the number of shares entitled to vote was 6,586,488.

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

CLASS

NUMBER OF SHARES

(Inapplicable)

FIFTH: The number of shares voted for the amendment to Article VI was 3,362,057; and the number of shares voted against such amendment was 27,750.

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was:

CLASS	NUMBER OF SHARES
(Inapplicable)	

SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows:

(No change)

EIGHTH: The manner in which such amendment offered a change in the amount of stated capital, and the amount of stated capital as changed by such amendment are as follows:

The amendment to the Article VI decreased the amount of stated capital by \$1,950,000 to \$50,000.

DATED 14 day of July, 1997.

NABOB SILVER-LEAD COMPANY

By: Robert A. Rice
Robert Rice, President

By: _____
L. David Sanders, Secretary

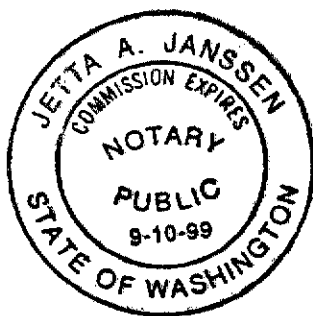
STATE OF Washington)
County of King) :ss.

L. David Sanders, being first duly sworn, on oath deposes and says:

That he is the Secretary of NABOB SILVER-LEAD COMPANY, an Idaho corporation; that he has read the foregoing Articles of Amendment, knows the contents thereof and believes the same to be true; that he is authorized to execute said instrument and that the seal fixed is the corporate seal of the corporation.

L. David Sanders
L. David Sanders, Secretary

SUBSCRIBED AND SWORN to before me this 24 day of July, 1997.



Jetta A. Janssen
Notary Public for Washington
Residing at: US Bank 0157
Commission Expires: 9.10.99

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