



Department of State.

**CERTIFICATE OF AMENDMENT
OF**

MADERA MINING COMPANY, INC.

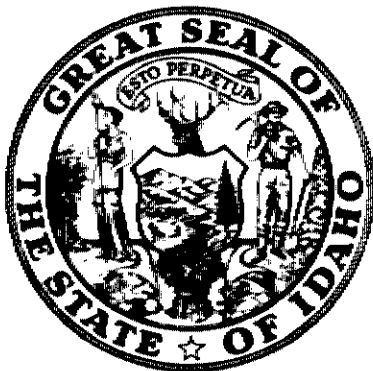
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

MADERA MINING COMPANY, INC.

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 _____ May 1 _____, 19 89



Pete T. Cenarrusa

SECRETARY OF STATE

Samuel Clark
Corporation Clerk

Articles of Amendment

Name of Corporation Madera Mining Company Inc.

Article Amended:

7. Authorized shares. The total number of shares which the Corporation shall have the authority to issue is 5,000,000 with a value of 1/10 of a cent, which shall be classified as common shares.

Date of adoption: April 16, 1989.

On this date 2,515,000 shares were outstanding and entitled to vote.

2,415,000 shares were voted in favor of the amendment, and 0 (zero) shares were voted against adopting the amendment.

All no par value shares will be redeemed and exchanged on a one for one basis for shares having a par value of 1/10 of cent.

stated capital will not change.

Amour Zhair 4/20/89
President date

Peter F. Hess 4/26/89
Secretary date

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SECRETARY OF STATE

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SECRETARY OF STATE
STATE OF IDAHO }
COUNTY OF Ada } SS

I, Lucy J Clark, a notary public, do hereby
certify that on this 1st day of May, 19 89,
personally appeared before me Terence L. Kiser who, being by me
first duly sworn, declared that he is the president of
Madera Mining Company Inc.,
that he signed the foregoing document as president of
the corporation, and that the statements therein contained are true.

(Notarial Seal)

Lucy J Clark
Notary Public for Idaho -
Residing at: Bosse
My Commission Expires: 11/21/91