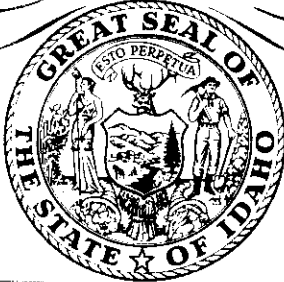


State of Idaho



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

PETE T. CEMARUSA

I, ~~ARNOLD WILLIAMS~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

HEIDELBERG MINING COMPANY OF MONTANA, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **9th** day of **December**, 19**68**, original articles of amendment, as provided by Section **8 30-146, 30-147 & 30-148, Idaho Code**, changing corporate name to **HEIDELBERG SILVER MINING CO.**, and increasing capital stock to **\$300,000.00.**,

and that the said articles of amendment contain the statement of facts required by law, and ^{will be} are recorded on Film No. **microfilm** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **9th** day of **December**, A. D., 19**68**.

Secretary of State

AMENDMENTS TO THE
ARTICLES OF INCORPORATION OF
HEIDELBERG MINING CO.
of Montana, INC.

At a special meeting of the shareholders of the HEIDELBERG MINING COMPANY of Montana, INC., held on September 9, 1968, the following Amendments to the Articles of Incorporation of the HEIDELBERG MINING COMPANY of Montana were adopted by a vote of more than two-thirds of the issued and outstanding shares of said corporation:

RESOLVED: That Paragraph I of the Articles of Incorporation be amended to read: The name of the corporation shall be HEIDELBERG SILVER MINING CO.

RESOLVED: That Paragraph VI of the Articles of Incorporation be amended to read: The capitalization of the company shall be \$300,000.00 divided into 3,000,000 shares of common non-assessable stock of the par value of \$.10 each.

At the meeting, 529,000 shares were voted in favor of the foregoing Amendments to the Articles of Incorporation and no shares voted against said Amendments, there being a total of 541,000 shares of \$.10 par value common stock issued and outstanding.

HEIDELBERG MINING CO. of Montana, INC.

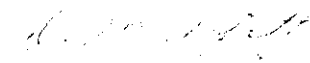
By William J. Brogatti
President
Charles W. Anthony
Secretary

STATE OF WASHINGTON)
 : ss
County of Franklin)

On this 9th day of September, 1968 before me personally appeared William J. Brogatti and Charles W. Anthony to me known to be the President and Secretary respectively, of the

corporation that executed the foregoing instrument named HEIDELBERG MINING CO. of Montana, INC. and acknowledged said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned and on an oath stated that they were authorized to execute said instrument and that the seal affixed is the corporate seal of said corporation.

GIVEN under my hand and official seal the day and year last above written.



Notary Public in and for the
State of Washington residing
at _____

My Commission Expires: