

ARTICLES OF AMENDMENT
OF
SILVER BELT MINES, INC.

FILED
99 JUL 19 AM 8:56
CLERK OF STATE
STATE OF IDAHO

Pursuant to the provisions of Section 30-1-1001 of the Idaho Code, the undersigned adopts the following Articles of Amendment to the Articles of Incorporation:

FIRST: The name of the corporation is SILVER BELT MINES, INC.

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 September 30, 1992;

Article V of the Articles of Incorporation of SILVER BELT MINES, INC. was amended to read in its entirety as follows:

"ARTICLE V

The amount of the capital stock of this corporation shall be One Million Dollars (\$1,000,000.00) divided into Ten Million (10,000,000) shares of the par value of Ten Cents (\$0.10) per share. Said shares shall be non-assessable and shall all be of the same class and every share of said stock shall be equal in all respects to every other of said shares."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 2,985,595; and the number of shares entitled to vote was 2,985,595.

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

CLASS

(Inapplicable)

NUMBER OF SHARES

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FIFTH: The number of shares voted for the amendment to Article V was 1,631,663; and the number of shares voted against such amendment was 0.

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 V increased the amount of stated capital by \$650,000.00 to \$1,000,000.00.

DATED 14th day of July, 1999.

SILVER BELT MINES, INC.


By: H. F. Magnuson
H. F. Magnuson, President

By: R. M. MacPhee
R. M. MacPhee, Secretary

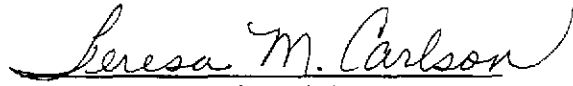
STATE OF IDAHO)
 :SS.
County of Shoshone)

R. M. MacPhee, being first duly sworn, on oath deposes and says:

That he is the Secretary of SILVER BELT MINES, INC., 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.


R. M. MacPhee, Secretary

SUBSCRIBED AND SWORN to before me this 14th day of July, 1999.


Notary Public for Idaho
Residing at: Osburn
Commission Expires: 11/25/2002

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