

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

MAY 20 1986

WM. SWACKHAMER, SECRETARY OF STATE

Wm. Swackhamer

No. 636-65

102925



State of DELAWARE

Office of SECRETARY OF STATE

I, Michael Harkins, Secretary of State of the State of Delaware,
do hereby certify that the attached is a true and correct copy of
Certificate of Amendment
filed in this office on May 2, 1986



Form 130

FILING FEE: \$50.00
BY: UNITED STATES CORPORATION
CO
SEVENTY PINE STREET
NEW YORK, NEW YORK 10270

Michael Harkins
Michael Harkins, Secretary of State
BY: *M. Harkins*
DATE: May 9, 1986

BOOK 1 45 PAGE 001

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FILED 11:30 AM

MAY 2 1983

Myrl H. Hale
SECRETARY OF STATE

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
CARLIN GOLD MINING COMPANY

CARLIN GOLD MINING COMPANY, a Delaware corporation, hereby certifies as follows:

FIRST. The Board of Directors of said corporation duly adopted a resolution setting forth and declaring advisable the amendment of Article First of the Certificate of Incorporation of said corporation so that, as amended, said Article shall read as follows:

"FIRST: The name of the Company is Newmont Gold Company."

SECOND. The Board of Directors of said corporation duly adopted a resolution setting forth and declaring advisable the amendment of Article Fourth of the Certificate of Incorporation of said corporation so that, as amended, said Article shall read as follows:

"FOURTH: The total number of shares of Common Stock which the Company shall have authority to issue is One Hundred Million (100,000,000) and the par value of each of such shares is One Cent (\$.01) amounting in the aggregate to One Million Dollars (\$1,000,000)."

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Upon this amendment becoming effective each of the previously authorized Ten Thousand (10,000) shares of Common Stock of the par value of One Hundred Dollars (\$100) per share, whether issued or unissued, shall be reclassified as and changed into Ten Thousand (10,000) shares of Common Stock of the par value of One Cent (\$.01) per share.

THIRD. In lieu of a vote of stockholders, written consent to the foregoing amendments has been given by the holder of all of the outstanding stock entitled to vote thereon in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Carlin Gold Mining Company has caused this certificate to be signed by T. Peter Philip, its President, and attested by H. David Potter, its Secretary on the 1st day of May, 1986.

CARLIN GOLD MINING COMPANY

By

T. Peter Philip
President

Attest:

By

H. David Potter
Secretary

RECORDED AT REQUEST OF
John C. Miller
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86 JUN 4 A10:30

OFFICIAL RECORDS
ESREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER
FILE NO. 102925
FEE \$ 8.00

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STATE OF NEVADA
DEPARTMENT OF
STATE

I hereby certify that this is a true
and complete copy of the document
as filed in this office.

DATED: MAY 29 1986

SEAL
Affixed

WM. D. SWICKHAMER
Secretary of State

BY

Spri Jensen