

FILED

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

115946

AUG 12 1987

FRANKIE BUN DEL PAPA SECRETARY OF STATE

**CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
OF BRISTLECONE, INC.**

No. 5125-87 (Changing Name to HATHOR GOLD MINING CO.)

The undersigned, LOUIS WOLFIN, THOMAS GELFAND and ROBERT OSTERSTOCK, hereby affirmatively declare and certify as follows:

1. They are all of the original incorporators of the above named corporation, BRISTLECONE, INC., whose original Articles of Incorporation were filed in the office of the Secretary of State of the State of Nevada on April 28, 1987, and in the office of the County Clerk of the County of Elko, State of Nevada, on April 30, 1987.
2. To the date of this Certificate, no part of the capital of the said corporation has been paid and no stock has been issued and there are no stockholders or shareholders in said corporation.
3. The undersigned, as the original incorporators and in accordance with the provisions of Nevada Revised Statutes, Section 78.380, hereby amend the Articles of Incorporation of the said BRISTLECONE, INC. to change the name of said corporation from BRISTLECONE, INC. to HATHOR GOLD MINING CO.
4. This Amendment shall be effective upon the filing of this Certificate with the Secretary of State of the State of Nevada and a copy hereof, certified by the said Secretary of State, filed with the County Clerk of the County of Elko, State of Nevada; and from said time the name of said corporation shall be HATHOR GOLD MINING CO.
5. All of the other provisions of said Articles of Incorporation shall remain the same and are of full force and effect.

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IN WITNESS WHEREOF, the undersigned, being all of the original incorporators of said corporation, have hereunto set their hands and executed and acknowledged this Certificate this 23^d day of July, 1987.

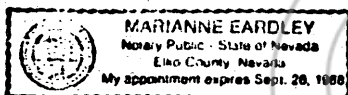
[Signature]
LOUIS WOLFEN

[Signature]
THOMAS GELFAND

[Signature]
ROBERT OSTERSTOCK

STATE OF NEVADA)
COUNTY OF ELKO) SS.

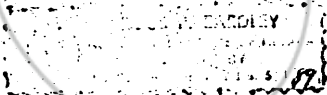
On this 23rd day of July, 1987, personally appeared before me ROBERT OSTERSTOCK, who acknowledged that he executed the above instrument.



[Signature]
NOTARY PUBLIC

STATE OF NEVADA)
COUNTY OF ELKO) SS.

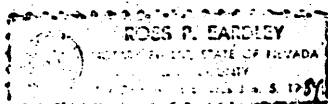
On this 10th day of August, 1987, personally appeared before me LOUIS WOLFEN, who acknowledged that he executed the above instrument.



[Signature]
NOTARY PUBLIC

STATE OF NEVADA)
COUNTY OF E/16) SS.

On this 10th day of August, 1987, personally appeared
before me THOMAS GELFAND, who acknowledged that he executed the above
instrument.



Ross P. Eardley
NOTARY PUBLIC

RECORDED AT THE REQUEST OF
Tractor Title Co.
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88 FEB -2 AIO 27

OFFICIAL PUBLIC
CLERK
FILE NO 115946
FEE \$ 8.00

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: AUG 12 1987

Frankie Sue Del Papa
FRANKIE SUE DEL PAPA
Secretary of State

BY Nancy McCaus

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