

NUMBER: 318782



**CERTIFICATE  
OF  
CHANGE OF NAME**  
*COMPANY ACT*

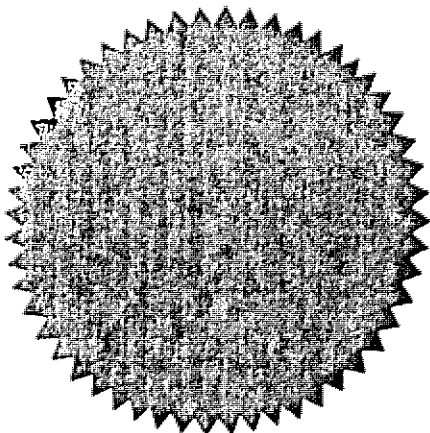
*CANADA  
PROVINCE OF BRITISH COLUMBIA*

*I Hereby Certify that*  
GOLDEN SKY RESOURCES INC.  
has this day changed its name to  
GOLDEN SKY VENTURES INTERNATIONAL INC.

*Issued under my hand at Victoria, British Columbia  
on June 07, 1994*

A handwritten signature in cursive script, reading 'J. Powell'.

JOHN S. POWELL  
*Registrar of Companies*



I HEREBY CERTIFY THAT THIS IS A COPY  
A DOCUMENT FILED WITH THE  
REGISTRAR OF COMPANIES  
JUN 07 1994

FORM 21  
(Section 371)

FOR REGISTRAR OF COMPANIES  
FOR THE PROVINCE OF BRITISH COLUMBIA

PROVINCE OF BRITISH COLUMBIA

Certificate of  
Incorporation No. 318782

COMPANY ACT

SPECIAL RESOLUTION

The following special resolutions were passed by the undermentioned Company on the date stated:

Name of Company: **GOLDEN SKY RESOURCES INC.**

Date resolution passed: May 6, 1994

Resolution:

"UPON MOTION duly made, IT WAS RESOLVED as a Special Resolution that the name of the Company be changed to "Golden Sky Ventures International Inc." or any other name duly approved by the directors and the regulatory authorities, and that paragraph 1 of the Memorandum of the Company be altered accordingly."

(The Memorandum as altered is attached hereto as Schedule "A")

CERTIFIED a true copy this 12th day of May, 1994.

(Signature) Lewis P. Salley

(Relationship to Company) Solicitor

SCHEDULE "A"

ALTERED MEMORANDUM

(As altered by Special Resolution passed May 6, 1994)

1. The name of the Company is "GOLDEN SKY VENTURES INTERNATIONAL INC."
2. The authorized capital of the Company consists of ONE HUNDRED MILLION (100,000,000) common shares without par value.