

**Alberta**

**BUSINESS CORPORATIONS ACT**

**CERTIFICATE**

**OF**

**AMENDMENT**

**CBR GOLD CORP.**  
AMENDED ITS ARTICLES ON 2009/02/26.



# Name/Structure Change Alberta Corporation - Registration Statement

**Alberta Amendment Date: 2009/02/26**

**Service Request Number:** 12777433

**Corporate Access Number:** 209992809

**Legal Entity Name:** COMMITTEE BAY RESOURCES LTD.

**French Equivalent Name:**

**Legal Entity Status:** Active

**Alberta Corporation Type:** Named Alberta Corporation

**New Legal Entity Name:** CBR GOLD CORP.

**New French Equivalent Name:**

**Nuans Number:** 95525628

**Nuans Date:** 2009/02/26

**French Nuans Number:**

**French Nuans Date:**

**Share Structure:** SEE ATTACHMENT "A"

**Share Transfers Restrictions:** NO RESTRICTIONS

**Number of Directors:**

**Min Number Of Directors:** 3

**Max Number Of Directors:** 15

**Business Restricted To:** NONE

**Business Restricted From:** NONE

**Other Provisions:** SEE ATTACHMENT "B"

**BCA Section/Subsection:** 173(1)(A) AND (F)

**Professional Endorsement Provided:**

**Future Dating Required:**

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## Annual Return

File Year	Date Filed
2008	2008/07/02
2007	2008/07/02
2006	2007/04/15

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## Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Statutory Declaration	10000698000033032	2002/07/19

Share Structure	ELECTRONIC	2002/07/19
Other Rules or Provisions	ELECTRONIC	2002/07/19
Articles/Plan of Arrangement/Court Order	10000001000358376	2005/11/30
Consolidation, Split, Exchange	ELECTRONIC	2009/02/26

**Registration Authorized By:** DEBRA J. POON  
SOLICITOR

# Name/Structure Change Alberta Corporation - Pre-Registration Confirmation Report

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**BCA Section/Subsection:** 173(1)(A) AND (F)

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Consolidation, Split, Exchange	ELECTRONIC	2009/02/26

  
**Registration Authorized By: DEBRA J. FOON**  
SOLICITOR

SCHEDULE RE SUBSECTION 173(1)(F)

Pursuant to Subsection 173(1)(f) of the Business Corporations Act (Alberta), the Articles of Committee Bay Resources Ltd. is hereby amended to provide that the Corporation's issued and outstanding 145,947,865 Common Shares be consolidated on the basis of 5 Common Shares to become 1 Common Share, subject to any changes as a result of the rounding down of fractional shares.

Should any shareholder become entitled to a fractional share as a result of the aforesaid share consolidation, such share shall be rounded downwards to the next whole number of shares.

# Articles Of Amendment

Business Corporations Act  
Sections 29 or 177

1. Name of Corporation	2. Corporate Access Number
COMMITTEE BAY RESOURCES LTD.	209992809

3. The Articles of the above named corporation are amended in accordance with Sections 173(1)(a) and (f) of the *Business Corporations Act* (Alberta) (the "Act") as follows:

pursuant to Section 173(1)(a) of the Act by deleting the name "Committee Bay Resources Ltd." and substituting therefor the name "CBR Gold Corp."; and

pursuant to Section 173(1)(f) of the Act by consolidating the Corporation's issued and outstanding 145,947,865 Common Shares on the basis of 5 Common Shares to become 1 Common Share, subject to any changes as a result of the rounding down of fractional shares. Should any shareholder become entitled to a fractional share as a result of the aforesaid share consolidation, such share shall be rounded downwards to the next whole number of shares.

**FILED**

*Feb 26, 2009*

McCarthy Tétrault LLP  
Calgary, Alberta


Per: 

  
Sean Mager

Name of Person Authorizing (please print)

Chief Financial Officer

Title (please print)

  
Signature

February 23, 2009

Date

*This information is being collected for the purposes of corporate registry records in accordance with the Business Corporations Act. Questions about the collection of this information can be directed to the Freedom of Information and Protection of Privacy Coordinator for Alberta Registries, Research and Program Support, 3rd Floor, Commerce Place, 10155 - 102 Street, Edmonton, Alberta T5J 4L4, (780) 422-7330*

REG 3054 (89/01)

200586-378034  
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## **SCHEDULE RE SUBSECTION 173(1)(f)**

Pursuant to Subsection 173(1)(f) of the *Business Corporations Act* (Alberta), the Articles of Committee Bay Resources Ltd. is hereby amended to provide that the Corporation's issued and outstanding 145,947,865 Common Shares be consolidated on the basis of 5 Common Shares to become 1 Common Share, subject to any changes as a result of the rounding down of fractional shares.

Should any shareholder become entitled to a fractional share as a result of the aforesaid share consolidation, such share shall be rounded downwards to the next whole number of shares.