

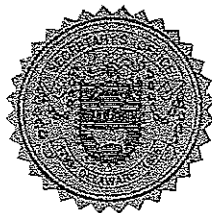
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BAY RESOURCES LTD.", CHANGING ITS NAME FROM "BAY RESOURCES LTD." TO "GOLDEN RIVER RESOURCES CORPORATION", FILED IN THIS OFFICE ON THE TENTH DAY OF MARCH, A.D. 2006, AT 10:57 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2116186 8100

060235564

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4582939

DATE: 03-10-06