

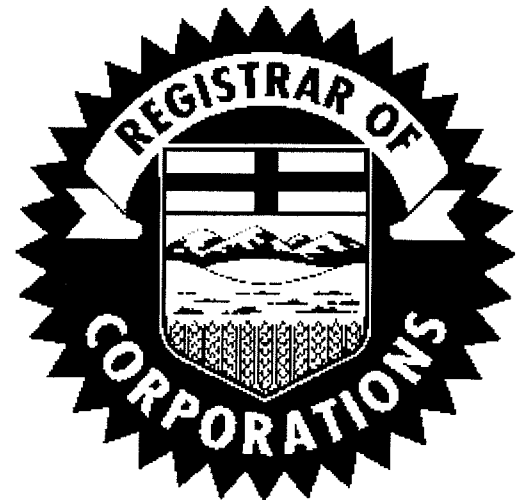
**CORPORATE ACCESS NUMBER: 205480387**

**Alberta**

**BUSINESS CORPORATIONS ACT**

**CERTIFICATE  
OF  
AMENDMENT AND REGISTRATION  
OF RESTATED ARTICLES**

**MELCOR DEVELOPMENTS LTD.  
AMENDED ITS ARTICLES ON 2006/04/13.**



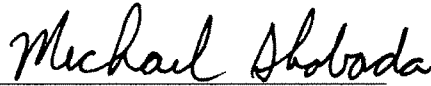
**BUSINESS CORPORATIONS ACT  
(Section 27 or 171)**

**ALBERTA  
REGISTRIES                      ARTICLES OF AMENDMENT**

1.     NAME OF CORPORATION:	2.     CORPORATE ACCESS NUMBER:
<b>MELCOR DEVELOPMENTS LTD.</b>	<b>205480387</b>

3.     THE ARTICLES OF THE ABOVE-NAMED CORPORATION ARE AMENDED AS FOLLOWS:

Pursuant to Section 173(1)(f) of the *Business Corporations Act* (Alberta), the Certificate of Amalgamation is amended by dividing each authorized common share, whether issued or unissued, into ten common shares, so that after giving effect to the division, the authorized capital of the Company will consist of 100,000,000 common shares, and 50,000,000 first preferred shares, non-voting.

DATE:	SIGNATURE	TITLE
Dated on April 12, 2006	 Michael Shabada	Officer <sup>m</sup> Director

FOR DEPARTMENTAL USE ONLY

REGISTERED ON THE ALBERTA  
REGISTRIES CORES SYSTEM

APR 13 2006

*D. McArthur*

SECTION 173(1)(f) SCHEDULE  
Attached to the Articles of Amendment  
of  
**MELCOR DEVELOPMENTS LTD.**  
(the "Corporation")

dated the 12<sup>th</sup> day of April, 2006.

Pursuant to Section 173(1)(f) of the *Business Corporations Act* (Alberta) all of the issued common shares of the Company are subdivided on the basis that for every one common share held by a shareholder of the Company, such shareholder will receive, or be deemed to receive, ten new common shares of the Company.