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**Ministry of**  
**Government Services**

**Ministère des**  
**Services gouvernementaux**

Ontario Corporation Number  
 Numéro de la société en Ontario

2201851

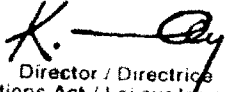
**Ontario**  
**CERTIFICATE**

This is to certify that these articles  
 are effective on

**CERTIFICAT**

Ceci certifie que les présents statuts  
 entrent en vigueur le

**APRIL 28 AVRIL, 2010**



Director / Directrice

Business Corporations Act / Loi sur les sociétés par actions

**ARTICLES OF AMENDMENT**  
**STATUTS DE MODIFICATION**

Form 3  
 Business  
 Corporations  
 Act

Formule 3  
 Loi sur les  
 sociétés par  
 actions

1. The name of the corporation is: (Set out in BLOCK CAPITAL LETTERS)

Dénomination sociale actuelle de la société (écrire en LETTRES MAJUSCULES SEULEMENT):

S	A	R	E	S	O	U	R	C	E	S	I	N	C	.					

2. The name of the corporation is changed to (if applicable): (Set out in BLOCK CAPITAL LETTERS)

Nouvelle dénomination sociale de la société (s'il y a lieu) (écrire en LETTRES MAJUSCULES SEULEMENT):

D	A	L	R	A	D	I	A	N	R	E	S	O	U	R	C	E	S	I	N	C	.						

3. Date of incorporation/amalgamation:  
 Date de la constitution ou de la fusion:

2009/03/27

(Year, Month, Day)  
 (année, mois, jour)

4. Complete only if there is a change in the number of directors or the minimum / maximum number of directors.  
 Il faut remplir cette partie seulement si le nombre d'administrateurs ou si le nombre minimal ou maximal d'administrateurs a changé.

Number of directors is/are: minimum and maximum number of directors is/are:  
 Nombre d'administrateurs: nombres minimum et maximum d'administrateurs:

Number minimum and maximum  
 Nombre minimum et maximum  
 or   
 ou

5. The articles of the corporation are amended as follows:  
 Les statuts de la société sont modifiés de la façon suivante:

See page 1A attached and forming part of these Articles of Amendment.

The Articles of the Corporation be and they are hereby amended as follows:

1. The name of the Corporation shall be changed to "Dalradian Resources Inc."
2. by removing Section 8 of the Articles of Incorporation in its entirety and replacing the following in Section 8 of the Articles of Incorporation:  
  
None.
3. by removing the word "None" from Section 9 of the Articles of Incorporation and replacing the following in Section 9 of the Articles of Incorporation:

"Without in any way restricting the powers conferred upon the Corporation or its board of directors by the Business Corporations Act, as now enacted or as the same may from time to time be amended, re-enacted or replaced, the board of directors may from time to time, without authorization of the shareholders, in such amounts and on such terms as it deems expedient:

- (a) borrow money upon the credit of the Corporation;
- (b) issue, re-issue, sell or pledge debt obligations of the Corporation;
- (c) subject to the provisions of the Business Corporations Act, as now enacted or as the same may from time to time be amended, re-enacted or replaced, give a guarantee on behalf of the Corporation to secure performance of an obligation of any person; and
- (d) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Corporation owned or subsequently acquired, to secure any obligation of the Corporation.

The board of directors may from time to time delegate to a director, a committee of directors or an officer of the Corporation any or all of the powers conferred on the board as set out above, to such extent and in such manner as the board shall determine at the time of such delegation.

6. The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the *Business Corporations Act*.  
La modification a été dûment autorisée conformément aux articles 168 et 170 (selon le cas) de la *Loi sur les sociétés par actions*.
7. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on  
Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution autorisant la modification le

2010/04/27

(Year, Month, Day)  
(année, mois, jour)

These articles are signed in duplicate.  
Les présents statuts sont signés en double exemplaire.

SA RESOURCES INC.

(Print name of corporation from Article 1 on page 1)  
(Veuillez écrire le nom de la société de l'article un à la page une).

By/  
Par

(Signature)  
(Signature)

Patrick Anderson

Director

(Description of Office)  
(Fonction)