

- 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

2007-Jun-28

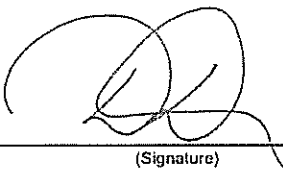
(Year, Month, Day)
(année, mois, jour)

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

WESDOME GOLD MINES LTD.

(Name of Corporation) (If the name is to be changed by these articles set out current name)
(Dénomination sociale de la société) (Si l'on demande un changement de nom, indiquer ci-dessus la dénomination sociale actuelle).

By/
Par :



(Signature)
(Signature)

Donald Orr

Secretary

(Description of Office)
(Fonction)

Schedule A

- (i) effecting the consolidation (the "Share Consolidation") of the outstanding common shares in the capital of the Corporation on the basis that 1.538461538 common shares in the capital of the Corporation will be consolidated into one such share;
- (ii) any fractional common share arising on the consolidation of the common shares of the Corporation will be deemed to have been tendered by its registered owner to the Corporation for cancellation and will be returned to the authorized but unissued capital of the Corporation, as more particularly set out in the Joint Management Information Circular dated December 29, 2005; and
- (iii) changing the name of the Corporation to "Wesdome Gold Mines Ltd."

- 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

2006/01/27

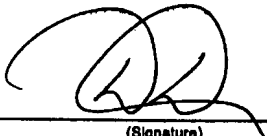
(Year, Month, Day)
(année, mois, jour)

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

RIVER GOLD MINES LTD.

(Name of Corporation) (If the name is to be changed by these articles set out current name)
(Dénomination sociale de la société) (Si l'on demande un changement de nom, indiquer ci-dessus la dénomination sociale actuelle).

By/
Par :



(Signature)
(Signature)
Donald Orr

Secretary

(Description of Office)
(Fonction)

5. The amendment has been duly authorized as required by sections 168 & 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.

6. 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

June 28, 1994

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

These articles are signed in duplicate.

Les présents status sont signés en double exemplaire.

CENTRAL CRUDE LTD.

(Name of Corporation)
(Dénomination sociale de la société)

By/Par:



(Signature)
(Signature)

Secretary/Treasurer

(Description of Office)
(Fonction)

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Ministry of
Business Development
and Finance

Ministry of
Business Development
and Finance

Ontario Corporation Number
Numéro de la compagnie en Ontario

543031

CERTIFICATE
Incorporation
Ontario Corporation

CERTIFICAT
de constitution
Statut en vigueur

1 JULY 2 JUILLET, 1991

Trans Code C 18	Stat 7 28	Comp Type A 29	Method Incorp 3 30	Share S 31
Notice Req'd N 32	Jurisdiction ONTARIO 33			

Business Development and Finance

ARTICLES OF CONTINUANCE STATUTS DE PROROGATION

Form 6
Business
Corporations
Act,
1982
Formule
numero 6
Loi de 1982
sur les
compagnies

1. The name of the corporation is: *Dénomination sociale de la compagnie:*
CENTRAL CRUDE, L.T.D.

2. The corporation is to be continued under the name (if different from 1): *Nouvelle dénomination sociale de la compagnie (si elle est différente de celle inscrite ci-dessus):*

3. Name of jurisdiction the corporation is leaving: *Nom de l'état que quitte la compagnie:*
British Columbia

 (Name of Jurisdiction) (Nom de l'état)

4. Date of incorporation/amalgamation: *Date de la constitution ou de la fusion:*
October 21, 1980

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

5. The address of the registered office in Ontario is: *Adresse du siège social en Ontario:*
55 Yonge Street, Suite 301

 (Street & Number, or R.R. Number & if Multi-Office Building give Room Number) (Rue et numéro, ou numéro de la R.R. et, s'il s'agit d'un édifice à bureaux, numéro du bureau)

Toronto, Ontario

 (Name of Municipality or Post Office) (Nom de la municipalité ou du bureau de poste)

M 5 E 1 J 4

 (Postal Code) (Code Postal)

Municipality of Metropolitan Toronto in the **Judicial District of York**

 (Name of Municipality, Geographic Township) (Nom de la municipalité, du canton) dans le (County, District, Regional Municipality) (Comté, district, municipalité régionale)

9. The classes and any maximum number of shares that the corporation is authorized to issue. *Catégories et nombre maximal, s'il y a lieu, d'actions que la compagnie est autorisée à émettre:*

3

The Corporation is authorized to issue an unlimited number of common shares without par value.

10. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série:

NONE

- (a) The number of director of the Corporation within the minimum and maximum numbers of directors provided for in the Articles of the Corporation is hereby determined to be 5 (five); and

Hereafter, the directors of the Corporation, by resolution, are empowered to determine from time to time the number of directors of the Corporation within the minimum and maximum number provided for in the Articles of the Corporation, as the same may be amended from time to time.

- (b) The board of directors may, without authorization of the shareholders, from time to time, in such amounts and on such terms as it deems expedient:

- i. borrow money on the credit of the Corporation;
- ii. issue, re-issue, sell or pledge debt obligations of the Corporation; or
- iii. charge, mortgage, hypothecate, pledge or otherwise create a security interest in all or any currently owned or subsequently acquired real or personal, moveable or immovable property of the Corporation, including book debts, rights, powers, franchises and undertaking, to secure any debt obligation or any money borrowed or any other debt or liability of the Corporation.

For greater certainty the foregoing powers conferred on the directors shall be deemed to include the powers conferred on a company by Division VII of the Special Corporate Powers Act, being Chapter P-16 of the Revised Statutes of Quebec, 1977 and every provision that may be substituted therefore or for any provision therein.

The board of directors may from time to time delegate to such one or more of the directors or officers of the Corporation as may be designated by the board all or any of the powers conferred on the board by the provisions of the foregoing paragraphs to such extent and in such manner as the board shall determine at the time of such delegation.

13. The corporation has complied with subsection 179(3) of the Business Corporations Act.

La compagnie s'est conformée aux dispositions du paragraphe 179 (3) de la Loi sur les compagnies

14. The continuation of the corporation under the laws of the Province of Ontario has been properly authorized under the laws of the jurisdiction in which the corporation was incorporated/amalgamated or previously continued on

La prorogation de la compagnie en vertu des lois de la province de l'Ontario a été dûment autorisée en vertu des lois de l'autorité législative sous le régime de laquelle la compagnie a été constituée ou fusionnée ou prorogée le

10, May, 1991

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

15. The corporation is to be continued under the Business Corporations Act to the same extent as if it had been incorporated thereunder.

La prorogation de la compagnie en vertu de la Loi sur les compagnies a le même effet que si la compagnie avait été constituée en vertu de cette Loi.

These articles are signed in duplicate.

Les présents statuts sont signés en double exemplaire.

CENTRAL CRUDE LIMITED

(Name of Corporation)
(Désignation sociale de la compagnie)

RESIDENT

By/Par:

(Signature)
(Signature)

(Description of Office)
(Fonction)