

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3199668

The Registrar of Companies for England and Wales hereby certifies that
WEST AFRICAN GOLD MINING PLC

having by special resolution changed its name, is now incorporated
under the name of
AFRICAN MINERAL RESOURCES PLC

Given at Companies House, Cardiff, the 15th September 1997



C03199668E

A handwritten signature in black ink, appearing to read 'S. Morgan'.

S. MORGAN (MRS)

For the Registrar of Companies



C O M P A N I E S H O U S E

HC006B

Special Resolution of
WEST AFRICAN GOLD MINING PLC

Company No:
3199668

Passed:
4 September 1997

The Companies Acts 1985 and 1989

At an Extraordinary General Meeting of the above-named Company duly convened and held at THIRTY SIX BERKELEY SQUARE, LONDON on 4 September 1997 at 12.00 the following Resolution was duly passed as a Special Resolution.

Resolution

"That the name of the Company be changed to AFRICAN MINERAL RESOURCES PLC."



.....
[Chairman]

5 Sept 1997
.....
[Date]

