

State of California
Secretary of State



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of / page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of



BRUCE McPHERSON
Secretary of State

CERTIFICATE OF AMENDMENT OF **RECORDED - FILED**
ARTICLES OF INCORPORATION in the office of the Secretary of State
of the State of California

OCT 0 8 2006

The undersigned certify that:

1. They are the **president** and the **secretary**, respectively, of Placer Dome U.S. Inc., a California corporation (the "Corporation").
2. Article I of the Articles of Incorporation of the Corporation is amended to read in its entirety as follows:

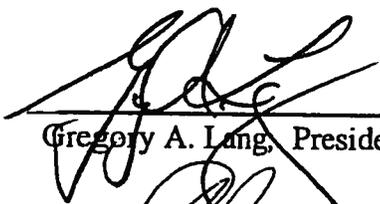
I.

The name of the Corporation is Barrick Gold U.S. Inc.

3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the corporation is 220,000 shares of common stock. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: September 5, 2006



Gregory A. Lang, President



Sybil E. Veenman, Secretary

