

F98000005254

Florida Department of State
Division of Corporations
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Division of Corporations
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Phone : (850) 222-1092
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 DEC -1 PM 4:52

FILED

BASIC AMENDMENT**ISG RESOURCES, INC.**

Certificate of Status	0
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G. Conditio DEC 02 2004

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F98000005254

(Document number of corporation (if known))

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TALLAHASSEE, FLORIDA

1. ISG Resources, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Utah

(Incorporated under laws of)

3. 09/18/1998

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 09/10/2004

5. Headwaters Resources, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

[Signature]
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Harlan M. Hatfield

(Typed or printed name of person signing)

11/15/04

(Date)

VP/Asst. Secretary

(Title of person signing)



Utah Department of Commerce
Division of Corporations & Commercial Code
160 East 300 South, 2nd Floor, S.M. Box 146705
Salt Lake City, UT 84114-6705
Phone: (801) 530-4849
Toll Free: (877) 526-3994 Utah Residents
Fax: (801) 530-6438
Web Site: <http://www.commerce.utah.gov>

Registration Number: 1417798-0142
Business Name: HEADWATERS RESOURCES, INC.
Registered Date: AUGUST 30, 1998

November 24, 2004

CERTIFICATE OF CORPORATION AMENDMENT ENACTING CHANGE OF NAME

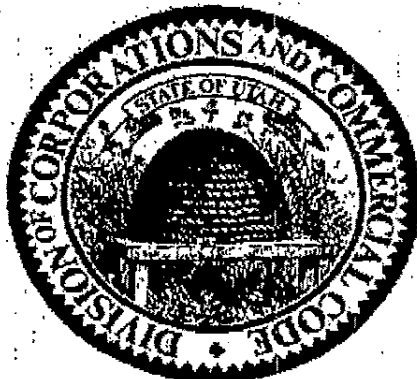
THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE ("DIVISION") HEREBY
CERTIFIES THAT AN AMENDMENT TO THE ARTICLES WAS SUBMITTED BY

ISG RESOURCES, INC.

FOR APPROVAL AND FILING BY THIS OFFICE ON SEPTEMBER 10, 2004, AND THAT THE
BUSINESS NAME IS CHANGED THEREBY TO

HEADWATERS RESOURCES, INC.

AS APPEARS OF RECORD IN THE OFFICE OF THE DIVISION.



Kathy Berg
Director
Division of Corporations and Commercial Code

Dept. of Professional Licensing
(801)530-6628

Real Estate
(801)530-6747

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(801)530-6651

Securities
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