

P03000119459

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

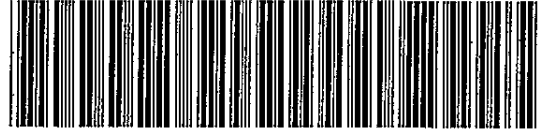
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500037979125

06/21/04--01040--006 \*\*35.1

FILED  
04 JUL 12 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amendment*  
*07/12/04*  
*DC*

# SCHNEIDER WEINBERGER LLP

Attorneys-at-Law

2200 Corporate Boulevard, N.W., Suite 210  
Boca Raton, Florida 33431-7307

James M. Schneider, P.A.  
Steven I. Weinberger, P.A.

June 16, 2004

Telephone  
(561) 362-9595  
Facsimile  
(561) 362-9612

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: Xtra-Gold Resources, Inc.**  
**Document No. P03000119459**

Dear Sir or Madam:


Enclosed is Statement of Change of Registered Office changing the principal office address of the above-named corporation. Also, enclosed is our check in the amount of \$35.00 made payable to the Department of State to cover the filing fee.

Please return all correspondence concerning this matter to the following:

Steven I. Weinberger, Esq.  
Schneider Weinberger LLP  
2200 Corporate Boulevard, N.W., Suite 210  
Boca Raton, FL 33431

For further information concerning this matter, please call the undersigned at (561) 362-9595. Thank you for your prompt attention to this matter.

Sincerely yours,



Steven I. Weinberger

SIW:sjm  
Enclosures

SCHNEIDER WEINBERGER LLP

Attorneys-at-Law

2200 Corporate Boulevard, N.W., Suite 210  
Boca Raton, Florida 33431-7307

James M. Schneider, P.A.  
Steven I. Weinberger, P.A.

July 2, 2004

Telephone  
(561) 362-9595  
Facsimile  
(561) 362-9612

Ms. Darlene Cornell  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

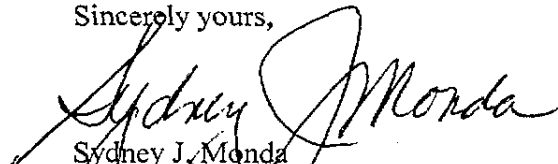
**Re: Xtra-Gold Resources, Inc. (the "Corporation")  
Document No. P93000119459**

Dear Darlene:

Per your request, enclosed for filing on behalf of the Corporation are the executed Articles of Amendment to the Articles of Incorporation effecting a change in the principal office and mailing address. I understand you will apply the \$35.00 check already received by you for this filing.

Thank you for your assistance and patience with this filing.

Sincerely yours,



Sydney J. Monda  
Executive Assistant

sjm  
Enclosure

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
XTRA-GOLD RESOURCES, INC.**

**Document No. P03000119459**

FILED  
04 JUL 12 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of amendment to its Articles of Incorporation:

FIRST: Amendment(s) adopted:

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 3131 Clint Moore Road, #204, Boca Raton, Florida 33496.

SECOND: The effective date of this amendment is April 17, 2004.

FOURTH: Adoption of Amendment(s) **(CHECK ONE)**

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

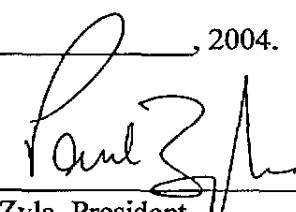
☐ The amendment(s) was/were approved by the shareholders through voting groups. (The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by (voting group) \_\_\_\_\_."

☒ The amendment was adopted by the board of directors without shareholder action, and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action, and shareholder action was not required.

Signed this 2<sup>ND</sup> day of July, 2004.

  
\_\_\_\_\_  
Paul Zyla, President