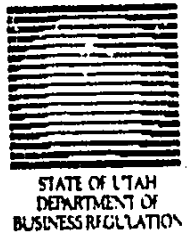


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Filing Fee: \$35.00



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

Corporation Name Kensalt, Inc. 137311

Amending the Corporation Name

The corporation name is changed to: Kennecott Utah Copper Corporation

NOTE: If the corporation has also changed its name in its home state, a certificate of that change is required with this application.

RECEIVED
JUL 20 1989

Amending the Statement of Corporate Purpose

The corporate purpose is amended to include or delete: _____

Under penalties of perjury, we declare this Application for Amended Certificate of Authority to be, to the best of our knowledge and belief, true and correct.

Please return 2 copies of this application to:

Utah Division of Corporations and Commercial Code
P. O. Box 45801
Salt Lake City, UT 84145-0801

STATE OF UTAH
DEPARTMENT OF COMMERCE
DIVISION OF CORPORATIONS AND COMMERCIAL CODE

I Heroby certify that the foregoing has been filed
and approved on the 20th Day of July 89
in the office of this Division.
EXAMINER DS Date 7/20/89



Peter Van Alstyne
PETER VAN ALSTYNE
DIVISION DIRECTOR

By: Robert R. Dimock *for*
Signature

Title of Corporate Officer:
ROBERT R. DIMOCK, VICE PRESIDENT

Date JULY 19, 1989

RECEIVED

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CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

Gazelle Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, the Board of Directors adopted resolutions setting forth a proposed amendment to the Certificate of Incorporation of said corporation, and declared said amendment to be advisable. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this Corporation be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

"FIRST: The name of the Corporation is Kennecott Utah Copper Corporation."

SECOND: That, thereafter, pursuant to resolutions of the Board of Directors of said corporation, the sole stockholder of said corporation, upon written consent as authorized by Delaware General Corporation Law Section 228, duly authorized the above amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Gazelle Corporation has caused this certificate to be signed by Leslie A. Broder, its Senior Vice President, and attested by Richard H. Wolf, its Assistant Secretary, this 30th day of June, 1989.

Gazelle Corporation

By: 
Senior Vice President

Attest:

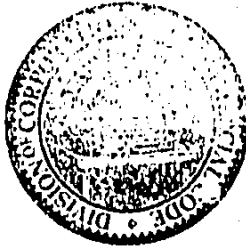
By: 
Assistant Secretary

7266A

BK 6202PG0447

STATE OF UTAH
DEPARTMENT OF COMMERCE
DIVISION OF CORPORATIONS AND COMMERCIAL CODE

I hereby certify that the foregoing is a true
copy of Amended Certificate of Authority
and the endorsements thereon, as the same is
taken from and compared with the original filed
in the office of this Division on the 20th
day of July A.D. 1989 and
now remaining on file of record therein.



Peter Van Alstyne
PETER VAN ALSTYNE
DIVISION DIRECTOR

Date 2-26-90 File # 132311

By Marilyn Fuller

1000

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02 MARCH 90 01:54 PM
KATIE L. DIXON
RECORDER, SALT LAKE COUNTY, UTAH
JAMES C. HYDE
50 W BROADWAY SUITE 400
SLC, UT 84111
REC BY: D DANGERFIELD , DEPUTY