



Lucara Diamond  
Corp.

**LUCARA DIAMOND CORP. – CERTIFICATE OF CONTINUATION AND NAME CHANGE**

DUPLICATE

Number: C0701784



**CERTIFICATE  
OF  
CHANGE OF NAME**

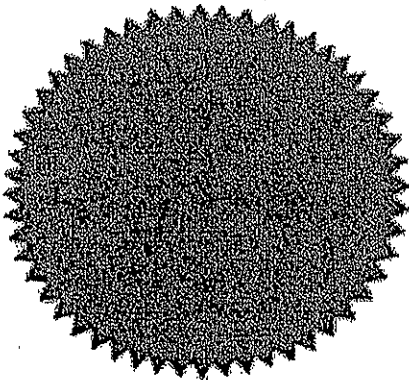
*BUSINESS CORPORATIONS ACT*

I Hereby Certify that BANNOCKBURN RESOURCES LIMITED changed its name to LUCARA DIAMOND CORP. on August 14, 2007 at 12:01 AM Pacific Time.

*Issued under my hand at Victoria, British Columbia  
On August 14, 2007*

A handwritten signature in black ink, appearing to read "Ron Townshend".

**RON TOWNSHEND**  
*Registrar of Companies*  
Province of British Columbia  
Canada





**BRITISH  
COLUMBIA**

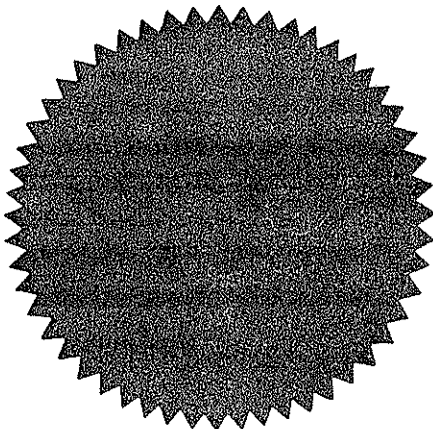
Ministry of Finance  
Corporate and Personal  
Property Registries

Number: C0701784

**CERTIFICATE  
OF  
CONTINUATION**

*BUSINESS CORPORATIONS ACT*

I Hereby Certify that Bannockburn Resources Limited, which was incorporated under the laws of Wyoming has continued into British Columbia under the Business Corporations Act under the name BANNOCKBURN RESOURCES LIMITED on August 12, 2004 at 10:24 AM Pacific Time.



*Issued under my hand at Victoria, British Columbia*

*On August 12, 2004*

**JOHN S. POWELL**  
*Registrar of Companies*  
Province of British Columbia  
Canada

**CERTIFICATE OF CONVERSION**

RECEIVED  
2004 FEB 13 PM 12: 26

Pursuant to the provisions of the Colorado Corporations and Associations Act (the "Act"), the entity listed below, having approved and complied with the terms and conditions of the Act, in accordance with Section 7-90-201 of the Act to convert from a Colorado corporation to a Wyoming corporation, does adopt and file this Certificate of Conversion with the Secretary of State of Colorado.

**FIRST:** The name, address, form of entity, and state of organization of the converting entity is:

Bannockburn Resources, Inc.  
300 – 570 Granville Street  
Vancouver, British Columbia  
Canada V6C 3P1

A corporation organized and existing under the laws of the State of Colorado

**SECOND:** The name, address, form of entity, and state of organization of the converting entity will be:

Bannockburn Resources, Inc.  
300 – 570 Granville Street  
Vancouver, British Columbia  
Canada V6C 3P1

A corporation organized and existing under the laws of the State of Wyoming

**THIRD:** The number of votes cast by the 55 shareholders ( 96.5% of the shareholders voting) of the converting entity for conversion was 5,503,001 (representing 99.93% of the votes cast) and the number of votes cast by the two shareholders 3.5% of the shareholders voting against the conversion was 3,851 (representing 0.07% of the votes cast). A single majority of the votes cast was required to approve the conversion.

The (a) name or names, and (b) mailing address or addresses, of any one or more of the individuals who cause this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, are:

Philip E. Pankoff  
Attorney-at-Law  
3131 South Vaughn Way, Suite 300  
Aurora, Colorado 80014

*New constituent filed document needs to be attached to the certificate of conversion.*

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION (PROFIT) Form 002

Filing fee: \$25.00 revised 12/28/2001

Deliver 2 copies to: Colorado Secretary of State

Business Division

1560 Broadway, Suite 200

Denver, CO 80202-5169

CHANGE OF  
NAME

This document must be typed or machine printed

Please include a self-address envelope

20021073922 C  
\$ 75.00  
SECRETARY OF STATE  
03-22-2002 15:48:59

ABOVE SPACE FOR OFFICE USE ONLY

The undersigned corporation, pursuant to § 7-110-106, Colorado Revised Statutes (C.R.S.), delivers these Articles of Amendment to its Articles of Incorporation to the Colorado Secretary of State for filing, and states as follows:

1. The name of the corporation is:

Tellis Gold Mining Company, Inc

*(If changing the name of the corporation, indicate name of corporation BEFORE the name change)*

2. The date the following amendment(s) to the Articles of Incorporation was adopted:

January 18, 2002

3. The text of each amendment adopted (include attachment if additional space needed):

Article I is amended to read: The name of the Corporation is "Bannockburn Resources, Inc."

Article IV is amended by reverse splitting the issued and outstanding shares of common stock, par value \$0.001, on a three into one basis, each three shares of common stock before the reverse split entitling the holder to one share of common stock after the reverse split.

4. If *changing* the corporation name, the *new name* of the corporation is:

Bannockburn Resources, Inc.

5. If providing for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

N/A

6. Indicate manner in which amendment(s) was adopted (mark only one):

No shares have been issued or Directors elected – Adopted by Incorporator(s)  
 No shares have been issued but Directors have been elected – Adopted by the board of directors  
 Shares have been issued but shareholder action was not required – Adopted by the board of directors  
 The number of votes cast for the amendment(s) by each voting group entitled to vote separately on the amendment(s) was sufficient for approval by that voting group – Adopted by the shareholders

7. Effective date (if not to be effective upon filing) N/A (Not to exceed 90 days)

# STATE OF COLORADO

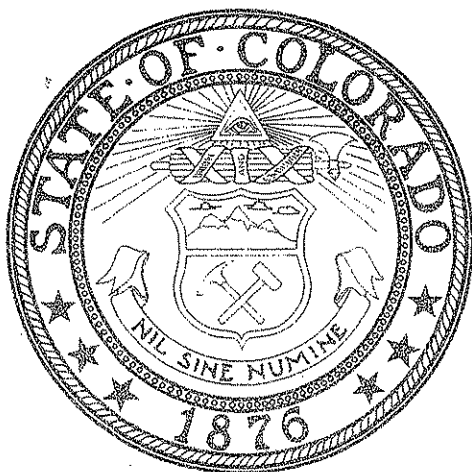


DEPARTMENT OF  
STATE

CERTIFICATE.

*I, NATALIE MEYER, Secretary of State of the State of Colorado hereby certify that the prerequisites for the issuance of this certificate have been fulfilled in compliance with law and are found to conform to law.*

*Accordingly, the undersigned, by virtue of the authority vested in me by law, hereby issues* A CERTIFICATE OF INCORPORATION  
TO TELLIS GOLD MINING COMPANY.



*Natalie Meyer*  
SECRETARY OF STATE

DATED: SEPTEMBER 4, 1986