

FILED FOR RECORDING  
AT THE REQUEST OF

Recorded at the request of  
and when recorded return to:  
Victory Exploration Inc.  
c/o Thomas P. Erwin  
Erwin & Thompson LLP  
One E. Liberty St., Suite 424  
Reno, NV 89501  
The undersigned affirms this document  
contains no social security numbers

Erwin & Thompson  
2006 JAN 25 PM 2 55  
LINCOLN COUNTY RECORDER  
FEE \$1500 NRPT DEPT  
LESLIE BOUCHER

**Notice of Change of Name of F.W. Lewis, Inc.**

Notice is given that on December 15, 2005, the name of F.W. Lewis, Inc., a Nevada corporation, was changed to Victory Exploration Inc., a Nevada corporation. A copy of the Certificate of Amendment filed in the Office of the Secretary of State of the State of Nevada is attached to and by this reference incorporated in this Notice.

Dated January 23, 2006.

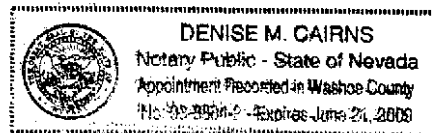
Victory Exploration Inc.

By Thomas P. Erwin  
Thomas P. Erwin, Assistant Secretary

STATE OF NEVADA.     )  
                                  ss.  
COUNTY OF WASHOE.     )

This Notice of Change of Name of F.W. Lewis, Inc. was acknowledged before me this 20 day of January, 2006.

Denise M. Cairns  
Notary Public



DO NOT MARK, PRINT, SIGN OR TYPE OUTSIDE THE LINED MARGIN



DEAN HELLER  
 Secretary of State  
 204 North Carson Street, Suite 1  
 Carson City, Nevada 89701-4299  
 (775) 684-5708  
 Website: secretaryofstate.biz

Entity #  
 C885-1959  
 Document Number  
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 12/15/2005 1:20:53 AM  
 In the office of

*Dean Heller*

Dean Heller  
 Secretary of State

**Certificate of Amendment**  
 (PURSUANT TO NRS 78.385 and 78.390)

ADVERTISEMENT IS FOR OFFICE USE ONLY

Certificate of Amendment to Articles of Incorporation  
For Nevada Profit Corporations

(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:  
 F.W. Lewis, Inc.

2. The articles have been amended as follows (provide article numbers, if available):  
 First, The name of this corporation is Victory Exploration Inc.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: unanimous

4. Effective date of filing (optional): 12/15/05  
(must not be later than 90 days after the execution of this form)

5. Officer Signature (required): *M.B.L.*

If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

**IMPORTANT:** Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM 78.386 Amended 2/2005  
 Revised and corrected

# State of Nevada Declaration of Value

1. Assessor Parcel Number(s)

- a) n/a
- b) \_\_\_\_\_
- c) \_\_\_\_\_
- d) \_\_\_\_\_

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Document/Instrument #:	<u>125830</u>
Book:	<u>211</u> Page: <u>250-251</u>
Date of Recording:	<u>Jan 25, 2006</u>
Notes:	_____

2. Type of Property:

- a)  Vacant Land
- b)  Single Fam. Res.
- c)  Condo/Twnhse
- d)  2-4 Plex
- e)  Apt. Bldg.
- f)  Comm'l/Ind'l
- g)  Agricultural
- h)  Mobile Home
- i)  Other

3. Total Value/Sales Price of Property:

Deed in Lieu of Foreclosure Only (value of property) \$ N/A

Transfer Tax Value: \$ N/A

Real Property Transfer Tax Due: \$ N/A

4. If Exemption Claimed:

- a. Transfer Tax Exemption, per NRS 375.090, Section: 1 and 3
- b. Explain Reason for Exemption: owner name change

5. Partial Interest: Percentage being transferred: 100 %

The undersigned declares and acknowledges, under penalty of perjury, pursuant to NRS 375.060 and NRS 375.110, that the information provided is correct to the best of their information and belief, and can be supported by documentation if called upon to substantiate the information provided herein. Furthermore, the disallowance of any claimed exemption, or other determination of additional tax due, may result in a penalty of 10% of the tax due plus interest at 1% per month.

Pursuant to NRS 375.030, the Buyer and Seller shall be jointly and severally liable for any additional amount owed.

Signature: [Signature] Capacity: Assistant Secretary, grantor

Signature: [Signature] Capacity: Assistant Secretary, grantee

**SELLER (GRANTOR) INFORMATION**

(REQUIRED)

Print Name: F.W. Lewis Company, Inc.

Address: 7961 Shaffer Pkwy, Suite 5

City: Littleton

State: CO Zip: 80127

**BUYER (GRANTEE) INFORMATION**

(REQUIRED)

Print Name: Victory Exploration Inc.

Address: 7961 Shaffer Pkwy, Suite 5

City: Littleton

State: CO Zip: 80127

**COMPANY/PERSON REQUESTING RECORDING**

(REQUIRED IF NOT THE SELLER OR BUYER)

Print Name: \_\_\_\_\_ Escrow# \_\_\_\_\_

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_