

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

ION-DA NINE, INC.

was filed in the office of the Secretary of State on the **third** day of **October**, A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

Boise

in the County of

Ada

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **3rd** day of **October**, A.D., 19**61**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

BON-IDA MINES, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, being natural persons of full age and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general corporation laws of the State of Idaho and the acts amendatory thereof and supplemental thereto, do hereby certify as follows:

ARTICLE I.

The name of the corporation is BON-IDA MINES, INC.

ARTICLE II.

The purposes, pursuit and business agreed upon and the objects of this corporation, in general terms, shall be to acquire, hold, work and operate mines and lodes bearing gold, silver and other associated minerals; to acquire, own and use water, water rights and mills incident to the extraction, treatment and reduction of the ores of said metals, and from time to time to sell and convey such mines, mills, water rights and ores; and to do all things incident to the general business of mining and to treat and market the products of the mines.

And in doing so, this corporation is organized for the further purposes and shall have power:

(a) To buy, sell, lease, exchange, build, construct, remodel, repair, and in any and all other ways acquire, take, hold, or own property, both real and personal, to the same extent as natural persons might or could do.

(b) To establish and maintain offices, warehouses, shops, plants, mills, and other places for use in carrying out its purposes.

(c) To acquire by purchase, subscription, or otherwise, and to own, hold, sell, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of capital stock, script, bonds, mortgages, securities, or evidences of indebtedness issued or created by any other corporation, joint stock company or association, public or private, or by whomsoever

issued, and as the holder or owner thereof to possess and exercise in respect thereto any and all rights, powers and privileges of ownership, including the right to vote thereon.

(d) To make, perform and carry out contracts of every kind and description made for any lawful purpose, without limitation as to amount, with any person, firm, association or corporation, either public or private, or with any territory or government, or any agency thereof.

(e) To borrow money, to draw, make, accept, endorse, transfer, assign, execute and issue bonds, debentures, promissory notes, and other evidence of indebtedness, and, for the purpose of securing any of its obligations or contracts, to convey, transfer, assign, deliver, mortgage or pledge all or any part of the property or assets, real or personal, at any time owned or held by this corporation, upon such terms and conditions as the Board of Directors shall authorize and as may be permitted by law.

(f) To acquire, hold, sell, re-issue, or cancel any shares of its own capital stock; provided, however, that the corporation may not use any of its funds or property for the purchase of its own common stock when such use would cause any impairment of the capital of this corporation; and provided, further, that the shares of its own capital stock belonging to this corporation shall not be voted either directly or indirectly.

(g) To purchase or otherwise acquire the whole or any part of the property, assets, business and good will of any other person, firm, corporation or association, and to conduct, in any lawful manner, the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct, management and carrying on of such business.

(h) To organize, incorporate and re-organize subsidiary corporations and joint stock companies and associations for any purposes permitted by law.

(i) To have one or more officers or agents to carry out all or any part of its operations and business and to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein named or which shall at any time appear conducive to the protection or benefit of the corporation, and which now or hereafter may be authorized by law, and this to the same extent and as fully as natural persons might or could do, as principals, agents, contractors, trustees

or otherwise.

(j) To carry on any lawful business whatever which may seem to the corporation to be expedient in connection with its general objectives, or calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties; and to have, enjoy and exercise all the rights, powers and privileges which are now, or which may hereafter be, conferred upon corporations organized under the laws of the State of Idaho.

(k) To act as agent or factor for any person, firm, association or corporation, and to have any person, firm, association or corporation act as agent or factor for this corporation.

(l) To engage in such other business or activities as, in the opinion of the Board of Directors, may further any of the foregoing purposes or powers.

The foregoing clauses shall be construed both as objects and powers, but no recital, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive; and it is hereby expressly declared that all other lawful purposes, not inconsistent herewith, are hereby included, and that this corporation shall have any and all powers necessary or incidental to the carrying on of said business, and each and all of the powers now conferred or that may hereafter be conferred by the laws of the State of Idaho on private corporations.

ARTICLE III.

The corporation is to have perpetual existence.

ARTICLE IV.

The location and post office address of the registered office of the corporation is Boise, Ada County, Idaho.

ARTICLE V.

The total authorized capitalization of the corporation is \$500,000, represented by 5,000,000 shares of common voting stock, fully paid and non-assessable, with a par value of ten cents (10¢) per share, each share being equal in every respect to every other share.

ARTICLE VI.

The names and post office addresses of each of the incorporators, and the number of shares subscribed for by each, are as follows:

<u>Name</u>	<u>Post Office Address</u>	<u>Number of Shares</u>
William D. Child	5501 Pierce Park Lane Boise, Idaho	1
James A. Warner	6231 Edgewater Drive Boise, Idaho	1
Del Dewey	Box 306 Parma, Idaho	1

ARTICLE VII.

The private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent whatever, and the shares of the corporation shall not be subject to assessment for any purpose whatever.

ARTICLE VIII.

The names of the directors for the first year are DEL DEWEY, WM. D. CHILD and Cecil Greenhouse. The number of directors shall be not less than three nor more than nine.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 30th day of September, 1961.

Del Dewey (SEAL)

Wm. D. Child (SEAL)

James A. Warner (SEAL)

STATE OF IDAHO)
County of Ada) ss.

On this 30 day of September, 1961, before me, the undersigned, a Notary Public in and for said State, personally appeared Del Dewey, Wm. D. Child & James A. Warner, known to me to be the persons whose names are subscribed to the within instrument, and acknowledge to me that they executed the same, and that they are citizens of the United States and over the age of twenty-one years.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal, the day and year in this certificate first above written.

Beverly Burns
Notary Public for the State of Idaho
Residing at Boise, Idaho