



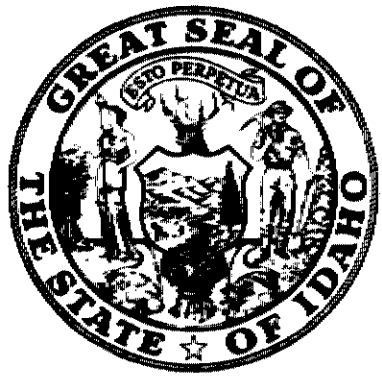
Department of State

**CERTIFICATE OF AUTHORITY
OF
WESTMONT GOLD INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WESTMONT GOLD INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to WESTMONT GOLD INC. to transact business in this State under the name WESTMONT GOLD INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated December 3, 1987



Pete T. Cenarrusa
SECRETARY OF STATE

Sandra M. ...
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Westmont Gold Inc.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is October 13, 1987 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 229 S. State Street, Dover, Delaware

6. The address to which correspondence should be addressed, if different from that in item 5. 4949 S. Syracuse, Suite 4200, Denver, CO 80237

7. The street address of its proposed registered office in Idaho is c/o The Prentice-Hall Corporation System, Inc., One Capital Center, 999 Main Street Boise, Idaho 83702, and the name of its proposed registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: See Exhibit A attached hereto and made a part hereof.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>G.R. Haworth</u>	<u>Director</u>	<u>30 S. Wacker Drive, Chicago, IL</u>
<u>C.A. Grabowski</u>	<u>Director/ Chairman</u>	<u>30 S. Wacker Drive, Chicago, IL</u>
<u>A.F. Bissett</u>	<u>Director/ President</u>	<u>4949 S. Syracuse, Denver, CO</u>
<u>R.J. McGregor</u>	<u>Vice President & Secretary</u>	<u>4949 S. Syracuse, Denver, CO</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

Name	Office	Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: _____

Westmont Gold Inc.

(Corporation Name)

By A.F. Bissett, President
 Its President/Vice President (please specify)

and R.J. McGregor
 Its Secretary/Assistant Secretary (please specify)

STATE OF Colorado)
) at
 COUNTY OF Denver)

I, Sharon A. Ellebracht, a notary public, do hereby certify that on this 19th day of November, 1981, personally appeared before me A.F. Bissett & R.J. McGregor, who being by me first duly sworn, declared that (s)he is the President & Secretary, respectively, of Westmont Gold Inc.

that (s)he signed the foregoing document as President & Secretary, of the corporation and that the statements therein contained are true. respectively,

Sharon A. Ellebracht
 Notary Public

EXHIBIT A TO IDAHO QUALIFICATION APPLICATION

To engage in any act or activity that is lawful for a foreign corporation to conduct in Idaho, including, without limitation, mining and related activities.

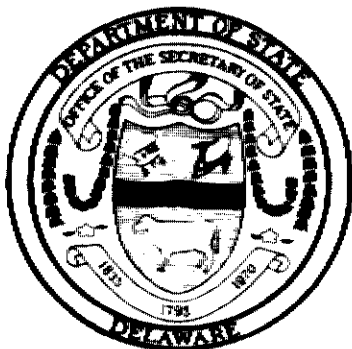
State of Delaware



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO
HEREBY CERTIFY WESTMONT GOLD INC. (Incorporated October 13, 1983) IS
DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD
STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF
THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

87 DEC 3 9 17 AM
RECEIVED
SEC. OF STATE



Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: 1482989
DATE: November 25, 1987

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