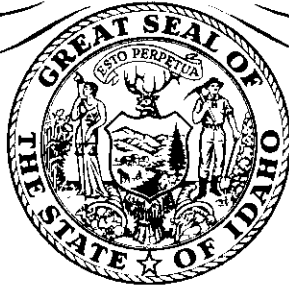


# State of Idaho



## Department of State.

### CERTIFICATE OF AMENDMENT OF ARTICLES 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

#### SUNSHINE METALS CORPORATION

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **twenty-second** day of **June**, 19 **59**, original articles of amendment, as provided by Sections 30-146, 30-147, and 30-148, Idaho Code, reclassifying shares of capital stock: 20,000,000 Shares Class A stock - Assessable, and 5,000,000 shares Class B stock - Non-assessable,

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **107** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 **twenty-second** day of **June**, A. D., 19 **59**.

Secretary of State

CERTIFICATE OF AMENDMENT  
TO ARTICLES OF INCORPORATION  
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Know All Men By These Presents:

That we, the undersigned President and Secretary respectively of the Sunshine Metals Corporation, do hereby certify as follows, to-wit:

WHEREAS, a special meeting of the stockholders of Sunshine Metals Corporation was duly and legally noticed and held at the office of said corporation in - 720 Peyton Building, Spokane, Washington, on the 16th day of May, 1959, at the hour of 2:00 P.M., and that the following is a true and correct copy of the resolutions of said stockholders amending Article VIII, voted upon and adopted by shareholders owning 84,221 shares out of 88,406 shares, entitled to vote.

NOW, THEREFORE, be it resolved by the stockholders of Sunshine Metals Corporation that Article VIII be amended to read:


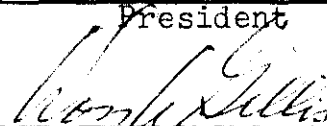
That the amount of the capital stock of said corporation shall be \$2,500,000.00, which is divided into 25,000,000 shares of the par value of 10¢ per share.

That the said shares of stock shall be divided into two classes of the same par value, of which 20,000,000 shares of its said capital stock shall be assessable and shall be called "Class A stock - Assessable."

And 5,000,000 shares of its said capital stock shall be non-assessable and shall be called "Class B Stock-Non-assessable." That all assessments hereafter levied and collected on said Class A Stock-Assessable" shall be considered a contribution to the capital of this corporation and shall be repaid to the record owners of said stock out of operating profits from

the properties of this corporation before any dividends are declared on the outstanding Class A and Class B stocks of this corporation. That the holders of said Class A and Class B stocks of this corporation shall have equal voting rights.


IN WITNESS WHEREOF we, the President and said Secretary of said corporation, have hereunto set our hands this 18th day of May, 1959.

  
\_\_\_\_\_  
President  
  
\_\_\_\_\_  
Secretary

STATE OF WASHINGTON        )  
                                  { ss.  
County of Spokane         )

A. C. TOWNSEND and DON A. GILLIS, each being duly sworn, deposes and says, each for himself and not for the other, that they are the President and Secretary respectively of the Sunshine Metals Corporation, a corporation; that the foregoing Certificate of Amendment contains a true and correct statement of the true and correct action taken at the Stockholders' Meeting mentioned and described in said Certificate.

Subscribed and sworn to before me, this 18th day of May, 1959.

  
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Notary Public, residing at  
Spokane, Washington