

State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that **LAKEVIEW CONSOLIDATED SILVER MINES, INC.** a corporation duly organized and existing under the laws of **Delaware** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **19th** day of **March** 19 **71**, a properly authenticated copy of its articles of incorporation, and on the **19th** day of **March** 19 **71**, a designation of **Marvin C. Chase** in the County of **Shoshone** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **19th** day of **March**, A.D., 19 **71**.

Pete T. Cenarrusa
Secretary of State

Ass't. Corporation Clerk

State of Delaware



Office of Secretary of State.

I, Eugene Bunting, Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Incorporation of the "LAKEVIEW CONSOLIDATED SILVER MINES,
INC.", as received and filed in this office the thirteenth day of May,
A.D. 1970, at 9 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand
and official seal at Dover this tenth day
of March in the year of our Lord
one thousand nine hundred and seventy-one.

Eugene Bunting

Secretary of State

R. N. Caldwell

Asst's Secretary of State

ARTICLES OF INCORPORATION

OF

LAKEVIEW CONSOLIDATED
SILVER MINES, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, THOMAS F. McMANUS and FREDERICK C. DRUMHELLER, being natural persons of full age and citizens of the United States, have associated ourselves together for the purpose of forming a corporation under the laws of the State of Delaware, and for that purpose hereby make and subscribe in triplicate the following Articles of Incorporation:

ARTICLE I.

The name of this corporation shall be "LAKEVIEW CONSOLIDATED SILVER MINES, INC."

ARTICLE II.

The duration of this corporation shall be perpetual.

ARTICLE III.

The purposes and objects of this corporation are to engage in any lawful act or activity permitted to corporations under the laws of the State of Delaware, including without limitation the following:

1. To explore, develop and place into production mining properties; to carry on all business relating to the development and utilization of natural resources and to do all acts and things incidental to such businesses; to explore for, to mine, mill, concentrate, convert, smelt, treat, refine, prepare for market, manufacture, buy, sell, exchange, and otherwise produce, process and deal in all kinds of ores, metals, minerals and all other natural products and the products and by-products thereof of every kind and description

and by whatever means the same can be and may hereafter be produced, processed, handled or dealt in, and generally and without limitation as to amount, to buy, sell, exchange, lease, acquire, deal in lands, mines and mineral rights and claims, machinery, tools and other properties whatsoever which this corporation may from time to time find to be for its advantage and purposes.

2. To acquire, by purchase or otherwise, and to own, hold, buy, sell, convey, improve, lease, mortgage, encumber, cultivate, develop, manage, operate, and in any manner trade, deal in, and dispose of real property or any right, title or interest therein; and to construct, lease, erect, improve, direct, manage, care for, extend, alter, repair, operate, and maintain buildings and improvements thereon.

3. To acquire by purchase or otherwise, and to own, hold, buy, sell, transfer, mortgage, pledge, and in any manner to deal in and dispose of personal property of every kind, character and description.

4. To borrow money for the business of the company, and to give security therefor, and particularly in pursuance of the business of the company to issue promissory notes, bonds, debentures, or other evidences of indebtedness, and to secure the same by mortgage or pledge of all or any part of the property of the company, both real and personal.

5. To buy, acquire, own, hold, mortgage, pledge, hypothecate, sell, negotiate, transfer, execute or dispose of notes, commercial papers, mortgages, and contracts on real or personal

property, bonds, stocks, choses in action, accounts, or other securities.

6. To build, construct, erect, purchase, hire or otherwise acquire or provide any buildings, offices, or other things necessary or useful for the purpose of carrying out the objects of the company.

7. To loan money upon notes, mortgages upon real or personal property, bonds, stocks, contracts, or other securities or other evidences of indebtedness.

8. To purchase, acquire, own, hold, vote, guarantee, mortgage, pledge, sell, transfer, and otherwise dispose of and deal in shares, bonds, securities, and other evidences of indebtedness of any domestic or foreign corporation.

9. To purchase or otherwise acquire, in whole or in part, any business, good will, rights, franchises, licenses, permits, and property of every kind from any person, association or corporation, and to pay for the same in cash or in the shares or bonds or other evidences of indebtedness of this corporation or otherwise, and to hold, maintain and operate, or in any manner dispose of the whole or any part of the good will, business, rights and property so acquired, and to conduct in any lawful manner the whole or any part of any business so acquired, and to exercise all the powers necessary or convenient in and about the management of such business.

10. To purchase, hold, sell, exchange and transfer shares of its own capital stock.

11. To join or consolidate with, and to enter into agreements and co-operative relations not in contravention of law with,

any persons, firms, associations, or corporations, governmental, municipal, or otherwise, in connection with carrying out all or any of the purposes of this company.

12. To carry on any business whatsoever which this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated directly or indirectly to promote the interests of this corporation and to enhance the value of its property or business; to conduct its business in this state, in any other states, in the District of Columbia, in the Territories of the United States, and in foreign countries, and to have and to exercise all the powers conferred by the laws of the State of Delaware upon corporations formed under the laws pursuant to and under which this corporation is formed as the same now are or as may be amended.

ARTICLE IV.

1. The location and Post Office Address of the Registered Office of this corporation in the State of Delaware shall be

Corporation Service Company
Delaware Trust Building, 900 Market Street
Wilmington, Delaware 19899
New Castle County

2. The name and address of the Registered Agent of

this corporation in the State of Delaware is

Corporation Service Company
Delaware Trust Building, 900 Market Street
Wilmington, Delaware 19899

ARTICLE V.

1. The total number of shares of stock authorized is ten million (10,000,000) shares of common stock having a par value of one cent (\$.01) per share.

2. All shares of stock shall be non-assessable.

3. Shareholders do not have preemptive rights to acquire additional shares offered by the corporation.

4. The shares of stock issued shall be entitled to such dividends as may be determined upon by vote of the Board of Directors and such shares shall share equally in the assets of the corporation upon dissolution or liquidation after the rights of creditors and all other lawful claims have been satisfied.

5. Each share of stock shall be entitled to one vote.

6. The shares of stock shall be issued for such consideration in money, labor, services or property as may be fixed from time to time by the Board of Directors.

7. The company shall be entitled to treat the registered holder of any share or shares of stock as the absolute owner thereof except as ordered by a court of competent jurisdiction, or by statute shall be required or bound to recognize any alleged equitable or other claim to or interest in such share or shares on the part of any other persons.

ARTICLE VI.

The names and mailing addresses of the incorporators are as follows:

Thomas F. McManus, P. O. Box 1080, Kellogg, Idaho 83837
Frederick C. Drumheller, E. 2722 Mt. Vernon Drive, Spokane,
Washington 99203

The powers of the incorporators shall terminate on filing the Certificate of Incorporation.

ARTICLE VII.

1. The first directors shall hold office until the first annual meeting of the stockholders, to be held May 15, 1970, and until their successors are elected and qualified. The names and addresses of the first directors are as follows:

Frederick C. Drumheller	E. 2722 Mt. Vernon Drive Spokane, Washington 99203
S. K. Garrett	Route 2 Colbert, Washington
Miss Myrtle Woldson	West 526 Sumner Avenue Spokane, Washington
Karl J. Schwartzbaum	224 West 30th Street New York City, N. Y. 10001
Marvin Chase	P. O. Box 1080 Kellogg, Idaho 83837
Donald L. Long	P. O. Box 1080 Kellogg, Idaho 83837
Charles Hathorne	P. O. Box 1080 Kellogg, Idaho 83837

2. The number of the directors of this corporation shall be fixed from time to time by the By-Laws, but shall be not less than three nor more than fourteen.

ARTICLE VIII.

1. In furtherance of and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors is hereby authorized to make, alter and repeal the By-Laws of the corporation subject to the power of the stockholders of the corporation to prospectively change or repeal such By-Laws.

2. The Board of Directors, by majority vote, may adopt a resolution designating and appointing one or more committees, each of which shall consist of two or more directors, which committees, to the extent provided in such resolution, shall be authorized to exercise the powers of the Board in the management of the business and affairs of the corporation: Provided, that no such committee shall have the authority of the Board of Directors in reference to amending, altering or repealing the By-Laws; electing, appointing or removing any member of such committee or any director or officer of the corporation; amending the Articles of Incorporation; adopting a plan of merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the corporation; authorizing the voluntary dissolution of the corporation or the revocation of a plan of voluntary dissolution; adopting a plan for the distribution of assets of the corporation; or amending, altering, or repealing any resolution of the Board of Directors unless such resolution by its terms expressly provides that it may be amended, altered or repealed by such committee.

3. Without waiving any express or implied rights to indemnification otherwise existing, the Board of Directors is authorized to generally or specially grant indemnification to any director, officer, employee or agent of the corporation made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding brought against him or them for or on account of their or his acts as director, officer, employee

