



## Department of State.

### CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, 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

**IDAHO MINING & MILLING, INC.**

was filed in the office of the Secretary of State on the **10th** day  
of **March** A.D. One Thousand Nine Hundred **Fifty-eight** and  
duly recorded on Film No. **102** 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

**Lewiston**

in the County of

**Nes Perce**

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 **10th** day of **March**,  
A.D., 19 **58**.

Secretary of State.

## AFFIDAVIT OF NON-PRODUCTIVITY

STATE OF WASHINGTON )  
 ) ss.  
County of King )

WILLIAM C. BLANCHARD, BEING FIRST DULY SWORN, upon oath  
deposes and says:

That he is a practicing attorney in the City of Seattle, Washington, with offices at 1155 Dexter Horton Building, Seattle 4, Washington, and is the attorney for the incorporators of the proposed Idaho corporation, IDAHO MINING & MILLING, INC.

That IDAHO MINING & MILLING, INC., shall be, when incorporated pursuant to the laws of Idaho, a mining corporation with tested but undeveloped and non-producing properties in the State of Idaho.

That the properties to be transferred to IDAHO MINING & MILLING, INC., by the incorporators are now non-productive, and IDAHO MINING & MILLING, INC., when incorporated, will be, for an uncertain future time, a non-productive mining corporation.

William C. Blanchard  
WILLIAM C. BLANCHARD

SUBSCRIBED AND SWORN to before me this 7th day of March,  
1958.

Eugene J. Tracy  
Notary Public in and for the State  
of Washington, residing at Seattle

ARTICLES OF INCORPORATION OF  
IDAHO MINING & MILLING, INC.

WE, the undersigned, all of whom are of full age and citizens of the United States of America, do hereby voluntarily associate ourselves for the purpose of forming a private corporation under the laws of the State of Idaho. And we hereby set forth, declare and certify that:

ARTICLE I.

The name of the proposed corporation is  
IDAHO MINING & MILLING, INC.

ARTICLE II.

The purposes specified herein shall be construed both as purposes and as powers and shall be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this or any other article, but the purpose and powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the Corporation; nor shall expression of one thing be deemed to exclude another, although it be of like nature not expressed; now, therefore, the object, business, and purposes of this corporation shall be as follows, to-wit:

To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares, and merchandise and real and personal property of every class and description.

To purchase, locate, lease, or otherwise acquire in any part of the world, mines, mining claims, mining rights, and lands and any interest therein, and explore, work, exercise, develop, and turn to account the same; to quarry mine, smelt, refine, dress, amalgamate, and prepare for market, ore metal and mineral substances of all kinds and to carry on any other operations or business which may seem necessary, convenient or incidental to any of the objects and purposes of the corporation; to buy, sell, manufacture, and deal in minerals, plants, machinery, implements, conveniences, provisions and things capable of being used in connection with the mining or other operations of this corporation, or required by workman and others employed by the corporation to construct, carry out, maintain, improve, manage, work, control, and superintend, all roads, ways, railways, bridges, reservoirs, water courses, aqueducts, wharves, furnaces, mills, crushing works, hydraulic works, factories, warehouses, and other works and conveniences which may seem necessary, convenient, or incidental to any object or purpose of the corporation and to contribute to subsidize, or otherwise aid or take part of any such operations.

To buy, exchange, contract for, lease, and in any and all other ways acquire, take, hold and own, and to deal in, sell, mortgage, lease or otherwise dispose of lands mining claims, mineral rights, oil wells, gas wells, oil lands, gas lands, and other real property, and rights and interests in and to real property, and to manage, operate, maintain, improve, and develop the properties and each and all of them; to buy and sell oil and mineral royalties of every kind and character; to rent and lease machinery of every kind and character.

To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

ARTICLE III.

The corporation shall have perpetual existence.

ARTICLE IV.

The registered office of the corporation in the State of Idaho shall be 504 - 16th Avenue, Lewiston, Idaho.

ARTICLE V.

The total authorized number of par value shares is forty-five million (45,000,000). The aggregate par value of the total authorized number of par value shares is Nine Hundred Thousand Dollars (\$900,000.00).

ARTICLE VI.

The stock of the corporation consists of Forty-five Million (45,000,000) shares of common stock with a par value of two cents (\$.02) per share. At all meetings of the stockholders and at all elections for directors, every stockholder of record shall be entitled to one vote for each share of stock standing in his name on the books of the corporation.

ARTICLE VII.

The names and post office address of each of the incorporators and the number of shares for which each subscribes is as follows, to-wit:

<u>Name</u>	<u>Address</u>	<u>No. of Shares</u>
Philip W. Jungert	504 - 16th Avenue Lewiston, Idaho	50
Karl R. Samson	Riggins, Idaho	50
Marion E. Jungert	1035 - 15th Street Clarkston, Washington	50

ARTICLE VIII.

Unless otherwise determined by the board of directors no holder of stock of the corporation shall be entitled as

such, as a matter of right, to purchase or subscribe for any stock of any class which the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes and whether out of unissued shares authorized by the certificate of incorporation of the corporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issue thereof, and whether issued for cash, labor done, personal property, or real property, or leases thereof, nor shall he be entitled to any right of subscription to any thereof; nor, unless otherwise determined by the board of directors, shall any holder of any shares of the capital stock of the corporation be entitled as such, as a matter of right, to purchase or subscribe for any obligation which the corporation may issue or sell that shall be convertible into or exchangeable for any shares of the stock of the corporation of any class or classes, or to which shall be attached or appurtenant any warrant or warrants or other instrument or instruments that shall confer upon the holder or holders of such obligation the right to subscribe for or purchase from the corporation any shares of its capital stock of any class or classes.

#### ARTICLE IX.

Only stockholders shall be eligible and qualify for the board of directors.

ARTICLE X.

The holders of stock of this corporation shall not be held individually responsible as such holders for any debts, contracts, liabilities, or engagements of the corporation, and shall not be liable for assessments to restore impairments in the capital of the corporation, nor shall such stock be liable to assessment for any purpose.

IN WITNESS WHEREOF, we, the undersigned, being all of the incorporators hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Idaho, do make and file these articles, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock hereinabove set forth, and accordingly have hereunto set our hands and seals this 28 day of February, 1958.

Philip W. Jungert  
Philip W. Jungert  
Karl R. Samson  
Karl R. Samson  
Marion G. Jungert  
Marion G. Jungert

STATE OF IDAHO )  
COUNTY OF NEZ PERCE ) ss.

On this 28 day of February, 1958, before me, the undersigned, a Notary Public in and for the said State, personally appeared PHILIP W. JUNGERT, KARL R. SAMSON, and MARION G. JUNGERT, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

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

Walter Schuchman  
Notary Public in and for the State of  
Idaho, residing at Biggs, Idaho