



CERTIFICATE OF AUTHORITY  
OF

**AMERICAN NUCLEAR CORPORATION**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **AMERICAN NUCLEAR CORPORATION** 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 **AMERICAN NUCLEAR CORPORATION** to transact business in this State under the name **AMERICAN NUCLEAR CORPORATION** and attach hereto a duplicate original of the Application for such Certificate.

Dated **January 13, 1983**



*Pete T. Cenarrusa*  
SECRETARY OF STATE

Corporation Clerk

## APPLICATION FOR CERTIFICATE OF AUTHORITY

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 American Nuclear Corporation

2. \*The name which it shall use in Idaho is American Nuclear Corporation  
*per. K. Rendall Gwing*

3. It is incorporated under the laws of Colorado

4. The date of its incorporation is July 20, 1955 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 1720 S. Bellaire Street, Suite 1100, Denver, Colorado 80222

6. The street address of its proposed registered office in Idaho is 300 North 6th Street,  
Boise, Idaho 83701, and the name of its proposed

registered agent in Idaho at that address is C T Corporation System

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
any lawful purpose for which corporations may be  
incorporated under the laws of Idaho.

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

Name	Office	Address
Dennis A. Eckerdt,	Director,	314 W. Midwest Ave., Casper, Wyoming 82602
John C. Ferguson,	Director, President,	2811 S. Poplar, Casper, Wyoming 82601
Robert A. Peck,	Director, Vice President,	P. O. Box 993, Riverton, Wyoming 82501
Brian B. Spillane,	Director, Secretary,	12333 E. Bates Cir., Aurora, Colorado 80014
Robert W. Finkbiner,	Director, Treasurer,	9240 Mt. Vernon Cir., Alexandria, VA 22309
E. Wayne Nordberg,	Director,	One Battery Park Plaza, New York, New York 10004

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>5,000,000</u>	<u>Common</u>	<u>\$ .04</u>
<u>                    </u>	<u>                    </u>	<u>                    </u>
<u>                    </u>	<u>                    </u>	<u>                    </u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>3,141,966</u>	<u>Common</u>	<u>\$.04</u>
_____	_____	_____
_____	_____	_____

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated January 5, 19 83

AMERICAN NUCLEAR CORPORATION

By John C. Ferguson  
John C. Ferguson

Its \_\_\_\_\_ President

and Dennis A. Eckerdt  
Dennis A. Eckerdt

Its \_\_\_\_\_ Assistant Secretary

STATE OF WYOMING )

)ss:

COUNTY OF NATRONA )

I, Mary Kay Ferguson, a notary public, do hereby certify that on this 5<sup>th</sup> day of January, 19 83, personally appeared before me John C. Ferguson, who being by me first duly sworn, declared that he is the President of American Nuclear Corporation

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Mary Kay Ferguson - Notary Public

County of  
Natrona

State of  
Wyoming

My Commission Expires July 2, 1983

Mary Kay Ferguson  
2811 S Poplar  
Casper WY 82601

Notary Public - Name & Address

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

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DEPARTMENT OF STATE  
STATE OF COLORADO

RESTATED ARTICLES OF INCORPORATION

OF

AMERICAN NUCLEAR CORPORATION

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The corporation was originally incorporated under the name Gas Hills Uranium Corporation by articles of incorporation filed with the Colorado Secretary of State on July 20, 1955. The following restated articles of incorporation only restate and integrate and do not further amend the provisions of the corporation's articles of incorporation as previously amended or supplemented. There is no discrepancy between the original articles of incorporation with such amendments or supplements and the provisions of these restated articles. These restated articles of incorporation supersede the original articles of incorporation and all amendments and supplements.

ARTICLE I.

Name

The name of this corporation shall be American Nuclear Corporation.

ARTICLE II.

Objects and Purposes

The objects and purposes for which this company is formed and the powers with which it is vested are:

1. To purchase, own, sell, exchange, locate, lease, or otherwise acquire mines, mining claims, veins, lodes, or any interest therein; search for, prospect, and explore for ores and minerals of every kind and description; to engage generally in the business of mining, including milling, concentrating, converting, smelting, treating, preparing for market, manufacturing, buying, selling, exchanging, and otherwise producing, and dealing in all kinds of ores and the products and by-products thereof of every kind and description both for itself and for others.

2. To acquire, hold, maintain, manage, operate, and dispose of timber and timber rights, water and water rights, tramways, railroads, truck lines, pipelines, power and power lines, easements and rights of way and all other rights, powers, or privileges necessary or convenient for the business of the corporation.

Bill Card Made

3. To engage generally in the oil and gas business, to purchase, lease, hold, own, develop, work, operate, improve, manage, sell, exchange, and otherwise acquire and dispose of oil and gas lands or interests therein including mineral rights, leaseholds, royalties, overriding royalties, participating or working interests, and oil and gas payments. To prospect and explore for and drill for gas and oil, to drill for and produce oil and gas; to own, operate, manage, and otherwise deal in refineries, pipe lines, pumping apparatus, tanks, stores, and facilities and all field equipment of every kind and description; to buy and sell and otherwise deal in crude oil and natural gas; to find, transport or manufacture petroleum products and the by-products thereof both for itself and others.

4. To acquire, own, hold, develop, maintain, operate, manage, lease, sell, exchange, convey, dispose of, and to otherwise deal in property of every nature and description, both real and personal, and whether situated in the United States or any foreign country so far as permissible by law; to pay for the same in cash, the stock of this company, bonds or otherwise, to hold or in any manner to dispose of the whole or any part of the property so purchased.

5. To borrow or loan money with or without security on such terms as the Board of Directors determines to be in the best interests of the company; to make and enter into contracts of any sort or kind with any individual; firm, association or corporation, public or municipal body, politic, authorized or permitted by law.

6. To act as a licensed broker for the sale of its own stocks and bonds and execute all instruments incident to the above; to enter into underwriting agreements for the sale of its stocks and bonds or other securities. To make and enter into options for the sale of its stock upon such terms and conditions as permitted by the laws of the State of Colorado and the United States.

7. In construing the foregoing enumeration of powers and functions,

- (1) In no instances shall the enumeration of one function or power be construed as implying the exclusion or limitation of any other function or power.

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- (2) All of the functions and rights authorized hereby shall be construed to be applicable to localities within and without the United States and shall generally authorize the conduct of all or part of the corporate business beyond the State of Colorado, subject to such limitations as are imposed by the laws of the United States and by the laws of the states in which the business is being transacted.

#### ARTICLE III

##### Duration

This company shall have perpetual existence.

#### ARTICLE IV

##### Capital Stock and Voting Rights

The capital stock of said company together with the rights and privileges of shareholders shall be as follows:

(a) The capital stock of this company shall consist of 5,000,000 shares of common stock, having a par value of four cents per share, in which stock shall be lodged the entire voting power of the company, and each share of stock shall be entitled to one vote at stockholders' meetings and may be voted either in person or by proxy.

(b) All stock when issued shall be fully paid and non-assessable.

(c) Ownership of any amount of stock of this company shall not entitle the holder to any preemptive right to subscribe to any unissued stock or to any other stock which the company may be authorized to issue.

(d) Dividends may be declared or paid on the Company's capital stock at the discretion of the Board of Directors at such times and in such amounts as they deem advisable, subject, however, to the provisions of the laws of the State of Colorado.

(e) Cumulative voting shall not be allowed in the election of directors.

ARTICLE V.

Directors

The business and affairs of the company shall be governed by a Board of Directors of six members. The directors shall be classified into three classes of two members each with respect to the time for which they hold office. Each class shall have terms of office of three years with the term of one class expiring each year. The present classification of directors is confirmed with the terms of Robert A. Peck and E. Wayne Nordberg expiring at the annual meeting of shareholders in 1978, the terms of Robert W. Finkbinder and Harold P. Wohler expiring at the annual meeting of shareholders in 1979, and the terms of John C. Ferguson and Brian B. Spillane expiring at the annual meeting of shareholders in 1980. Commencing with the annual meeting of shareholders held in 1978, and at each annual meeting thereafter, two directors shall be elected to hold office for three-year terms to succeed those directors whose terms expire at that meeting. All directors shall be elected for a three-year term and until their successors have been elected and qualified. Vacancies on the Board of Directors, however created, may be filled by the remaining directors. Any director elected to fill a vacancy shall hold office for the unexpired portion of the term of the director whose place he has been elected to fill, even though that term may extend beyond the next annual meeting of shareholders. The management of the affairs of the company shall be vested in the Board of Directors, and they may delegate the administrative functions of the company to such committees and such officers as they may determine from time to time. Members of the Board of Directors need not be shareholders and may hold meetings within or without the State of Colorado. In addition to the power and authority expressly conferred upon it by the articles of incorporation and bylaws, the Board of Directors may exercise all such powers and do all such acts and things as may be exercised and done by the company according to the Colorado Corporation Code.

ARTICLE VI.

Office and Place of Business

The principal office of the corporation shall be at 314 Midwest Avenue, Casper, Wyoming. The Board of Directors may, however, from time to time, establish such other offices, branches, subsidiaries or divisions in such other places as they may deem advisable. The Company may carry on business within or without the State of Colorado.

ARTICLE VII.

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Bylaws

The Board of Directors shall have the power to make such bylaws and amendments thereto as they may deem proper for the management of the affairs of the Company, which bylaws shall not be inconsistent with the laws of the State of Colorado or the laws of the United States.

Executed in duplicate on \_\_\_\_\_

AMERICAN NUCLEAR CORPORATION

By John C. Ferguson  
John C. Ferguson, President

and Robert A. Peck  
Robert A. Peck, Secretary

STATE OF WYOMING )  
COUNTY OF NATRONA ) ss.

Before me, \_\_\_\_\_, a Notary Public in and for the said County and State, personally appeared John C. Ferguson who acknowledged before me that he is the President of American Nuclear Corporation, a Colorado corporation, and that he signed the foregoing Restated Articles of Amendment as his free and voluntary act and deed for the uses and purposes therein set forth, and that the facts contained therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this \_\_\_\_ day of \_\_\_\_\_, A.D. 1978.

My commission expires \_\_\_\_\_

Notary Public



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WYOMING  
STATE OF  
COUNTY OF NATRONA

CERTIFICATE OF  
ASSUMED OR TRADE NAME

AMERICAN NUCLEAR CORPORATION (A) CO  
corporation being desirous of transacting a portion of its business under an assumed or trade  
name as permitted by 7-71-101 Colorado Revised Statutes 1973, hereby certifies:

1. The corporate name and location of the principal office of said corporation is:  
American Nuclear Corporation (Mailing address)  
314 West Midwest Avenue P. O. Box 2713  
Casper, Wyoming 82601 Casper, Wyoming 82601

2. The name, other than its own corporate name, under which such business is carried on is:

American Air Drilling Services, Inc.

3. A brief description of the kind of business transacted and to be transacted under such assumed  
or trade name is:

Leasing of air drilling compressors.

IN WITNESS WHEREOF, The undersigned President and Secretary of said corporation, have  
this day executed this Certificate December 8, 1964

STATE OF COLORADO  
DEPARTMENT OF  
STATE

I hereby certify that  
this is a true and correct copy of  
the record in this office  
record in File No. 100-100000

DATED: 12/8/64  
BY: [Signature]

BY: [Signature]

AMERICAN NUCLEAR CORPORATION

[Signature]  
Duane Potter

