

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

FOXY LADY, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

FOXY LADY, INC.

duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: *February 27, 1984*



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Denise Diver*

ARTICLES OF INCORPORATION

FOR

Foxy Lady, Inc.

The undersigned incorporators, ^{24 FEB 27 PM 3} desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I. Name. The name of the corporation is
FOXY LADY, INC.

ARTICLE II. Purposes. The purpose of the corporation is to engage in the business of a general prospecting, exploration and mining development corporation. In addition, the purpose of the corporation is to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE III. Duration. The period of duration of the corporation is perpetual.

ARTICLE IV. Registered Office and Registered Agent. The address of the corporation's initial registered office in the State of Idaho is 4565 Clover Meadows, City of Meridian, County of Ada, 83642. The name of the corporation's initial registered agent at such address is Colt Macdonald Wright.

ARTICLE V. Stock. The total authorized number of shares is thirty-thousand (30,000) which shares are without par value. All shares of the corporation are common shares; there are no preferred shares.

ARTICLE VI. Initial Shareholders. The initial number of shares authorized in the Articles of Incorporation is hereby granted outright to the incorporators as follows:

1. Ten thousand (10,000) shares to Robert George Lukes
2. Ten thousand (10,000) shares to John Scott Carlson
3. Ten thousand (10,000) shares to Colt Macdonald Wright

Said shares are granted in consideration of past and/or anticipated future services already performed or to be performed by the aforementioned incorporators for the benefit of or on behalf of the corporation.

ARTICLE VII. Directors. The number of directors constituting the initial board of directors is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders, or until their successors are elected and qualify, are:

ROBERT GEORGE LUKES
4565 Clover Meadows
Meridian, Idaho 83642

JOHN SCOTT CARLSON
355 Winther Blvd.
Nampa, Idaho 83651

COLT MACDONALD WRIGHT
P.O. Box 1524
McCall, Idaho 83638

ARTICLE VIII. Incorporators. The names and addresses of such incorporator are:

ROBERT GEORGE LUKES
4565 Clover Meadows
Meridian, Idaho 83642

COLT MACDONALD WRIGHT
P.O. Box 1524
McCall, Idaho 83638

ARTICLES IX. Bylaws. The directors shall meet at a date deemed timely by the directors and adopt a set of bylaws to govern the future operations of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands this 27 day of February, 1984.

Robert George Zuker

Colt Macdonald Wright

STATE OF IDAHO
County of Ada

on Feb 27, 1984, before me, the undersigned, a Notary Public in the for said County and State, personally appeared Robert George Zuker & Colt Macdonald Wright

Joyce Cluff
Notary Public
State of Idaho