

2018 JAN -4 PM 2:12

SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF DISSOLUTION OF EMPIRE MINES COMPANY**

The undersigned, acting on behalf of Empire Mines Company, an Idaho corporation (the "**Corporation**"), and pursuant to the Idaho Business Corporation Act ("**Act**"), submits these Articles of Dissolution to the Secretary of State of Idaho, for filing, to dissolve the Corporation.

**ARTICLE 1  
NAME OF CORPORATION**

The name of the corporation is Empire Mines Company.

**ARTICLE 2  
AUTHORIZATION OF DISSOLUTION**

Dissolution of the Corporation was authorized by unanimous written consent of the board of directors of the Corporation dated December 12, 2017.

**ARTICLE 3  
APPROVAL BY SHAREHOLDERS**

(a) As recommended by Corporation's Board of Directors, the proposal to dissolve the Corporation was duly approved by the Corporation's shareholders, in accordance with the Act, at a special meeting duly noticed and held on December 29, 2017. The number of shares of voting common stock entitled to vote on the proposal to dissolve the corporation was Three Hundred Twenty-Two Thousand Three Hundred Eighty-Four (322,384) (collectively, "Voting Stock"). A quorum consisting of 268,688 shares of Voting Stock was present, in person or by proxy, at the meeting. The total number of undisputed votes cast in favor of dissolution of the Corporation was Two Hundred Sixty-Eight Thousand Six Hundred Eighty-Eight (268,688) shares of Voting Stock, constituting a majority of the Corporation's outstanding shares of Voting Stock.

**ARTICLE 4  
EFFECTIVE DATE**

Dissolution of the Corporation shall be effective as of the date of filing these Articles of Dissolution.

Dated this 29th day of December, 2017.

EMPIRE MINES COMPANY

By:

Pamela H. Szwoski

Its: President/Secretary

IDAHO SECRETARY OF STATE

01/05/2018 05:00

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ARTICLES OF DISSOLUTION

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