

Department of State.

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

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I, ARNOLD WILLIAMS, 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 M. F., INC.

was filed in the office of the Secretary of State on the Twelfth day
of December A.D. One Thousand Nine Hundred Sixty-six
will be and

duly recorded on ~~xxxxxx~~ Microfilm 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
Blackfoot in the County of Bingham

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 12th day of December
A.D., 1966.

Secretary of State.

ARTICLES OF INCORPORATION

OF

M. F., INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, Jim Howton, Don Maughan, Vernon Bosley, and Lawrence McBride, each being of full age and all of whom are citizens of the United States, have associated themselves together for the purpose of forming a corporation under the laws of the State of Idaho and in pursuance thereof do hereby sign and acknowledge the following Articles of Incorporation in Triplicate originals and do state as follows:

I

That the corporate name of this Corporation shall be M. F., Inc.

II

That the location and Post Office address of the registered office of this corporation shall be #10, Bill's Apartments, Blackfoot, Idaho.

III

That the purposes for which this corporation is formed are as follows:

(1). To purchase, locate, lease or otherwise acquire mines, mining claims, rights, lands and any interest therein. To explore, work, exercise, develop and turn to account same.

(2). To deal generally in real and personal property, to purchase or otherwise acquire, to own, lease, rent, possess, use, hold, invest in, sell, exchange, trade in, pledge, mortgage, hypothecate, assign, transfer, deal in or otherwise dispose of and in every lawful way and manner to deal generally in and with real and personal property of every kind, nature, class and description and to do all things lawfully suitable or advisable.

to be done in carrying on and in furtherance of any such business.

(3). To purchase or otherwise acquire and to own, hold and in every lawful way to deal in and with, sell or otherwise dispose of any and all property, assets, stock, bonds, securities and right of any kind and character.

(4). To borrow money on the credit of this corporation and to issue therefore such evidence of indebtedness as may be necessary for the acquisition of any property purchased, or mortgage or hypothecate in any lawful way any and all of the property and assets of the corporation in order to secure its obligations.

(5). To have, use and enjoy all of the general rights, power, privileges, whether expressed or implied given by the laws of the State of Washington, now conferred upon or granted or hereafter to be conferred upon or granted to private corporations organized under the general incorporation laws of the State of Idaho.

(6). That this corporation shall have the capacity to act possessed by a natural person; that this corporation shall have the authority to perform only such action as are necessary and proper to accomplish its purposes and which are not repugnant to law.

(7). To engage in business as a partner or as a member of a joint venture with other persons, firms, associations or corporation. To conduct and carry on its business in any or all of its various branches under any trade name or names.

(8). To engage generally in any other lawful enterprise permitted by law.

IV

That this corporation shall continue perpetually.

V

That the total authorized number of par value shares of common stock of this corporation shall be 2,500 shares, all of which common shares shall have the voting power in this corporation; that the said common par value shares shall be the only type of shares issued in this corporation; that the par value of common stock shares shall be \$10.00 each.

VI

That the number, qualifications, terms of office, manner of election, time and place of meeting and powers and duties of the directors shall be as prescribed by the By-Laws of this corporation; that the names and addresses of the first directors who shall hold office and manage the affairs of this corporation for one year or until resignation after its incorporation are as follows:

Jim Howton	709 Evans, Milton-Freewater, Oregon
Don Maughan	331 N.W. 6th Ave. Milton-Freewater, Oregon
Lawrence McBride	Rt. #1 Box 257 Milton-Freewater, Oregon
Vernon Bosley	1009 School Avenue, Walla Walla, Washington
Earl Murray	Rt.#3 Box 65-N, Hot Springs, Arkansas

VII

That the names and post office addresses of each of the incorporators hereunder and the number of shares subscribed for by each are as follows:

Jim Howton	709 Evans, Milton-Freewater, Oregon	10 Common
Don Maughan	331 N.W. 6th Ave. Milton-Freewater, Oregon	10 Common
Lawrence McBride	Rt. #1, Box 257 Milton-Freewater, Oregon	10 Common
Vernon Bosley	1009 School Ave. Walla Walla, Washington	10 Common

VIII

That the authority to make By-Laws for this corporation is hereby expressly vested in the Board of Directors of this Corporation subject to the power of the stockholders to change or repeal such By-Laws.

IX

That the name and address of our designated representative and place of business in the State of Idaho will be: Mrs. Virginia Maughan, #10, Bill's Apartments, Blackfoot, Idaho.

IN WITNESS WHEREOF the Incorporators have hereunto set their hands
and seals this 29th day of November, 1966.

James C. Howton

Don Maughan

Vernon Bosley

Lawrence McBride

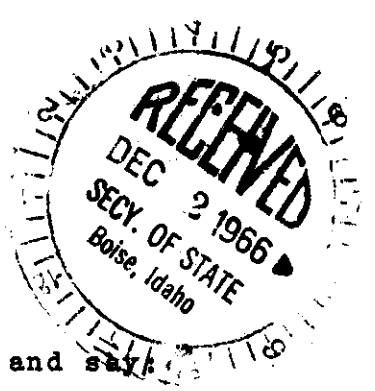
STATE OF Washington)
County of Kalla Kalla) ss

This is to certify that on this 29th day of November,
1966 there appeared before me, Jim Howton, Don Maughan, Lawrence McBride
and Vernon Bosley, to be personally known to be the persons described in
and who executed the foregoing Articles of Incorporation and they and each
of them did acknowledge and declare to me that he executed the same freely
and voluntarily for the uses and purposes therein mentioned.

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

Nirabelle Clark
Notary Public in and for the State of
Washington residing in Kalla Kalla.

STATE OF WASHINGTON)
)ss.
County of Walla Walla)



I, Vernon Bosley, being first duly sworn, depose and say:

That I am one of the Incorporators of the M F, Inc., a corporation being licensed under the laws of the State of Idaho.

The primary purpose and object of this corporation is to carry on mining operations and activity incidental thereto. That the corporation is not now in production and will not be productive from this date to and including June 30, 1967. Neither is the corporation operating any other type of business at this time.

This affidavit is given for the purpose of claiming license fee exemption for the fiscal year ending June 30, 1967.

Vernon Bosley

Subscribed and sworn to before me this 14th day of November, 1966.

Nimabelle Clark
Notary Public for the State of Washington
residing in Walla Walla.