

CERTIFICATE OF INCORPORATION

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

ELECTRONOGRAPH GEOLIGICAL SURVEY, INC.

was filed in the office of the Secretary of State on the

Teenty-sixth

day

of

A.D. One Thousand Nine Hundred

Sixty-five

and

will be duly recorded on Film No. 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

from the date hereof, with its registered office in this State located at

Bonners Ferry,

in the County of

Boundary.

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 26

day of

April.

A.D., 19 **65** ·

ARNOLD WILLTAMS
Secretary of State

By Deputy

Secretary of State.

ARTICLES OF INCORPORATION

OF

ELECTRONOGRAPH GEOLOGICAL SURVEY, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, whose names are hereto affixed, all of whom are bonafide residents and full age citizens of the United States, do under and in pursuance of Title 30 of the Idaho Code as amended, and general corporation laws of said State, hereby organize, constitute and associate ourselves and such other persons as may hereafter become associated with us, in accordance with these Articles, into a body politic and corporate, for the purposes hereinafter set forth, and to that end, we execute these Articles of Incorporation, and hereby certify, set forth and declare as follows:

I.

The name of this corporation is ELECTRONOGRAPH GEOLOGICAL SURVEY, INC.

II.

The purposes of this corporation are as follows:

To engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Idaho or of such other state, country or territory where this corporation may be authorized to do business;

To generally engage in, do, and perform, any enterprise, act, or vocation that a natural person might or could do or perform;

To buy, own, lease, sell, rent, mortgage, and hypothecate real and personal property of any kind or nature whatsoever;

To engage in the business of performing and selling geological survey services;

To devise, manufacture, assemble and sell or lease geological survey instruments, and to conduct research therefor.

The purposes specified herein shall be construed both as purposes and powers and shall be in no wise limited or restricted by reference to, or inference from, the terms of any other clause in this or any other article, but the purposes 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 the expression of one thing be deemed to exclude another, although it be of like nature not expressed.

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 pertinent 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 law.

III.

The duration of this corporation shall be perpetual.

IV.

The location of the principal offices of this corporation shall be in the city of Bonners Ferry, Boundary County, Idaho; and the post-office address of the registered office of the corporation in the State of Idaho shall be in Bonners Ferry, Idaho.

V.

The authorized capital of said corporation shall be the sum of Fifty Thousand and no/100 (\$50,000.00) Dollars divided into Fifty Thousand (50,000) shares of a par value of One and no/100

(\$1.00) Dollar each. The stock of this corporation shall be non-assessable.

W.

The shares of stock of this corporation shall be all common in class and each of said shares shall be entitled to one vote, with the owner of the said share determined by the name standing on the stock-registry book of this corporation at the date Thirty (30) days prior to the date of the meeting at which a vote will be required, and the relative rights, preferences and restrictions of each of said shares shall be identical with the relative rights, preferences and restrictions of every other of said shares.

VII.

The corporate powers of this corporation shall be vested in a Board of Directors of Five (5) Directors, to be elected as provided in the bylaws of this corporation. To be a director, a person must be a shareholder of the corporation. The powers and duties of the officers of this corporation shall be as prescribed in the bylaws, provided that the directors shall have the power and authority to repeal and amend the bylaws and adopt new bylaws subject to the approval of the shareholders as provided in the bylaws.

VIII.

These Articles of Incorporation may be amended by an affirmative vote of Seventy (70) percentum of the issued and outstanding shares of stock of the corporation.

IX.

The incorporators of this corporation, together with the number of shares subscribed for by each, are as follows:

<u>NAME</u>	ADDRESS		CLASS OF SHARES	NO. SUBSCRIBED
LEE PIELAET	Bonners Ferry.	Idaho	Common	750
ELLIS VOGEL	Bonners Ferry.	Idaho.	Common	750
E.C. GIESZELMANN	Bonners Ferry.	Idaho	Common	750
G. D. HARRAL	Bonners Ferry.	Idaho	Common	750
R. E. DAY	Bonners Ferry,	Idaho	Common	750
EARNEST D. WOODS	Bonners Ferry,	Idaho	Common	750
WAYNE TUCKER	Bonners Ferry,	Idaho	Common	750
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Dated and done this 23rd day of April, 1965. -ee fickach B. Manual R. G. Day Ingree Suches				

STATE OF IDAHO) ss.
County of Boundary)

On this 23rd day of April, 1965, before me, the undersigned Notary Public in and for the said County, personally appeared LEE PIELAET, ELLIS VOGEL, ERNEST GIESZELMANN, G. D. HARRAL, EARNEST D. WOODS, WAYNE TUCKER and R. E. DAY, individuals, 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.

Notary Public for Idaho Residing at Bonners Ferry

Com. Exp.: 8/4/65