

State of Idaho



Department of State.

I, FRED E. LUKENS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State, do hereby certify that a certified copy of the articles of incorporation of

NEW JERSEY CONSOLIDATED MINES COMPANY

duly certified by the Recorder of Shoshone County, to be a true copy of the original articles on file in his office, was filed in this department on the 20th day of June A. D. One Thousand Nine Hundred twenty-eight and is duly recorded in Book A-20 of Domestic Corporations, Records of the State of Idaho, and that the said articles contain the statement of facts required by Section 4696 of Idaho Compiled Statutes, to-wit:

FIRST, The name of the Corporation as aforesaid; SECOND, The purpose for which it was formed; THIRD, The place where its principal business is to be transacted; FOURTH, The term for which it is to exist; FIFTH, The number of its directors or trustees; SIXTH, The amount of its capital stock and the number of shares into which it is divided; SEVENTH, The amount of its capital stock actually subscribed and by whom.

AND I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a body politic and corporate, by the name stated in the articles, for the term of fifty years.

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 twentieth

day of June, in the year of our Lord one thousand nine hundred and twenty-eight, and of the Independence of the United States of America the One Hundred and fifty-second.

Secretary of State.

ARTICLES OF INCORPORATION

of the

NEW JERSEY CONSOLIDATED MINES COMPANY

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, W. J. STRATTON, of Wallace, Idaho, L. E. STRATTON, of Wallace, Idaho, and ELMER E. JOHNSTON, of Kellogg, Idaho, each being citizens of the United States and residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and by virtue of the laws of the State of Idaho, and for the objects and purposes herein expressed do make and subscribe these Articles of Incorporation, and we hereby certify in writing:

ARTICLE I.

That the name of said incorporated company shall be "NEW JERSEY CONSOLIDATED MINES COMPANY."

ARTICLE II.

The objects and purposes for which said incorporated company is formed are:

Section 1. To prospect for, locate, acquire by discovery a lease, license, option to purchase, franchise, grant, give, devise, or otherwise hold, possess, enjoy, develop, mine, work, operate, and exploit mines, mineral lands and claims, mining rights, metalliferous lands and rights in Idaho or elsewhere. Also to carry on the business in all its various branches of mining for gold, silver, tin, lead, iron, and copper, and other metals.

Section 2. To contract, purchase, or otherwise acquire, maintain and operate tunnels, sluices, reservoirs, ditches for mining operations and transportation purposes. Also to purchase,

lease, or otherwise acquire lands, mills, mill sites, tunnel sites, building machinery, power houses, pumping plants, pump machinery, dump rights, flume rights, pipes, ditch rights, pipe lines, private railways, private tramways, private ways. Also to purchase, contract, buy or otherwise acquire, operate and maintain electric lights, power plants, and building machinery, appliances and equipment pertaining thereto, and to purchase, lease, contract or otherwise acquire, operate and maintain telegraph and telephone lines for the transmission of messages and sounds by electricity.

Section 3. To purchase, lease, or otherwise acquire, contract, maintain, plants for the purpose of extracting values from the refractory ores. To purchase, treat, refine, extract, reduce, crush, calcine, smelt, contract and manipulate all kinds of ores, minerals, and metalliferous substances with a view of obtaining therefrom gold, silver, tin, lead, copper, iron, and other metals, combination of metals, or other valuable substances with a view of preparing same for metal market. Generally to engage in smelting, reducing, crushing, refining and treating, assaying and selling minerals and ores of all kinds, class and description. To buy, sell, manufacture, and generally deal in machinery, blasting powder, and high explosives of every description, fuses, caps, implements with conveniences suitable for the use in connection with mining and metalliferous operations. To purchase, lease, or otherwise acquire lands for the purpose of erecting thereon such buildings, plants, work shops, and boarding houses, stores, and such other buildings in connection with the foregoing purposes. To build, buy on contract, conduct, sell, or otherwise acquire, dispose of and deal in hotels, boarding houses, rooming houses, rooming equipment, including the right to the leasing of same, including all kinds of furniture used for the conveniences of rooming houses and hotels or boarding houses, to lease and rent all

kinds of real estate.

Section 4. To invest in, take over, buy, purchase, and exchange stocks, shares, bonds, and securities of other companies, whether incorporated under the laws of the several commonwealths or under the laws of any foreign country; to make advances upon, hold in trust, buy and sell on commission or dispose of any of the investments aforesaid, or to act as auditor for the above on like purposes. To hold, purchase, or otherwise acquire, to sell, assign, transfer, or mortgage, purchase, or otherwise dispose of shares of the capital stock, bonds, and securities issued or created by other corporations, to exercise all the rights and privileges of ownership, including the right to vote thereon. To suase or allow the legal title, estate and interest in any property acquired, established, or carried on by this company or companies foreign or domestic, formed or to be formed either in trust for or as agent of this company, or upon any other terms or conditions which the board of directors may consider for the benefit of this company and to manage the affairs and take over and carry on the business of such trust or holding company or companies so formed or to be formed either by acquiring the shares, stocks, or other securities thereof or otherwise howsoever, or to exercise all or any of the powers of holders of shares, stocks, or securities thereof, and to receive and distribute as preefs the dividends and interest on such stocks, shares, or securities; to guarantee the payment of dividends or interest in any shares, stocks, or other securities issued by or in any other contract or obligation of any corporation when in the judgment of its directors the same is proper or necessary for the business of the company and provided the required authority be first obtained from the board of directors for that purpose. To remunerate any person or persons or corporations for services rendered to or to be rendered in placing or assisting to place or

guaranteeing the placing of any of the company's capital or any other security of the company or in or about the formation or promotion of the company or the conducting of its business.

Section 5. To buy or otherwise acquire, to own and hold, in its corporate name or by trustees to its use, and to sell, or otherwise dispose of, for the benefit of its own treasury funds, shares of its own capital stock, insofar as the same may be lawfully done.

Section 6. To sell, lease, or otherwise dispose of, any part or all of any one or all, of its plants, business enterprises, property or properties or assets, and to partially or wholly retire from or cease to do business, when in the discretion of its board of trustees such course shall be for the best interests of the company.

Section 7. To borrow money or other property upon the bonds, bills, notes, or other securities of the company, or such other lawful contractual obligations as may be devised for the purpose, by whatsoever name known, and to secure the payment thereof by trust deed, mortgage, pledge, lien, or other appropriation of the whole or any part of the corporate property.

Section 8. To loan money or other property, to take appropriate security for the payment or return thereof, and to enforce the same.

Section 9. To conduct said business, above specified, in any and all of its branches and ramifications, and to do such business in any and all places of the United States and in the territories of the United States and all foreign countries, either as principal, agent, director or otherwise.

(a) Within the United States or any State, territory, district, possession, or place thereof;

(b) Within the Dominion of Canada, or any province, district, possession or place thereof;

(c) At any and all places which now are or which hereafter shall be subject to the jurisdiction of either of the governments aforesaid.

ARTICLE III.

That the stockholders of this corporation shall not be in any way individually or separately liable for the debts or any obligations of the corporation whatsoever.

ARTICLE IV.

The principal place of business of this corporation shall be at Wallace, Shoshone County, Idaho, with power to establish branch offices elsewhere in the United States of America, or the Dominion of Canada, at such places as the said corporation, by its board of directors may direct.

ARTICLE V.

The term for which this corporation shall exist is Fifty (50) years from the date of its incorporation.

ARTICLE VI.

The number of its directors shall be three (3), which number may be increased to five (5) by proper amendment to these Articles, and the directors to serve for the first corporate year and until their successors are qualified are as follows, to-wit: W. J. Stratton, Wallace, Idaho; L. K. Stratton, Wallace, Idaho; Elmer E. Johnston, Kellogg, Idaho.

ARTICLE VII.

THE amount of capital stock of this corporation is fixed at Five Hundred Thousand (\$500,000) Dollars, divided into Five Million (5,000,000) shares of the par value of Ten (10¢) cents per share.

ARTICLE VIII.

The amount of capital stock which has been actually subscribed is fifteen (15) shares, and the persons by whom it has

been subscribed as follows, to-wit,

<u>Name of Subscriber</u>	<u>No. of shares</u>	<u>Amount</u>
W. J. Stratton	5	50¢
L. E. Stratton	5	50¢
Elmer E. Johnston	5	50¢

IN WITNESS WHEREOF, the parties have hereunto set their
hands and seals this 14th day of June, A.D., 1926.

William J. Stratton (SEAL)

Lorena K. Stratton (SEAL)

ELMER E. JOHNSTON. (SEAL)

STATE OF IDAHO)
COUNTY OF SHOSHONE) SS.

On this 14th day of June, 1928, before me, L. L. LEIGHTY, a notary public in and for said County and State, personally appeared W. J. STRATTON, L. K. STRATTON, and ELMER E. JOHNSTON, 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 TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at my office in Wallace, Idaho, the day and year first above written.

(SEAL)

L. L. LEIGHTY.
Notary Public in and for the State
of Idaho, residing at Wallace, Idaho.

My commission expires:

January 6th, 1931

(ENDORSED) Instrument Number 79143
Articles of Incorporation of the NEW
JERSEY CONSOLIDATED MINES COMPANY.
Filed at the request of William J.
Stratton, Jun 16 1928, at 9:15 o'clock
A.M., records of Shoshone County, State
of Idaho. Harry A. Rogers, County Record-
er, By, L.A. White, Deputy..

STATE OF IDAHO)
COUNTY OF SHOSHONE) ss.

I, HARRY A. ROGERS, County Recorder in and for the
County of Shoshone, State of Idaho, do hereby certify
that I have carefully compared the foregoing copy of the
Articles of Incorporation of NEW JERSEY CONSOLIDATED MINES
COMPANY with the original thereof, and that the same is a
full, true and correct transcript therefrom, together with
all the endorsements thereon, as the same appears on file
at my office and in my custody.

IN TESTIMONY WHEREOF, I hereunto set my hand and
affix my official seal, at my office in
Wallace, Idaho, this 16th day of June
A.D. 1928.

HARRY A. ROGERS, County Recorder

By

L.A. White

Deputy