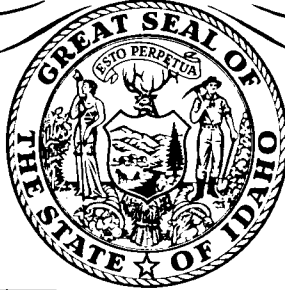


# State of Idaho



## Department of State.

### 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

**HANSON & GODDARD MINING CO., INC.**

was filed in the office of the Secretary of State on the **Thirtieth** day of **July**, A.D. One Thousand Nine Hundred **Sixty-five** and ~~will be~~ ~~7~~ duly recorded on ~~Film~~ ~~No~~ **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 **Fifty years** from the date hereof, with its registered office in this State located at **Salmon** in the County of **Lemhi**.

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 **30th** day of **July**, A.D., 19 **65**.

**ARNOLD WILLIAMS**  
Secretary of State

By Deputy Secretary of State.

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS: That we, LESTER L. HANSON of Route 3, Blackfoot, Idaho; FRED GODDARD, Box 877, Salmon, Idaho; ROBERT L. HANSON, Route 3, Blackfoot, Idaho; MILDRED I. GODDARD, Box 877, Salmon, Idaho; all of whom are United States citizens, and all over the age of 21 years, hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and do declare and hereby adopt the following articles of incorporation:

I

The name of the corporation shall be HANSON & GODDARD MINING CO., INC.

II

The period of existence and the duration of the life of this corporation shall be 50 years.

III

The registered office of this corporation shall be located at Salmon, Idaho, or any other place deemed advisable by the Board of Directors, and the post office address of its registered office shall be Salmon, Idaho.

IV

The objects and purposes of this corporation shall be:

To deal in properties of all kinds of mining work and all other allied activities in connection therewith; and to manufacture, sell and ship merchandise, ores and all other products; to engage in business of both wholesale and retail as dealers in manufacturing, mining, oil, dry goods and notions. To own, operate and control chain stores, dealing in all kinds of merchandise; to produce and deal in manufacturing, mining and mineral products; to buy and sell merchandise at wholesale and retail, and conduct a general mercantile business; to construct and otherwise acquire, and to maintain and operate hotels, motels and any other form of hostelry; to buy

1 and sell real estate, mining properties and receive rents and  
2 royalties therefrom and conduct a general real estate business.

3 To buy and sell mines and minerals and deal in general broker-  
4 age business by buying, selling or otherwise trading in minerals  
5 or the products of mineral lands or by-products, and to carry on  
6 such other business pertaining to mines or other business as may  
7 be found necessary or desirable or such as is engaged in by a  
8 corporation of this kind and to deal in all minerals.

9 To acquire, own and operate mines and properties. To carry  
10 on general mercantile business and to purchase, sell and deal in  
11 goods, supplies and merchandise of all kinds and to act as retailers  
12 and wholesalers of all kinds of merchandise.

13 To manufacture, buy, sell, rent, store, repair and care for  
14 motor vehicles of all kinds, equipment therefor and appurtenances  
15 thereto; to build, purchase or otherwise acquire, and operate  
16 buildings, storage houses and garages for storing, caring for every  
17 kind of equipment; to buy, sell and deal in goods, wares and mer-  
18 chandise necessary or incidental to the operation, repair of equip-  
19 ment of all kinds, manufactured and described.

20 To carry on business in the United States or elsewhere as  
21 factors, agents, commission merchants to buy, sell, manipulate and  
22 deal in, at wholesale or retail, merchandise, goods, wares, products  
23 and commodities of every sort, kind or description and to carry on  
24 any other business whether manufacturing or otherwise which can be  
25 conveniently carried on which any of the company objects.

26 To open mines, offices or agencies throughout the United  
27 States or elsewhere, or to allow or cause the legal estate and  
28 interest in any properties or business acquired, established or  
29 carried on by any other company formed or to be formed, upon trust  
30 for, or as agents or nominees of this company, and to manage the  
31 affairs or take over and carry on the business of any such other  
32 company formed or to be formed, and to exercise all or any of the

1 powers of any such company, or of holders of shares of stock or  
2 securities thereof, and to receive and to distribute as profits the  
3 dividends and interest on such shares of stock and securities. To  
4 purchase or otherwise acquire and undertake, all or any part of the  
5 business, property and liabilities of any persons or company,  
6 carrying on any kind of business which this company is authorized  
7 to carry on. To enter into partnerships or into any arrangement  
8 for sharing profits, union of interest, reciprocal concessions, or  
9 co-operate with any person or company carrying on or about to carry  
10 on any business or transaction capable of being conducted so as,  
11 directly or indirectly, to benefit this company.

12 To have and to hold in pure trust real estate of all  
13 descriptions and to act as agents, contractors, trustees, or other-  
14 wise, and either alone or in company with others, as fully and to  
15 the same extent as natural persons might or could do and in any  
16 part of the world.

17 To acquire by purchase, subscription or otherwise, and to  
18 hold as an investment, any bonds or other securities or evidences  
19 of indebtedness, or any shares of capital stock created or issued  
20 by any other corporation or corporations, association or associa-  
21 tions, of the State of Idaho, or of any other state, territory or  
22 county.

23 To purchase, hold, assign, transfer, mortgage, pledge, or  
24 otherwise dispose of, any bonds or other securities or evidences  
25 of indebtedness created or issued by any corporation or corporations,  
26 association or associations of the State of Idaho, or any other  
27 state, territory or country, and while owner thereof, to exercise  
28 all the rights, powers and privileges of ownership.

29 To purchase, hold, sell, assign, transfer, mortgage, pledge  
30 or otherwise dispose of shares of capital stock of any other  
31 corporation or corporations of the State of Idaho, or of any other  
32 state, territory and country; and, while owner of such stock, to  
exercise all the rights, powers and privileges of ownership,

1 including the right to vote thereon.

2 To aid in any manner any corporation or association of which  
3 any bonds or other securities or evidences of indebtedness or stock  
4 are held by the corporation; or to do any acts or things designed  
5 to protect, preserve, improve or enhance the value of any such  
6 bonds or other securities or evidences of indebtedness of stock.

7 The purposes of the corporation are from time to time to do  
8 any one or more of the acts and things herein set forth.

9 In general, said corporation shall have and exercise all the  
10 powers conferred by the laws of the State of Idaho upon business  
11 corporations.

12 In furtherance, and not in limitations of the general powers  
13 conferred by the laws of the State of Idaho, and by the principles  
14 of the common law, upon corporations, and of the purposes and the  
15 powers hereinbefore stated, the corporation shall also have the  
16 following purposes and powers, it being expressly provided that the  
17 enumeration of specific powers shall not be construed to limit or  
18 restrict in any manner the aforesaid general powers of the corpor-  
19 ation. The power to repeal and amend the by-laws and adopt new by-  
20 laws is conferred upon the directors and all directors must be  
21 share holders.

22 To enter into, make and perform and carry out contracts of  
23 every sort and kind with any person, firm, association or corpor-  
24 ation, municipality, body, politic, territory, state, government  
25 or colony or dependency thereof, and without limit as to amount to  
26 draw, make, accept, indorse, discount, execute and issue promissory  
27 notes, drafts, bills or exchange, warrants, bonds, debentures, and  
28 other negotiable or transferable instruments, and evidences of  
29 indebtedness whether secured by mortgages, or otherwise, as well  
30 as to secure by mortgage or otherwise, so far as may be permitted  
31 by the laws of the State of Idaho.

32 To acquire and carry on all or any part of the business or  
property of any company engaged in a business similar to that

1 authorized to be conducted by this company, or with which this  
2 company is authorized under the laws of this state to consolidate,  
3 or whose stock the company under the laws of this state and the  
4 provisions of this certificate is authorized to purchase and to  
5 undertake in conjunction therewith, any liabilities of any person,  
6 firm, association or company described as aforesaid, possessing  
7 property suitable for any of the purposes of this company, or for  
8 carrying on any business with this company which this company is  
9 authorized to conduct, and as for the considerations for same to  
10 pay cash or to issue shares, stocks or obligations of this company.

11 To apply for, secure, acquire by assignment, transfer, pur-  
12 chase or otherwise, and to exercise, carry out and enjoy any  
13 charter, license, power, authority, franchise, concession, rights  
14 or privileges, which any government or authority of any corporation  
15 or other public body may be empowered to grant; and to pay for,  
16 aid in and to pay for, aid in and contribute towards carrying the  
17 same into effect, and to appropriate any of the company's shares  
18 of stock, bonds and assets to defray the necessary costs, charges  
19 and expenses thereof.

20 To purchase, acquire, apply for, register, secure, hold, own,  
21 or sell, or otherwise dispose of, any and all copyrights, trade-  
22 marks, trade names, distinctive marks, leases, options or royalties.

23 To apply for, bid in, secure, contract for, hire out and  
24 carry out all kinds of investigations of mineral properties,  
25 geophysical, laboratory or otherwise, and to construct or cause to  
26 be constructed mills, processing plants and reduction plants and  
27 any and all other objects needed for the proper co-ordination of  
28 all and any mining, exploration, processing plants and reduction  
29 plants and any and all other objects needed for the proper co-  
30 ordination of all and any mining, exploration, milling and  
31 processing factors in the State of Idaho, or in any other State,  
32 Territory or Country and to accept payment for such services in  
cash or kind or in any legal and valuable kind of payment.

1           To purchase or otherwise acquire, own and hold unlimitedly  
2 such real and personal property of every kind and description  
3 within and without the State of Idaho, and in any part of the world,  
4 suitable, necessary, useful and advisable in connection with any or  
5 all of the objects hereinbefore or hereinafter set forth, and to  
6 convey, sell, assign, transfer, lease, mortgage, pledge, exchange  
7 or otherwise dispose of any of such property.

8           In the purchase or acquisition of property business, rights  
9 or franchises, or for additional working capital, for any other  
10 object in or about its business or affairs, and without limit as to  
11 amount, to incur debts and to raise, borrow and secure the payment  
12 of money in any lawful manner, including the issue and sale or  
13 other disposition of bonds, warrants, debentures, obligations,  
14 negotiable and transferable instruments and evidences of indebted-  
15 ness of all kinds, whether secured by mortgage, pledge, deed of  
16 trust or otherwise.

17           To promote any individual company or companies for the purpose  
18 of acquiring all or any of the property and liabilities of the  
19 company, or for any other purpose, which may seem directly or  
20 indirectly calculated to benefit the company.

21           To carry on any other business, whether manufacturing or other-  
22 wise, which may seem to the company capable to being conven-  
23 iently carried on in connection with its business or calculated  
24 directly or indirectly to enhance the value of or render profitable  
25 any of the company's property or rights.

26           The said corporation may perform any part of its business  
27 outside the State of Idaho, in any other state, territories or  
28 possessions of the United States and in foreign countries.

29           To do each and all things above set forth to the same extent  
30 and as fully as natural persons might do or could do in the State  
31 of Idaho, or in any other state, country or place.

32           To do each and every thing necessary, suitable, useful or

1 advisable for the accomplishment of any one or more of said objects  
2 or which shall at any time appear to be conducive to or expedient  
3 for the benefit of said corporation in connection therewith.

4 V

5 The capital stock of this corporation shall be ONE HUNDRED  
6 THOUSAND AND NO/100 (\$100,000.00) DOLLARS. There shall be 100,000  
7 shares of common stock of the par value of ONE DOLLAR each.

8 The capital stock shall all be of the same class and of the  
9 same rights and voting power and with no preferences and will be  
10 non-assessable without a special meeting of the stockholders and  
11 only then when ninety percent (90%) of the stockholders present  
12 vote in favor of the same.

13 The name and post office address of each of the incorporators  
14 of this corporation and a statement of the number of shares sub-  
15 scribed by each is as follows:

16	<u>NAMES</u>	<u>ADDRESSES</u>	<u>NUMBER OF SHARES</u>
17	Lester L. Hanson	Route 3, Blackfoot, Idaho	45,000
	Fred Goddard	Box 877, Salmon, Idaho	45,000
18	Robert L. Hanson	Route 3, Blackfoot, Idaho	5,000
19	Mildred L. Goddard	Box 877, Salmon, Idaho	5,000

20 IN WITNESS WHEREOF, We have hereunto set our hands this 15th  
21 day of July, 1965.

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Lester L. Hanson  
Fred Goddard  
Mildred L. Goddard  
Robert L. Hanson

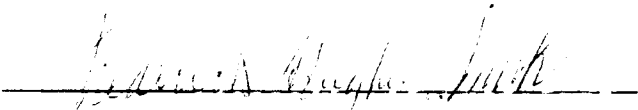


1 STATE OF IDAHO

2 County of Lemhi--SS

3 On this 28th day of July, 1965, before me, the undersigned,  
4 a Notary Public in and for said State, personally appeared Lester  
5 L. Hanson, Fred Goddard, Mildred I. Goddard and Robert L. Hanson,  
6 all known to me to be the persons whose names are subscribed to  
7 the within instrument, and acknowledged to me that they executed  
8 the same.

9 IN WITNESS WHEREOF, I have hereunto set my hand and affixed  
10 my official seal, the day and year in this certificate first  
11 above written.

12   
13 \_\_\_\_\_  
14 Notary Public for Idaho, Residing at Salmon, Idaho.