

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

GOLDEN RULE MINING AND DEVELOPMENT PROPERTIES, INC.

File number C 112314

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: October 12, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By D. W. Smith

ARTICLES OF INCORPORATION OF
GOLDEN RULE MINING AND DEVELOPMENT PROPERTIES, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, DELORES PLANTINGA, JOSEPH ZEMBALA and GEORGE EATON, each being a natural person of full age, and a citizen of the United States of America, have voluntarily and ~~do~~ hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify, declare and adopt the following ARTICLES OF INCORPORATION:

I.

The name of the corporation shall be GOLDEN RULE MINING AND DEVELOPMENT PROPERTIES, INC.

II.

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

III.

The name of the registered agent and location of the registered office of the corporation shall be,

GEORGE EATON R. 1 Box 601, Kamiah, ID 83536
non-resident agents,

DELORES PLANTINGA, 20 Highland Street, Hammond IN 46320

JOSEPH ZEMBALA, 6011 Calumet Avenue, Hammond IN 46320.

The nature of the business and the objectives and purposes to be transacted, promoted and carried out are to do any or all things herein mentioned as fully and to the same extent natural persons might or could do, and in any part of the world, via:

To purchase, locate, lease or otherwise acquire mining claims, mining rights and lands and any interest therein; and explore, work, exercise, develop and turn to account the same; to quarry, mine, work, exercise, develop and turn to account the same; to smelt, refine, dress, amalgamate and prepare for market ore, metal and mineral substances of all kinds, and to carry on any other operation or business which may be necessary, convenient or incidental to any of the objects of the corporation; to buy, sell, manufacture and deal in minerals, plants, machinery, implements, conveniences and things capable of being used in connection ~~Customer # 49000~~ ^{10/2/95 p 19,000.00 A.M.P.} and other operations of this corporation, or regular workman and others employed by the company; to construct, carry out, maintain, improve, manage, work, control ~~Customer # 49000~~ ^{10/2/95 p 19,000.00 A.M.P.} and any roadways, railways, bridges, reservoirs, water courses, aqueducts, wharves, furnaces, mills, crushing works, hydraulic

IDAHO SECRETARY OF STATE

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works, factories, warehouses and other works and conveniences which may seem necessary, convenient or incidental to any object of the company and to contribute, to subsidies or otherwise aid or take part in any such operation; to build and lease houses for the use of miners and others, including the purchase of and sale of them.

To acquire by location, purchase, lease, option or otherwise, lands in any part of the world, for the purpose of exploring and prospecting for gold, silver, iron, coal, copper and other ores.

To acquire by leases, option, purchase, gift, devise, grant, conveyance, agreement or otherwise, and to hold, own, possess, enjoy, develop, and work, sell, lease, convey or otherwise dispose of real estate, mines, mineral rights and mineral lands in any part of the world, and especially lands containing, believed to contain, deposits of gold, silver, iron, copper and other minerals, and any right, title, or interest therein; and to develop, operate and work mines, upon, and under such lands, for the purpose of mining and producing gold, silver, iron, copper, and other ores, and minerals; to mine, smelt, prepare for market, manufacture, buy, sell, exchange and deal in gold, silver, iron ores, copper ores, and in all kinds of ores, and in gold, silver, iron, coal, steel, copper and all kinds of metal and minerals and in the products and by-products thereof, of every kind and description.

To buy and otherwise acquire, to own and hold, manage, operate, improve, develop and sell lands, mining claims, mineral rights, all wells and other real property and interest and rights in and to any of the said property; to buy and sell oil royalties of every kind and character, to rent and lease machinery of every kind and character.

To buy, exchange, contract for lease and otherwise acquire, hold and own, and to deal in, sell, mortgage, lease or otherwise dispose of lands, mining claims, mineral rights, oil wells, gas wells, oil lands, gas lands, and other real property, and rights and interests in and to real property, and to manage, operate, maintain, improve and develop the properties, and each and all of them.

To acquire by purchase or exchange, or any other manner, in the United States or in foreign countries, mining claims, grounds or leads, mining and mineral rights, concessions, grants, or any other interest therein, and to sell, exchange, lease or in any other manner dispose of the whole or any part thereof or any interest therein when desirable.

To undertake and carry-on any business transaction or operations commonly undertaken or carried on by such business and generally to institute, enter into, assist, promote and participate in any such business operations.

IV.

The Capital Stock of the corporation shall be FOUR MILLION FIVE HUNDRED THOUSAND DOLLARS AND NO/100 (\$4,500,000.00) divided into FOUR MILLION FIVE HUNDRED THOUSAND (4,500,000) shares. No distinction shall exist between the preferred shares of this

corporation. And all such shares shall have the same right in the corporation.

V.

All or any portion of the Capitol Stock may be issued for cash, or in payment for real or personal property, services, or any other right or thing of value, for the uses and purposes of the corporation, and, when so issued, shall become and be fully paid, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property right or thing acquired in the exchange of Capitol Stock.

VI.

From time to time, the Capitol Stock may be increased according to law, and may be issued in such amounts and proportions as shall be determined by the Board of Directors and as may be permitted by law.

VII.

The name and address of each of the incorporators, and initial directors, and the statement of the number of shares subscribed for each by each, are as follow, to wit:

1. GEORGE EATON, R. 1, Box 601, Kumiah, ID 83536 one share.
2. DELORES PLANTINGA, 20 Highland St. Hammond IN 46320, one share.
3. JOSEPH ZEMBALA, 6011 Calumet Ave., Hammond, IN 46320, one share.

VIII.

This corporation reserves the right to amend, alter, change or repeal any of the provision contained in this certificate of incorporation in any manner now or hereafter preserved or prescribed by the applicable statutes, and all rights conferred on stockholders herein are granted, subject to this reservation.

IX.

The private property of the stockholders shall not be subject to any payment of corporate debts in any manner whatsoever.

We, the undersigned being each one of the original subscribers to the capitol stock hereinafter named for the purpose of forming a corporation to do business both within and without the state of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated herein are true, and we respectfully agree to take the number of shares hereinabove set opposite our names and according hereto have set our hands and seals this 22 day of Sept. 1995.

Delores Plantinga
DELORES PLANTINGA

Joseph Zembala
JOSEPH ZEMBALA

George Eaton
GEORGE EATON Registered Agent

STATE OF INDIANA

County of Lake -- ss.

On this 22 day of Sept 1995, before me a Notary Public in and for such county and state, personally appeared DELORES PLANTINGA, known to me to be the person whose name is subscribed to within this instrument, and she acknowledged to me that she freely executed it.

(seal)

Garland Baker

Notary Public for the state of

Indiana, residing at Munster Ind. My commission expires on 4-2 1997.

STATE OF INDIANA

County of Lake -- ss.

On this 22 day of Sept 1995, before me a Notary Public in and for such county and state, personally appeared JOSEPH ZEMBALA, known to me to be the person whose name is subscribed to within the instrument, and he acknowledged to me that he freely executed it.

(seal)

Garland Baker

Notary Public for the state of

Indiana, residing at Munster Ind. My commission expires on 4-2 1997.

STATE OF IDAHO

County of Idaho -- ss.

On this _____ day of _____, 1995, before me a Notary Public in and for such county and state, personally appeared GEORGE EATON, known to me to be the person whose name is subscribed to within the instrument, and he acknowledged to me that he freely executed it.

(seal)

Notary Public for the state of

Idaho, residing at _____. My commission expires on _____. 19____.