

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

CONDA MINING, INC.

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: July 10, 1987



*Pete T. Cenarrusa*  
SECRETARY OF STATE

by: *Sandra Mathews*

ARTICLES OF INCORPORATION

of

CONDA MINING, INC.

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I, the undersigned natural person of the age of twenty-one (21) years or more, acting as incorporator of a corporation under the Idaho Business Corporation Act, Title 30, Chapter 1, Idaho Code, adopt the following Articles of Incorporation for such corporation:

I.

The name of the corporation is Conda Mining, Inc.

II.

The period of its duration shall be perpetual.

III.

The purpose or purposes for which the corporation is organized is:

1. To engage in any and all lawful business for which corporations may be incorporated under Title 30, Ch. 1 of the Idaho Code.
2. To purchase own, lease, rent and in any manner acquire and dispose of real estate, buildings and land. To purchase, own, lease, rent or in any manner acquire and hold storerooms and warehouses or any such interest therein in such manner and under such conditions and for such periods of time as may be expected for the conduct of its business in all of its ramifications.
3. To maintain offices and stores for the transaction of its business and to hold without limit and to purchase and convey personal property of all kinds, both within and without the State of Idaho.
4. To manufacture, repair, rebuild, remodel, own, sell, assign or otherwise transfer and convey and trade in goods, ware, merchandise and property, at whole-sale or retail, whether made or produced by this corporation or by other corporations, entities or persons.
5. To secure, acquire and turn to account any license, patent, trademark, concession or any property rights or privileges of a like character, and to carry on any business which said corporation may deem proper, directly or indirectly to effectuate and accomplish any of the ends or purposes of this corporation.
6. To sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any parts of its property and assets.
7. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds,

and other obligations, and secure any of its obligation by mortgage or pledge of all of any of its property, franchises and income.

8. To do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinabove set forth, and to do all other things incidental to them or connected with them that are not forbidden by the Idaho Business Corporation Act, by other law, or by these Articles of Incorporation.

9. The foregoing clauses shall be construed and shall be powers as well as purposes, and the matters expressed in each clause shall, unless otherwise herein expressly provided be in no wise limited by reference to or inference from the terms of any other clause, but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms or the general powers of this corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. This corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the Business Corporation Acts of this State to corporations organized thereunder, and all the powers conferred by all Acts heretofore or hereafter amendatory or supplemental to that Act, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by that Act now or hereinafter in force; provided, however, that nothing herein contained shall be deemed to authorize or permit this corporation to carry on any business, to exercise any power, or to do any act which a corporation formed under that Act may not at the time lawfully carry on or do.

#### IV.

The corporation is authorized to issue 50,000 shares of no par value common stock.

#### V.

In the event that the Board of Directors offers for sale authorized but unissued capital stock of the corporation, the holders of the capital stock of the corporation, at that time outstanding, shall have the exclusive right to subscribe in proportion to their holdings for the capital stock so to be issued.

In the event of the increase of the authorized capital stock, the holders of the capital stock of the corporation, at that time outstanding, shall have the exclusive right to subscribe in proportion to their holdings for the capital stock so to be authorized and issued.

#### VI.

Provision for the regulation of the internal affairs of the corporation are not stated here as these provisions will be contained in the By-Laws of the corporation.

VII.

The address of the initial registered office of the corporation is P.O. Box 536, Soda Springs, Idaho 83276, and the name of its initial registered agent at said address is John Rosenbaum.

VIII.

The following persons will constitute the initial Board of Directors of the corporation and they shall serve as directors until the first annual meeting of shareholders, or until their successors are elected and shall qualify.

Dennis R. Washington      101 International Way  
Missoula, MT 59802

Dorn Parkinson             101 International Way  
Missoula, MT 59802

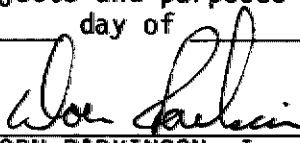
Donald Peressini         101 International Way  
Missoula, MT 59802

IX.

The name and address of the incorporator is:

Dorn Parkinson             101 International Way  
Missoula, MT 59802

In Witness Whereof, I the undersigned, do make, execute and file these Articles of Incorporation for the objects and purposes stated herein, and accordingly do hereunto set my hand this \_\_\_\_\_ day of \_\_\_\_\_, 1987.

  
\_\_\_\_\_  
DORN PARKINSON, Incorporator