



**CERTIFICATE OF INCORPORATION
OF**

FIGHTING CREEK MINING COMPANY

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: February 29, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra M. Hawkey*

ARTICLES OF INCORPORATION
OF
FIGHTING CREEK MINING COMPANY

RECORDED
SEC. 17 DATE

88 FEB 29 AM 9 09

The Undersigned acting as the incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I.

The name of this corporation is: FIGHTING CREEK MINING COMPANY.

ARTICLE II.

The period of its duration is perpetual.

ARTICLE III.

The purpose of the corporation is to transact the business of Mining and Natural resource aquisition, and all other businesses not forbidden by law.

ARTICLE IV.

The corporation shall have the authority to issue five million (5,000,000) shares of stock, all of one class, ten cents (.10) par value.

ARTICLE V.

The method and manner of holding 'Shareholders' Meetings

ARTICLES OF INCORPORATION

and Directors' Meetings, the authority and duties of each of the officers of the corporation, the method and manner of restricting the transfer of shares, and all other matters related to the management and control of the corporation shall be determined by the By-Laws of the corporation and the laws of the State of Idaho.

ARTICLE VI.

The address of the initial registered office of the corporation is: 1606 Plaza Drive, Post Falls, Idaho 83854. The name of the corporation's initial registered agent at such address is Tom Wobker.

ARTICLE VII.

The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Al Scarth
W. 3855 Riverview Drive
Coeur d'Alene, Idaho 83814

Ron Nicklas
421 Sherman Ave.
Coeur d'Alene, Idaho 83814

Tom Wobker
1606 Plaza Drive
Post Falls, Idaho 83854

ARTICLE VIII.

The name and address of the incorporator is:

Al Scarth
W. 3855 Riverview Drive
Post Falls, Idaho 83854

DATED this 26th day of February, 1988

Al Scarth
Incorporator