



Department of State.

CERTIFICATE OF INCORPORATION

I, FRANKLIN GIRARD, 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

GOLDEN CHEST MINING AND CONCENTRATING COMPANY

was filed in the office of the Secretary of State on the **tenth** day
of **August** **A. D. One Thousand Nine Hundred Thirty-four** and
duly recorded in Book A- **28** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 29-103, Idaho Code,
Annotated.

*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 (50) years from the date hereof, with its registered office in this State located at
Kellogg in the County of **Shoshone**.

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 **tenth** day
of **August**, in the year of our Lord
one thousand nine hundred **thirty-four**,
and of the Independence of the United States of
America the One Hundred **Fifty-ninth**.*

Secretary of State.

ARTICLES OF INCORPORATION

of

GOLDEN CHEST MINING AND CONCENTRATING COMPANY

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we hereby certify:

FIRST: That the name of this corporation shall be GOLDEN CHEST MINING AND CONCENTRATING COMPANY.

SECOND: That the purposes for which this corporation is formed are as follows:

1. To locate, purchase, acquire, own, enter, lease, rent, sell, convey and deal in mines, mining claims and mineral lands of every kind, nature and description; also to purchase, acquire, enter, own, lease, rent, sell and deal in mill sites, water rights, timber claims and other timber lands, real estate, terminal facilities and easements of any and all kinds; to work, prospect and develop mines, mining claims and mineral lands of any and every kind, nature and description, either for itself or for other companies, corporations or individuals, and upon such terms and for such remuneration as it shall deem fit and proper to accept, and to purchase, take, lease, rent, own, hold or sell not only the whole of any and all such mines, mining claims, mineral lands and other property, but any interest or interests therein; to purchase or otherwise acquire, and to own, control, sell, assign, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of debt issued or credited by any other corporation or corporations, whether foreign or domestic, and whether now or hereafter to be organized, and while the holder of any such shares of stock, to exercise all the rights and privileges of ownership, including the right to vote the same to the same extent as a natural person might or could do; to do everything that may be proper or necessary in the conduct of its

business in the way of locating, prospecting, developing, acquiring, buying, leasing, holding, operating, renting and/or selling mining claims and mineral lands of every kind, nature and description and/or in the way of working and operating such mines, mining claims and mineral lands and producing ores and minerals therefrom and/or in the way of reducing such ores and minerals to the most merchantable value and in so doing to contract for, build, buy, lease, own, hold, sell and operate any and all necessary mills, smelters, machinery, equipment, roads, railroads, tramways, ditches, flumes and such other property as it shall deem necessary and proper in carrying out the objects herein stated; to purchase, lease, rent, erect, own, hold, operate and sell buildings, boarding houses, hotels and sawmills and to conduct mercantile businesses of any and all kinds and to engage in steam and/or other transportation, road building and engineering, freighting and carrying.

2. To conduct a general mining, milling, smelting and reduction business.

3. To exercise the right of eminent domain according to law, and to condemn rights-of-way for tunnels, shafts, hoisting works, dumps, cuts, ditches, canals, reservoirs, storage basins, dams, roads, railroads and tramways, incident, necessary or convenient for the uses and purposes and objects of this corporation, and to do all things incident to the general business of this corporation in the State of Idaho and/or in any of the other states and/or territories of the United States, and elsewhere that this corporation may desire or conclude to do business.

4. To buy and sell ores, bullion, metals, concentrates, tailings and other materials, and to reduce ores and minerals for pay.

5. To purchase, own and enjoy any and all franchises useful or beneficial for the prosecution of the business of this corporation.

6. To borrow money on its notes, bonds and/or other

obligations for the general purposes of this corporation, and to mortgage, pledge and give in trust any and all of its property to secure the payment thereof.

7. To do and perform any and all other things that may be found necessary, convenient and proper in carrying out the objects of this corporation.

THIRD. The principal place of business of this corporation shall be at Kellogg, Shoshone County, Idaho, at which place this corporation shall maintain its registered office, the post office address of which shall be Kellogg, Idaho.

FOURTH. The term for which this corporation shall exist shall be fifty years from the date of its incorporation.

FIFTH. The number of directors of this corporation shall be seven (7) and they shall be elected annually and shall serve until the election and qualification of their successors. No person shall serve as a director of this corporation who is not a share-holder therein. The directors who are to serve for the first corporate year shall be selected by the incorporators at the time they organize.

SIXTH. The amount of the capital stock of this corporation shall be Three Hundred Thousand Dollars (\$300,000.00), divided into Three Million shares of the par value of Ten Cents (10¢) per share, each of which said shares shall be equal in all respects to every other of said shares.

SEVENTH. The board of directors of this corporation shall, at any regular or special meeting of said board, have power and authority to repeal and/or amend any or all of the by-laws of this corporation, and/or to adopt new by-laws, a majority vote of said directors being required for the exercise of such power.

EIGHTH. The post office address of each of the incorporators of this company, and the number and class of shares of this corporation which have been subscribed for by each of said incorporators are as follows, to-wit:

<u>Name of Incorporator</u>	<u>P.O. Address</u>	<u>No. of Shares</u>	<u>Class of Shares</u>
Arthur R. Anspaugh	Murray, Idaho	10	Common
Charles C. Moore	Murray, Idaho	10	Common
Russell Hodges	Murray, Idaho	10	Common

IN WITNESS WHEREOF, We have hereunto set our hands the 30TH
day of July, 1934.

Arthur R. Anspaugh
Charles C. Moore
Russell Hodges

STATE OF IDAHO)
 ;ss.
COUNTY OF SHOSHONE)

On this 30th day of July, 1934, before me, the undersigned, a notary public in and for the State of Idaho, personally appeared Arthur R. Anspaugh, Charles C. Moore and Russell Hodges, known to me to be the persons whose names are subscribed to the foregoing articles of incorporation, and acknowledged to me that they executed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year in this certificate first above written.

Chas. K. Horning
Notary Public in and for the
State of Idaho, residing at
Wallace, Idaho.

KNOW ALL MEN BY THESE PRESENTS:

That **GOLDEN CHEST LEASING COMPANY**, an Idaho corporation whose principal place of business is at Kellogg, Shoshone County, Idaho, has given and by these presents does hereby give unto Arthur R. Ansbaugh, Charles C. Moore and Russell Hodges its consent to the adoption by said parties of the name "**GOLDEN CHEST MINING AND CONCENTRATING COMPANY**" as and for the name of a new corporation which said parties are about to organize under the laws of the State of Idaho;

AND BE IT HEREBY FURTHER KNOWN, that said Golden Chest Leasing Company is about to cease to do business in the State of Idaho, or to change its corporate name.

IN WITNESS WHEREOF, said Golden Chest Leasing Company has caused these presents to be executed by its President and the execution hereof to be attested by its Secretary this 7th day of August, 1934.

GOLDEN CHEST LEASING COMPANY.

By- J. R. Mason
Its President.

ATTEST:

Charles C. Moore
Secretary.

STATE OF IDAHO)
) ss.
COUNTY OF SHOSHONE)

On this 7th day of August, 1934, before me, the undersigned, a notary public in and for the State of Idaho, personally appeared T. R. Mason and Charles C. Moore, known to me to be the President and Secretary, respectively, of the Golden Chest Leasing Company, the corporation whose name is subscribed to the foregoing instrument and acknowledged to me that said corporation executed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year herein first above written.

Carolina Carroll
Notary Public in and for the
State of Idaho, residing at
Wallace, Idaho.