



I, FRED E. LUKENS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State, do hereby certify that a certified copy of the articles of incorporation of

**NEVADA MINES**

duly certified by the Recorder of.....**Bonner**.....County, to be a true copy of the original articles on file in his office, was filed in this department on the.....**20th**.....day of.....**August**.....A. D. One Thousand Nine Hundred.....**and twenty-eight**.....and is duly recorded in Book.....**4-20**.....of Domestic Corporations, Records of the State of Idaho, and that the said articles contain the statement of facts required by Section 4696 of Idaho Compiled Statutes, to-wit:

**FIRST**, The name of the Corporation as aforesaid; **SECOND**, The purpose for which it was formed; **THIRD**, The place where its principal business is to be transacted; **FOURTH**, The term for which it is to exist; **FIFTH**, The number of its directors or trustees; **SIXTH**, The amount of its capital stock and the number of shares into which it is divided; **SEVENTH**, The amount of its capital stock actually subscribed and by whom.

**AND I FURTHER CERTIFY**, That the persons executing the articles and their associates and successors are hereby constituted a body politic and corporate, by the name stated in the articles, for the term of.....**fifty**.....years.

**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.....**twentieth**.....day of.....**August**....., in the year of our Lord one thousand nine hundred and.....**twenty-eight**....., and of the Independence of the United States of America the One Hundred and.....**Fifty-third**.....

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
NEVADA MINES

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KNOW ALL MEN BY THESE PRESENTS: -

That we, the undersigned citizens of the United States, one of whom is a bona fide resident of the State of Idaho, in order to form a corporation under the laws of the State of Idaho, for the purposes hereinafter expressed, do hereby certify and set forth as follows:-

I

The name of the corporation is -

NEVADA MINES.

II.

The purposes for which the corporation is formed are:-

(1). To buy and sell, or otherwise deal with or traffic in, to locate, lease, buy, or in any manner acquire, mines, mining claims, mineral rights, quarries, and stone, ore, mineral, fuel, and timber bearing lands and claims of every nature and description; and to hold, use, promote, prospect, work, mine, and develop, or to sell, lease, or in any manner dispose of the same, or any part thereof.

(2). To carry on the business of mining, milling, concentrating, smelting, preparing for market, and merchandising in metals and metallic compounds, and all products and by-products of all ores and minerals.

(3). To buy, lease, construct, own, control, operate, and maintain mills, works, and plants for the crushing, sampling, milling, smelting, reduction and concentration of minerals and metal-bearing ores, and the extraction therefrom of all kinds of metals and mineral products and by-products, on its own account and as factor and agent for others.

(4). To construct bridges, buildings, machinery, ships, boats, cars, engines and other equipment, railroads, tramways, docks, slips, elevators, water works, gas works, electric works, reservoirs, viaducts, aqueducts, canals, flumes, ditches, pipelines, and other water ways, and any necessary means of transportation and to sell, or otherwise dispose of, or to maintain and operate the same.

- (5). To appropriate or to otherwise acquire water rights, water power, and water privileges of every kind, and to develop, promote, operate, maintain, use, lease, sell, and dispose of the same. To generate, use, sell and distribute electric power.
- (6). To conduct any other business, manufacturing or otherwise, which may be capable of being profitably carried on in connection with the Company's business, or to carry on any business that is adapted directly or indirectly to add to the value of the Company's property and the profits of its authorized business.
- (7). To hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock and securities created by any other corporation or corporations, and while the holder thereof to exercise all of the privileges of ownership, including the right to vote thereon, with power to designate some person for that purpose from time to time to the same extent as natural persons might or could do.
- (8). To have one or more offices, to carry on any or all of its operations and business, and without restraint or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description, in any of the States, Districts, Territories or Colonies of the United States, and in all foreign countries, subject to the laws of such state, district, territory, colony or country.

### III.

The place where the principal business of the corporation is to be transacted is Priest River, Idaho. Meetings of the Board of Directors, or of the Executive Committee, may be held for the transaction of any business of the corporation at any place outside the State of Idaho, or elsewhere within the State of Idaho than at its principal place of business as stated in these Articles of Incorporation.

### IV.

The term for which the corporation shall exist is fifty years.

V.

The amount of the total authorized capital stock of the corporation is Twenty Five Thousand (\$25,000.00) Dollars, divided into Two Hundred and Fifty Thousand Shares (250,000) of the par value of Ten (10¢) Cents per share.

VI.

The number of directors of the corporation shall be Three.

VII.

In furtherance, and not in limitation of the powers conferred by law, the Board of Directors are expressly authorized: -

(1). To make, alter, amend and repeal the By-laws of the corporation, but this power shall be subject to such limitations as may be placed thereon by a vote of the holders of a majority of the issued and outstanding capital stock of the corporation, at any annual meeting of the stockholders, or at a special meeting called for that purpose.

(2). To accept payment for subscriptions to or purchases of the capital stock of the corporation wholly or partly by cash, by labor done, by services rendered, by personal property, by the whole or any part of or interest in any mine, mining claim or claims, mining lease, or any mineral land or property, or any real property or leases thereof; and in the absence of actual fraud in the transaction, the judgment of the directors as to the value of such labor, property, mining claims or interests, real estate or leases, shall be conclusive.

(3). With the consent in writing of the holders of a majority of the capital stock issued and outstanding, without a meeting, or pursuant to the affirmative vote in person or by proxy of the holders of a majority of the capital stock issued and outstanding, at any meeting, either annual or special, called as provided in the By-laws, the Board of Directors may sell, convey, assign, transfer or otherwise dispose of, any part or all of the property, assets, rights and privileges of the corporation, as an entirety, for the stock, bonds, obligations or other securities of another corporation of this or of any other State, Territory, Colony or foreign country, or for cash, or partly cash, credit or property, or for such other consideration as the Board

of Directors, in their absolute and uncontrolled discretion, may determine.

(4). The corporation may in its By-laws confer upon the directors powers and authorities additional to the foregoing and to those expressly conferred by statute.

#### VIII.

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

#### IX.

The amount of the capital stock of the corporation actually subscribed, the names and places of residence of each of the original subscribers therefor, and the number of shares subscribed for by each, are as follows: -

Name	Residence	Number of shares
J. V. Campbell,	Spokane, Washington,	100 shares
Arthur L. Hooper,	Spokane, Washington,	100 shares
C. A. Kerr,	Priest River, Idaho,	100 shares.

IN WITNESS WHEREOF we have hereunto set our hands and seals  
this 16th day of August, A. D., 1928.

<u>J. V. Campbell</u>	(SEAL)
<u>Arthur L. Hooper</u>	(SEAL)
<u>C. A. Kerr</u>	(SEAL).

State of Washington) ) ss  
County of Spokane )

BE IT REMEMBERED That on this 16th day of August, A. D., 1928, before me personally appeared Arthur L. Hooper and J. V. Campbell, to me known to be the persons whose names are subscribed to the within instrument, and acknowledged that they executed the same.

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

My Commission Expires  
August 6th, 1930.

R. T. BRILEY  
Notary Public in and for the State of  
Washington, residing at Spokane.

State of Idaho ) ) ss.  
County of Bonner)

BE IT REMEMBERED That on this 18th day of August, A. D., 1928, before me personally appeared G. A. Kerr, to me known to be the person whose name is subscribed to the foregoing instrument, and acknowledged that he executed the same.

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

My Commission expires  
June 3rd, 1930.

Robt. H. McGraw  
Notary Public in and for the State of  
Idaho, residing at Sandpoint, Idaho.