

State of Idaho

Office of the Secretary of State

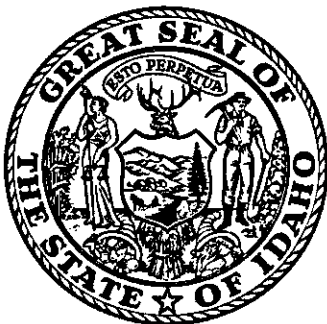
**CERTIFICATE OF AUTHORITY
OF
TIMBERLINE RESOURCES CORPORATION**

File Number C 180505

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: October 17, 2008



Ben Ysursa

SECRETARY OF STATE

By *[Signature]*

OCT 17 PM 3:23



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is:
Timberline Resources Corporation
- The name which it shall use in Idaho is: _____
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: August 15, 2008
- The address of its principal office is:
101 E. Lakeside, Coeur d'Alene, Idaho 83814
- The address to which correspondence should be addressed, if different from item 5, is:

- The street address of its registered office in Idaho is: 1111 W. Jefferson, Suite 530, Boise, ID 83702
and its registered agent in Idaho at that address is: CT Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
See attached list of officers and	directors	
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: September 30, 2008

Signature: _____

Typed Name: Randal L. Hardy

Capacity: Chief Executive Officer

(The signer must be a director or an officer of the corporation.)

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

Corporation
incorporated in
Idaho 08/15/08

Web Form

IDAHO SECRETARY OF STATE
10/17/2008 05:00
CK: 1630 CT: 226645 BH: 1140651
1 @ 100.00 = 100.00 AUTH PRO # 6
1 @ 20.00 = 20.00 EXPEDITE C # 7

C180505

Attachment Page to Application For Certificate of
Authority (Profit Corporation)

of

Timberline Resources Corporation

NAME/ADDRESS	OFFICE HELD
Randal Hardy 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Chief Executive Officer, Chief Financial Officer & Director
Craig Crowell 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Chief Accounting Officer & Secretary
John Swallow 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Executive Chairman & Director
Paul Dirksen 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Vice President, Exploration & Director
Eric Klepfer 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Director
Vance Thornsberry 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Director
Ron Guill 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Director
James H. Moore 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Director

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TIMBERLINE RESOURCES CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF OCTOBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TIMBERLINE RESOURCES CORPORATION" WAS INCORPORATED ON THE FIFTEENTH DAY OF AUGUST, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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081044141

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6915504

DATE: 10-16-08