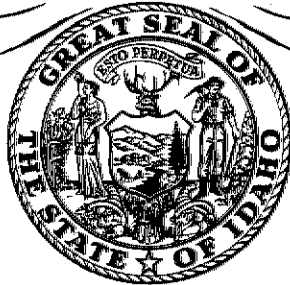


# State of Idaho



## Department of State

### CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

**LOUIS E. CLAPP**

I, ~~ARNOLD WILLIAMS~~, 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

**NEW JERSEY LEAD MINES, INC.**

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **Fifteenth** day of **July** 19**66**, original articles of amendment, as provided by Section **30-146 and 30-147, Idaho Code,** **making capital stock non-assessable,**

and that the said articles of amendment contain the statement of facts required by law, and ~~was~~ <sup>will be</sup> recorded on ~~microfilm~~ <sup>microfilm</sup> of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 **15th** day of **July**, A. D., 19**66**.

Secretary of State

## ARTICLES OF AMENDMENT

We, the undersigned, constituting the President and Secretary of the NEW JERSEY LEAD MINES, INC., do hereby certify:

That the NEW JERSEY LEAD MINES, INC. is a corporation organized and existing under and by virtue of the laws of the State of Idaho; that Cline E. Tedrow is the President and M. W. Onstine is the Secretary of said corporation; and that a special meeting of the Board of Directors of the said NEW JERSEY LEAD MINES, INC. was held at the company's office, 504 Columbia Building, Spokane, Washington, June 6, 1966; that on said date the majority of all the directors of said corporation were present and participated in said meeting which was regularly and legally called in accordance with the By-Laws.

The meeting was called to order by Cline E. Tedrow, President and Chairman. Roll call was taken and the following directors answered their names: M.W. Onstine and Cline E. Tedrow. Absent: Burton W. Onstine and J. J. Ehlinger and their signed consents to this meeting are hereto attached and made a part of these minutes. Whereupon the Chairman declared two of the directors present in person and two by signed consent, to consider the company's business.

M. W. Onstine stated that the corporations 5,000,000 shares of capital stock, having a par value of .10¢ each for a total of \$500,000.00, were assessable shares and that it was desirable that the Articles of Incorporation and By-Laws be amended to provide that the shares of the corporation be made non-assessable. After discussion, Cline E. Tedrow presented the following resolution: That Article VII of the Articles of Incorporation provides that the amount of capital stock of this corporation is fixed at \$500,000.00 divided into 5,000,000 shares of the par value of .10¢ per share and whereas no statement was made in the above Articles of the shares being assessable or non-assessable,

NOW, THEREFORE, BE IT RESOLVED that Article VII of the Articles of Incorporation be duly amended to read as follows: The amount of capital stock of this corporation is fixed at \$500,000.00, divided into 5,000,000 non-assessable shares, of the par value of .10¢ per share.

BE IT FURTHER RESOLVED that the directors of this corporation by its officers duly call a special meeting of the Shareholders of said corporation to be called and held as provided by law to consider the proposition and the action of this Board in the premises, and that said special meeting of shareholders be called and held on Tuesday, July 12, 1966, at 10:00 A.M. at the company's office, 504 Columbia Building, Spokane, Washington, for the purpose of considering and acting thereon.

Said resolution being put to a vote and all directors voting in favor thereof, opposed thereto, none; said resolution was duly declared carried.

There being no further business, the meeting adjourned.

Notice of a special meeting, as hereinafter referred to, of the shareholders of NEW JERSEY LEAD MINES, INC., was sent to all shareholders listed in the stock records of the corporation. A true and exact copy of said notice is set forth below:

NOTICE OF SPECIAL MEETING OF THE SHAREHOLDERS  
OF  
NEW JERSEY LEAD MINES, INC.  
Spokane, Washington

You are hereby notified that a special meeting of the shareholders of NEW JERSEY LEAD MINES, INC. will be held at 10:00 A.M. of the 12th day of July, 1966, in the offices of the company, 504 Columbia Building, Spokane, Washington, for the purpose of considering a proposition to amend the Articles of Incorporation and the By-Laws of said corporation and to elect a Board of Directors for the coming year and to conduct any other business that may properly come before the meeting.

PROPOSED AMENDMENT

Article VII of the Articles of Incorporation, dated June 28, 1928, now reads as follows:

"The amount of capital stock of this corporation is fixed at \$500,000.00 divided into 5,000,000 shares of the par value of .10¢ per share."

Article I-Section V of the By-Laws of the company now reads as follows:

"The capital stock of this company shall be \$500,000.00 consisting of 5,000,000 shares, each of the par value of .10¢ per share and each, when paid for as may be authorized by the Board of Directors, shall be fully paid, but the same shall be assessable stock."

In its place: IT IS HEREBY RESOLVED, that Article VII of the Articles of incorporation and Article I, Section V of the By-Laws be amended to read as follows:

"The capital of this corporation shall be \$500,000.00 divided into 5,000,000 non-assessable shares of a par value of .10¢ each."

The purpose of the above proposed amendment is to make the corporation capital stock non-assessable and to eliminate the power of the Board of Directors to levy assessments.

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M. W. Onstine, Secretary

NEW JERSEY LEAD MINES, INC.

Dated June 28, 1966

Will you please sign and mail the enclosed proxy?

That a special meeting of the shareholders of said corporation, called pursuant to said resolutions by the Board of Directors, was held at the office of said corporation at 10:00 A. M. on the 12th day of July, 1966, the foregoing resolutions were duly adopted by the affirmative vote of the shareholders representing more than 2/3 of the issued and outstanding capital stock of said corporation.

That at the time of said meeting, the total number of issued and outstanding shares of common capital stock of said corporation was 1,072,305 shares; that there were present and represented at said meeting, either in person or by proxy, 853,800 shares; that said resolution received affirmative votes of 80% of said common capital stock; that said affirmative vote was more than 2/3 of the issued and outstanding stock of said corporation; that every person voting upon said resolution, whether in person or by proxy, was a shareholder, who at the time of said meeting had and for the period prior thereto as provided by the By-Laws, has had stock standing in his own name on the stock books of the corporation to the number of shares voted by him; that said resolutions of amendment were duly declared by the Chairman to have been passed and adopted pursuant thereto.

IN WITNESS WHEREOF, we have hereunto set our hands, as officers of said corporation this 12th day of July, 1966.

  
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President New Jersey Lead Mines, Inc.

  
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Secretary New Jersey Lead Mines, Inc.

COUNTY OF SPOKANE )  
 ) ss.  
STATE OF WASHINGTON )

On this 12<sup>th</sup> day of July, 1966, before me, a notary public in and for the above-named County and State, personally appeared Cline E. Tedrow, and M. W. Onstine, to me known to be the President and Secretary, respectively, of the corporation that executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and each upon his oath stated that he was authorized to execute said instrument and that the seal affixed is the corporate seal of said corporation.

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

Harriet C. Doolen  
Notary Public in and for the  
State of Washington, residing  
at Spokane.

Notary Public for the State of Washington  
Residing at Spokane, Washington  
My commission expires August 16, 1969