

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, Ira H. Masters, 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

SILVERORE MINES, INC.

was filed in the office of the Secretary of State on the Fourth day of March A. D. One Thousand Nine Hundred Forty-six and duly recorded on Film Roll No. 5 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 perpetual existence from the date hereof, with its registered office in this State located at

Wallace 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 4th day of March, in the year of our Lord one thousand nine hundred forty-six, and of the Independence of the United States of America the One Hundred Seventieth.

Secretary of State.

ARTICLES OF INCORPORATION

of the

SILVERORE MINES, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, natural persons of full age, 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 adopt and subscribe in triplicate the following

ARTICLES OF INCORPORATION

I.

The name of this corporation shall be

SILVERORE MINES, INC.

II.

The purposes for which this corporation is formed are as follows:

(a) To acquire by appropriation, discovery, location, lease, license, grant, bond, option, devise, purchase, agreement or otherwise, and to hold, own, possess, enjoy, develop, mine, work, operate and exploit gold, silver, copper, lead, zinc and any other lode or placer mines or deposits, tunnels, mining and tunneling property, and any right, title or interest therein, as also such lands, mills, mill-sites, tunnel sites, buildings, constructions, plants, appliances, equipments, fixtures, machinery, discoveries, improvements, inventions, patents, patent rights, dump and dump rights, ditches, flumes, pipes and pipe lines, reservoirs, water, ditch and reservoir rights or priorities for milling and power purposes, railways, tramways, rights of way, easements, appurtenances, privileges, franchises and other property or property rights, real or personal, as may be deemed by the directors of said corporation to be necessary or desirable for the practical working, development and mining of all or any of the corporation mining properties acquired or to be acquired.

(b) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of or any bonds, securities or evidences of indebtedness created by any other corporations or corporation organized under the laws of this state or any other state, country, nation or government, and while the owner thereof, to exercise all the rights, powers and privileges of ownership.

(c) To issue bonds, debentures or obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Idaho, and by the principles of the common law, upon corporations organized under the provisions of law authorizing the formation of this corporation, and of the purposes and powers hereinbefore stated, the corporation shall also have the following purposes and powers, it being expressly provided the enumeration of specific powers shall not be construed to limit or restrict in any manner the aforesaid general powers of the corporation:

(1) To do each and all things above set forth to the same extent and as fully as natural persons might do, or could do in the State of Idaho, or in any other state, county or place, but such acts and power shall be limited to purposes which are not repugnant to law and to this charter.

(2) The corporation may guarantee, acquire, hold, mortgage, pledge, or dispose of shares of stock, bonds, securities and other evidences of indebtedness of any domestic or foreign corporation.

(3) The authority to make, adopt, or amend by-laws is hereby expressly vested in the Board of Directors, subject to the power of the shareholders to change or repeal such by-laws as provided by law. The Board of Directors shall not make or alter any by-laws fixing their qualifications, classification, term of office or compensation, except as may be allowed by law or authorized by the stockholders.

(4) The presence in person or by proxy of holders of a majority of the voting power of all the shareholders shall constitute a quorum for the transaction of any and all business, including the sale or exchange of real and personal property or any assets. The shareholders present at a duly organized meeting can continue to do business notwithstanding the withdrawal of enough shareholders to leave less than a quorum. An amendment altering the Articles of Incorporation of this corporation in any respect may be adopted by vote of the holders of a majority of the outstanding shares, unless specifically prohibited by law. Then, by such vote as the law requires.

III.

The duration of this corporation shall be perpetual.

IV.

The location and postoffice address of the registered office of this corporation shall be 507 Bank Street, Wallace, Idaho, and the directors may establish other branch offices.

V.

The total authorized capital of said corporation is \$350,000.00, divided into 3,500,000 shares of the par value of 10¢ each, all of said shares being common and NON-ASSESSABLE.

VI.

The name and postoffice address of each of the incorporators, and a statement of the number of shares subscribed by them is as follows:

<u>Name</u>	<u>Postoffice Address</u>	<u>Number of Shares</u>
W. T. ANDERSON	417 Symons Building, Spokane, Wash.	1,000
J. B. PHILLIPS	E 1916 First Avenue, Spokane, Wash.	1,000
E. B. MANNING	S 918 Sherman, Spokane, Wash.	1,000

IN WITNESS WHEREOF, we have hereunto subscribed our names this 1st day of March, 1946.

W. T. Anderson

SEAL

J. B. Phillips

SEAL

E. B. Manning

SEAL

STATE OF WASHINGTON)
COUNTY OF SPOKANE) ss.

On this 12th day of March, 1946, before me, the undersigned, Notary Public in and for the State of Washington, personally appeared W. T. ANDERSON, J. B. PHILLIPS and E. B. MANNING, personally known to me to be the persons whose names are signed to and who executed the foregoing Articles of Incorporation of the

SILVERORE MINES, INC.,

and each acknowledged to me that he signed, sealed and executed the foregoing Articles of Incorporation in triplicate as his free and voluntary act, for the uses and purposes therein set forth.

WITNESS my hand and notarial seal the day and year in this
certificate first above written.

Lorock Lane Miller
Notary Public in and for the
State of Washington, residing
at Spokane. My commission
expires 9-2-47