



C O P Y

Certificate of Amendment

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Articles of Incorporation

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Consolidated Interstate-Callahan Mining Company.

KNOW ALL MEN BY THESE PRESENTS, that at the regular annual meeting of the stockholders of the Consolidated Interstate-Callahan Mining Company, a corporation created and existing under the laws of the State of Arizona, duly held at the principal office of the Company, at Phoenix, Arizona, on the 21st day of August 1916, after due notice of the time, place and purpose of the meeting and in accordance with the statute in such case made and provided, by the affirmative vote of the majority of the issued and outstanding stock of the Company, Articles I, V and VI of the Articles of Incorporation of said Company were amended so as to read as follows:

Article I. The name of the corporation is CONSOLIDATED INTERSTATE-CALLAHAN MINING COMPANY, and its principal place of transacting business in Arizona is Phoenix. In addition thereto, it may conduct and carry on its business in other States, territories and possession of the United States, and in foreign countries, and may have an office or more than one office, without the State of Arizona, as determined from time to time by the Board of Directors.

Article V. Sec. 1. The affairs of this corporation shall be conducted by and its government vested in a Board of not less than three, or some multiple of three, but not more than fifteen, directors.

Sec. 2. Within said limits, the number of directors shall be fixed from time to time by the by-laws. The directors

shall be classified with respect to the time for which they shall severally hold office, by dividing them into three classes, each consisting of one-third of the whole number. At the annual meeting of stockholders at which this Article is adopted, twelve directors shall be elected for the ensuing terms and until their successors are duly elected and qualified. The Board shall, when elected, determine by majority vote, how the three classes shall be constituted for the next one, two and three year terms respectively. Thereafter, at each annual election the successors to the class whose terms shall expire in that year shall be elected for a term of three years, so that the term of office of one class shall expire in each year. In the case of any increase in the number of directors, the additional directors shall be elected, in the manner provided by the by-laws, by the directors, or by the stockholders at any annual meeting or adjournment thereof; and one-third of their number shall be elected for the then unexpired portion of the term of directors of the first class, one-third for the unexpired portion of the term of directors of the second class, and one-third for the unexpired portion of the term of directors of the third class, so that each class of directors shall be increased equally. In case of a decrease in the number of directors, one shall be dropped from each class.

Sec. 3. In case of any vacancy in any class of directors, through death, resignation or otherwise, the Board of Directors may elect a successor to hold office for the unexpired portion of the term of the director whose office shall be vacant, and until the election of a successor.

Sec. 4. The Board of Directors shall be chosen by the stockholders from their own number at annual meetings or adjournments thereof, and the annual meeting of stockholders of the Company shall be held at twelve o'clock noon, at its principal

office in Phoenix, Arizona, on the first Monday of February in each year, or at such other place in the United States as may from time to time be designated by the Board of Directors, in accordance with and if permitted by the Laws of the State of Arizona. The first annual meeting of the stockholders after the adoption of this article shall be held on Monday, the 4th day of February 1918, at twelve o'clock noon, at the principal office of the Company, in Phoenix, Arizona.

Sec. 5. Meetings of the Board of Directors may be held at the principal office of the Company, in Phoenix Arizona, or elsewhere, at such place or places in the United States of America as the Board of Directors, from time to time, may determine. Without notice, or call, the Board of Directors shall hold its first annual meeting for the year at the place of the regular quarterly meeting of the Board then designated as above provided, immediately after the annual stockholders' meeting, or immediately after the election of directors at such annual meeting.

Article VI. Sec. 1. The Board of Directors, at its first meeting after the annual stockholders' meeting or any adjournment thereof, shall elect from its own number a president, may elect from its own number a first vice-president and a second vice-president, and shall also elect a treasurer and a secretary, who need not be members of the Board, and may elect an assistant treasurer and an assistant secretary, who also need not be members of the Board, to hold office for one year next ensuing and until their successors are elected and qualified. The offices of Vice-President and Treasurer or of Secretary and Treasurer, or of Assistant Secretary and Assistant Treasurer, may be held by the same person; All other officers, agents and factors may be appointed for such terms and upon such conditions as the Board of Directors from time to time by resolution shall prescribe.

Sec. 2. The Board of Directors, by resolution adopted by a majority of the whole Board, may elect from the Directors an Executive Committee. The Committee shall consist of not to exceed four (4) members, besides the President of the Company, who, by virtue of his office, shall be a member and the Chairman thereof. The Committee shall, in the interim between the meetings exercise all powers of that body in accordance with the general policy of the Corporation and the direction of the Board of Directors.

Sec. 3. Subject always to the By-laws made by the Stockholders, the Board of Directors may make By-Laws and, from time to time, may alter, amend or repeal any By-Law or By-Laws; but any By-Laws made by the Board of Directors may be altered, amended or repealed by the stockholders in any annual meeting of *or at any special meeting of the Company,* the Company, provided notice of such proposed alteration, amendment or repeal at any special meeting be included in the notice of such special meeting.

IN WITNESS WHEREOF, the said Consolidated Interstate-Callahan Mining Company has caused these amendments and this certificate to be signed and executed by its President, and its corporate seal to be hereunto affixed and all attested by its Secretary, in duplicate, this twenty first day of August A. D. 1916.

In Presence of:

D. A. Little,

I. J. Lipsohn

John A. Percival,

As President of said Company.

Attest;

Julian B. Beaty,

As Secretary of said Company.

(CORPORATE SEAL)

STATE OF ARIZONA,       :  
                              : ss:  
COUNTY OF MARICOPA,   :

Before me I. J. Lipsohn, a notary public in and for the state and county aforesaid, on this day personally appeared John A. Percival, known to me to be the President of the Consolidated Interstate-Callahan Mining Company, and to me known to be the same person whose name is subscribed to the foregoing instrument, and he acknowledged to me that he voluntarily executed the same for and on behalf of the said Company as its free act and deed and as his free act and deed, and for the uses and purposes therein mentioned.

WITNESS MY HAND and seal of office this twenty first day of August, 1916.

(Notarial Seal)

(SIGNED) I. J. Lipsohn

Notary Public, Maricopa  
County, Arizona,  
My Commission expires

Filed in the office of the Arizona Corporation Commission  
this 22 day of Aug., A. D. 1916, at 11:30 A. M. at request of  
STODDARD INCORPORATING COMPANY, whose post office address is  
Phoenix, Arizona.

ARIZONA CORPORATION COMMISSION

By F. A. Jones,  
Chairman.

ENDORSED: INSTRUMENT NUMBER 42577.  
CERTIFICATE OF AMENDMENT  
to the  
ARTICLES OF INCORPORATION  
of the  
CONSOLIDATED INTERSTATE-  
CALLAHAN MINING COMPANY.

FILED at the request of  
J. A. Wayne, SEP 28 1916,  
at 1:30 o'clock, P. M.,  
Records of Shoshone County,  
State of Idaho.

L. R. Adams,  
County Recorder,  
By Elmer Johnson,  
Deputy Recorder.

Fee 50¢.

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STATE OF IDAHO, COUNTY OF SHOSHONE ) ss:

I, L. R. ADAMS, County Recorder in and for  
said County of Shoshone, in the State of Idaho,

DO HEREBY CERTIFY that the foregoing is a  
full, true and correct copy of a Certificate of  
Amendment to the Articles of Incorporation of the  
CONSOLIDATED INTERSTATE-CALLAHAN MINING COMPANY,  
together with all official endorsements thereon,  
as appears after a careful comparison of the same  
with a certified copy of the original Certificate,  
now on file at my office and in my custody.

IN TESTIMONY WHEREOF, I hereunto set my hand  
and affix my official seal, at my office  
in the City of Wallace, Idaho, this twenty-  
eighth day of September, 1916.

  
County Recorder.