



CERTIFICATE OF INCORPORATION  
OF

STOCK IN TRADE TRANSFER, CO.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: August 5, 1987



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Sandra Mankus*

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ARTICLES OF INCORPORATION  
OF  
STOCK IN TRADE TRANSFER, CO.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, all of whom are of legal age, and have this day voluntarily associated ourselves together for the purposes of forming a corporation under and pursuant to the laws of the State of Idaho, and we do thereby certify:

ARTICLE I.

That the name of this corporation shall be:

STOCK IN TRADE TRANSFER, CO.

ARTICLE II.

That the duration and existence of this corporation shall be perpetual.

ARTICLE III.

In addition to the powers granted to the Corporation by the State of Idaho the purposes of this Corporation as formed are as follows:

To provide business services to other companies, businesses, and individuals including, but not limited to, stock transfers, bookkeeping and record keeping; research, development and production of products and/or computer software for sale or distribution; to acquire by purchase or lease or otherwise, lands or interests in lands; to own, to hold, improve, develop and/or manage any real estate; for the purpose of removing mineral and energy resources by various acceptable or experimental technique on any lands owned, held or occupied by the corporation; to alter or improve any site or other environmental distraction now or hereafter on any lands so owned, held or occupied or otherwise located; to borrow money; to lend money; to conduct a general mineral and energy resource agency and commission business for others in the purchase, sales and management of mineral and energy resource property; to purchase and sell personal property of all kinds used for and in the mineral and energy resource producing industry, stocks, bonds, and notes; to negotiate loans thereon, and all other powers necessary or incidental to the conduct of said business; and to do all acts permitted by the general business corporation law of Idaho and all other such acts as are necessary and expedient to accomplish these stated purposes. To conduct business in this state, other states, District of Columbia, territories and colonies of the United States and in foreign countries, and to have one or more offices and places of business out of this state, and to acquire, recieve, hold, purchase, lease, morgage, dispose of and/or convey real and personal property situate out of this state.

ARTICLE IV.

That the location of the registered office of the corporation will be 836 N. 22nd Street, Coeur d' Alene, Idaho 83814. that the registered agent will be Denice A. Sanders.

ARTIXLE V.

That the total authorized stock of this corporation shall be \$1,000,000.00, divided in to 10,000,000 shares of \$0.10 Par Value each, and that all stock shall be of the same kind.

ARTICLE VI.

That the only authorized stock will be the common stock of said corporation with equal rights, preferences and restrictions.

ARTICLE VII.

That the names and addresses of the incorporators who are all citizens of the United States are:

NAME	ADDRESS	SHARES OF STOCK
Denice A. Sanders	836 N. 22nd Street Coeur d' Alene, Id. 83814	1000
L. David Sanders	836 N. 22nd Street Coeur d' Alene, Id. 83814	1000

ARTICLE VIII.

That the number of directors of said corporation shall be not less than three(3) nor more than nine(9), and the number of directors and qualifications, manner of election and their powers and duties shall be perscribed by the By-laws.

That the initial board of directors of the corporation are:

NAME	ADDRESS
Denice A. Sanders	836 N. 22nd Street Coeur d' Alene, Id. 83814
L. David Sanders	836 N. 22nd Street Coeur d' Alene, Id. 83814
Dennis H. K. Seidemann	Box 13, Prince Rupert, B.C. Canada V8J3P4

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 23<sup>rd</sup> day of July, A.D. 1987.

*Denice A. Sanders*  
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*L. David Sanders*  
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STATE OF IDAHO )  
                  ) SS  
COUNTY OF KOOTENAI )

On this 23<sup>rd</sup> day of July, A.D. 1987 before me the undersigned Notary Public in and for the county and State aforesaid, personally appeared, known to me to be the persons whose names are subscribed to and who executed and delivered the said Articles of Incorporation of STOCK IN TRADE TRANSFER, CO. severally acknowledge to me that they signed, sealed, executed and delivered the said Articles of Incorporation, in triplicate, as their free and voluntary act for the purposes therein set forth.

WITNESS my hand and seal in triplicate at Coeur d' Alene, the day and year first above written in this

*Ronnie Makon*  
\_\_\_\_\_  
Notary Public for IDAHO

Residing at Coeur d' Alene

My commission expires 12-22-92