

State of Idaho



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

IRA H. MASTERS

I, ~~Edwin H. Briggs~~, 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

WALL STREET MINING COMPANY

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed
in this office on the 31st day of August, 1953,

original articles of amendment, as provided by Sections 30-147, 30-160, Idaho Code,
making term of existence perpetual.

and that the said articles of amendment contain the statement of facts required by law, and are
recorded on Film No. 81 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 31st day
of August, 1953, in the year of our Lord
one thousand nine hundred fifty-three,
and of the Independence of the United States of
America the One Hundred Seventy-eighth.

Secretary of State.

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION
OF

WALL STREET MINING COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, L. J. Randall, the duly elected and acting Chairman, and L. S. Eddins, the duly elected and acting Secretary of a special meeting of the stockholders of Wall Street Mining Company, a corporation organized and existing under the laws of the State of Idaho, which was held in the City of Wallace, Idaho, at the hour of 10 o'clock A. M., Mountain Standard Time, on the 16th day of May, 1953, do hereby certify:

That by resolution duly adopted by the Board of Directors of Wall Street Mining Company at a special meeting of said Board of Directors held in the office of A. W. Witherspoon in The Old National Bank Building in Spokane, Washington, at 3:00 o'clock P. M., Pacific Standard Time, on the 10th day of April, 1953, a special meeting of the shareholders of Wall Street Mining Company was called for the hour of 10:00 o'clock A. M., Mountain Standard Time, on the 16th day of May, 1953, to be held in the offices of Hecla Mining Company in the City of Wallace, Idaho, for the purpose of considering an extension of the corporate existence of said Wall Street Mining Company and adopting such resolutions and taking such other action as might be necessary to make the term of the corporate existence of said Wall Street Mining Company perpetual and for the further purpose of adopting such amendment of the Articles of Incorporation of said corporation as should be deemed necessary in the circumstances;

That notice of said special meeting of said shareholders of said Wall Street Mining Company was given as required by law and by the by-laws of said corporation, that is to say, by mailing, with prepaid postage, to each and every one of said shareholders at his, her or its last-known post office address, according to the books of the corporation, on the 15th day of April, 1953, and by two weeks' notice published in "The Wallace Miner", a weekly newspaper published in Wallace, Shoshone County, Idaho, being a newspaper with a general circulation in Shoshone County, Idaho, which said notice, so mailed and published, set forth the date on which and the hour and place at which and the purpose for which said meeting was to be held;

That at the hour of 10:00 o'clock A. M., Mountain Standard Time, on the 16th day of May, 1953, at the offices of said Hecla Mining Company in Wallace, Idaho, that being the time and place specified in said call and in said notice, shareholders owning 858,353 shares of the outstanding capital stock of said Wall Street Mining Company, out of a total of 1,231,263 shares theretofore issued and then outstanding, assembled in person or by duly authorized proxies and organized and convened in special meeting, pursuant to said call and said notice;

That at said time and place L. J. Randall was selected to act as Chairman of said meeting and L. S. Eddins was selected to act as Secretary of said meeting; that then and there the Secretary presented to said meeting the original call thereof and proof by affidavit that due notice of said meeting had been given as aforesaid. That thereupon Louis H. Hachez presented and moved the adoption of the following resolution:

RESOLVED, that this special meeting of the shareholders of Wall Street Mining Company was duly and legally called and noticed; That more than two-thirds of the outstanding stock of said corporation is represented at the meeting, and that this meeting is competent to proceed with the business for which it was called.

That the motion for the adoption of said resolution was seconded by Charles Tilford and upon being put to a vote was unanimously carried;

That thereupon H. E. Majer presented and moved the adoption of the following resolution:

BE IT RESOLVED by the shareholders of Wall Street Mining Company that Article "Fourth" of the Articles of Incorporation of Wall Street Mining Company be, and the same hereby is amended to read as follows:

"Fourth. That the term of the corporate existence of said corporation shall be perpetual."

AND BE IT FURTHER RESOLVED that the Chairman and Secretary of this shareholders' meeting be, and they hereby are authorized, empowered and directed to cause proper Articles of Amendment of the Articles of Incorporation of said Wall Street Mining Company to be prepared and executed, in triplicate, as required by law; that one executed copy thereof be filed in the office of the Secretary of State of the State of Idaho and that the two remaining executed copies thereof be certified by said Secretary of State as required by law, and that one of such copies be then filed in the office of the County Recorder of Shoshone County, Idaho, where the principal place of business of said Wall Street Mining Company is located, and that the remaining one of such copies be retained by the Secretary of said corporation as provided by law; and

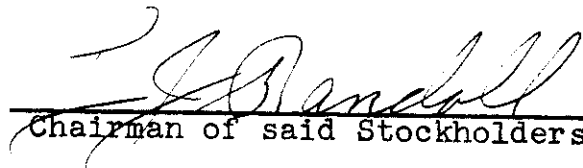
BE IT FURTHER RESOLVED that the Chairman and Secretary of said meeting be, and they hereby are authorized, empowered and directed to take any and all such further action as may be necessary and proper in order to extend the corporate existence of said Wall Street Mining Company, as provided by Section 30-160, Idaho Code, and any and all other statutes of the State of Idaho which are applicable in the premises.


That the motion for the adoption of said resolution was seconded by Louis H. Hachez;

That thereupon the Chairman directed that the ayes and nays be taken upon the motion for the adoption of said resolution and directed the Secretary to call the roll accordingly. On roll call all shares represented at said meeting, either by stockholders present in person or by proxies, to-wit, 858,353 shares, voted in favor of said resolution and of the motion to adopt the same, and no shares were voted in opposition thereto;

That thereupon the Chairman declared that more than two-thirds of the outstanding shares of said corporation had voted in favor of said resolution and of the motion to adopt the same and that said motion was duly carried and said resolution duly adopted and that said Amendment of the Articles of Incorporation of said Wall Street Mining Company was duly approved and adopted.

IN WITNESS WHEREOF, said L. J. Randall, Chairman, and said L. S. Eddins, Secretary of the aforesaid stockholders' meeting, have hereunto set their hands, in triplicate, this day of August, 1953.


Chairman of said Stockholders' Meeting


Secretary of said Stockholders' Meeting.

STATE OF IDAHO)
) ss.
COUNTY OF SHOSHONE)

L. J. RANDALL, Chairman of the aforesaid shareholders' meeting and President of said Wall Street Mining Company, and L. S. EDDINS, Secretary of said shareholders' meeting and Secretary of said Wall Street Mining Company, being severally duly sworn according to law, each for himself and on his oath, deposes and says:

That he has read the within and foregoing certificate of Articles of Amendment of the Articles of Incorporation of Wall Street Mining Company and knows the contents thereof and that the facts therein set forth are true.

L. J. Randall
L. S. Eddins

Subscribed and sworn to before me this 28th day of August, 1953.

Elaf Eubank
Notary Public for the State of Idaho,
Residing at Wallace, Idaho.

My commission expires *Jan 17-1954*.