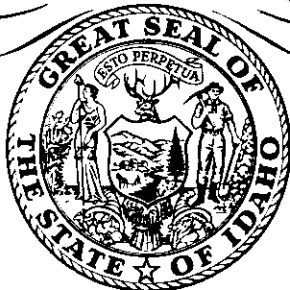


# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

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 original of the articles of incorporation of

#### **IDAHO-CONTINENTAL MINES, INC.**

was filed in the office of the Secretary of State on the **Third** day of **May**, A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **123** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

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

**Bonnere Ferry**

in the County of

**Boundary**

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 **3rd** day of **May**, A.D., 19**63**.

Secretary of State.

ARTICLES OF INCORPORATION

of

IDAHO-CONTINENTAL MINES, INC.

(In triplicate)

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, STANLEY H. BROWN, A. E. WARSINSKE, and SIDNEY E. SMITH, all of whom are citizens of the United States of America, are of full legal age, have this day voluntarily associated ourselves together for the purpose of forming a corporation and do by these Articles of Incorporation hereby form and incorporate under the laws of the State of Idaho, and to this end do adopt the following certificate of incorporation:

ARTICLE I

That the name of the corporation shall be IDAHO-CONTINENTAL MINES, INC.

ARTICLE II

That the purposes for which said corporation is formed are as follows:

1. To conduct a general mining, milling, smelting and reduction business.
2. To locate, purchase, acquire, own, enter, lease, rent, sell, convey and deal in mines, mining claims and mineral lands of every kind, nature and description; also to purchase, acquire, enter, own, lease, rent, sell and deal in mill sites, water rights, timber claims and other timber lands, real estate, terminal facilities and easements of any and all kinds; to work, prospect and develop mines, mining claims and mineral lands of any and every kind, nature and description, either for itself or for other companies, corporations or individuals, and upon such terms and for such remuneration as it shall deem fit and proper to accept, and to purchase, take, lease, rent, own, hold or sell not only the

whole of any and all such mines, mining claims, mineral lands and other property, but any interest or interests therein; to purchase or otherwise acquire, and to own, control, sell, assign, pledge or otherwise dispose of shares of the capital stock, bonds or other evidence of debts issued or credited by any other corporation, or corporations, whether foreign or domestic, and whether now or hereafter to be organized, and while the holder of any such shares of stock, to exercise all the rights and privileges of ownership, including the right to vote the same to the same extent as a natural person might or could do; to do everything that may be proper or necessary in the conduct of its business in the way of locating, prospecting, developing, acquiring, buying, leasing, holding, operating, renting, and/or selling mining claims and mineral lands of every kind, nature and description and/or in the way of working and operating such mines, mining claims and mineral lands and producing ores and minerals therefrom and/or in the way of reducing such ores and minerals to the most merchantable value and in so doing to contract for, build, buy, lease, own, hold, sell and operate any and all necessary mills, smelters, machinery, equipment, roads, railroads, tramways, ditches, flumes, docks, and such other property as it shall deem necessary and proper in carrying out the objects herein stated; to purchase, lease, rent, erect, own, hold, operate and sell buildings, boarding houses, hotels and sawmills and to conduct mercantile businesses of any and all kinds and to engage in all kinds of transportation, road building and engineering, freighting and carrying.

3. To exercise the right to eminent domain according to law, and to condemn rights-of-way for tunnels, shafts, hoisting works, dumps, cuts, ditches, canals, reservoirs, storage basins, dams, docks, roads, railroads and tramways, incident, necessary or convenient for the uses and purposes and objects of this corporation, and

to do all things incident to the general business of this corporation in the State of Idaho and/or in any of the other states and/or territories of the United States, and elsewhere that this corporation may desire or conclude to do business.

4. To buy and sell ores, bullion, metals, concentrates, tailings and other materials, and to reduce ores and minerals for pay.

5. To purchase, own and enjoy any and all franchises useful or beneficial for the prosecution of the business of this corporation.

6. To borrow money on its notes, bonds and/or other obligations for the general purposes of this corporation, and to mortgage, pledge and give in trust any and all of its property to secure the payment thereof.

7. To do and perform any and all other things that may be found necessary, convenient and proper in carrying out the objects of this corporation.

### ARTICLE III

That the duration of this corporation shall be perpetual.

### ARTICLE IV

That the principal place of business of this corporation shall be at Bonners Ferry, Boundary County, Idaho, at which place this corporation shall maintain its registered office, the post office address of which shall be Bonners Ferry, Idaho.

### ARTICLE V

That the total authorized stock of this corporation shall be One Hundred Thousand and no/100 (\$100,000.00) Dollars, divided into one thousand (1,000) shares of common stock of the par value of One Hundred and no/100 (\$100.00) Dollars per share, each and all of which said shares shall be equal in all respects to every other of said shares, and each and all of which said shares shall be non-assessable.

ARTICLE VI

That the number of the directors of this corporation shall not be less than three nor more than five, and the number of directors qualifications, manner of election, and the powers and duties of the directors shall be prescribed by the By-laws.

ARTICLE VII

That the name, post office address and number of shares subscribed by each incorporator are as follows:

Stanley H. Brown	Newark, Ohio	1 share
A. E. Warsinske	Spokane, Washington	1 share
Sidney E. Smith	Coeur d' Alene, Idaho	1 share

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 2<sup>nd</sup> day of May, 1963.

Stanley H. Brown  
A. E. Warsinske  
Sidney E. Smith

STATE OF IDAHO        )  
                          ) ss.  
County of Kootenai )

On this 2<sup>nd</sup> day of May, 1963, before me, the undersigned notary public, in and for the county and state afore-said, personally appeared STANLEY H. BROWN, A. E. WARSINSKE, and SIDNEY E. SMITH, who are known to me to be the persons whose names are subscribed to, and who executed, the foregoing Articles of Incorporation of IDAHO-CONTINENTAL MINES, INC., and severally acknowledged to me that they signed, sealed, executed and delivered the said Articles of Incorporation in triplicate as their free and voluntary act for the uses and purposes therein set forth.

WITNESS my hand and seal in triplicate at Coeur d' Alene, Idaho, this 2<sup>nd</sup> day of May, 1963.

Jay Thayer  
Notary public for Idaho,  
residing at Coeur d' Alene,  
Commission expires: 1-29-66