



Department of State.

CERTIFICATE OF INCORPORATION

GEO. H. CURTIS,

I, [REDACTED], 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

SILVER CHIEFTAIN COMPANY

was filed in the office of the Secretary of State on the ^{Tenth} ~~SEVENTEEN~~ ^{Forty-one} day
of ^{July} ~~July~~ ³⁴ A. D. One Thousand Nine Hundred Thirty-^{and}
duly recorded in Book A-^{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 ~~here~~ ^{by} constituted a corporation, by the name hereinbefore stated, for

from ~~the date~~ ^{the date} hereof, with its registered office ~~in the~~ ^{in the} State located at
in the County of .

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed
the Great Seal of the State. ~~Took~~ at Boise City,
the Capital ~~of~~ ^{of} Idaho, this ^{day}
of ^{Forty-one} ~~July~~, in the year of our Lord
one thousand nine hundred ^{Sixty-six} ~~1934~~,
and of the Independence of the United States of
America the One Hundred

Geo. H. Curtis

Secretary of State.

ARTICLES OF INCORPORATION
OF THE
SILVER CHIEFTAIN COMPANY

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

SILVER CHIEFTAIN COMPANY

II.

The purpose 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, building, 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 right or priorities for milling or power purposes, railways, tramways, right 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, mining, exploitation or enjoyment of all or any of the corporation's 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.

(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.

(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 of property or all 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. Directors must be stockholders of the corporation. 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 required.

III.

The duration of this corporation shall be for fifty (50) years.

IV.

The location and postoffice address of the registered office of this corporation shall be 509 Bank St., Wallace, Idaho, and the directors may establish such other branch offices as, in their judgment, are proper.

V.

The total authorized number of par value shares and their aggregate par value is five million (5,000,000) shares, having a par value of ten cents (10¢) each, making a total capitalization of Five Hundred Thousand (\$500,000.00) Dollars, all of said shares being common stock. Said stock shall be assessable until three (3) assessments of not more than one cent (1¢) per share each shall have been levied on the capital stock of said corporation, after which time all of the stock of said corporation, upon which said assessments shall have been levied, shall be and remain thereafter non-assessable.

VI.

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

<u>NAME</u>	<u>POSTOFFICE ADDRESS</u>	<u>NUMBER OF SHARES</u>
Elmer E. Johnston	504 Mohawk Building Spokane, Washington	1000
Ernest H. Carlson	333½ Riverside Avenue Spokane, Washington	1000
C. G. Cameron	North 8 Stevens Street Spokane, Washington	1000

IN WITNESS WHEREOF, we have hereunto subscribed our names
this 8th day of July, 1941.

Elmer E. Johnston
C. G. Cameron
Ernest H. Carlson
 INCORPORATORS

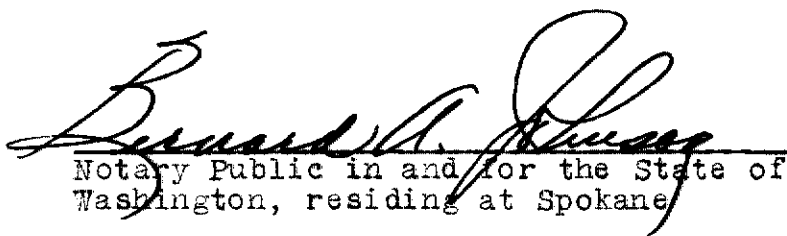
STATE OF WASHINGTON,)
) ss.
COUNTY OF SPOKANE,)

On this 8th day of July, 1941, before me, the under-
signed Notary Public in and for the State of Washington, personally
appeared ELMER E. JOHNSTON, ERNEST H. CARLSON, and C. G. CAMERON,
personally known to me to be the persons who names are signed to
and who executed the foregoing Articles of Incorporation of the

SILVER CHIEFTAIN COMPANY

and each acknowledged to me that he signed, sealed and executed the
said Articles of Incorporation in triplicate, as his free and volun-
tary 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.


Notary Public in and for the State of
Washington, residing at Spokane