

Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

EXPOSITION MINING COMPANY

was filed in the office of the Secretary of State on the **twenty-ninth** day of **October** A.D., One Thousand Nine Hundred **seventy-three** and ~~will be~~ ^{will be} duly recorded on ~~Film~~ ^{microfilm} 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 **Sandpoint, Idaho** in the County of **Bonner**

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 **29th** day of **October**, A.D., 19 **73**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
EXPOSITION MINING COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are citizens of the United States of America, and over the age of twenty-one years, 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 certify:

FIRST: That the name of the corporation shall be Exposition Mining Company.

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

To mine for, produce, manufacture, refine and deal in oil, natural gas, related hydrocarbons, other substances and all their products and all the materials used in such business, and transact other business collateral thereto.

THIRD: The principal place of business of this corporation shall be 103½ Main Street, Sandpoint, Idaho, 83864.

FOURTH: The duration of this corporation shall be perpetual.

FIFTH: The number of directors of this corporation shall consist of three members. The directors shall be elected annually and shall serve until the election and qualification of their successors. The directors who are to serve for the first corporate year shall be selected by the incorporators at the time they organize. In the election of directors, every shareholder of record, in calculating the number of votes to which he may be entitled, shall have the right to multiply the number of his shares by the number of directors to be elected, and he may cast all such votes for one candidate or he may distribute them among any two or more candidates.

SIXTH: The amount of capital stock of this corporation shall be \$25,000.00 divided into 500 shares with the par value of \$50.00 per share. Each and every share of said stock shall have the same rights and privileges as those enjoyed by each and every other of said shares.

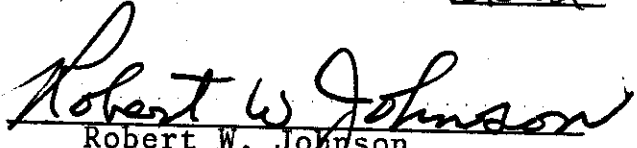

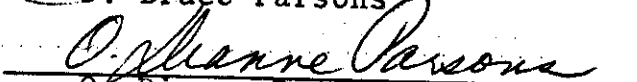
SEVENTH: The Board of Directors of this corporation shall have power and authority from time to time to authorize the sale of and to sell, for cash or otherwise, all or any portion of the un-issued, and/or of the treasury stock of this corporation without said stock, or any thereof, being first offered to the shareholders of this corporation.

EIGHTH: The Board of Directors of this corporation shall at any regular or special meeting of said Board, have power and authority to repeal and/or amend any of all of the By-Laws of this corporation and/or to adopt new By-Laws, a majority vote of said directors being required for the exercise of such power.

NINTH: The Incorporators will be:

<u>Name</u>	<u>Address:</u>	
Robert W. Johnson	5104 Alameda Blvd. Spokane, Washington,	10 shares
J. Bruce Parsons	S. 1123 Browne St. Spokane, Washington.	10 shares
O. Dianne Parsons	S. 1123 Browne St. Spokane, Washington	10 shares

IN WITNESS WHEREOF, we have hereunto set our hands this 23rd day of October, 1973.

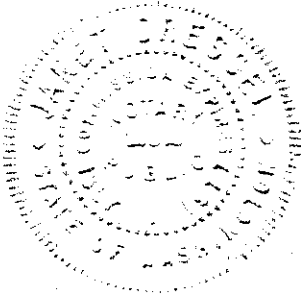

Robert W. Johnson

J. Bruce Parsons

O. Dianne Parsons

STATE OF WASHINGTON)
 : ss
County of Spokane)

On this 23rd day of October, 1973, before me the undersigned, a Notary Public in and for the state of Washington,

personally appeared ROBERT W. JOHNSON, J. BRUCE PARSONS, and
O. DIANNE PARSONS, known to me to be the persons whose names are
subscribed in the foregoing Articles of Incorporation, and
severally acknowledged to me that they executed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed
my notarial seal the day and year in this certificate first above
written.



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