

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, Ira H. Masters, 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

LEXINGTON SILVER MINES, INC.

was filed in the office of the Secretary of State on the twenty-sixth day of December A. D. One Thousand Nine Hundred Twenty-five and duly recorded on Film Roll No. 4 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 hereby constituted a corporation, by the name heretofore stated, for perpetual existence from the date hereof, with its registered office in this State located at

Wallace in the County of Shoshone.

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 26th day of December, in the year of our Lord one thousand nine hundred Twenty-five, and of the Independence of the United States of America the One Hundred Seventy-fifth.

Secretary of State. X

ARTICLES OF INCORPORATION
OF
LEXINGTON SILVER MINES, INC.

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KNOW ALL MEN BY THESE PRESENTS, That we, the under-
signed, all of whom are citizens of the United States of
America, have this day voluntarily associated ourselves to-
gether for the purpose of forming a corporation under the
laws of the State of Idaho, and we hereby certify:

FIRST: That the name of this corporation shall
be LEXINGTON SILVER MINES, INC.

SECOND: That the purposes for which this corpor-
ation is formed are as follows:

1. 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 in-
dividuals, 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 other-
wise acquire, and to own, control, sell, assign, pledge or
otherwise dispose of shares of the capital stock, bonds or

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or other evidences of debt 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 selling mining claims and mineral lands of every kind, nature and description or in the way of working and operating such mines, mining claims and mineral lands and producing ores and minerals therefrom 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 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 steam or other transportation, road building and engineering, freighting and carrying.

2. To conduct a general mining, milling, smelting and reduction business.

3. To exercise the right of eminent domain according to law, and to condemn rights-of-way for tunnels, shafts, hoisting works, dumps, cuts, ditches, canals, reservoirs, storage basins, dams, 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 or in any of the other states or territories of the United States, and elsewhere that this corporation may desire to 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 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 and convenient and proper in carrying out the objects of this corporation.

THIRD: The principal place of business of this corporation shall be at Wallace, Shoshone County, Idaho, at which place this corporation shall maintain its registered office, the post office address of which shall be Wallace, Idaho.

FOURTH: The duration of this corporation shall be perpetual.

FIFTH: The number of directors of this corporation shall be three (3) but the Board of Directors are authorized, at their discretion, to increase the same to five (5), and they shall be elected annually and shall serve until the election

and qualification of their successors. No person shall serve as a director of this corporation who is not a share-holder therein. The directors who are to serve for the first corporate year shall be selected by the incorporators at the time they organize.

SIXTH: The amount of the capital stock of this corporation shall be Three Hundred Fifty-Thousand Dollars (\$350,000.00) divided into Three Million Five Hundred Thousand shares of the par value of Ten Cents (10¢) per share, each of which said shares shall be equal in all respects to every other of said shares.

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

EIGHTH: The post office address of each of the incorporators of this company, and the number and class of shares of this corporation which have been subscribed for by each of said incorporators are as follows, to-wit:

<u>Name of Incorporator</u>	<u>P. O. Address</u>	<u>No. Shares</u>	<u>Class Shares</u>
J. V. Grismer	Wallace, Idaho	100	Common
C. F. O. Merriam	Wallace, Idaho	100	Common
Beatrice McLean	Wallace, Idaho	100	Common

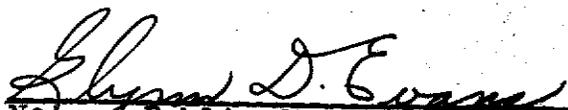
IN WITNESS WHEREOF, We have hereunto set our hands the 19th day of December, 1945.

J. V. Grismer
C. F. O. Merriam
Beatrice McLean

STATE OF IDAHO)
County of Shoshone) ss.

On this 19th day of December, 1945, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared J. V. GRISMER, C. F. O. MERRIAM, and BEATRICE McLEAN, known to me to be the persons whose names are subscribed to 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.


Notary Public for the State of
Idaho
Residing at Wallace, Idaho