

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

OVERLOOK MINING COMPANY

was filed in the office of the Secretary of State on the **Twenty-fifth** day of **July,** A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **11A** 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

Boise in the County of **Ada**

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 **23th** day of **July**, A.D., 19 **61**.

Secretary of State.

ARTICLES OF INCORPORATION

of

OVERLOOK MINING COMPANY

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned citizens of the United States of America, each over the age of twenty-one years, do hereby voluntarily associate ourselves together for the purpose of forming a domestic corporation under and by virtue of the laws of the State of Idaho, and we do hereby make, sign, acknowledge, and file these Articles of Incorporation, as follows:

ARTICLE I.

The name of this corporation is and shall be OVERLOOK MINING COMPANY.

ARTICLE II.

The objects and purposes for which this corporation is formed are as principals, agents or otherwise, to do in any part of the world all of the things herein set forth, or permitted by law, to the same extent as natural persons might and could do. In furtherance and not in limitation of the general powers conferred by the laws of the State of Idaho, we do expressly provide that the corporation shall have power:

(a) To purchase, sell, option, own, locate, lease or otherwise acquire, mortgage and dispose of lands, mines, mining claims, and mineral rights; to own, and apply for patents for mines and mining millsites, mills, water-rights, tunnels and rights of way; to work, prospect, explore, exploit, and develop mines and mineral lands of every kind and nature and wherever the same may be situated, and to carry on the business of mining, milling, and producing gold, silver and any and all other metals and minerals of every kind and character and to sell and dispose of the same and the by-products thereof, and to do everything that may be necessary or proper in the conduct of the business of working such mines and mineral

lands and the production of ores and metals therefrom; also to buy, sell, contract for, own, erect, and operate all mills, and other ore reduction works, sawmills, machinery, roads, tramways, ditches, flumes, water-rights, power plants of any and all kinds whatsoever, and to develop and use electricity for power and lighting purposes and to file upon water rights for any and all purposes.

(b) To take, hold, lease, mortgage, own, purchase, or acquire by operation of the law or otherwise, real property or any interest therein or appurtenant thereto, including store-rooms, sawmills, store buildings, and any part thereof, or any interest therein, and to deal in land, interest in land, or other property or interest therein in any manner it may desire.

(c) To enter into make, perform and carry out any and all contracts or agreements of every kind, amount and character with any person, firm, association, corporation, Federal or State government or any political subdivision, or corporation or agency thereof.

(d) To purchase, own, sell, convey, mortgage, pledge, exchange, acquire by operation of law or otherwise, personal property of every kind and character, debts, dues and demands or causes of action.

(e) To borrow and lend money from and to any person, firm, corporation, association, or Federal or State government or any political sub division, or corporation or agency thereof, and to make, take and execute notes, mortgages, bonds, deeds of trust, or other evidence of indebtedness to secure payment thereof.

(f) To build any and all necessary shops, buildings, store-rooms, boarding houses and structures at any place proper or convenient to carry on any or all of the business of said corporation.

(g) To do and perform every act and thing necessary to carry out the above-enumerated purposes, or calculated directly or indirectly to the

advancements of the interests of the corporation, or to the enhancement of the value of its stock, holdings, and property.

ARTICLE III.

The corporate existence of this corporation shall be perpetual.

ARTICLE IV.

That the place where the principal business of this corporation shall be transacted is Room 416, McCarthy Building, Boise, Idaho, and the location and post-office address of the corporation's registered office in this State shall be Room 416, McCarthy Building, Boise, Idaho.

ARTICLE V.

The authorized capital stock of this corporation shall be One-Hundred Thousand shares of common stock of a par value of One Dollar per share. All stock shall be fully paid and non-assessable.

ARTICLE VI.

That the corporate powers of this corporation shall be vested in a Board of Directors which shall consist of at least three and not more than seven directors, as may be determined from time to time by the By-Laws.

ARTICLE VII.

Names, Post Office Address and number of shares subscribed by each of the incorporators is as follows:

<u>Name</u>	<u>Address</u>	<u>No. of Shares</u>
Ralph I. Shaffer	Boise, Idaho	One
B. R. Hamilton	Boise, Idaho	One
James H. Hawley	Boise, Idaho	One

IN WITNESS WHEREOF, we have hereunto set our hands and seals in triplicate this 25th day of July, 1961.

Ralph V. Shaffer (SEAL)

B. R. Hamilton (SEAL)

James H. Hawley (SEAL)

STATE OF IDAHO)
County of Ada) ss.

On this 25th day of July, 1961, before me, Notary Public in and for said State, personally appeared Ralph Shaffer, B. R. Hamilton and James H. Hawley, known to me to be the persons whose names are subscribed to the above instrument and acknowledged to me that they executed the same.

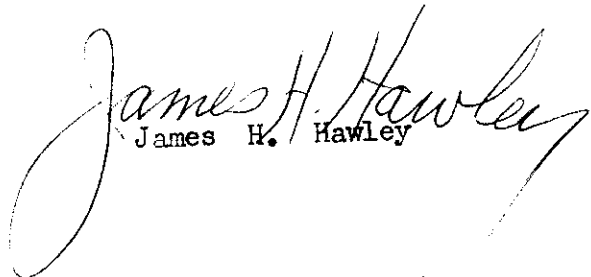
IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal this 25th day of July, 1961.

Ruth E. Bayhouse
Notary Public for Idaho
Residence: Boise, Idaho

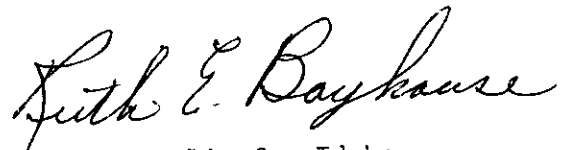
AFFIDAVIT OF NON-PRODUCTION.

STATE OF IDAHO)
)
COUNTY OF ADA) ss

JAMES H. HAWLEY. being first duly sworn deposes and says that he is familiar with the mining property owned, or to be owned, by OVERLOOK MINING COMPANY, an Idaho corporation, and that he is also familiar with the production, or prospect of production, of such property; that said property is being **prospected** but has not produced any ore or mineral and that, in Affiant's opinion, said property will not produce in the year 1961.


James H. Hawley

Subscribed and sworn to before me this 27th day of July, 1961.


Notary Public for Idaho
Residence: Boise, Idaho.