

B0671-1291 01/06/2022 10:04 AM Received by ID Secretary of State Lawrence Denney

Amended and Restated Articles of Incorporation
of
Silver Valley Metals Corp.

For Office Use Only

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File #: 0004557136

Date Filed: 1/6/2022 10:04:00 AM

The Articles of Incorporation of Silver Valley Metals Corp. ("**Corporation**"), as amended, are hereby amended and restated in their entirety pursuant to these Amended and Restated Articles of Incorporation in accordance with the Idaho Business Corporation Act, as it may be amended from time to time ("**Act**").

Article 1. Name

The name of the Corporation is Silver Valley Metals Corp.

Article 2. Purpose

The purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Act.

Article 3. Period

The period of duration of the Corporation is perpetual.

Article 4. Capital Stock

The total number of shares the Corporation shall have authority to issue is 100 shares of common stock having no par value per share.

Article 5. Principal Office, Registered Agent

The principal office of the Corporation is located at 1 Mine Rd, Kellogg, ID 83837. The name of the Corporation's registered agent is Lukas D. O'Dowd and the street address of the Corporation's registered agent is 703 E. Lakeside Ave, Coeur d'Alene, ID 83814.

Article 6. Board of Directors

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws but at all times shall be no less than three (3). The Directors shall be elected by the voting members of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

Article 7. Limitation on Liability

To the fullest extent permitted by law, there shall be no liability of any director of the Corporation to the Corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director; provided, however, if the Act, as in effect from time to

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time, restricts the elimination or limitation of a director's liability, then the foregoing provision shall not eliminate or limit the liability of each director of the Corporation to the extent the Act restricts the elimination or limitation, respectively, of a director's liability. Any repeal or modification of this Article shall not affect adversely any right or protection of any director of the Corporation with respect to any act or omission of the director occurring prior to the time of such repeal or modification.

Article 8. Indemnification

The Corporation may, to the fullest extent of the law, indemnify any director or officer of the Corporation for any liability (as defined in Section 30-29-850(3), Idaho Code, or its successor statute) to any person for any action taken, or any failure to take any action, as a director or officer, respectively; provided, however, if the Act, as in effect from time to time, restricts any obligatory indemnification of a director or officer, then the foregoing provision shall not require indemnification of each director or officer of the Corporation to the extent the Act restricts obligatory indemnification of the director or officer. Any repeal or modification of this Article shall not affect adversely any right or protection of any director or officer of the Corporation with respect to indemnification of the director or officer occurring prior to the time of such repeal or modification.

(Signature page follows.)

The undersigned hereby certifies pursuant to Title 30, Chapter 29, Idaho Code, that these Amended and Restated Articles of Incorporation were duly approved and adopted by the unanimous written consent of the Shareholder and the Board of Directors of the Corporation on the date set forth below.

Silver Valley Metals Corp.

A handwritten signature in black ink, appearing to read 'Sam Ash', written over a horizontal line.

By:

Sam Ash, President

Date: January 6, 2022

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