

ARTICLES OF INCORPORATION.

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ARTICLES OF INCORPORATION of the Standard Mining and Milling Company of Watertown, South Dakota:-

These Articles of Incorporation, made and entered into this 12th day of May, A.D. 1903, by and between the corporators, whose names are hereafter signed, WITNESSETH:-

That the corporators whose names are hereafter signed have executed the Articles of Incorporation, for the purpose of forming a corporation under and by virtue of the State of South Dakota, in accordance with the provisions hereof, as follows, to-wit:-

1st- The name of the corporation to be formed hereby shall be The Standard Mining and Milling Company of Watertown, South Dakota.

2nd- The purpose for which this corporation is formed is to mine, mill and sell ore containing gold, silver, copper and other precious metals in the State of Idaho, also to do developing work, erect and maintain ~~mining~~ ^{flour} mills and to carry on the general business of mining precious metals.

3rd- The place where the principal business of this corporation is to be transacted is at Watertown, in the State of South Dakota, and the corporation designates Marshall, Minnesota, as the place for having a business office without this State and to hold meetings of the stockholders or directors of the corporation at such office so provided for.

4th- The time for which the corporation is to exist is twenty years.

5th- The number of the directors of this corporation shall be three, and the names and residences of the directors who are to serve until the election and qualification of the directors of this corporation are as follows, to-wit:-

John B. Hanten of Watertown, South Dakota.

C. M. Snyder of Marshall, Minnesota.

Thomas E. Davis of Marshall, Minnesota.

6th- The capital stock of this corporation shall be Three hundred thousand dollars, divided into three hundred thousand shares.

IN WITNESS WHEREOF, the corporators hereto, have hereunto set their hands and affixed their seal this day, month and year first above written.

John B.Hanten (Seal)

Thos E.Davis (Seal)

Henry M.Hanten (Seal)

O.M.Snyder (Seal)

STATE OF SOUTH DAKOTA ()o- S.S.-
COUNTY OF CODINGTON (

On this 13th day of May, A.D. 1903, before me, W.H. Shurtleff, a Notary Public within and for the County and State aforesaid, personally appeared John B. Hanten, Henry M. Hanten, and Thos E. Davis, to me known to be the persons who are described in and who executed the foregoing articles and acknowledged to me that they executed the same.

WITNESS my hand and Notarial Seal the day and year first above written.

W.H. Shurtleff,

Notary Public, Codington County, S.D.

(SEAL)

STATE OF SOUTH DAKOTA ()o- S.S.
COUNTY OF CODINGTON (

John B. Hanten, Thos E. Davis being duly sworn each first duly and severally sworn, each for himself, deposes and says:- That he is one of the applicants for a charter to establish a corporation, to be known by the name of The Standard Mining and Milling Company of Watertown, South Dakota, in accordance with the foregoing articles of incorporation, and that such corporation is not being formed for the purpose of enabling several corporations to avoid the provisions of Chapter 154 of the Session Laws of South Dakota, A.D. 1890, entitled "An act to declare certain combinations, agreements or trusts unlawful and to restrain and punish the same" Approved March 7th, 1890.

John B. Hanten.

Thos E. Davis.

Subscribed and sworn to before me this 13th day of May, ~~A.D.~~ 1903. A.D.

W.H. Shurtleff

Notary Public, Codington *County S. D.*

(SEAL)

STATE OF MINNESOTA ()
)o- P.S.
COUNTY OF LYON ()

On this 13th day of May, *1903*, before me E.B. Daniel, a Notary Public within and for said County and State aforesaid, personally appeared O.M. Snyder, to me known to be the person who is described in and who executed the foregoing articles and acknowledged to me that he executed the same as his free act and deed and for the uses and purposes therein set forth.

WITNESS my hand and notarial seal the day and year first above written.

(SEAL) E.B. Daniel-
Notary Public, Lyon County, Minnesota.

STATE OF SOUTH DAKOTA ()
)o- S.D.
OFFICE OF SECRETARY OF STATE ()

I hereby certify that the within instrument was filed for record on the 21st day of May, A.D. 1903, at 10 o'clock, A.M. and recorded in Vol. 20 on page 406 Record of Domestic Corporations of this office.

O.C. Berg-
Secretary of State.

By-
E.H. Graves,
Assistant Secretary.

AMENDMENT CERTIFICATE OF
ARTICLES OF INCORPORATION
of the
STANDARD MINING AND MILLING COMPANY OF WATERTOWN, S.D.

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To the Honorable Secretary of State of the State of South Dakota, at Pierre,
South Dakota:-

This is to certify, that on the first day of February, 1905, the Secretary and Treasurer of The Standard Mining and Milling Company of Watertown, South Dakota, issued and served notice on all of the stockholders of said corporation, thereby stating to and informing the said stockholders of The Standard Mining and Milling Company of Watertown, S.D. that at the annual meeting of the stockholders of the Standard Mining and Milling Company of Watertown, South Dakota, to be held in the Company's office at rooms No. 12 and 13 of the Granite Block in the City of Watertown, S.D. on the 7th day of March, 1905, at ten o'clock, A.M. of said day, among other business to be transacted at said annual meeting by said stockholders of said corporation, the following stated amendments would be proposed as amendments of the Articles of Incorporation of the said corporation, namely:-

That article three of said Articles be amended so as to read as follows:-

3rd- The place where the principal business of this corporation is to be transacted is at Watertown, in the State of South Dakota, and the corporation designated St Paul, Minnesota, as the place ^{For} ~~of~~ having a business office without this State and to hold meetings of the stockholders and directors of the corporation, at such office provided for.

And to amend article five of the said Articles of Incorporation so as to read as follows:-

5th- The number of the directors of this corporation shall be six and the names and residences of the directors who are to serve until the first Tuesday in March, A.D. 1906 and until the election and qualification of their successors are as follows, to-wit:-

George H. Terrett, Residing at St Paul, Minnesota.

Kay Todd, Residing at St Paul, Minnesota.

Walter L. Mayo, Residing at St Paul, Minnesota.

Thos E. Davis, Residing at Marshall, Minnesota.

STATE OF SOUTH DAKOTA.

Department of State.

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United States of America, ()o- Secretary's Office.
State of South Dakota. ()

I, D.D.Wipf, Secretary of State of South Dakota, and
keeper of the Great Seal thereof, do hereby certify that the
attached instrument of writing is a true and correct copy of
Articles of Incorporation of the-

Standard Mining and Milling Company of Watertown,
South Dakota,

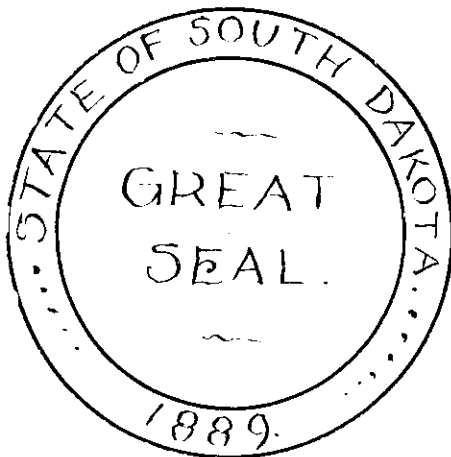
and amendment thereto and of the whole thereof, and has been compared with the original now on file in this office.

In testimony whereof, I have hereunto set my hand
and affixed the Great Seal of the State of South Dakota.

Done at the City of Pierre this 15th day
of April, 1905.

D.D.Wipf-
Secretary of State.

by
E.A. Platt,
Asst't Secretary of State.



John B. Hanten, Residing at Watertown, South Dakota.

Henry B. Hanten, Residing at Watertown, South Dakota.

And that said notice of said annual meeting and of the said proposed amendments to the Articles of Incorporation were served on all of the said stockholders as now appears of record in the minutes of the stockholders meetings and records of said corporation, before the 4th day of February, 1905, and that at such stockholders meeting held at the time and place fixed in the said notice, stockholders owning three hundred thousand shares of the capital stock of said corporation, then subscribed for and outstanding, the same being the total authorized stock of the said corporation, were present in person and by representatives, as shown by duly executed and authenticated certificates of proxy and the said amendments so noticed by the said Secretary and as hereinafter stated were for adoption, and were adopted by the said stockholders at the said meeting, so held at said time and place, and the amendments were supported and the said motion was carried by three hundred thousand shares of stock then represented and voting, casting their votes in favor of the said amendments and there being no vote of any share of stock against the said amendments, the presiding officers of the said corporation, being the then President, did declare the said amendments approved and adopted, and the said Secretary of the said meeting did enter ^{enter} the same of record as carried, approved and adopted, in the minutes of the meeting of the stockholders on the records of the said corporation, and that said amendments so approved and adopted, as part of the Articles of Incorporation of the said corporation, are as follows:-

Article three of the said Articles of Incorporation was amended so as to read as follows:-

3rd- The place where the principal business of this corporation is to be transacted is at Watertown, in the State of South Dakota, and the corporation designates St Paul, Minnesota as the place for having a business office without this State, and to hold meetings of the stockholders and directors of the corporation at such office so provided for.

And article five of the said Articles of Incorporation was amended so as to read as follows:-

5th- The number of the directors of this corporation shall be six, and the names and residences of the directors who are to serve until the first Tuesday in March, A.D. 1906 and until the election and qualification of their successors are as follows, to-wit:-

George H. Terrett- Residing at St Paul, Minnesota.
 Kay Todd- Residing at St Paul, Minnesota.
 Walter L. Mayo- Residing at St Paul, Minnesota.
 Thos E. Davis- Residing at Marshall, Minnesota.
 John B. Hanten- Residing at Watertown, South Dakota.
 Henry H. Hanten- Residing at Watertown, South Dakota.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, and caused the Seal of the corporation to be affixed, this 7th day of March, ~~A.D.~~ 1905, at Watertown, South Dakota.

Signed, sealed and delivered
 in presence of-

THE STANDARD MINING AND MILLING COMPANY
 OF WATERTOWN, SOUTH DAKOTA.

by

George H. Terrett (Seal)
 Its President- (Seal)

Attest-

Kay Todd- (Seal)
 Its Secretary. (Seal)

John B. Hanten.

J. P. Bradner.

-(Corporate Seal)-

STATE OF SOUTH DAKOTA)
) (s- S.S.
 COUNTY OF CODINGTON)

On this 7th day of March, in the year one thousand nine hundred and five, before me John B. Hanten, a Notary Public in and for said County and State, personally appeared George H. Terrett and Kay Todd, known to me to be the President and Secretary respectively, of the corporation that is described in, and that executed the above instrument and acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 7th day of March, ~~1905~~ 1905.

(Seal)

John B. Hanten-

Notary Public- South Dakota.

STATE OF SOUTH DAKOTA)
) (s- S.S.
 COUNTY OF CODINGTON)

George H. Terrett and Kay Todd being duly sworn each for himself, deposes and says:- that he is one of the persons described in and who signed the foregoing certificate of amendment of Articles of Incorporation: that he has read the said articles and knows the contents thereof: that the incorporators intend in good faith to form and maintain a corporation for the purpose of the promotion of a lawful business as set forth in said articles, and not for the purpose of enabling any

corporation or corporations to avoid the provisions of Section 770 to 731 inclusive of the Revised Penal Code of 1903 of the State of South Dakota, relating to unlawful trusts and combinations and laws amendatory thereto.

George H. Terrett.

Ray Todd.

Subscribed and sworn to before me this 7th day of March, ~~1905~~ 1905.

John B. Manten-

-(Seal)-

Notary Public- South Dakota.

STATE OF SOUTH DAKOTA)
)
(o- S.S.
OFFICE OF SECRETARY OF STATE)

I hereby certify that the within instrument was filed for record on the 14th day of March, A.D. 1905 at 10 o'clock, A.M. and recorded in Volume 37 on Page 217- Record of Domestic Corporations- of this Office.

D.D. Wipf

Secretary of State.

by

E.A. Platts

STATE OF IDAHO, }
COUNTY OF ADA, } ss.

Assistant Secretary.

I, W. L. CUDDY, Ex-Officio Recorder in and for Ada County, State of Idaho, do hereby certify that the annexed is a full, true and correct copy of a certain

*Articles of Incorporation of the
Standard Mining and Melling Company*

from _____ to _____
Numbered 693 as the same appears on file in my office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official Seal this

day of April A. D. 190 5

By James Hollister
Deputy.

27th
W. L. Cuddy
Ex-Officio Recorder