

## ARTICLES OF INCORPORATION.

## KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, do hereby associate ourselves together for the purpose forming a private corporation under the laws of the State of Idaho, and we hereby certify and adopt the following Articles of Incorporation:

1. The name of the corporation is THE HAYS GOLD MINING AND DEVELOPMENT COMPANY, and its principal place of transacting business is in Grangeville, Idaho.

2. The purpose for which it is formed is, to carry on the business of mining, milling, smelting, extracting and treating ores, metals and minerals, including quartz and placer mining, and to acquire mining property and mill-sites, and water-rights, by location, patent, lease, purchase or otherwise, in the State of Idaho and elsewhere, and to own, hold, develop, operate and dispose of the same; to locate, patent, purchase, lease or otherwise acquire deposits of marble, limestone, sandstone, clay, asbestos, cement and other stone valuable for building purposes, in the State of Idaho and elsewhere, and to manufacture and treat the same, and to own, hold and develop, operate and dispose of such property; to locate, patent, lease, purchase, build, construct and otherwise acquire such power-sites, mill-sites, power plants, buildings, plants, tools and machinery; and to do all things incident to, or which may be necessary or convenient in operating or carrying out the objects and business of this corporation not inconsistent with law; to sell, lease, assign, transfer, mortgage or convey any rights and privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation; to purchase, own, vote, sell or hypothecate the stocks and bonds of other corporations, and to borrow money, contract debts and issue its notes, bonds or other obligations therefor, and to secure the payment of the same by mortgage or trust deed on or to any or all of the property of the corporation or otherwise not inconsistent with the laws of the State of Idaho.

3. The place where its principal business is to be transacted is Grangeville, Idaho County, Idaho.

4. The term for which this corporation is to exist is Fifty Years from and after its incorporation.

5. The number of directors of the corporation shall be five who shall exercise, conduct and control the powers, business and property of the corporation; the directors shall be elected from among the stockholders of the corporation and shall hold their office for one year, or until the next annual meeting of the stockholders, and until their successors are elected and qualified in accordance with the by-laws of the corporation.

6. The amount of the authorized capital stock of the corporation is Two Million Five Hundred Thousand Dollars, divided into Two Million Five Hundred Thousand Shares of the par value of One Dollar each, which shall be paid in, at such time as the Board of Directors may designate, in cash, real or personal property, services, lease, option to purchase, or any other valuable right or thing, for the uses and purposes of the corporation, and all shares of capital stock, when issued in exchange therefor, shall thereupon and thereby become and be full-paid the same as though paid for in cash at par, and shall be non-assessable forever, and the judgment of the directors as to the value of any property, right or thing acquired in exchange for capital stock shall be conclusive.

7. The amount of capital stock actually subscribed is \$250<sup>00</sup> and by the following persons, viz:

Name.	Number of Shares.	Amount.	Residence.
J. F. Hays	50.00	\$50 <sup>00</sup>	Starbuck, Wash.
James A. Saurbaugh	50.00	50 <sup>00</sup>	Changerville, Idaho.
W. W. Seaver	50.00	50 <sup>00</sup>	Changerville, Idaho
J. J. Hinds	50.00	50 <sup>00</sup>	Denver, Colorado
H. O. Seering	50.00	50 <sup>00</sup>	Starbuck, Wash.
B. Auger	5	5 <sup>00</sup>	Changerville, Idaho.

In Witness Whereof, we the subscribers hereto have hereunto set our hands  
this 25<sup>th</sup> day of October, 1912.

J. F. Hays  
James A. Saurbaugh  
B. Auger

State of Idaho :

County of Idaho: <sup>ss</sup>

On this 25<sup>th</sup> day of October, 1912, before me  
E. M. Griffith, a Notary Public of Idaho County, State of Idaho,  
personally appeared J. T. Hoys, James S. Sambaugh & B. Unger  
personally known to me to be the persons whose names are subscribed to the fore-  
going instrument and acknowledged to me that they executed the same.

In Testimony Whereof, I have herewith set my hand and affixed my official  
seal the day and year in this certificate above written.

E. M. Griffith  
Notary Public.

State of Idaho )  
County of Idaho ) ss

Filed in the office of the Recorder of Idaho County  
at the request of J.T.Hays on the 25 day of Oct.A.D.1912. at 1  
o'clock P.M.

J.A.Bradbury, County Recorder

By Emma Bowman, Deputy

504  
Record

State of Idaho )  
County of Idaho ) ss

I, J.A.Bradbury, County Recorder in and for said  
County and State. do hereby certify that the foregoing is a full  
true and correct copy of the instrument is purports to be,  
together with the endorsements thereon, as the same appears  
of filed in my office.

Witness my hand and official seal this 25 day of  
October, A.D.1912.

*J.A. Bradbury*  
Recorder