



## Department of State.

I, FRED E. LUKENS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State, do hereby certify that a certified copy of the articles of incorporation of

### AMERICAN METALS CORPORATION

duly certified by the Recorder of Shoshone County, to be a true copy of the original articles on file in his office, was filed in this department on the fourteenth day of January A. D. One Thousand Nine Hundred and twenty-nine and is duly recorded in Book A-20 of Domestic Corporations, Records of the State of Idaho, and that the said articles contain the statement of facts required by Section 4696 of Idaho Compiled Statutes, to-wit:

FIRST, The name of the Corporation as aforesaid; SECOND, The purpose for which it was formed; THIRD, The place where its principal business is to be transacted; FOURTH, The term for which it is to exist; FIFTH, The number of its directors or trustees; SIXTH, The amount of its capital stock and the number of shares into which it is divided; SEVENTH, The amount of its capital stock actually subscribed and by whom.

AND I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a body politic and corporate, by the name stated in the articles, for the term of fifty (50) years.

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 fourteenth

day of January, in the year of our Lord one thousand nine hundred and twenty-nine

and of the Independence of the United States of America the One Hundred and Fifty-third.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
AMERICAN METALS CORPORATION

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KNOW ALL MEN BY THESE PRESENTS: That we Ben L.Schultz, Earl D.Wilcox and Thomas W.Murray do hereby associate ourselves together for the purpose of forming a private corporation under the laws of Idaho, and we hereby adopt the following Articles of Incorporation.

ARTICLE 1.

That the name of this corporation shall be the AMERICAN METALS CORPORATION.

ARTICLE 11.

The purposes for which this corporation is formed are: To quarry, mine, manufacture, deal in, sell and market silver, lead, copper, gold ores, concentrates, bullion, metallic as also non-metallic minerals, diatomaceous earth, of any kind and description, kaolin, clays of every kind, and description, asbestos of every known kind and description, in fact, minerals and chemicals of every character whatsoever.

To manufacture, sell and deal in ores, metallic and non-metallic, diatomaceous earth, kaolin, and all clay products of every kind and quality and minerals and all mineral products and compositions of whatsoever character. For its own use and development of its own properties, to construct, operate and maintain, electric, steam or other railways, and every useful device, and all useful equipment, for communication, and transportation, to acquire by purchase, condemnation so far as the rights of eminent domain may be lawfully exercised by this company, by leases or by location or other means, real property and interest of every kind therein, including leaseholds and mining possessory rights upon public lands owned by any state of the United States.

To construct and operate and maintain mills, warehouses, factories, stores, hotels and rooming houses for its employees and every other structure which may be useful in the operation of the company's properties.

To engage in a general mining, milling, smelting and chemical manufacturing business, and to buy, sell and deal in goods, wares and merchandise of every kind whatsoever.

To acquire, own, hold, sell and dispose of stocks, bonds and securities of other corporations, and to guarantee the contracts and obligations of any corporation whose securities are owned in whole or in part by this company.

To lend money and to take security therefor in any form, to borrow money and to evidence the indebtedness of the company by notes, bonds, contracts, or other obligations and to secure the same by pledges, trust, deed mortgage, or any other form of security.

To appropriate or otherwise acquire waters and water rights, to generate and distribute electricity, and to acquire, own and dispose of real and personal property and all interest therein of every kind whatsoever.

To make and form contracts of every kind, with any person, firm, association or corporation.

To do any and all things convenient and incidental to the purpose herein expressed, and generally to have and exercise all such powers as are by law conferred on corporations of like character and without in any particular limiting any of the objects or purposes or powers of this corporation. The business and purpose of this corporation shall be from time to time to do any one or more, or all of the acts and things herein set forth and all such other acts, things and business in any manner connected therewith or necessary, incidental, convenient or auxiliary thereto, or calculated directly or indirectly to promote the interests of the corporation or enhance the value of any of its properties or rights as such

corporation may lawfully do; and in carrying on its business, or for the purpose of attaining any of its objects, to do any and all things and exercise any and all powers not prohibited by law, and either as or by and through principals, agents, attorneys, trustees, contractors, sub-lessees, lessees, or otherwise either alone or in connection with others.

#### ARTICLE III.

The place where the principal office of this corporation shall be maintained, and its principal place of business is at Wallace, County of Shoshone, State of Idaho, but the company may maintain offices and transact business in any state in the United States with authority by law of such state.

#### ARTICLE IV.

The number of directors of this corporation will be three (3) and until the first meeting of stockholders the following named persons shall serve as directors and administer the affairs of the corporation, to wit: Earl D. Wilcox, Ben L. Schultz and Thomas W. Murray  
Sec-Treas. President Vice-President

#### ARTICLE V.

The term for which this corporation shall exist is fifty (50) years from and after the date of its incorporation.

#### ARTICLE VI.

The total authorized capital stock of its corporation is One Million Dollars (\$1,000,000.00) divided into one million shares of the par value of One Dollar (\$1.00) each, the said stock when issued shall be fully paid and non-assessable.

#### ARTICLE VII.

The amount of the common stock subscribed and the names and addresses of the subscribers therefor are as follows:

NAMES	ADDRESS	NUMBER OF SHARES	PAR VALUE \$1.00 Each
Ben L.Schultz	Lewiston, Idaho		\$100.00 Paid
Thomas W Murray	Spokane, Washington		\$100.00 Paid
Earl D.Wilcox	Spokane, Washington		\$100.00 Paid

WHEREFORE, we have hereunto set our hands and seals in triplicate,  
this 5th day of December, Nineteen Hundred and Twenty-eight.

Ben L.Schultz

Thos.W.Murray

Earl D.Wilcox

STATE OF WASHINGTON }  
COUNTY OF SPOKANE }

On this 5th day of December, 1928, before me, J.C.Farrington, a Notary Public in and for said State, personally appeared Ben L.Schultz, Thomas W. Murray, Earl D.Wilcox, of the City Lewiston, Idaho and Spokane, Wash., personally known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(Notarial Seal)

J.C.Farrington  
Notary Public in and for the  
State of Washington, residing  
at Spokane, Wash.

(ENDORSED) Instrument Number 81206. Articles of Incorporation of the **AMERICAN METALS CORPORATION**. Filed at request of E.D. Wilcox December 6th, 1928, at 9 o'clock, A.M., records of Shoshone County, State of Idaho. Harry A. Rogers, County Recorder.

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STATE OF IDAHO        )  
COUNTY OF SHOSHONE } SS

I, HARRY A. ROGERS, County Recorder in and for the County of Shoshone, State of Idaho, do hereby certify that I have carefully compared the foregoing copy of the Articles of Incorporation of the **AMERICAN METALS CORPORATION** with the original copy thereof, and that the same is a full, true and correct transcript therefrom, together with all official endorsements thereon, as the same appears on file and of record, at my office and in my custody.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix my official seal at my office in Wallace, Idaho, this 6th day of December, A.D. 1928.

*Harry A. Rogers*

County Recorder.