



Department of State.

CERTIFICATE OF INCORPORATION

I, FRANKLIN GIRARD, 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

ST. ELMO SILVER MINES CORPORATION

was filed in the office of the Secretary of State on the **Twenty-third** day
of **September** **A. D. One Thousand Nine Hundred Thirty-five** and
duly recorded in Book A- **28** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 29-103, Idaho Code,
Annotated.

*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**
Wardner **in the County of** **Shoshone**.

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 **23rd** **day**
of **September** **, in the year of our Lord**
one thousand nine hundred **Thirty-five** **,**
and of the Independence of the United States of
America the One Hundred **Sixtieth** **.**

Secretary of State.

ARTICLES OF INCORPORATION
OF
ST. ELMO SILVER MINES CORPORATION

KNOW ALL MEN BY THESE PRESENTS: That Thomas C. Reynolds, John B. George and Rene E. Weniger, citizens of the United States of America, being desirous of forming a corporation for the purposes hereinafter specified and in conformity with the laws of the State of Idaho, do make and subscribe the following Articles of Incorporation, in triplicate.

ARTICLE I

The corporate name of this company shall be,
"ST. ELMO SILVER MINES CORPORATION"

ARTICLE II

The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it, are stated to be as follows:

"To carry on the business of metalliferous mining, milling, concentrating, converting, smelting, treating, preparing for market, manufacturing, buying, selling, exchanging and otherwise producing and dealing in gold, silver, copper, lead, zinc, brass, iron, steel and all kinds of ores, metals and minerals and the products and by-products of every kind and description and by whatsoever process the same can be produced and, generally, and without limit as to amount, to buy, sell, exchange, lease, acquire and deal in lands, mines and mineral rights and claims of all kinds and to conduct all business pertaining thereto; and to purchase, lease, exchange or otherwise acquire mineral rights, timber rights, oil and gas rights, buildings, dwellings, plants, tools and other property of every kind whatsoever, which this cor-

poration may from time to time find to be for its advantage and purposes; and to buy, manufacture, construct, erect, sell, exchange, lease and maintain and deal in for itself or for the use of others, any and all machinery for mining or other purposes; to mine and market any mineral or other product that may be found in or on such lands and to explore, work, exercise, develop or turn to account the same; to pledge, mortgage, hypothecate, sell, transfer, exchange and otherwise dispose of any or all of its properties, real, personal or mixed; to construct and operate railways and tramways for mining and other purposes; to build, lease, operate or sell houses for use of miners; to purchase or otherwise acquire and undertake all or any part of the business, property and liabilities of any persons or company engaged in a similar kind of business; to purchase and hold as an investment, sell, exchange or in any wise deal in and with the capital stock of any similar corporation; to operate, use, acquire, apply for, register, secure, hold, sell or otherwise dispose of any and all copyrights, trademarks, trade-names and distinctive marks, patents, inventions and processes used in connection with any of its business herein stated; to sell, lease on royalty or any other basis, any and all articles, properties and rights which it might have authority to hold by the terms of these articles, or any interest therein upon such terms as it may deem to its best interests; to borrow money and pledge, mortgage, assign or hypothecate any of the property of this company for any of the purposes hereinbefore set forth, and to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or for the attainment of any one or more of the objects herein enumerated or incidental to the powers herein named, or which shall at any time be conducive to or expedient for the corporation or the benefit of the corporation."

ARTICLE III

The time of the existence of the company shall be perpetual.

ARTICLE IV

The location and post-office address of the registered office of this company until otherwise changed in accordance with the laws of the State of Idaho, shall be: Weber Bank Building, Wardner, Shoshone County, Idaho.

ARTICLE V

The total authorized number of par value shares and their aggregate par value comprising the capital stock of this corporation shall be as follows, to-wit:

Common Stock in the amount of One Hundred Fifty Thousand (\$150,000.00) Dollars, comprising One Million five hundred thousand (1,500,000) shares, of the par value of Ten (10¢) cents per share.

ARTICLE VI

The name and post-office address of each of the incorporators, and the number of shares subscribed by each, are as follows, to-wit:

<u>Name</u>	<u>Address</u>	<u>Shares Subscribed</u>
Thomas C. Reynolds,	San Francisco, California,	200,000
John B. George,	Kellogg, Idaho,	78,572
Rene E. Weniger,	Wallace, Idaho,	78,572

ARTICLE VII

The number of trustees of the company shall be not less than three (3), but may be increased above that number, or decreased to not less than three by vote of the directors.

ARTICLE VIII

The capital stock of this company and the shares comprising the same shall be issued when fully paid for in the manner approved by the incorporators or directors of the company, and all of the capital stock, or shares comprising the same when so issued, shall be non-assessable.

IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 31st day of August 1935.

R. W. Feniger

John B. George

Thomas C. Reynolds

STATE OF CALIFORNIA
COUNTY OF SAN FRANCISCO

SS.

BE IT REMEMBERED, that on this 11 day of September 1935, personally came before me, John J. Lagorio a Notary Public for the State of California, Thomas C. Reynolds, party to the foregoing Articles of Incorporation, known to me personally to be such, and acknowledged the said articles to be his act and deed, and that the facts therein are truly set forth.

GIVEN under my hand and seal of office the date and year aforesaid.

(SEAL)

John J. Lagorio
Notary Public in and for the
State of California, Residing
at San Francisco.

My Commission Expires Dec. 21, 1937.

STATE OF IDAHO
COUNTY OF SHOSHONE

SS.

BE IT REMEMBERED, that on this 31st day of August 1935, personally came before me, L. Lighty a Notary Public for the State of Idaho, John B. George, party to the foregoing Articles of Incorporation, known to me personally to be such, and acknowledged the said articles to be his act and deed, and that the facts therein are truly set forth.

GIVEN under my hand and seal of office the date and year aforesaid.

(SEAL)

L. Lighty
Notary Public in and for the
State of Idaho, Residing at
Wallace, Idaho

STATE OF IDAHO
COUNTY OF SHOSHONE

SS.

BE IT REMEMBERED, that on this 31st day of August 1935, personally came before me, L. Lighty a Notary Public for the State of Idaho, Rene E. Weniger, party to the foregoing Articles of Incorporation, known to me personally to be such, and acknowledged the said articles to be his act and deed, and that the facts therein are truly set forth.

GIVEN under my hand and seal of office the date and year aforesaid.

(SEAL)

L. Lighty
Notary Public in and for the
State of Idaho, Residing at
Wallace, Idaho