

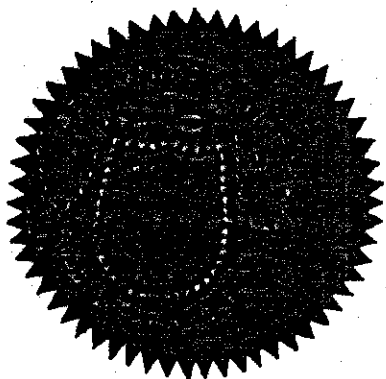
State of Delaware



Office of Secretary of State

I William J. Storey, Secretary of State of the State of Delaware,
do hereby certify *that the above and foregoing is a true and correct copy of*
Certificate of Amendment of the "TALACHE MINES INCORPORATED", as
received and filed in this office the fifteenth day of June,
A. D. 1945, at 9 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand
and official seal at Dover, this fifteenth day
of June in the year of our Lord
one thousand nine hundred and forty-five.



William J. Storey
Secretary of State.

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION
TALACHE MINES INCORPORATED.

THE UNDERSIGNED, A. H. BURROUGHS, JR., President, and
S. BOCKING, Secretary, respectively, of Talache Mines Incorporated,
do hereby certify as follows:

I

That the following amendment of the Certificate of Incorporation of the corporation has been duly adopted, in accordance with the provisions of Section 26, Chapter 65, of the Revised Code of Delaware, as amended, by striking out all of the paragraph or article thereof numbered "THIRD", and by inserting in lieu thereof the following:

"THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on are to do any or all of the things herein set forth as fully and to the same extent as natural persons might or could do and in any part of the world, viz:

(a) To acquire, by any means, to dispose of and deal in or with, in any manner, to hypothecate, mortgage, grant or receive rights in or to, contract for or concerning, hold, carry on, operate, conduct, use and engage in, any one or more businesses, occupations, trades, callings, and professions (except law, medicine and any other prohibited by law to corporations), which any natural or artificial person or persons might or could do, connected with, appurtenant to, in respect of, or for the production, compounding, combining, preparation, analysis, manufacture, fabrication, assembly, servicing, packing, shipping, construction, improvements, operation, hypothecation, mortgaging, licensing, letting, leasing, acquisition, owning, disposal, transportation, distribution, consumption, use or employment, or any one or more thereof, of any minerals, metals, clays, soils, rock, stone, oil, gas, electricity, water, air, wood, leather, rubber, cloth, chemicals, drugs, elements, agricultural and horticultural products, livestock, animals, fowls, or any product, by-product, compound, combination, derivative, manufacture or utilization of any one or more of the foregoing, mines, lands, buildings, structures, sites, transportation, irrigation and power facilities, utilities, real estate, machines, machinery, equipment, implements, accessories, vehicles, fixtures, supplies, appliances, toys, goods, wares, merchandise, articles of trade and commerce of every kind and character, patents, rights, copyrights, trademarks, trade

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names, processes, licenses, stocks, bonds, obligations, and all other real and personal property of every kind or character. Also to exercise any one or more of the foregoing objects, powers and purposes separately or in combination, or in respect to, any of the foregoing substances, materials, articles or things whether or not engaging in any of the foregoing businesses, occupations, trades, callings or professions.

(b) To locate, acquire, purchase, lease, own, hold, possess, sell, mortgage, grant and convey mines, mining claims and mineral bearing lands of every description and nature whatsoever, together with water sheds, water sources and water rights of any and every kind, useful or desirable in connection therewith.

(c) To prospect, develop, work and operate mines, mining claims and mineral bearing lands, and to extract therefrom metals and mineral substances of every nature and kind, and to do any other act and thing necessary or usual in the business of mining.

(d) To acquire, construct, equip, operate and maintain railroads and tramways, transmission lines, telephone and telegraph lines wholly without the State of Delaware, for use in the development, working and operation of mines, and for any other uses whatsoever whether connected with this company's properties or otherwise.

(e) To do, perform and carry on, encourage and support experimental work of all kinds, erect, equip, maintain, sustain, encourage and operate commercial and private, and its own, laboratories; do and perform architectural work and consulting, experimental, mining, civil, mechanical, electrical construction, superintending, inspecting and other engineering.

(f) To exercise any power, right or object of the corporation for itself, or for others, alone or with other individuals, partnerships, associations or corporations, public, private or governmental.

(g) Without limit as to amount to draw, make, accept, indorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or transferable instruments and evidences of indebtedness, whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Idaho; to subscribe for, purchase, acquire, hold, vote, dispose of and hypothecate stocks, bonds and other obligations of any corporation, domestic or foreign, governmental or private, and this corporation may issue and exchange therefor its own stock, bonds or other obligations secured or unsecured.

(h) To operate under trade or copyright names; to investigate and report on individuals, corporations, businesses, enterprises and projects; to undertake and carry out exploration, construction, contracting and development work of all kinds; to promote, encourage, organize, finance, advertise and support enterprises, busi-

nesses, projects and works, private and public, commercial, charitable, educational or otherwise; to deal with or for governments and governmental agencies of all kinds, and corporations, partnerships, associations or individuals; to act as and to be financial agent, trustee, receiver, liquidator, promoter, manager, broker, fiduciary, endorser, surety, guarantor, commissioner or underwriter for any other whomsoever.

(1) To do and perform any and every act or thing, and to execute and deliver any and every instrument or writing whatsoever necessary, proper, desirable, suitable, useful or convenient, and lawful, to or for the exercise of any object, purpose or power of the corporation, including the borrowing, loaning and securing of moneys; to conduct business in any of the states, territories, colonies, or dependencies of the United States and in any and all foreign countries; to have one or more offices therein, and therein to hold, purchase, mortgage, sell and convey real estate and personal property without limit as to amount."

II

That the capital of the corporation will not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, this Certificate has been made under the seal of Talache Mines Incorporated and signed by A. H. Burroughs, Jr., President, and S. Bocking, Secretary, and such President has acknowledged this Certificate before an officer authorized by the laws of Delaware to take acknowledgment of deeds, this 3rd day of May, 1945.

ATTEST:

S. Bocking
Secretary

A. H. Burroughs, Jr.
President
S. Bocking
Secretary

STATE OF IDAHO, |
 : SS.
COUNTY OF ADA. |

BE IT REMEMBERED, That on this 3rd day of May, 1945, personally appeared before me, the subscriber, a Notary Public in and for the State of Idaho aforesaid, A. H. BURROUGHS, JR., President of Talache Mines Incorporated, the corporation mentioned in the foregoing Certificate, known to me to be such, and he, the said A. H. Burroughs, Jr. as such President duly executed said Certificate before me, and acknowledged the said Certificate to be his act and deed and the act and deed of said corporation, and the seal affixed to the foregoing Certificate to be the common and corporate seal of said corporation affixed thereto pursuant to due authority.

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

My Commission expires:
NOTARY PUBLIC
in and for the State of Idaho, Residing at
Boise, Ada County therein. My Commission
expires Nov. 8, 1947.

J. H. Schuchter
Notary Public for Idaho,
Residing at Boise, Idaho.