

CERTIFICATE OF INCORPORATION
OF

MOONWALKER INC.

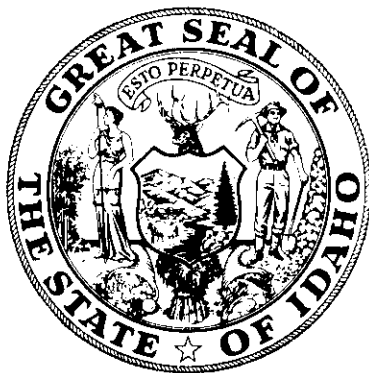
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

MOONWALKER INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received
in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: December 28, 1981



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Penny Giersa*

ARTICLES OF INCORPORATION

FOR

MOONWALKER INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following articles of incorporation for such corporation:

ARTICLE I

That the name of said corporation shall be Moonwalker Inc.

ARTICLE II

This corporation shall have a perpetual existence.

ARTICLE III

Without in any way limiting the powers granted by the laws of the state of Idaho, the purposes for which the corporation is formed are as follows:

(a) To engage in the mining business; to conduct a foresaid business and all of its branches to do such other things as are incidental, proper, or necessary in operation of the business, and incurring out any or all of said purposes, design, manufacture, assemble, buy, sell, import, export, display, distribute, rent, repair, maintain, equip, operate, use, mine, and otherwise dealing in and with at wholesale and at retail, and as principal, agent, backer, broker, commission-merchant, or any other lawful capacity.

(b) To conduct this business and carry out the above purchased in any state, territory, district, or possession in the United States of America, or any foreign country through the extent not forbidden by law and to carry out the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

(a) There shall be one class of shares all of which shall be common shares.

(b) The aggregate number of shares of which the corporation shall have the authority to issue is One Hundred Thousand shares at the par value of \$1.00 per share.

(c) Each Share shall have equal voting rights, each entitling the holder to one vote.

(d) Each certificate shall bear the legend that the shares are fully paid for and non-assessable.

(e) All stock issued shall be considered "Section 1244 Stock" as id defined under Internal Revenue Code Section 1244.

(f) Any individual or partnership receiving such stock shall be entitled to any benefits as explained in that Internal Revenue Code Section.

ARTICLE V

The address of the initial registered agent of the corporation is 545 Shoup Avenue, Room 325, P.O. Box 476, Idaho Falls, ID 83402, and the name of its initial registered agent in such address is JOHN M. BYBEE, Attorney at Law.

ARTICLE VI

The number of directors constuting the initial Board of Directors of the corporation is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of share holders or until their successors are elected and shall qualify are:

Kenneth L. West
Box 446
Mackay, ID 83251

Ray Black
Rt. 1 Box 15
Moore, ID 83255

Ellis Reay
Box 134
Mackay, ID 83251

ARTICLE VII

That the qualifications, term of office, manner of election, and the time and place of meeting and the powers and duties of the directors of this corporation shall be prescribed by the by-laws.

That the directors of this corporation shall have the power and authority to alter, repeal and amend the by-laws, and adopt new by-laws of the corporation, in the manner fixed by the by-laws of the corporation.

ARTICLE VIII

That the named and post office addresses of the incorporators of said corporation and the number of shares therein subscribed by each of said incorporators are as follows:

Kenneth L. West
Box 446
Mackay, ID 83251

33,000 Shares

Ray Black
Rt. 1 Box 15
Moore, ID 83255

33,000 Shares

Ellis Reay
Box 134
Mackay, ID 83251

33,000 Shares

DATED this 21st day of November, 1981


Kenneth L. West


Ray Black


Ellis Reay