

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

GEO. H. CURTIS,

I **[REDACTED]** 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

LESSEE MINING COMPANY

was filed in the office of the Secretary of State on the **sixteenth** day of **December** A. D. One Thousand Nine Hundred ~~seventy~~ **forty** and duly recorded in Book A-**33** 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 **fifty** years from the date hereof, with its registered office in this State located at

Kellogg 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 **sixteenth** day of **December**, in the year of our Lord one thousand nine hundred **forty**, and of the Independence of the United States of America the One Hundred **sixty-fifth**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

LESSEE MINING COMPANY

KNOW ALL MEN BY THESE PRESENTS: That we, DENNIS P. WOODS, LOREN D. HUDSON, VALE W. RUDISILE, 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 I.

That the name of this corporation shall be the

LESSEE MINING COMPANY.

ARTICLE II.

The purposes for which this incorporation is formed are: to quarry, mine, manufacture, deal in, sell and ~~and~~ market, silver, lead, zinc, copper, gold, ores, concentrates, bullion, in fact, minerals and chemicals of every character whatsoever.

To manufacture, sell and deal in ores 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 right of eminent domain may be lawfully exercised by this company, by leases or by location or any other means, real property and interests 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, or properties held under lease, by it.

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 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, provided, that no real property of the company shall be sold, rented, mortgaged or encumbered for corporate obligations without a previous vote of the stockholders approving the same.

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 purposes 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 of powers of this corporation. The business and purposes 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, lessees, sublessees or otherwise, either alone or in connection with others.

ARTICLE III.

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

ARTICLE IV.

The place where the principal office of this corporation shall be maintained, and its principal place of business and post office address of its registered office in the State, is Kellogg, 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, and may hold special stockholders' or directors' meetings outside the State in accordance with its by-laws.

ARTICLE V

The total authorized capital stock of this corporation is Fifty Thousand Dollars (\$50,000.00) divided into Five Hundred Thousand Shares (500,000) of the par value of Ten Cents (10¢) each, which, irrespective of par value and of having been fully paid, shall be subject to assessments levied either by the Board of Directors, or by a majority of the stock voted at a duly called and qualified stockholders' meeting. Assessments levied by the Board of Directors are hereby limited to One Cent (1¢) per share, levied in any twelve-month period. Assessments levied by the stockholders are limited only by the restriction that the total of all assessments levied by the Board of Directors and by the stockholders at duly authorized stockholders' meetings shall not exceed a total of Ten Cents (10¢) per share during the life of this corporation.

The voting rights, dividend rights, rights ^{of} in case of dissolution, and rights to hold office in the company shall be the same for all stock. Stock certificates shall be numbered in numerical order, beginning with number one (1).

ARTICLE VI

The amount of the stock subscribed by each of the undersigned incorporators and the names and addresses of the subscribers therefor are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>PAR VALUE</u>
DENNIS P. WOODS	Spokane, Washington	100	\$10.00
LOREN D. HUDSON	Kellogg, Idaho	100	\$10.00
VALE W. RUDISILE	Kellogg, Idaho	100	\$10.00

ARTICLE VII

The number of directors of this corporation shall not be less than three nor more than seven to be fixed from time to time by the by-laws; Provided, that the incorporators above named shall qualify and act as the first board of directors of the company from the time of its incorporation to the date of the first annual meeting of the stockholders held as provided in the by-laws of the corporation, or until a special meeting of the stockholders of the corporation shall be duly called and qualified for the purpose of electing new directors, or increasing the number of directors on the board. The annual meeting of the stockholders of this corporation shall be held on the third Saturday of May annually, or as provided by the by-laws of the corporation.

Wherefor, we have hereunto set our hands and seals in quintuple this ninth day of December, Nineteen Hundred and Forty.

Dennis P. Woods (Seal)

Loren D. Hudson (Seal)

Vale W. Rudisile (Seal)

STATE OF IDAHO)
) S.S.
COUNTY OF SHOSHONE)

On this 9th day of December, 1940, before me, Robt. L. Duvall, a Notary Public in and for said State, personally appeared Dennis P. Woods, Loren D. Hudson, and Vale W. Rudisile, 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.

Robt. L. Duvall
Notary Public in and for the State
of Idaho, residing at Kellogg,
Idaho.

My commission expires

NOTARY PUBLIC, residing at Kellogg, Idaho.
My commission expires March 15, 1941