



Department of State.

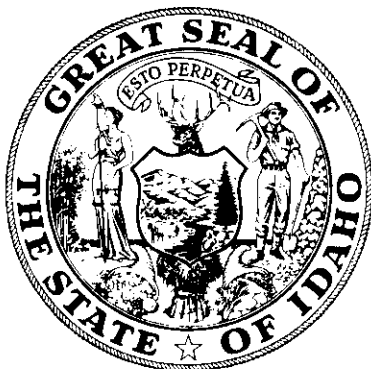
**CERTIFICATE OF AUTHORITY
OF**

ROGER M. SMITH DIAMOND DRILLING, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **ROGER M. SMITH DIAMOND DRILLING, INC.** for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to **ROGER M. SMITH DIAMOND DRILLING, INC.** to transact business in this State under the name **ROGER M. SMITH DIAMOND DRILLING, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated April 23, 19 81



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

RECEIVED

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is ROGER M. SMITH DIAMOND DRILLING, INC.

SECRETARY OF
STATE

2. *The name which it shall use in Idaho is ROGER M. SMITH DIAMOND DRILLING, INC.

3. It is incorporated under the laws of Wisconsin

4. The date of its incorporation is November 19, 1975 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is P. O. Box 186, 734 East Lakeview Avenue, Grandon, Wisconsin 54520

6. The address of its proposed registered office in Idaho is Post Office Box 82, Garden Valley, Idaho 83622, and the name of its proposed registered agent in Idaho at that address is Roger M. Smith

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Roger M. Smith</u>	<u>President</u>	<u>P. O. Box 82, Garden Valley, Idaho 83622</u>
<u>Diane F. Smith</u>	<u>Secretary</u>	<u>167-5421 Tenth Avenue</u> <u>Delta, B. C. V4M 3T9</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>2500</u>	<u>Common</u>	<u>No par value</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
10	Common	No Par Value

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated April 22, 19 81.

By Roger M. Smith
Its _____ President

and _____
Its Diane A. Smith Secretary

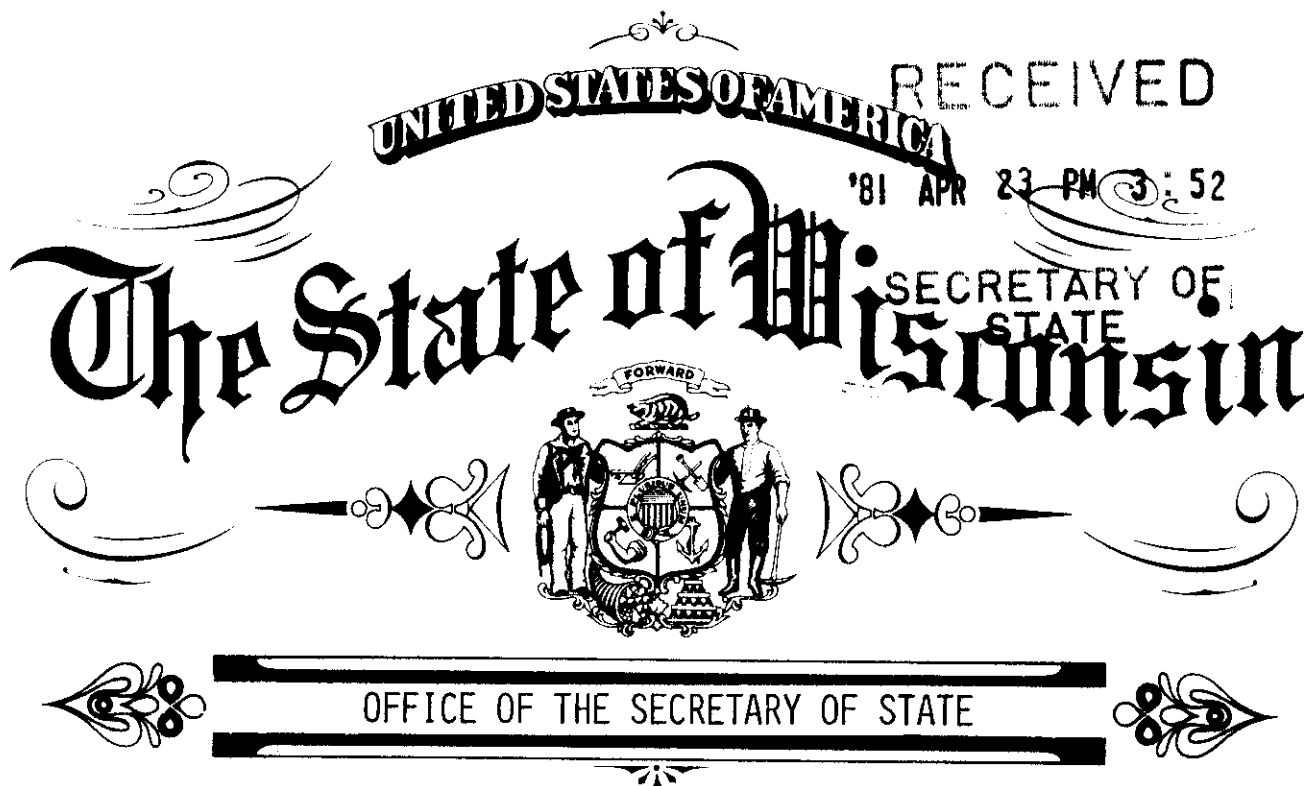
STATE OF IDAHO)
COUNTY OF Ada) ss:

I, Barry Marcus, a notary public, do hereby certify that on this 22 day of April, 19 81, personally appeared before me Roger M. Smith, who being by me first duly sworn, declared that he is the President of Roger M. Smith Diamond Drilling Inc.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Barry Marcus
Notary Public

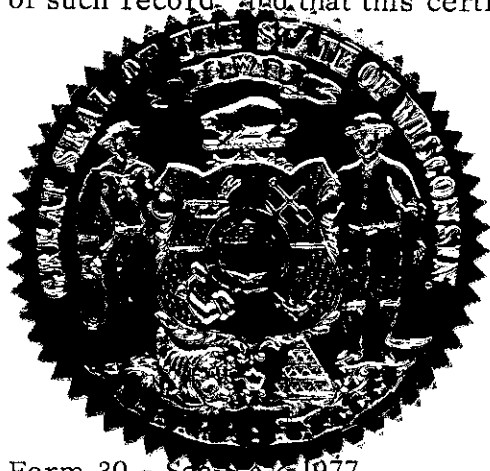
*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



TO ALL TO WHOM THESE PRESENTS SHALL COME:

I, VEL PHILLIPS, Secretary of State of the State of Wisconsin and
Keeper of the Great Seal thereof, do hereby certify that the annexed copy of
Articles of Incorporation (filed November 26, 1975) of
ROGER M. SMITH DIAMOND DRILLING, INC.,

has been compared by me with the record on file in this Office and that the same is
a true copy thereof, and of the whole of such record; and that I am the legal custodian
of such record, and that this certification is in due form.



IN TESTIMONY WHEREOF, I
have hereunto set my hand and
affixed the Great Seal of the
State in the City of Madison,
on April 9, 1981.

Vel Phillips

VEL PHILLIPS
Secretary of State

ARTICLES OF INCORPORATION

Executed by the undersigned for the purpose of forming a Wisconsin corporation under Chapter 180 of the Wisconsin statutes:

Article 1. The name of the corporation is Rosen M. Smith Properties, Inc.

Article 2. The period of existence shall be perpetual

Article 3. The purposes shall be to engage in any lawful activity of any kind for purposes for which corporations may be organized under the Wisconsin Business Corporation Law, Chapter 180 of the Wisconsin Statutes.

Article 4. The number of shares which it shall have authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Class	Series (if any)	Number of Shares	Par value per share or statement that shares are without par value
Common	None	1,000	Without Par Value

Article 5. The preferences, limitations, designation, and relative rights of each class or series of stock, are

None

Article 6. Address of initial registered office is
The complete address, including street and number, if assigned, and the ZIP Code, must be stated.

Post Office Box 186,
538 East Lakeview Avenue
Grandon, Wisconsin 53520
Forest County

Article 7. Name of initial registered agent at such address is Rosen M. Smith

Article 8. (1) The number of directors constituting the board of directors shall be fixed by by-law.

~~or the number of directors constituting the board of directors shall be~~

~~fixed by (1) or (2)~~

Article 9. The names of the initial directors are:

Roger M. Smith,
Diane Smith

Use of Article 9 is optional - See instruction 8

Article 10. (Other provisions)

None

Article 11. These articles may be amended in the manner authorized by law at the time of amendment.

(See instruction 10)

Article 22. The name and address of investigator (or investigator) are:

NAME

ADDRESS

(number, street, city and ZIP Code)

Francis U. Seroogy

321 West Wisconsin Avenue
Tomahawk, Wisconsin 54487

Executed in duplicate on the 19th day of November, 1975

Francis U. Seroogy
Francis U. Seroogy

STATE OF WISCONSIN
County of Lincoln

ss.

Personally came before me this 19th day of November, A. D. 1975
the above named Francis U. Seroogy

to me known to be the person who executed the foregoing instrument, and acknowledged the same.

Kathleen M. Kahle
Kathleen M. Kahle
My Commission expires May 1, 1977

Notarial
Seal

This document was drafted by
Francis U. Seroogy of

SEROOGY & REIFF, ATTYS
(Name of Person) hke

Please print or type

See instruction M

READ THE INSTRUCTIONS ON THE REVERSE SIDE
AND PLEASE FILL OUT THE RETURN ADDRESS BOX

ARTICLES OF INCORPORATION

457

5-18628

Mail Return Copy to:
(FILL IN YOUR NAME AND ADDRESS HERE)

BEROOGY & REIFF
ATTORNEYS AT LAW
221 West Wisconsin Ave.
Milwaukee, Wisconsin 53107

STATE OF WISCONSIN
DEPARTMENT OF STATE
FILED

NOV 26 1975
DOUGLAS LAPOULLETTE
SECRETARY OF STATE

INSTRUCTIONS AND SUGGESTIONS

- Prepare to **DUPLICATE ORIGINAL**. Furnish Secretary of State two identical copies of the articles of incorporation. (Mailing address: State Capitol, Madison, Wisconsin 53702). One copy will be retained (filed) by Secretary of State and the other copy returned as you indicate in the last above. The copy that is returned **MUST BE RECORDED WITHIN 60 DAYS** after the Secretary of State of the county in which the registered office of the corporation is located. Corporate records must be maintained where the articles are kept for record at the Register of Deeds.
- State the **INCORPORATION STATE** before a Notary Public. The number of incorporators may be one or more, but all the incorporators listed in the articles must sign. Make sure that both of the copies have **ORIGINAL SIGNATURES**. Carbon copies, typed, or other means of duplication are not acceptable.
- Notary Public** must **SEAL AND AFFIX SIGNATURE** on both copies of the articles, and complete his statement in the area provided. Make sure that related signatures and seal impressions appear on both copies.
- STATE FILING FEE** of \$ 20 (or more) with the articles. \$ 20 is the minimum amount, and is adequate for \$ 5000 of No Par Value stock, or \$ 200 shares of No Par Value stock. Add \$ 1 more filing fee for each \$ 1,000 (or any part thereof) of No Par Value stock in excess of \$ 5000, and \$ 1 more filing fee for each share of No Par Value stock in excess of \$ 5000.
- Articles of Incorporation** must include "Corporation", "Incorporated", or "Limited" or the abbreviation of one of these words.
- Articles of Incorporation** must have any limitation stated.
- Articles of Incorporation** must include a statement to the effect that the corporation may engage in any business that is not prohibited by law. (This clause is necessary to state that it is not necessary to amend the articles of incorporation to change the business of the corporation.)
- Articles of Incorporation** must include a statement that this article must show all the rights, privileges, and restrictions on between shareholders of the corporation in any class. If desired, a provision may be inserted authorizing the directors to change the rights, privileges, and restrictions on between shareholders of the corporation in any class.

The undersigned, as Register of Deeds of
(COUNTY) BRUNSWICK
County, Wisconsin, certify that on
(DATE) December 3, 1975

there was filed and returned by BEROOGY & REIFF the certificate of the Secretary of State of Wisconsin as described in

- (☒) Articles of Incorporation () Amendment to Articles of Incorporation () Statement of Intent to Dissolve
() Articles of Association () Articles of Merger () Change of Name
() Articles of Dissolution () Articles of Liquidation () Change of Registered Office

(S.E.A.) BEROOGY & REIFF (DATE) December 3, 1975

Form 100

Form 200-100
Certificate of Incorporation

United States of America
State of Wisconsin
Department of State

To All to Whom These Presents Shall Come:

The undersigned, as Secretary of State of the State of Wisconsin, hereby certifies that, on November 26, 1977 Articles of Incorporation were filed in my office, and the filing fee paid, under the provisions of Chapter 180 of the Wisconsin Statutes, which Articles provide:

Name: ROGER M. SMITH REMOND SWILLING, INC.
Registered Office: 73 1/2 East Lakeview Av, Post Office Box 186
Greenfield, Wisconsin 54301
Capital Stock: 2,500 shares common without par value.

Purpose for which organized: To engage in any lawful activity within the purposes for which corporations may be organized under Chapter 180 of the Wisconsin Statutes.

Period of Existence: Perpetual.

I further certify that a certificate has been filed in my office to the effect that a duplicate of said Articles, bearing my certificate, was recorded in the office of the Register of Deeds of Forest County, Wisconsin on November 26, 1977.

The State of Wisconsin does hereby grant unto the said corporation the powers and privileges conferred by the Wisconsin Statutes for the purposes stated and in accordance with said Articles.

In Witness Whereof, I have hereunto set
my hand and affixed my official seal, at
the Capital, in the City of Madison, on
November 26, 1977.

D. J. [Signature]