



Department of State.

CERTIFICATE OF INCORPORATION

I, J. D. (CY) PRICE, 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

HERNADA MINING COMPANY

was filed in the office of the Secretary of State on the **Sixteenth** day
of **December** A.D. One Thousand Nine Hundred **Forty-seven** and
duly recorded on Film No. **12** 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

Atlanta in the County of **Blaine**

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 **Nineteenth** day
of **December**, in the year of our Lord
one thousand nine hundred **forty-seven**,
and of the Independence of the United States of
America the One Hundred **Seventy-second**.

Secretary of State.

ARTICLES OF INCORPORATION

of

HERMADA MINING COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, each of whom is a bona fide resident of the State of Idaho and a citizen of the United States of America, over the age of twenty-one (21) years, have this day voluntarily associated ourselves together for the purpose of forming a mining corporation under the laws of the State of Idaho, and in furtherance thereof, we do hereby certify:

ARTICLE I

That the name of this corporation shall be:
HERMADA MINING COMPANY.

ARTICLE II

The objects and purposes for which this corporation is formed are: As principal agent or otherwise to do in any part of the world any and every of the things herein set forth to the same extent as natural persons might and could do in furtherance, but not in limitation, of the general powers conferred by the laws of the State of Idaho.

We do expressly provide that the corporation shall have power:

(a) To purchase, locate, lease, or otherwise acquire, mortgage, and dispose of lands, mines, and mineral

rights and claims therein, and to own, enter upon, locate, apply for patent for, or lease mines or mining lands of every kind and nature and to acquire, own, locate, or lease mill sites, mills, water rights, tunnels, and to work, prospect, or develop mines and mineral lands of every kind and nature, and to carry on the businesses of mining, milling, and producing gold, silver, copper, lead, zinc, antimony, and all other metals and minerals of every kind and character, and to sell and dispose of the same and the by-products thereof; to do everything that may be necessary or proper in the conduct of the said business and in working such mines and mineral lands and the production of ores and metals therefrom; and to contract for, buy, sell, own, and operate all mills, production works, saw mills, machinery, roads, tramways, ditches, flumes, water rights, power plants of any and all kinds whatsoever, to develop, use, and sell electricity for power and lighting purposes, and to file upon water rights for any and all purposes, to build dams and water works for irrigation, mining, or any and all other purposes.

(b) To buy, sell, lease, mortgage, own, and operate saw mills, and to buy, sell, own, lease, and manufacture timber, timber lands, lumber, and the by-products thereof.

(c) To construct, erect, operate, and conduct mercantile stores and businesses.

(d) To take hold, lease, mortgage, own, purchase, or acquire by operation of law or otherwise, real or personal property, or any interest therein or appurtenant

thereto, including storerooms, warehouses, and any part thereof, or any interest therein, or to sell, lease, exchange, or hypothecate real or personal property, or any interest therein, and to engage in any and all undertakings and businesses necessary and proper to the improvement and betterment of any of the land or other real or personal property owned, or to be acquired by said corporation or in any other lands or other real or personal property in which the said corporation may have any interest, and to handle and deal in any lands or any real or personal property of said corporation.

(e) To enter into, make, perform, and carry out contracts of every kind, amount, and character with any person, firm, association, or corporation.

(f) To purchase, own, sell, convey, mortgage, pledge, exchange, acquire by operation of law or otherwise, personal property of every kind and character, including debts, dues, demands, or choses of action, evidences of debts, bonds, stocks of corporations, both public and private.

(g) To borrow and lend money from and to any person, firm, association, or corporation, and to make, take, and execute notes, mortgages, bonds, debts, of trust, or other evidences of indebtedness to secure payment thereof, or by any other lawful manner or means, and to take and receive notes, bonds, mortgages, debts of trust, or any evidence of indebtedness for the use and benefit of said corporation or otherwise.

(h) To own, hold, lease, or sublet, or to conduct on its own account or for any person, firm, association, or corporation any and all kinds of merchandise, equipment, machinery, or other personal property.

(i) To build any and all necessary shops, buildings, storerooms, boarding houses, sleeping quarters, and stores of any kind, at any place proper or convenient to carry on the business of said corporation.

(j) To purchase, or otherwise acquire and own the corporate common or preferred stock or bonds of any other corporation, and also to purchase and acquire its own common stock in so far as not contrary to the laws of the State of Idaho, and to sell its own corporate common or preferred stock or bonds.

(k) In addition to the foregoing powers, also to have all authority, powers, and rights granted by the laws of the State of Idaho, and particularly Section 29-114 and any amendments thereto.

(l) To do and perform every act and thing necessary to carry out the above-enumerated purposes, or calculated directly or indirectly to the advancement of the interests of said corporation or to the enhancement of the value of its stock, holdings, or property of any kind or character.

ARTICLE III

The registered office of this corporation, and the principal place for the transaction of its business is hereby designated as Atlanta, Idaho.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The number of Directors of this corporation shall be three (3), each of whom must be a shareholder of the corporation owning not less than ten (10) shares of its capital common stock.

ARTICLE VI

The amount of the total authorized capital stock of this corporation is Twenty-five Thousand (\$25,000.00) Dollars, divided into Twenty-five Hundred (2500) shares of the common stock of the par value of Ten Dollars (\$10.00) each; all of the common stock shall be and remain non-assessable.

ARTICLE VII

The private property of the shareholders of this corporation shall not be subject to the payment of corporation debts to any extent whatsoever.

ARTICLE VIII

The amount of the capital stock in said corporation actually subscribed is Three Hundred (300), by the persons whose names, residences, and the amounts subscribed are herein set forth:

<u>Name</u>	<u>Residence</u>	<u>No. of Shares</u>
Ernest Oberbillig	Atlanta, Idaho	10 shares
Gilbert C. Pearson	Atlanta, Idaho	10 shares
Herman Miller	Atlanta, Idaho	10 shares

IN WITNESS WHEREOF, We have hereunto set our hands
and seals this 4th day of ^{November} ~~October~~, 1947.

Ernest Oberbillig
Ernest Oberbillig

Gilbert C. Pearson
Gilbert C. Pearson

Herman Miller
Herman Miller

"Incorporators"

STATE OF IDAHO)
) ss
County of Elmore)

On the 4th day of ^{November} ~~October~~, 1947, before me,
a Notary Public in and for said County and State, per-
sonally appeared ERNEST OBERBILLIG, GILBERT C. PEARSON,
and HERMAN MILLER, known to me to be the persons whose
names are subscribed to the foregoing 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 certifi-
cate first above written.

Rafael Romo
Notary Public for Idaho,
Residing at Atlanta, Idaho.

Commission expires 10-9-49