



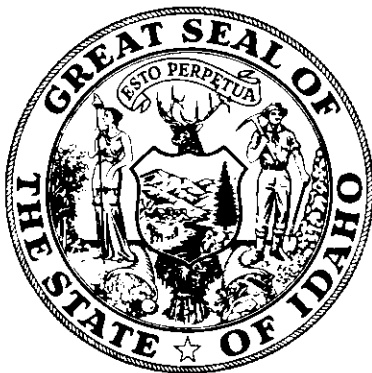
CERTIFICATE OF MERGER OR CONSOLIDATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby certify that  
duplicate originals of Articles of Merger of HECLA OPERATING  
COMPANY

into HECLA MINING COMPANY,  
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  
Merger, and attach hereto a duplicate original of the Articles of  
Merger.

Dated July 12, 19 85.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

PLAN AND ARTICLES OF MERGER  
OF

HECLA OPERATING COMPANY  
(An Idaho Corporation)

INTO

HECLA MINING COMPANY  
(A Delaware Corporation)

RECEIVED  
SEC. OF STATE  
85 JUL 12 AM 8 52

\* \* \* \*

Pursuant to the provisions of § 30-1-75 of the Idaho Business Corporation Act and § 253(a) of the General Corporation Law of the State of Delaware, HECLA MINING COMPANY, a corporation organized under the laws of the State of Delaware ("Surviving Corporation") and owning one hundred percent (100%) of the shares of HECLA OPERATING COMPANY, a corporation organized under the laws of the State of Idaho (collectively the "Subsidiary Corporation"), hereby executes the following Plan and Articles of Merger:

1. The merger of the Subsidiary Corporation into the Surviving Corporation was approved by resolution of the Board of Directors of the Surviving Corporation adopted on May 10, 1985.

2. Upon merger, the separate existence of the Subsidiary Corporation shall be cancelled, and Surviving Corporation shall succeed to all of the properties, rights and other assets and shall be subject to all the liabilities of the Subsidiary Corporation without further corporate action.

3. The number of outstanding shares of each class of the Subsidiary Corporation and the number of shares of each class owned by the Surviving Corporation are:

No. of Shares Outstanding/Class	No. of Shares Owned by Surviving Corporation
300/Common	300/Common

4. Upon merger, all outstanding shares of the Subsidiary Corporation will be cancelled. The Surviving Corporation will not issue any stock, securities, money, or other property pursuant to this Plan and Articles of Merger.

5. The mailing of this Plan and Articles of Merger to the shareholders of the Subsidiary Corporation was waived by the Surviving Corporation as the sole shareholder of the Subsidiary Corporation.

6. The laws of the State of Delaware, under which the Surviving Corporation is organized, permits such merger.

7. It is agreed that, upon and after the issuance of a Certificate of Merger by the Secretary of State of the State of Idaho;

(A) The Surviving Corporation may be served with process in the State of Idaho in any proceeding for the enforcement of any obligation of

the Subsidiary Corporation and in any proceeding for the enforcement of the rights of a dissenting shareholder of the Subsidiary Corporation against the Surviving Corporation;

(B) The Secretary of State of the State of Idaho shall be and hereby is irrevocably appointed as the agent of the Surviving Corporation to accept service of process in any such proceeding in its state, the address to which the service of process in any such proceeding shall be mailed is c/o Hecla Mining Company, P. O. Box 320, Wallace, Idaho 83873;

(C) The Surviving Corporation will promptly pay to the dissenting shareholders of the Subsidiary Corporation the amount, if any, to which they shall be entitled under the provisions of the Idaho Business Corporation Act with respect to the rights of dissenting shareholders.

IN WITNESS WHEREOF, the undersigned corporation has caused this Plan and Articles of Merger to be executed in its name by its Senior Vice President and its Assistant Secretary this 2nd day of July, 1985.

HECLA MINING COMPANY

By:

William J. Grismer  
William J. Grismer  
Senior Vice President

ATTEST:

Michael B. White  
Michael B. White  
Assistant Secretary

STATE OF IDAHO       )  
                              )ss.  
County of Shoshone)

On this 2nd day of July, 1985, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared WILLIAM J. GRISMER and MICHAEL B. WHITE, known or identified to me to be the Senior Vice President and Assistant Secretary, respectively, of HECLA MINING COMPANY, the officers that executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

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

Jaye L. Delbridge  
Notary Public

Residing at Post Falls, Idaho  
My Commission Expires 4-18-91