



To all to Whom these Presents shall Come, Greeting:

I, MEL D. MICHAEL, SECRETARY OF THE ARIZONA CORPORATION COMMISSION, DO HEREBY CERTIFY THAT the annexed is a true and complete copy of the Amendment to the Articles of Incorporation of CALLAHAN ZINC-LEAD COMPANY which was filed in the office of the said Arizona Corporation Commission as provided by law.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE OFFICIAL SEAL OF THE ARIZONA CORPORATION COMMISSION, AT THE CAPITOL, IN THE CITY OF PHOENIX, THIS 17th DAY OF May A. D. 1956

BY

Mel D. Michael
SECRETARY,

ASSISTANT SECRETARY

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS:

That at the regular annual meeting of the stockholders of CALLAHAN ZINC-LEAD COMPANY, an Arizona corporation, duly called for Monday, April 9, 1956, at 12 o'clock noon, regularly adjourned until Monday, April 23, 1956, at 12 o'clock noon, and held, pursuant to said notice and adjournment, at Room 910 Valley National Building, Tucson, Arizona, Section 2 of Article V of the Articles of Incorporation of said corporation was, by affirmative vote of a majority of the issued and outstanding shares of stock of said corporation, amended to read as follows:

"Section 2. Within said limits, the number of directors shall be fixed from time to time by the by-laws. The directors shall be elected for a term of one year, but each director shall hold office until his successor shall have been elected and shall qualify or until his death or until he shall resign or shall have been removed."

IN WITNESS WHEREOF, we have hereunto affixed our signatures and the seal of said corporation, this 25th day of April, 1956.

JOSEPH T. HALL

Joseph T. Hall, President,
Callahan Zinc-Lead Company

(SEAL)

ATTEST:

E. A. SALO

E. A. Salo, Secretary,
Callahan Zinc-Lead Company

STATE OF NEW YORK }
County of New York } ss.

Before me, MARGARET M. ACKERMAN a notary public, in and for the county and state aforesaid, on this day personally appeared JOSEPH T. HALL and E. A. SALO, known to me to be the President and the Secretary, respectively, of Callahan Zinc-Lead Company, and to me known to be the same persons whose names are subscribed to the foregoing instrument and they acknowledged to me that they voluntarily executed the same for and on behalf of said company, as its free act and deed, and for the purposes and consideration therein mentioned.

Given under my hand and seal of office this
1st day of May, 1956.

MARGARET M. ACKERMAN
Notary Public

(SEAL)

My commission expires:

March 30, 1958

Margaret M. Ackerman
Notary Public, State of New York
No. 60-5014600
Qualified in Westchester County
Cert. filed in New York County
Commission expires March 30, 1958

ARIZONA CORPORATION COMMISSION
Incorporating Division

F I L E D

May 7 1956

At 12:40 P. M. at request of
Boyle, Bilby, Thompson & Shoenhair
whose address is Valley Nat'l. Bld'g.,
Tucson, Arizona.

Mel D. Michael
Secretary

By Belle J. Lund.