

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ~~ARTHUR J. DEAL~~ **ARTHUR J. DEAL**, 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

BELL MOUNTAIN MINING COMPANY

24th

January

67

was filed in the office of the Secretary of State on the 24th day of January, 1967, 30-146, 30-147 & 30-148, Idaho Code, increasing authorized capital stock to \$1,000,000.00 and of A.D. One Thousand Nine Hundred

duly recorded on Film No. 1007 TRO 204 of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

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 microfilm from the date hereon, with its registered office in this State located at Boise City in the County of Boise

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 24th day of January, A.D. 1967.

Secretary of State.

ARTICLES OF AMENDMENT

A special meeting of the stockholders of Bell Mountain Mining Company was held at the Bannock Hotel on November 25, 1966, duly called for the purpose of amending the articles and that two-thirds of the majority voted to resolve that the Company's Certificate of Incorporation be amended by striking out all of Article VI thereof which now reads as follows:

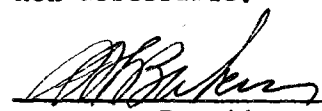
ARTICLE VI

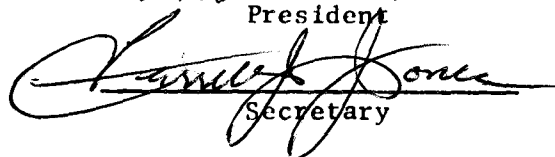
The total number of shares of stock which the corporation shall have authority to issue shall be Two Hundred Fifty Thousand (250,000) shares of common stock of the par value of Ten Cents (10¢) per share, for a total capitalization of Twenty Five Thousand Dollars, (\$25,000.00). Each share of common stock shall have the same rights, privileges and voting powers and the same shall be fully paid and non-assessable.

and by inserting in lieu thereof a new Article VI to read as follows:

ARTICLE VI

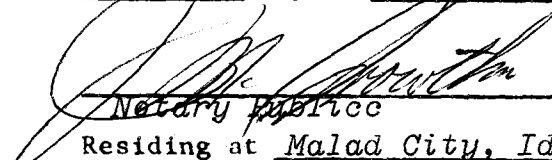
The total number of shares of stock which the corporation shall have authority to issue shall be One Million (1,000,000) shares of common stock of the par value of One Dollar (\$1.00) per share, for a total capitalization of One Million Dollars, (\$1,000,000.00). Each share of common stock shall have the same rights, privileges and voting powers and the same shall be fully paid and non-assessable.


President


Secretary

SWORN BEFORE ME THIS

28th day of January, 1967


Notary Public
Residing at Malad City, Idaho

Expiration date Dec. 15, 1969