



CERTIFICATE OF INCORPORATION
OF

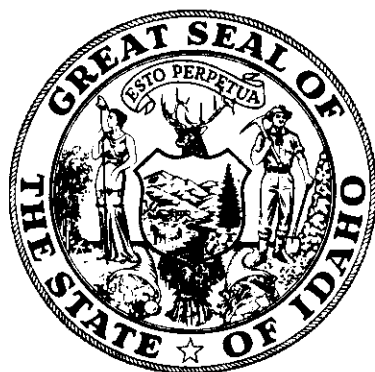
SHANNON'S GOLD DEVELOPMENT EXPLORATION CO., INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

SHANNON'S GOLD DEVELOPMENT EXPLORATION CO., INC.,
duly signed 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
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated _____ January 21 _____, 1930 _____.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

20 JUN 7 AM 8 35
ARTICLES OF INCORPORATION
STATE

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned being natural persons of full age, citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to Title 30, Chapter 1, Sections 1 through 152 of the Idaho Code, and we do hereby certify as follows:

ARTICLE ONE
(Name)

The name of this corporation shall be SHANNON'S GOLD DEVELOPMENT EXPLORATION CO., INC.

ARTICLE TWO
(Purposes)

The purpose for which said corporation is formed shall include, but not be limited to, as follows:

1. The general nature of its business shall be to search for, prospect, develop, and explore for ores and minerals with all the corporate capacity and corporate authority contained in Section 30-1-4 of the Idaho Code, in the United States of America, or in foreign countries.

2. The private property of Officers, Directors, Stockholders, shall not be subject to payment of Corporate debts to any extent whatever.

3. The number of Directors of the Corporation shall be not less than three (3) nor more than seven (7), that the number, qualifications, terms of office, manner of election, time and place of meetings, and powers and duties of the Directors and Officers shall be such as are prescribed by the by-laws of the Corporation, that the names of the first Directors who shall hold

office and manage the affairs of the Corporation for a period of One (1) year after its incorporation are as follows:

Al Shannon, N. 205 Main, Colfax, Washington, 99111
Donald P. Allen, N. 901 Morton, Colfax, Washington, 99111
Robert L. Franz, N. 201 Main, Colfax, Washington, 99111
James D. McMannis, N. 290 Main, Colfax, Washington, 99111

ARTICLE THREE (Duration)

This Corporation shall have perpetual existence.

ARTICLE FOUR (Registered Office)

The location and Post Office address of the registered office in this State and the principal place of business shall be 842 Mylarol Avenue, Moscow, Idaho, 83843, and the registered agent, Ashura S. Williams.

ARTICLE FIVE (Stock)

This Corporation is authorized to issue one class of shares of stock, the total number of which is Six Million (6,000,000) with a par value of One (1¢) Cent which stock may be issued by the Corporation from time to time as determined by the Board of Directors hereof.

Each share of common stock shall have one (1) vote and cumulative voting rights for Directors. Shares of stock of this Corporation shall not be subject to assessment.

ARTICLE SIX (Subscribers)

The name and address of each of the corporators and the number of shares of stock described in Article Five subscribed by each are as follows:

Al Shannon, N. 205 Main, Colfax, Washington	1,000,000 shares
Robert S. Williams, 842 Mylarol, Moscow, Idaho	100,000 shares

Donald P. Allen, N. 901 Morton, Colfax, Wash.	100,000 shares
James D. McMannis, N. 290 Main, Colfax, Wash.	100,000 shares
M. E. Kramer, Elk City, Idaho	100,000 shares
Robert L. Franz, N. 201 Main, Colfax, Wash.	100,000 shares
Bertin E. Iilan, Route 2, Colfax, Wash	400,000 shares
Max D. George, 11933 E. Oregon Circle, Aurora, Col.	200,000 shares
Virgil Klaveano, 1963 Golfview Dr., Clarkston, Wash.	550,000 shares
James Cloaninger, Route 2, Colfax, Wash.	33,500 shares
Phillis Cloaninger, Route 2, Colfax, Wash.	33,500 shares
Craig Cloaninger, N. 508 West St., Colfax, Wash	33,000 shares
Richard Green, P. O. Box 9, Bellingham, Wash.	50,000 shares

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner, now or hereafter prescribed by Statute, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals as of this 31 day of October, 1979.

Alton B. Shannon

Max George

Virgil A. Klaveano Sr.

M. E. Kramer

Richard A. Green

Robert L. Franz

Bertin E. Iilan

James D. McMannis

Craig L. Cloaninger

James J. Cloaninger

Phyllis M. Cloaninger

Donald P. Allen

Robert L. Franz

STATE OF WASHINGTON)
COUNTY OF WHITMAN) ss.

On this 31st day of October, 1979, before me, the undersigned, a Notary Public in and for the State of Washington, personally appeared AL SHANNON, DONALD P. ALLEN, JAMES D. McMANNIS, ROBERT L. FRANZ, BERTIN E. FILAN, VIRGIL KLAVLANEC, JAMES CLOANINGER, PHYLLIS CLOANINGER, CRAIG CLOANINGER, personally known to me to be the persons whose names are subscribed to the within instrument and duly acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year last above written.

W. Mason DeLeon Roy
Robert L. Franz
NOTARY PUBLIC, in and for the State
of Washington, residing at Colfax.

STATE OF IDAHO)
)
County of Latah) ss.

On this 14th day of ~~October~~ ^{December}, 1979, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared ROBERT S. WILLIAMS, personally known to me to be the person whose name is subscribed to the within instrument and duly acknowledged to me that he executed the same.

IN WITNESS WHERE, I have hereunto set my hand and official seal on the day and year last above written.

Doyle L. Mundy
NOTARY PUBLIC in and for the State
of Idaho, residing at Moscow, Idaho.

STATE OF ~~Idaho~~ ^{Idaho})
)
County of Whitman) ss.

On this 4 day of ~~October~~, 1979, before me, the undersigned, a Notary Public in and for the State of ~~Idaho~~ ^{Idaho}, personally appeared M. E. KRAMER, personally known to me to be the person whose name is subscribed to the within instrument and duly acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year last above written.

Doyle L. Mundy
NOTARY PUBLIC in and for the State
of ~~Idaho~~ ^{Idaho} residing at Colfax, Idaho

STATE OF Colorado)

County of Whitman)

ss.

On this 28 day of October, 1979, before me, the undersigned, a Notary Public in and for the State of Colorado, personally appeared MAX D. GEORGE, personally known to me to be the person whose name is subscribed to the within instrument and duly acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year last above written.

Robert J. Franz
NOTARY PUBLIC in and for the State

of Colorado, residing at Colfax

STATE OF WASHINGTON)

County of Whitman)

ss.

On this 31 day of October, 1979, before me, the undersigned, a Notary Public in and for the State of Washington, personally appeared RICHARD GREEN, personally known to me to be the person whose name is subscribed to the within instrument and duly acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year last above written.

Robert J. Franz
NOTARY PUBLIC in and for the State of

Washington, residing at Colfax WA