

ARTICLES OF INCORPORATION  
OF THE  
SUNRISE MINING COMPANY, LIMITED.

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KNOW ALL MEN BY THESE PRESENTS;:-

That we the undersigned,

William Worstell, of Wallace, Idaho. Adolph Haupt, of Wallace, Idaho,  
O.C. Smith, of Wallace, Idaho. George Birlew, of Wallace, Idaho. and Bruce G.  
Worstell, of Wardner, Idaho. a majority of whom are resident freeholders  
and bonafide residents of the State of Idaho, do voluntarilly associate  
ourselves together for the purpose of forming a corporation under the  
laws of the State of Idaho, and we hereby declare and set forth:-

First.

That the name of this corporation is and shall be the "Sunwise  
Mining Company, Limited.

Second.

That the purposes for which this corporation is formed, are to  
work, operate, buy, sell, lease, locate, acquire, procure, hold and deal in  
~~mines, metals and mineral claims of every kind and description,~~ within  
the United States of America. To carry on and conduct a general mining  
smelting, milling and reduction business; to purchase, acquire, hold, erect,  
and operate concentrating mills, electric light and power plants for the  
purpose of mining and treating ores, and for the purpose of furnishing  
lights and creating power for all purposes; to construct, lease, locate,  
buy, sell, build and operate railroads, ferries, tramways, or other means of  
transportation for transporting ores, mining and other mining materials;  
to bond, buy, lease, locate, and to hold ditches, flumes and water-rights.  
to own, bond, sell, lease, buy and locate timber and timber claims, and  
finally to do everything consistent, proper, and requisite for the carrying  
out of the objects and purposes aforesaid, yn their fullest and broadest  
sense, within the territory aforesaid.

Third.

That the principal place of business of this corporation, shall  
be in the city of Wallace, County of Shoshone, State of Idaho, with the  
privilege of establishing branch offices in any part of the United  
States of Americe.

Fourth.

That the term for which this corporation shall exist, is fifty  
(50) years from and after the date of incorporation.

Fifth.

That the number of its trustees, who shall manage the affairs of the corporation, shall be five, and shall be termed directors, and the names and residences of those who are appointed as directors to manage the same for the first year, or until the first annual stockholders meeting, are as follows:-

William Worstell, xm	Residence	Wallace, Idaho.
Adolph Haupt,	"	" "
O.C. Smith,	"	" "
George Birlew,	"	" "
Bruce G. Worstell,	"	Wardner, Idaho.

Sixth.

That the capital stock of this corporation shall be one million dollars (\$1 000 000.00) divided into one million shares at the par value of one dollar (\$1.00) per share.

The amount actually subscribed and fully paid is the capital stock of one million shares as follows:-

William Worstell,	Wallace, Idaho.	1000 shares.
Adolph Haupt,	" "	1000 "
George Birlew,	" "	20000 "
O.C. Smith,	" "	107000 "
Bruce G. Worstell,	Wardner, Idaho.	1000 "
Total		1000000 shares.

Seventh.

All the capital stock has been actually subscribed.

Eighth.


Twenty five per cent ( 25 % ) of the total capitalization amounting to two hundred and fifty thousand shares ( 250000 ) shall be placed in the Treasury of the Company, to be sold as the Directors may determine, to further the development of the property.

All assessments shall be limited to ten ( 10 ) mills per annum, and shall not exceed two and one half ( 2 1/2 ) mills at any one time.

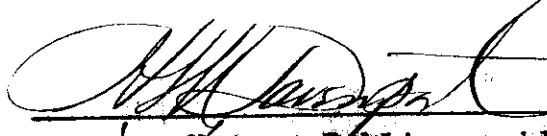
IN WITNESS WHEREOF, we have hereunto set our hands and seals in triplicate this 13<sup>th</sup> day of November, A.D. 1902.

<u>O.C. Smith</u>	Seal.
<u>Bruce G. Worstell</u>	Seal.
<u>Adolph Haupt</u>	Seal.
<u>George Birlew</u>	Seal.
<u>Wm Worstell</u>	Seal.

STATE OF IDAHO  
County of Shoshone. ss.

I,  a notary Public, in and for the County of Shoshone, State of Idaho, do hereby certify that on this 13<sup>th</sup> day of November, A.D. 1902, personally appeared before me, William Worstell, Bruce G. Worstell, Adolph Haupt, O.C. Smith, and George Birlew, to me known to be such persons, and the individuals described in, and who executed the within instrument, and acknowledged to me that they signed and sealed the same as their free and voluntary act and deed, for the uses and purposes therein mentioned. That all the capital stock is actually subscribed and fully paid and that they are all bona fide residents of the State of Idaho.

WITNESS my hand and ~~and~~ official seal the day and year first above written.

 Seal.  
Notary Public, residing  
at Wallace, County of  
Shoshone, State of Idaho.

ENDORSED:-

Articles of Incorporation of the SUNRISE MINING  
COMPANY, Limited.

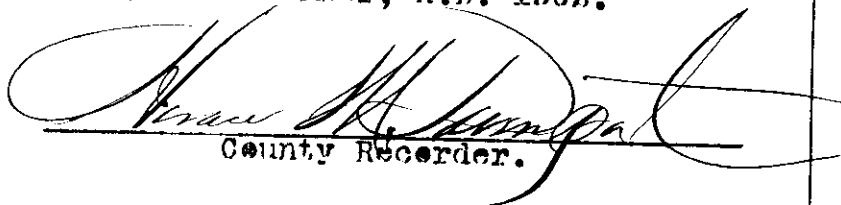
Filed at the request of O.C.Smith Nov. 15, 1902,  
at 11 o'clock A.M., Records of Shoshone County,  
State of Idaho.

Horace M.Davenport, County Recorder,  
By John P.Sheehy, Deputy Recorder.

State of Idaho,            )  
                              )ss.  
County of Shoshone,        )

I, HORACE M.DAVENPORT, County Recorder  
in and for said County, do hereby certify that the foregoing  
copy of Articles of Incorporation has been by me compared  
with the original and that it is a correct transcript there-  
from, together with all endorsements thereon, as the same  
appear on file at my office and in my custody.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix  
my Official Seal this 15th day of November, A.D. 1902.

  
County Recorder.