

Articles of Incorporation
of the
American Miner Company
United States of America

State of Utah S.S.
County of Salt Lake.

This Agreement, made
and concluded this 15th day of
September, A. D. 1900, by and
between Arthur Buckle, John W.
Burton, A. P. Rohlfing, F. G.
Jamney, and Joseph Sedwicks,
Witnesseth:

Whereas, the undersigned are
desirous of associating themselves
for the purpose of establishing and
conducting a general business of
mining and milling, buying and
selling mining claims and other
mining properties, and doing all
the things necessary in the transaction
of such business within the State
of Utah, and of incorporating for that
purpose under and in pursuance of
the laws of the said State of Utah,
do hereby certify, declare and agree as
follows, that is to say:—

I.

That the said corporation shall be

1 called and known by the name of the
2 American Mines Company, and
3 shall be formed and organized at
4 Salt Lake City, State of Utah.

5 2.

6 The names of the parties to this
7 agreement, who are the incorporators
8 of this corporation, and the place of
9 residence of each are in full, as
10 follows, that is to say: Arthur
11 Buckbee, Salt Lake City, Utah;
12 John H. Burton, Salt Lake City,
13 Utah; W. P. Rohlfing, Salt Lake
14 City, Utah; Joseph Dedrichs, Salt
15 Lake City, Utah, and F. G. Jarney,
16 of Mercur Utah.

17 3.

18 The corporation herein provided
19 for and hereby created shall exist and
20 continue for the term of fifty (50)
21 years, unless sooner dissolved and
22 reincorporated according to law.

23 4.

24 The object and pursuit of the said
25 corporation is and shall continue to be to
26 carry on and conduct a general mining
27 business, and in so doing, to buy, sell,
28 hire, locate and hold, operate, sell and
29 lease, mines, mining claims and
30 mining properties, to construct buy or
31 hire mills, smelters and refining
32 works and sell or operate the same.

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to produce, buy, sell and exchange ore, bullion and mineral products, to own and transfer water ways, and to appropriate waters and acquire water rights and sell or use the same, and generally to do all acts and things necessary and convenient to conduct their general business.

5.

The principal place of business and general office of this corporation shall be in Salt Lake City, State of Utah, but branch business offices and financial transfer and registry offices may be established in any other place or places in the United States and the business of the corporation may be carried on in Utah, or any other part of the United States, ~~and the business of the~~

6.

The capital stock of this corporation shall be and is one hundred and twenty five thousand (\$125,000) dollars, divided into five hundred thousand (500,000) shares of the par value of twenty five (25⁰⁰) each.

7.

The amount of the capital stock subscribed by each of the corporators above named, parties to this agreement, is as follows, that is

to say:—

1	Arthur Bucklee	305,000 shares
2	John H. Burtin	50,000 "
3	Joseph Sedrichs	25,000 "
4	D. T. Rohlfing	10,000 "
5	H. G. Jannet	10,000 "
6	Treasury Stock	100,000 "

8.

10 The officers of the said corporation
11 shall be: First, a Board of Directors;
12 Second, a president; Third, a vice-
13 president; Fourth, a Treasurer; and
14 Fifth, a Secretary. Said board of
15 directors shall consist of five (5) members
16 to be elected by the stockholders, a
17 majority of whom shall form a
18 quorum, and are authorized to do business.
19 Said president, vice-president,
20 Secretary, and Treasurer, to be elected by
21 the Board of directors. The board of
22 directors may, when the business of
23 the corporation requires it, elect and
24 appoint an assistant secretary.
25 The board of directors may also at its
26 discretion appoint from its members
27 an executive committee to have and
28 exercise the powers of the board
29 between its meetings, in the ordinary
30 business of the corporation, subject
31 however to the approval of the said
32 board. To be eligible to, or entitled to,

3
1 hold any office in the corporation, such
2 person must own in his own
3 right and appear upon the books of
4 the corporation, as the owner of at
5 least one thousand (1000) shares of the
6 capital stock of the corporation. Any
7 person qualified for any office
8 may hold more than one office.

9

10 The following named parties
11 hereto shall compose the board of
12 directors of the said corporation for the
13 term of twelve (12) months from the
14 date hereof, and until their successors
15 shall have been duly elected at the first
16 regular election of the said corporation
17 as herein provided, and shall have duly
18 qualified, viz: Arthur Buckbee, H.
19 G. Jamney, John H. Burton, Joseph
20 Richards, and G. P. Rohlfing. The said
21 Arthur Buckbee shall be President, H.
22 G. Jamney, Vice-President; John H.
23 Burton, Secretary and Treasurer, for
24 the term of twelve (12) months, or until
25 their successors shall have been duly
26 elected and qualified, and any
27 vacancy, caused by resignation,
28 death, or otherwise, of any of said
29 directors or officers, may be filled
30 by the board of directors.

31 10.

32 There shall be a general meeting of

1 the stockholders to elect directors and
2 transact other business on the second
3 Thursday of October, 1901, and annually
4 thereafter, but the time of holding such
5 meetings may be changed by the
6 stockholders at any such meeting.

7 A special meeting of the stockholders
8 of this corporation may be called by a
9 majority of the board of directors by
10 giving notice in some newspaper of
11 general circulation in Salt Lake
12 City, State of Utah, or by written notice
13 signed by the president and secretary of the
14 company, at least ten (10) days
15 before the time of such meeting,
16 stating the purpose and object of
17 such meeting, and no business shall
18 be transacted unless either in person
19 or by proxy, a majority of the capital stock
20 shall be represented.

21 11.

22 The term of office of all officers,
23 except when a vacancy is filled, and
24 except as provided in sections 9 and 10
25 of this agreement, shall be one year
26 and until their successors are elected
27 or appointed and qualified.

28 12.

29 The board of directors may by resolution
30 or by laws provide for regulating and
31 conducting the business affairs of the
32 corporation and may in accordance

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with the existing laws of the State of Utah
loy and collect assessments on the
capital stock, to pay the debts and
expenses and to carry on the business of
the corporation.

13.

The office of director and any other
office of the corporation shall become
and be deemed vacant, and may be
filled as provided in this agreement,
if the holder of the office ceases to own
stock in the corporation as herein
provided, and any director or other officer
may be removed by the board of directors on
charges of conduct in office prejudicial
to the interests of the company, after
hearing, on notice and by vote of all the
directors qualified to vote on the subject,
and any director or other officer may
resign by filing with the secretary
his written resignation, and the resignation
shall take effect upon the acceptance
thereof by the board of directors, or the
 lapse of thirty (30) days ^{from} the filing, without
acceptance by the board.

14.

The private property of the stockholders
shall not be liable for the debts
and liabilities of the corporation.

15.

Said corporation shall take and
hereby does take, purchase, receive and

1 hold the following described property with
2 appurtenances, improvements and
3 franchises, to-wit; The Gold Blossom
4 Quartz Lode Mining claim; the Gold
5 Blossom No. 2 Quartz Lode Mining
6 Claim, and the Gold Oust Quartz Lode
7 Mining claim, as described and recorded
8 in Book T, page 385, Book T, page 386,
9 and Book T, page 390, Records of Quartz
10 Locations, Shoshone County, State of
11 Idaho, and all situate in said County and
12 State; also all right, title and interest in
13 and to our certain agreement made on the
14 4th day of June, 1900, between Thomas
15 Shuster, Andrew B. Ward, James A. Wood,
16 and Samuel W. Ward of the village of
17 Delta, County of Shoshone, State
18 of Idaho, vendors and lessors and
19 Arthur Buckbee of Salt Lake City,
20 State of Utah, vendee and lessee, to
21 the "Charleston" "Wace up Jim", "Clara
22 Loh", "Senate", "Senator", "Shoshone"
23 and "Pochabontas" Lode Mining
24 Claims, all situate in said
25 Shoshone County, Idaho; also the
26 Accident Place Mining Claim,
27 situate in said Shoshone County,
28 Idaho; said agreement and lease being
29 assigned, transferred and delivered to the
30 American Mines Selection Company
31 by said Arthur Buckbee. The deed to
32 the records referred to in said agreement

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executed by Thomas Shuster, Andrew
B. Ward, James A. Ward, and Samuel
W. Ward to Arthur Buckbee held in
trust by the First National Bank of
Wallace, Idaho: - In full payment of
and for five hundred thousand
(500,000) shares of the capital stock of the
said corporation, to-wit: one hundred
and twenty-five thousand dollars
(\$125,000.00).

In Witness Whereof, the said
parties of these presents have hereunto
set their hands and seals the day
and year first above written.

John H. Burton
H. G. Jarney
H. P. Rohlfing

Witness
G. H. Beckman. Joe. Hedrichs
Arthur Buckbee

Oath.

State of Utah,
County of Salt Lake. S.S.

Arthur Buckbee, John
H. Burton and H. P. Rohlfing, first
being duly sworn, upon their oaths,
state that they are the incorporators who
entered into and signed the said
agreement incorporating The American
Mining Company hereto attached; that it

1 is their intentions and the bona fide
2 intent of said incorporators named in said
3 attached agreement to commence and
4 carry on the business mentioned therein,
5 and that affiant verily believes that each
6 party to said agreement has paid or is able
7 to and will pay the amount of his
8 stock subscribed and that ten percent of
9 the stock subscribed for by each
10 shareholder has been paid in.

11 Arthur Buckbee

12 John W. Burton

13 D. P. Rohlfing

14 Subscribed and sworn to before me
15 this 14th day of Sept., 1900.

16 Gustav H. Beckman,

17 Notary Public in and for

18 Salt Lake County, Utah.

19
20 Acknowledgment.

21 State of Utah

22 County of Salt Lake, S.S.

23 On this 14th day of
24 Sept., 1900, before me a notary
25 public in and for Salt Lake County,
26 State of Utah, personally appeared

27 Arthur Buckbee, John W. Burton
28 and D. P. Rohlfing, personally known

29 to me to be the same persons whose
30 names are subscribed to and described

31 in, and who executed the foregoing
32 articles of association and agreement,

6.

incorporating the American Mines
Company who acknowledged to me
that they executed the same freely and
voluntarily, and for the uses and
purposes therein mentioned.

In Witness Whereof I have
hereunto set my hand and caused my
official seal to be affixed hereto, this 17th
day and year first above written.

Gustave Backman,
(Seal) Notary Public in and for
Salt Lake County, Utah.
my commission exp. Feby. 31, 1902.

State of Utah,

County of Salt Lake, S.S.

I, David C. Dunbar,
County Clerk in and for the County
of Salt Lake, State of Utah, do hereby
certify that the

American Mines Company
has duly filed in my office the
agreement of incorporation, duly
acknowledged, together with the oaths
of the incorporators and oaths of office of
each officer, as required by Chapter
1 of Title 11, Revised Statutes of Utah.

In Witness Whereof I have
hereunto set my hand and affixed my
official seal, this 17th day of September,
1900.

David C. Dumbor,

County Clerk.

By Geo. E. Blair,

deputy Clerk

U. S. Res. 108.

State of Utah,

County of Salt Lake. ss.

I, David C. Dumbor

County Clerk in and for the County of Salt Lake, State of Utah, do hereby certify that the foregoing is a full, true and correct copy of the Articles and Certificate of Incorporation and oath and acknowledgment of incorporators of the American Mines Company, as appears of record in my office.

In Testimony Whereof I have hereunto set my hand and affixed my official seal this 17th day of September 1900.

David C. Dumbor,

County Clerk

By Geo. E. Blair,

Deputy Clerk

Seal

10 ct. Res. Stamp.

State of Utah,

Office of the Secretary of State.

ss.

7.
I, James T. Hammond, Secretary of
State of the State of Utah, do hereby
certify that the foregoing is a full,
true and correct copy of
Certified copy of Articles of Incorporation
of the

American Mines Company
Filed in my office September 17th, 1900,
as appears on file in my office.

In Testimony Whereof, I
have hereunto set my hand and affixed
the Great Seal of the State of Utah,
This 3rd day of August A.D. 1903.

Seal. J. T. Hammond
Secretary of State.

Filed Nov. 11th 1903, at 35 minutes
past 1 o'clock P.M.

Kate Gorman
Ex-officio Recorder.

ST.
CO

and

from

STATE OF IDAHO, }
COUNTY OF BOISE, } ss.

CERTIFICATE

I, KATE GORMAN Ex-Officio Recorder in and for Boise County, State of Idaho, do hereby certify that the annexed is a full, true
and correct copy of certain Articles of Incorporation of American Mines Company

to

as the same appears on file in my office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official Seal this fourteenth

November A. D. 1903

Kate Gorman
Ex-Officio Recorder.

By Joe Moriarty Deputy.