

S T A T E O F A R I Z O N A

OFFICE OF THE

ARIZONA CORPORATION COMMISSION

UNITED STATES OF AMERICA)
STATE OF ARIZONA) SS

The ARIZONA CORPORATION COMMISSION does hereby
certify that the annexed is a true and complete transcript of the

ARTICLES OF INCORPORATION

OF

CONSOLIDATED INTERSTATE-CALLAHAN MINING COMPANY

which were filed in the office of said Arizona Corporation Commission on the 12th day of June, A.D. 1912 at 3.00 o'clock, P.M., as provided by law.

IN TESTIMONY WHEREOF, The Arizona Corporation Commission, by its
Chairman, has hereunto set its hand and affixed its official Seal. Done at the City of Phoenix, the Capitol,
this 24th day of June, A.D. 1912.

(Seal State of
Arizona)

ARIZONA CORPORATION COMMISSION

W.P. Geary - - Chairman.

Attest: A.W. Cole, Secretary.

ARTICLES OF INCORPORATION.

BE IT KNOWN, That We, the undersigned, both of Phoenix, Arizona, do hereby associate ourselves together and form a corporation under the laws of Arizona and adopt the following Articles of Incorporation:

ARTICLE 1. The name of the corporation is

CONSOLIDATED INTERSTATE-CALLAHAN MINING COMPANY,

and its principal place of transacting business in Arizona is Phoenix.

Offices may be established, business transacted and meetings of stockholders and directors held at such places within or outside of Arizona as the By-Laws of the Company shall provide.

ARTICLE 11. The general nature of the business proposed to be transacted is to make contracts; to purchase, lease, option, locate or otherwise acquire own, exchange, sell, or otherwise dispose, pledge, mortgage, hypothecate and deal in mines, mining claims, mineral lands, coal lands, oil lands, timber lands, water and water rights and other property, both real and personal, and to work, explore, operate and develop the same, and to deal in the products and by-products thereof; to purchase, lease, or otherwise acquire, erect, own, operate and sell smelting and other ore reduction works, oil refineries, sawmills, power plants, railroads and tramways to lead from the company's principal works, and steam, electric and motor railroads to serve as common carriers and otherwise outside the State of Arizona; to do a general manufacturing and mercantile business; to own, handle and control letters patent and inventions; to own, cancel and re-issue shares of its own capital stock and to own and vote shares of other corporations; to issue bonds, notes and other evidences of indebtedness and to secure the payment of the same by mortgage, deed of trust or otherwise; to act as agent, trustee, broker, or in any other fiduciary capacity, and to borrow and loan money; and in general to do and perform such acts

and things and transact such business, not inconsistent with law, in any part of the world, as the Board of Directors may deem to the advantage of the corporation.

ARTICLE III. The amount of the authorized Capital Stock of the corporation is FIVE MILLION DOLLARS, divided into FIVE HUNDRED THOUSAND SHARES of the par value of TEN DOLLARS each, which shall be paid in, at such times as the Board of Directors may designate, in cash, real or personal property, services, lease, option to purchase, or any other valuable right or thing, for the uses and purposes of the corporation, and all shares of Capital Stock, when issued in exchange therefor, shall thereupon and thereby become and be full-paid the same as though paid for in cash at par, and shall be non-assessable forever, and the judgment of the Directors as to the value of any property, right or thing acquired in exchange for Capital Stock shall be conclusive.

ARTICLE IV. The time of the commencement of the corporation shall be the day these Articles are filed in accordance with law, and the termination thereof shall be twenty-five years thereafter, with privilege of renewal and right of perpetual succession as now provided by law.

ARTICLE V. The affairs of this corporation shall be conducted by a Board of not less than three nor more than fifteen Directors, by whom a President and Vice-President shall be elected and a Secretary and Treasurer appointed. The Directors shall be elected by and from among the stockholders on the third Monday in August of each year. Until their successors are elected and qualified, the following named persons shall be the Directors and officers
Gust Carlson, J.H. Robbers and John A. Percival.

ARTICLE VI. The Directors shall adopt By-Laws for the government of the corporation and may amend the same. They shall have power to fill vacancies occurring in the Board from any cause, and to appoint from among their number an Executive Committee which, to the extent provided by resolution or by the said By-Laws, shall have and exercise the powers granted the Directors by these Articles.

ARTICLE VII. The highest amount of indebtedness or liability to which the corporation is at any time to subject itself is ONE MILLION DOLLARS.

ARTICLE VIII. The private property of the Stockholders of the corporation shall be forever exempt from corporate debts of any kind whatsoever.

IN WITNESS WHEREOF, we hereunto affix our signatures this 12th day of June, 1912.

Celora M. Stoddard (Seal)

I. J. Lipsohn (Seal)

STATE OF ARIZONA)
County of Maricopa) - SS.

Before me, M. A. Pickett, a Notary Public in and for the County and State aforesaid, on this day personally appeared Celora M. Stoddard and I. J. Lipsohn, known to me to be the same persons who signed the foregoing instrument, and acknowledged to me that they executed the same for the uses and purposes therein mentioned.

GIVEN UNDER MY HAND and seal of office this 12th day of June, 1912.

My Commission will expire on the 15th day of February, 1916.

(Notarial Seal)

M. A. Pickett,
Notary Public.

Filed in the office of the Arizona Corporation Commission this 12 day of June, A. D. 1912, at 3.00 P. M., at request of Stoddard Incorporating Company, whose post office address is Phoenix, Arizona.

ARIZONA CORPORATION COMMISSION;

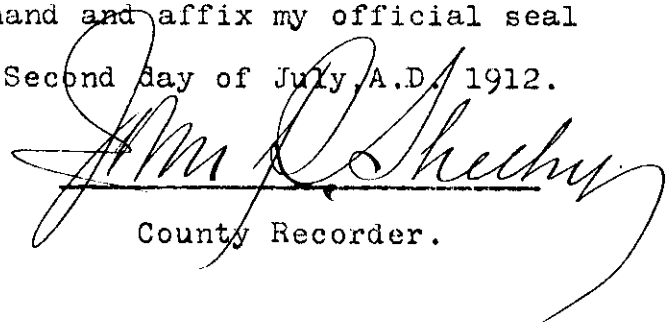
By W. P. Geary - Chairman.

(ENDORSED) Instrument Number 28393. (Certified Copy) .
Articles of Incorporation of the CONSOLIDATED INTERSTATE-
CALLAHAN MINING COMPANY. Filed at the request of John H.
Wourms Jul 1, 1912 at 3 o'clock, P.M., records of Shoshone
County, State of Idaho. John P. Sheehy, County Recorder.

STATE OF IDAHO)
) SS.
COUNTY OF SHOSHONE)

I, JOHN P. SHEEHY, County Recorder, in and for
the County of Shoshone, State of Idaho, do hereby certify that I have carefully
compared the foregoing copy of the Articles of Incorporation of the
CONSOLIDATED INTERSTATE-CALLAHAN MINING COMPANY
with the certified copy thereof, and that the same is a true and correct tran-
script therefrom, together with all endorsements thereon, as the same appears
on file at my office and in my custody.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix my official seal
at my office in Wallace, Idaho, this Second day of July, A.D. 1912.


County Recorder.
