

CERTIFICATE OF REDEMPTION OF PREFERRED STOCK

OF

THE BUNKER HILL COMPANY, A DELAWARE CORPORATION

THE BUNKER HILL COMPANY, a corporation organized and existing under and by virtue of the provisions of an Act of the General Assembly of the State of Delaware entitled "An Act Providing a General Corporation Law," enacted March 10, 1899, and the acts amendatory thereof and supplemental thereto, the Certificate of Incorporation of which was filed in the office of the Secretary of State of Delaware on March 24, 1924, and recorded in the office of the Recorder of Deeds for New Castle County, State of Delaware, on March 24, 1924:

DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of said The Bunker Hill Company duly held and convened January 27, 1964, the following resolution was duly adopted:

WHEREAS, under Article Fourth of the Certificate of Incorporation of this Corporation, the Board of Directors or Executive Committee may elect at any time to redeem in whole or part the preferred stock of this Corporation at a price of One Hundred Ten Dollars (\$110.00) per share plus all accrued and unpaid dividends and bonus payments, and

WHEREAS, this Board of Directors deems it advisable to redeem the entire outstanding preferred stock with One Hundred Dollars (\$100.00) of the redemption price to be charged against the Preferred Capital Account and Ten Dollars (\$10.00) against the Earned Surplus Account,

NOW, THEREFORE, BE IT RESOLVED, That pursuant to Article Fourth of the Certificate of Incorporation, all the outstanding preferred stock of this Corporation, namely, Seven Thousand Six Hundred Forty-Six (7,646) shares be and it hereby is called for redemption on the 31st day of March, 1964 at the price of One Hundred Ten Dollars

(\$110.00) per each share of said stock, and

RESOLVED, That the proper officers of this Corporation be and they hereby are authorized and directed to mail to each stockholder of record of said stock as his name appears on the books of the Corporation notice of said redemption of said stock which notice is to be in such form as said officers and counsel for the Corporation shall approve, and

RESOLVED, That the Idaho First National Bank, Kellogg, Idaho, be and it hereby is appointed Agent of this Corporation, to redeem said preferred stock in accordance with the terms and provisions of these Resolutions and said notice, and that this Corporation on or prior to said redemption and for such redemption requirements shall deposit with the Idaho First National Bank cash equivalent to Eight Hundred Forty-One Thousand Sixty Dollars (\$841,060), and that after certificates for said preferred stock have been surrendered to it for redemption, and the redemption price paid thereon as herein provided the Idaho First National Bank be, and it hereby is, authorized and directed to cancel said certificates for said preferred stock, and to deliver the same to the Corporation, and be it further

RESOLVED, That the proper officers of this Corporation be and they hereby are authorized and directed to pay all fees and expenses of the Idaho First National Bank in connection with such redemption, and all other fees and expenses incurred by this Corporation or its counsel in the redemption of said stock, and be it further

RESOLVED, That Dividend No. 157, at the rate of One Dollar Fifty Cents (\$1.50) per share per quarter, be, and the same is, hereby declared for the three months ended March 31, 1964, on all preferred stock of this Company issued and outstanding at the close of business March 30, 1964, and

BE IT FURTHER RESOLVED, That in addition thereto a bonus of Fifty Cents (50¢) per share is hereby declared on the preferred stock of this Company which is owned by an employee thereof on said date, and

RESOLVED FURTHER, That said Dividend No. 157, together with said bonus, be paid on March 31, 1964.

SECOND: That pursuant to said resolution and in accordance with the directions therein contained relating to the redemption of said preferred

stock, the officers of said Corporation did deliver and deposit with The Idaho First National Bank, Kellogg, Idaho, cash in the amount of \$841,060.00 equivalent to \$110.00 per share to effect the redemption on March 31, 1964, of 7,646 shares of preferred stock which was the total amount of all of said class of stock issued and outstanding.

THIRD: That in accordance with said resolution the Corporation caused to be paid and did pay on March 31, 1964, all accrued and unpaid dividends and bonus payments on said preferred stock to the stockholders of record as of March 30, 1964.

FOURTH: That in accordance with the authority vested in the said Board of Directors by the Fourth Article of the Certificate of Incorporation which authorizes the redemption of said preferred stock at any time by action of the Board of Directors, said preferred stock has been redeemed and all things required and necessary for effecting and completing said redemption have been done by said Corporation.

FIFTH: That the Certificate of Incorporation does not prohibit the reissue of such shares of preferred stock and until and unless an amendment to the Certificate of Incorporation is effected all of the preferred stock of this Corporation, including the shares so redeemed in all totalling 20,000 shares of preferred stock of the par value of \$100.00 each, shall now have the status of authorized and unissued shares of the preferred stock of this Corporation.

SIXTH: That the action taken in the redemption of said preferred stock was done pursuant to and under the authority of the provisions of Section 243 of the General Corporation Laws of Delaware, as amended, and of all other laws of the State of Delaware, and this certificate is filed pursuant

to and under the direction of said law.

IN WITNESS WHEREOF, the said The Bunker Hill Company has caused its corporate seal to be hereunto affixed and this certificate to be executed by its duly and properly authorized officers this 15th day of May, 1964.

By

C. E. Schwab
President

Harry L. Von Eschen
Secretary

STATE OF IDAHO)
 : ss.
County of Shoshone)

On this 15th day of May, 1964, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared C. E. SCHWAB and HARRY L. VON ESCHEN, known to me to be the President and Secretary, respectively, of THE BUNKER HILL COMPANY, a Delaware Corporation, the Corporation described in and which executed the foregoing Certificate, and known to me to be the persons who, as President and Secretary, respectively, executed the within instrument on behalf of said Corporation, and they and each of them then acknowledged to me that such Corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year herein first above written.

Clarence Lenhart
Notary Public in and for the State of Idaho
Residing at Kellogg, Idaho
My Commission Expires: 9/4/66

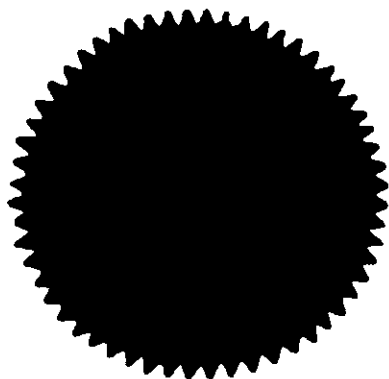
State of Delaware



Office of Secretary of State.

I, Elisha C. Dukes, Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Retirement of Preferred Shares of "THE BUNKER HILL
COMPANY", as received and filed in this office the twenty-second
day of May, A.D. 1964, at 10 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand
and official seal at Dover this twenty-eighth *day*
of May *in the year of our Lord*
one thousand nine hundred and sixty-four.



Elisha C. Dukes

Secretary of State

J. L. Dunsen

Ass't Secretary of State