

State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

NON-METALLICS, INC.

was filed in the office of the Secretary of State on the **Twenty-fifth** day
of **May** A.D. One Thousand Nine Hundred **Sixty-one** and
duly recorded on Film No. **114** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at
Moscow in the County of **Latah**.

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **25th** day of **May**,
A.D., 19 **61**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

NON-METALLICS, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, being natural persons of full age, citizens of the United States and residents of the State of Idaho, this day have voluntarily associated ourselves for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho and we do hereby certify as follows:

I

NAME

The name of this corporation shall be NON-METALLICS, INC.

II

PURPOSE

The purposes for which this corporation is formed are:

a. To purchase, locate, lease, and otherwise acquire and deal in, sell, and dispose of mines, mining claims, mineral and mining grounds, mining and mineral concessions and mineral rights, and interests in and to all of the same; to carry on and conduct the business of working, developing, exploring and disposing of the products of mines, mineral properties and mining claims; to carry on the business of mining, milling, concentrating, converting, smelting, treating, preparing for market, manufacturing, buying, selling, exchanging and otherwise producing and dealing in all kinds of ores, metals and minerals, and the products and by-products thereof of every kind and description and by whatever process the same can be or may hereafter be produced; to purchase, lease or otherwise acquire mining rights, timber rights, oil and gas rights, mines, buildings, dwellings, plants, machinery, tools, letters patent, and other properties whatsoever which this corporation may from time to time find to be for its advantage and purposes, and doing all things customarily incident to the carrying on of a general mining business.

b. To purchase, acquire, own, hold, lease (either as lessor or as lessee), sell, exchange, subdivide, mortgage and generally operate any real or personal property of any and every kind or description, within or without the

State of Idaho, necessary, suitable or useful in connection with any of the objects or purposes herein set forth.

c. To construct and erect buildings or structures upon and to improve and maintain any and all real property owned, leased or held by this corporation; and to equip, improve and generally operate any and all personal property owned by this corporation.

d. To purchase, hold, sell and transfer the shares of its own capital stock; provided, it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that the shares of its own capital stock owned by it shall not be voted upon directly or indirectly.

e. To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or desirable for the furtherance of the business of this corporation, with any persons, firms, corporations, associations, any state, territory, or municipality of the United States or any foreign country, government or body politic.

f. To acquire and hold all or any part of the capital stock, assets or good will of any business, or any person, firm, association or corporation engaged in any business in whole or in part similar to that of this corporation, and to hold, utilize and in any manner dispose of the whole or any part of the stock, assets, good will and rights so acquired and to conduct in any lawful manner in whole or in part any business so acquired, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation engaged in the business so acquired.

g. To borrow money for any purposes of this corporation, without limit as to amount, and to issue bonds, debentures, notes or other evidences of indebtedness, secured or unsecured of this corporation for the moneys so borrowed, or in payment for property acquired, or for any other objects or purposes of this corporation, or in connection with its business; to secure payment of such debentures, notes or other obligations by mortgages, or deeds of trust or pledges or other liens upon any or all of the property of this corporation wheresoever situated.

h. To carry out all or any part of the foregoing objects or purposes

as principal or agent, or otherwise, either alone or in conjunction with any person, association or other corporation and in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its objects or purposes, to make and perform such contracts of any kind and description, to do such acts and such things, and to exercise any and all such powers as a natural person could lawfully make, perform, do or exercise, provided that the same be not inconsistent with the objects or purposes of this corporation, or the statutes of the State of Idaho.

i. To conduct its business in all or any of its branches in the State of Idaho and in any and all other states, territories, possessions, colonies and dependencies of the United States of America and in the District of Columbia, and in any or all foreign countries, and to have one or more offices within or outside of the State of Idaho.

j. The objects as specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles. The objects, purposes and powers specified in each of the clauses or paragraphs in these Articles shall be regarded as independent objects, purposes and powers.

III

DURATION

The existence of this corporation shall be perpetual.

IV

REGISTERED OFFICE

The principal place of business and registered office of this corporation shall be at the office of Peterson and Brady, Attorneys at Law, 312 South Washington Street, Moscow, Latah County, Idaho.

V

STOCK

This corporation is authorized to issue one class of shares of stock, the total number of which is ten thousand (10,000) with a par value of Five Dollars (\$5.00), which stock may be issued by the corporation from time to time as determined by the Board of Directors hereof.

VI

DIRECTORS

The number of directors shall be not less than three (3) nor more than seven (7), as may be provided by the bylaws of the corporation.

VII

SUBSCRIBERS

The names and post office addresses of the incorporators and a statement of the number of shares subscribed by each are as follows:

| <u>Name</u> | <u>Address</u> | <u>Shares Subscribed</u> |
|--------------------|---------------------------------|--------------------------|
| Robert W. Peterson | 226 Circle Drive, Moscow, Idaho | 1 |
| John F. Brady | 203 North Grant, Moscow, Idaho | 1 |
| Harold Lough | 607 South Adams, Moscow, Idaho | 1 |
| Tom Felton | 320 East 2nd, Moscow, Idaho | 1 |

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 24th day of May, 1961.

Harold Lough
John F. Brady
Robert W. Peterson
Tom Felton

STATE OF IDAHO)
County of Latah) ss.

On this 24th day of May, 1961, before me, the undersigned, a Notary Public in and for said state, personally appeared ROBERT W. PETERSON, JOHN F. BRADY, HAROLD LOUGH, and TOM FELTON, known to me to be the persons whose names are subscribed to the within and foregoing Articles of Incorporation of ~~NON-METALLICS~~ METALLICS, INC., and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate written.

Dorothy N. Lloyd
Notary Public in and for the State of Idaho
Residing at Moscow, Idaho

(SEAL)