



## 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

**MINE LEASING CO., INC.**

was filed in the office of the Secretary of State on the **Fifteenth** day of **February**, A.D. One Thousand Nine Hundred **Sixty-five** and ~~will be~~ **will be** duly recorded on ~~film~~ **microfilm** 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

**Wallace** in the County of **Shoshone.**

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 **15th** day of **February**, A.D., 19 **65**.

Secretary of State.

ARTICLES OF INCORPORATION

of

MINN LAMING CO., INC.

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation, and do hereby become a corporation under the laws of the State of Illinois and adopt the following Articles of Incorporation:

ARTICLE I.

The name of this corporation shall be

"Minn Laming Co., Inc."

ARTICLE II.

The purpose for which this corporation is organized are:

(a) To own, inspect, work, operate, buy, sell, lease, locate, acquire, procure, hold and deal in mines, oil and mineral claims of every kind and description within the United States of America or any of its territories or possessions, as well as any foreign country;

(b) To own, buy, sell, acquire, procure, hold and deal in realty of every kind and description;

(c) To purchase, take, own, lease or otherwise acquire and hold lands, buildings, rights of way or any other right or privileges, stocks, bonds or other real or personal property as may be deemed necessary in connection with the business of the corporation;

(d) To own, hold, construct, maintain, improve, work, manage and work mills, crushing works, melting works, cementing works, electrical works and any other plant, work or premises which may be concluded to any of the objects of this corporation;

(e) To acquire, hold, own, sell, and lease all machinery, apparatus, and equipment pertaining to and used in connection with the business;

(f) To select agent, representative, or factor for any corporation, partnership, or individual in accomplishing the purposes set out in this article;

(g) To buy, contract for, lease, and in any and all other ways acquire, take, hold, and own, and to sell, mortgage, pledge deed in trust, lease, and otherwise dispose of patents, licenses and processes, or rights thereunder;

(h) To manufacture, acquire, own, mortgage, deed in trust, pledge, transfer, and dispose of, to invest in, trade, deal in and with goods, wares and merchandise and all real and personal property;

(i) To have one or more offices to carry on all or any of its operations and businesses and without restriction as to limits as to amount, to purchase or otherwise acquire, hold, own, mortgage, pledge, deed in trust, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the States, District, territories, or possessions of the United States, and in any and all foreign countries, subject to the law of such state, district, territory or country;

(j) To borrow money, to issue bonds, notes, debentures or other obligations of this corporation from time to time for any of the objects or purposes of this corporation, and to secure the same by mortgage, pledge, deed in trust, or otherwise, or to issue the same unsecured;

(k) To purchase, acquire, own, hold, guarantee, sell, assign, transfer, mortgage, pledge, or otherwise dispose of and deal in shares, bonds, notes, debentures or other securities or evidences of indebtedness of any other person, association or corporation, whether domestic or foreign, and whether now or hereafter organized or existing, and while the holder thereof, to exercise all the rights, powers, and privileges of ownership, including the right to vote thereon, to the same extent a natural person might or could do;

(l) To acquire, by purchase or otherwise, the good will, business, property rights, franchises and assets of every kind, with or without undertaking either wholly or in part the liabilities of any person, firm, association or corporation; and to acquire any business or undertaking or otherwise (1) by purchase of the assets thereof wholly or in part, (2) by acquisition of the shares or any part thereof, or (3) in any other manner, and to pay for the same in cash or in the shares or bonds or other evidences of indebtedness, of this corporation, or

otherwise; to sell, administer and execute, or in any manner dispose of the whole or any part of the good will, lease, or rights and property so acquired, and to conduct in any line of business the whole or any part of any business so acquired; and to exercise all the powers necessary or convenient in and about the management of such a business;

(2) To carry on any business whatsoever which this corporation may find proper or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated directly or indirectly to promote the interests of this corporation or of any person who holds or owns its property or business; to conduct its business in this State, in other States, in the District of Columbia, in the territories and colonies of the United States, and in foreign countries; and to sell, purchase, mortgage, and convey real and personal property, either in or out of the State of Idaho, and to have and to exercise all the powers conferred by the laws of Idaho upon corporations formed under the laws of the State in which this corporation is formed, as such laws are now in effect or at any time hereafter be enacted.

The foregoing statement of purposes shall be construed in its broadest and fullest sense as a statement of both purposes and powers, and the purpose and powers stated in a clause shall, except where otherwise expressed, be neither limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes.

#### ARTICLE III.

This corporation shall have per, but not more than three.

#### ARTICLE IV.

The place where the principal business of this corporation shall be carried on shall be in the City of Wallace, County of Shoshone, State of Idaho, and the location and post office address of its registered office in this State shall be, 135 Cedar Street, Wallace, Idaho.

#### ARTICLE V.

The authorized capital stock of this corporation shall be \$50,000.00 consisting of 500,000 shares of common stock of the par value of ten cents per share.

The voting power of the shareholders shall be vested in the holders of common stock with each holder entitled to one vote for each share of stock held by him. Any dividends whether ordinary or liquidating, declared and paid by the corporation, shall be the same amount per share for each share of common stock held by the shareholders.

ARTICLE VI.

The amount of paid-in capital with which the Corporation shall begin business shall be

One Thousand Dollars (\$1,000.00)

ARTICLE VII.

The number of directors of said Corporation shall be not less than three (3) nor more than eleven (11). The number, qualification, term of office, manner of election, time and place of meeting, powers and duties of directors shall be such as are provided by the By-laws of this Corporation.

The names and post office addresses of the Directors who shall manage the affairs of the Corporation until the second Tuesday in May 1985, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
<u>Harbert B. Wallman</u>	<u>125 Cedar Street, Walla Walla, Idaho</u>
<u>Harrold A. Egan</u>	<u>N. 8118 Grace, Spokane, Washington</u>
<u>George F. Egan</u>	<u>E. 708 Nora, Spokane, Washington</u>

ARTICLE VIII.

The name and post office address of each of the incorporators and a statement of the number of shares subscribed by each is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
<u>Harbert B. Wallman</u>	<u>125 Cedar Street, Walla Walla, Idaho</u>	<u>100</u>
<u>Harrold A. Egan</u>	<u>N. 8118 Grace, Spokane, Washington</u>	<u>100</u>
<u>George F. Egan</u>	<u>E. 708 Nora, Spokane, Washington</u>	<u>100</u>

All of said incorporators are of legal age and residents of the United States.

ARTICLE III.

The authority to make By-laws for this Corporation is hereby expressly vested in the Board of Directors of this Corporation, subject to the power of the shareholders to change or repeal such By-laws.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, in triplicate, this 14 day of February, 1923,

Herbert R. Wellman (Seal)

Kenneth A. Lewis (Seal)

L. William Hayes (Seal)

State of Idaho )  
                  ) ss  
County of Blaine )

I, the undersigned, a Notary Public in and for the State of Idaho, do hereby certify that on this 30th day of January, 1925, personally appeared before me Herbert R. Wellman, to whom to be one of the individuals described in and to execute the within and foregoing instrument and acknowledged that he signed and sealed the same as his free and voluntary act in deed for the uses and purposes therein mentioned.

Given under my hand and official seal this day and year above written.

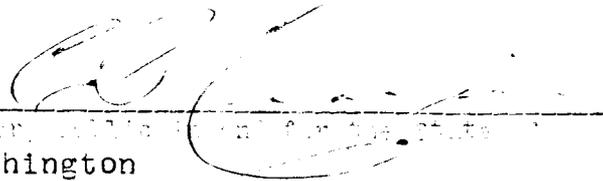
Ernest A. Beane  
Notary Public in and for the State of  
Idaho  
Residing at Malheur, Cataldo

State of Washington  
County of Spokane)

*Washington*

I, the undersigned, County Clerk for the State of  
do hereby certify that on this 15 day of February, 1915, I lawfully  
returned to Kenneth A. Lewis, to whom to be  
the said individual, and he appeared to me in person  
and acknowledged to me that he was the author of the  
within copy and that he executed the same in person.

Given under my hand and official seal this 15th day of February, 1915.



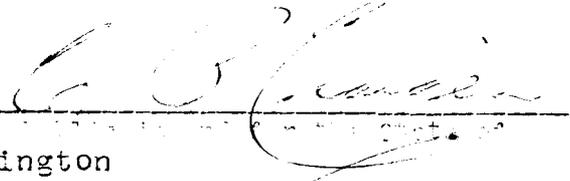
County Clerk for the State of  
Washington  
Spokane

*Washington*  
County of *Spokane*

*Washington*

I, the undersigned, County Clerk for the State of  
do hereby certify that on this 15 day of February, 1915, I lawfully  
returned to G. J. Holsten Luper, to whom to be  
the said individual, and he appeared to me in person  
and acknowledged to me that he was the author of the  
within copy and that he executed the same in person.

Given under my hand and official seal this 15th day of February, 1915.



County Clerk for the State of  
Washington  
Spokane