

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

DILLON MINING COMPANY INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

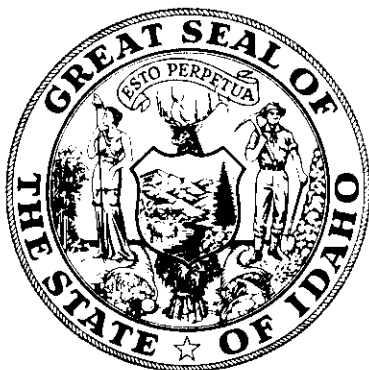
DILLON MINING COMPANY INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated:

June 25, 1981



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

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CERTIFICATE OF INCORPORATION
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OF

DILLON MINING COMPANY INC.
SECRETARY OF
STATE

FIRST

The name of this corporation is DILLON MINING COMPANY INC.

SECOND

Its registered office in the State of Idaho is to be located at 9820 Fairview, Boise, Idaho 83704. The registered agent in charge thereof is LYNNE POINDEXTER of 9820 Fairview, Boise, ID 83704.

THIRD

The nature of the business and, the objects and purposes to be transacted, promoted and carried on, are to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do and in any part of the world vis:

"The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the general Corporation Law of the State of Idaho, 1979.

FOURTH

The amount of the total authorized capital stock of this corporation is 5,000 shares of \$1.00 par value.

FIFTH

The name and mailing address of the incorporator is as follows:

NAME: LYNNE POINDEXTER

ADDRESS: 9820 Fairview
Boise ID 83704

SIXTH

The powers of the incorporator are to terminate upon filing of the Certificate of Incorporation, and the name(s) and mailing address(es) of persons who are to serve as director(s) until the first annual meeting of stockholders or until their successors are elected and qualify are as follows:

NAME	LYNNE POINDEXTER
ADDRESS	9820 Fairview Boise ID 83704

SEVENTH

The Director shall have power to make and to alter or amend the By-Laws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed, mortgages and liens without limit as to the amount, upon the property and franchise of the Corporation.

EIGHTH

The life of the Corporation is in perpetuity.

With the consent in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the Directors shall have the authority to dispose, in any manner, of the whole property of this Corporation.

The By-Laws shall determine to what extent the accounts and books of this Corporation, or any of them shall be open to the inspection of the stockholders; and no stockholder shall have any right of inspecting any account, or book or document of this Corporation, except as conferred by the law or the By-Laws, or by resolution of the stockholders.

The stockholders and directors shall have power to hold their meeting and keep the books, documents and papers of the corporation outside of the State of Idaho, at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders or directors, except as otherwise required by the laws of Idaho.

It is the intention that the objects, purposes and powers specified in the Third paragraph hereof shall, except where otherwise specified in said paragraph, be nowise limited or restricted by reference to or inference from the terms of any other clause or paragraph in this Certificate of Incorporation, but that the objects, purposes and powers specified in the Third paragraph and in each of the clauses or paragraphs of this charter shall be regarded as independent objects, purposes and powers.

I, THE UNDERSIGNED, for the purpose of forming a Corporation under the laws of the State of Idaho, do make, file and record this Certificate and do certify that the facts herein are true; and I have accordingly hereunto set my hand.

DATED this 25th day of June, 1981.


LYNNE POINDEXTER

County of Ada
State of Idaho