



## Department of State.

### CERTIFICATE OF INCORPORATION

GEO. H. CURTIS,

I, ~~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

BLACK PEARL MINES, INC.

was filed in the office of the Secretary of State on the ~~day~~ <sup>Sixteenth</sup> of ~~July~~ <sup>A. D. One Thousand Nine Hundred Thirty-</sup> ~~XXXX~~ <sup>Forty-two</sup> and duly recorded in Book A-~~85~~ <sup>85</sup> of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 29-103, Idaho Code, Annotated.

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

~~(50) years~~ <sup>fifty</sup> from the date hereof, with its registered office in this State located at in the County of

610 Eastman Building, Boise, <sup>Adm</sup> IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, <sup>Adm</sup> the Capital of Idaho, this ~~day~~ <sup>189</sup> of ~~July~~ <sup>189</sup>, in the year of our Lord one thousand nine hundred <sup>forty-two</sup>, and of the Independence of the <sup>forty-two</sup> United States of America the One Hundred <sup>forty-two</sup> ~~forty-two~~ <sup>sixty-seventh</sup>.

Secretary of State.

ARTICLES OF INCORPORATION

of

BLACK PEARL MINES, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are bona fide residents and citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

ARTICLE I.

That the name of this corporation shall be

BLACK PEARL MINES, INC.

ARTICLE II.

The objects and purposes for which this corporation is formed are as principal, agent, or otherwise, to do in any part of the world any and every of the things herein set forth to the same extent as natural persons might and could do. In furtherance and not in limitation of the general powers conferred by the laws of the State of Idaho, we do expressly provide that the corporation shall have power:

(a) To acquire, by exchange for this corporation's stock, certain written leases and options and interests in what is commonly known as the Black Pearl Group of mining claims, situate in the Black Pearl Mining Dis-

trict, and the Mormon City and Middleman quartz lode, patented, mining claims, situate in the West View Mining District, all in Gem County, State of Idaho, together with the mining machinery, equipment and tools situate on said claims and, as well, the right to the use of said personal property, and to develop, mine and operate said mining property, and to exchange therefor not less than eighty per cent (80%) of the entire capital stock of this corporation.

(b) To purchase, locate, lease or otherwise acquire, mortgage and dispose of lands, mines and the mineral rights and claims therein, and to own, enter, locate, apply for patent for, or lease mines and mining lands of every kind and nature, and to acquire, own, locate or lease millsites, mills, water rights, tunnels; to work, prospect, or develop mines and mineral lands of every kind and nature, and to carry on the business of mining, milling and producing gold, silver, copper, lead, zinc, and all other metals and minerals of every kind and character, and to sell and dispose of the same and the by-products thereof; to do everything that may be necessary or proper in the conduct of said business and in working such mines and mineral lands and the production of ores and metals therefrom; and to contract for, buy, sell, own, and operate all mills, reduction works, sawmills, machinery, roads, tramways, ditches, flumes, water rights, and power plants of any and all

kinds whatsoever; to develop and use electricity for power and lighting purposes, and to file upon water rights for any and all purposes.

(c) To take, hold, lease, mortgage, own, purchase, or acquire, by operation of law or otherwise, real property or any interest therein or appurtenant thereto, including store rooms, sawmills, store buildings, and any part thereof or any interest therein, or to sell, lease, exchange, mortgage or hypothecate real estate or any interest therein, and to engage in any and all undertakings and business necessary and proper to the improvement and betterment of any of the land or real property owned or to be acquired by said corporation, or in any other lands in which the said corporation may have any interest, and to handle and deal in any lands of said corporation in any manner it may desire.

(d) To enter into, make, perform and carry out contracts of every kind, amount and character with any person, firm, association or corporation.

(e) To purchase, own, sell, convey, mortgage, pledge, exchange, acquire by operation of law, or otherwise, personal property of every kind and character, debts, dues and demands or choses of action, and each and every kind of personal property, evidences of debts, bonds, stocks, of this and other corporations, both public and private, which the corporation may deem necessary and convenient for its business or otherwise.

(f) To build any and all necessary shops, buildings, storerooms, boarding houses, sleeping quarters, sawmills and structures at any place proper or convenient to carry on any or all of the business of said corporation.

(g) To do and perform every act and thing necessary to carry out the above enumerated purposes, or calculated, directly or indirectly, to the advancement of the interests of the company, or to the enhancement of the value of its stock, holdings and property of any kind or character.

#### ARTICLE III.

The location and postoffice address of this corporation's registered office in this state is Suite 610 Eastman Building, Boise, Ada County, Idaho.

#### ARTICLE IV.

This corporation shall exist for a term of fifty (50) years from and after this date.

#### ARTICLE V.

The number of directors of this corporation shall be three (3).

#### ARTICLE VI.

The authorized capital stock of this corporation shall consist of one hundred thousand (100,000) shares of common stock of the par value of One Dollar (\$1.00)

per share.

ARTICLE VII.

The amount of capital stock actually subscribed is eighty thousand two (80,002) shares of common stock, as follows:

<u>Name</u>	<u>Address</u>	<u>Number of Shares</u>
Lyle C. McDermott, as trustee for himself and others	Boise, Idaho	80,000 shares
Arland Oakley	Boise, Idaho	1 share
R. O. Camozzi	Boise, Idaho	1 share

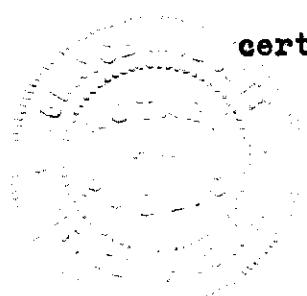
IN WITNESS WHEREOF, we have hereunto set our hands and seals in triplicate originals this 16th day of July, 1942.

Lyle C. McDermott  
Arland Oakley  
R. O. Camozzi

STATE OF IDAHO,      }  
                            } ss.  
County of Ada.      )

On this 16th day of July, in the year 1942, before  
me, Grayce Mudgett, a Notary Public in and for said  
County and State, personally appeared LYLE C. McDERMOTT,  
ARLAND OAKLEY, and R. O. CAMOZZI, known to me to be the  
persons whose names are subscribed to the foregoing  
Articles of Incorporation, and each for himself ac-  
knowledged that he executed the same.

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

  
Grayce Mudgett  
Notary Public for Idaho,  
Residing at Boise, Idaho.