

State of Idaho



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

IRA H. MASTERS

I, ~~XXXXXXXXXXXX~~, 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

MINES MANAGEMENT, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **29th** day of **June**, 1951,

original articles of amendment, as provided by Sections 30-146 and 30-147, Idaho Code, amending Article VI by increasing the number of directors to five (5),

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **67** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 **29th** day
of **June**, in the year of our Lord
one thousand nine hundred **fifty-one**,
and of the Independence of the United States of
America the One Hundred **Seventy-fifth**.

Secretary of State.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
MINES MANAGEMENT, INC.

WHEREAS Mines Management, Inc. was incorporated under the laws of the State of Idaho on the 20th day of February, 1947, with its principal place of business at Wallace, Shoshone County, Idaho; and

WHEREAS by proceedings duly had Article V of its Articles was amended in September, 1949 by increasing the capital stock of the corporation to 2,500,000 shares with a par value of 25¢ per share, and providing that such stock be common and non-assessable; and

WHEREAS the stockholders at the annual meeting on June 12, 1951, duly called upon notice of the specific purpose, by vote of more than two-thirds of all the issued and outstanding capital stock of the corporation represented at said meeting, voted in favor of amending Article VI of the Articles of Incorporation to provide that the number of directors be increased to five, which Article is amended to read as follows:

ARTICLE VI. DIRECTORS

The number of directors of this corporation shall be Five (5).

NOW THEREFORE we, the President and Secretary of said corporation, do hereby certify that the following is a full, true and correct copy of the Articles of Incorporation of Mines Management, Inc. as now amended.

AMENDED ARTICLES OF INCORPORATION
OF MINES MANAGEMENT, INC.

KNOW ALL MEN BY THESE PRESENTS:

That A. W. Wayne, E. S. Ware and J. A. Wayne, each of whom is a natural person, of full age, a citizen of the United States and of the State of Idaho, and residents of said State of Idaho, do hereby associate themselves together for the purpose of forming a corporation under the laws of the State of Idaho, and do certify as follows:

ARTICLE I. NAME.

The name of this corporation shall be MINES MANAGEMENT, INC.

ARTICLE II. PURPOSES.

The purposes for which this corporation is formed are: To locate, purchase, patent, acquire, lease, rent, option, bond, own, hold, occupy, use, mortgage, pledge or otherwise hypothecate, rent or lease, sell and convey property, of any and every character whatsoever, real, personal, and/or mixed, including mills, concentrators, reduction works, smelters, water and water rights, stocks and bonds of this or any other corporation; to engage in, conduct, manage, and/or operate a general mining, milling, smelting, real estate, and merchandising business; to do and perform all acts and things necessary, proper or expedient in promoting any of the objects and purposes herein expressed; and for the purpose of attaining or furthering any of its objects or purposes, to do any and all other acts or things, and to exercise any and all other powers which a corporation could do in furthering the accomplishment of the purposes herein expressed.

ARTICLE III. DURATION.

The duration of this corporation shall be perpetual.

ARTICLE IV. REGISTERED OFFICE.

The location and post office address of this corporation's registered office in the State of Idaho shall be and is: Wallace, Shoshone County, Idaho. But said corporation shall have plenary power to maintain branch offices outside the State of Idaho.

ARTICLE V. CAPITAL STOCK.

The amount of capital stock of this corporation shall be \$625,000.00 divided into 2,500,000 shares of the par value of 25¢ per share; and that the stock of the company shall be common and non-assessable.

ARTICLE VI. DIRECTORS.

The number of directors of this corporation shall be Five (5).

ARTICLE VII. INCORPORATORS.

Following is the name and post office address of each of the incorporators of this corporation, and a statement of the number of shares of stock subscribed by each:

- A. W. Wayne, 115 Cedar St., Wallace, Idaho;
1,000 shares, par value \$100.
- E. S. Ware, 635 East Jefferson, Boise, Idaho;
1,000 shares, par value \$100.
- J. A. Wayne, 215 Gyde-Taylor Bldg., Wallace, Idaho;
1,000 shares, par value \$100.

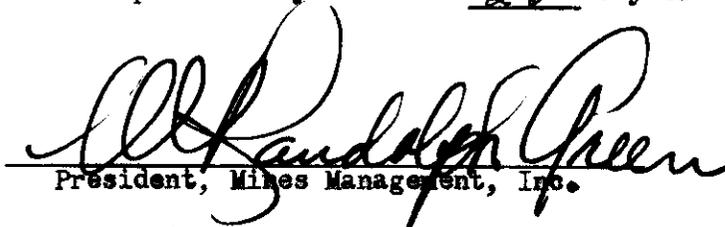
ARTICLE VIII

The Board of Directors of this corporation shall have power and authority to repeal and amend the by-laws of this corporation and to adopt new by-laws; provided, however, that said Board of Directors shall not make or alter any by-law fixing their qualifications, classification, term of office or compensation.

ARTICLE IX.

The corporation may make a voluntary sale, lease or exchange of all of its assets upon such terms and conditions as may be deemed expedient, including exchange for shares of another corporation, domestic or foreign; and such sale may be authorized and approved by shareholders representing 51% of the issued and outstanding capital stock of the corporation as shown by its books, at a meeting duly called for that purpose on thirty days' written notice to all shareholders. Such written notice shall be placed in the United States mail, postage prepaid, and addressed to each shareholder at his last known post office address.

IN WITNESS WHEREOF we have hereunto set our hands and affixed the seal of said corporation before a Notary Public as provided by law this 25 day of June, 1951.



President, Mines Management, Inc.

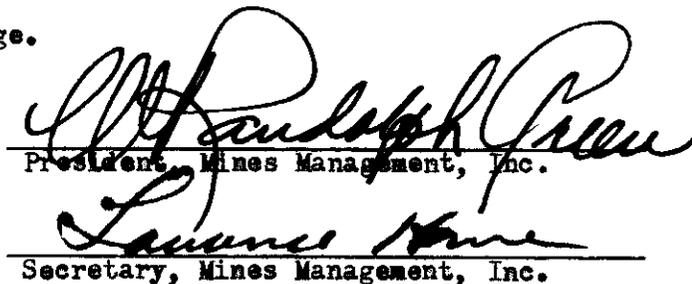


Secretary, Mines Management, Inc.

Attest by Corporate
Seal Affixed.

STATE OF WASHINGTON)
) ss
County of Spokane)

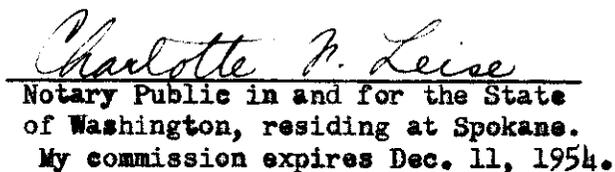
W. R. GREEN and LAURENCE HOWE, being first duly sworn on oath depose and say: They are the President and Secretary respectively of Mines Management, Inc., a corporation organized under the laws of the State of Idaho; that they have read the foregoing Articles of Amendment to the original Articles of Incorporation of the said Mines Management, Inc. and know the contents thereof, and that the facts therein stated are true of their personal knowledge.



President, Mines Management, Inc.


Secretary, Mines Management, Inc.

SUBSCRIBED AND SWORN TO before me this 25 day of June, 1951.



Notary Public in and for the State
of Washington, residing at Spokane.
My commission expires Dec. 11, 1954.