



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

ELECTRONIC METALS, INC.

was filed in the office of the Secretary of State on the **Twentieth** day
of **February** A.D. One Thousand Nine Hundred **Sixty-four** and
duly recorded on Film No. **127** 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
Boise in the County of **Ada.**

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 **20th** day of **February**,
A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

ELECTRONIC METALS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of full legal age and citizens of the United States and citizens and residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho,

AND WE HEREBY CERTIFY:

First: That the name of the corporation shall be

ELECTRONIC METALS, INC.

Second: That the purposes for which it is formed are:

To continue the work of development of, and to erect a mill, mills, and other reduction works, for crushing the ores, produced from lode and placer mining claims, situated in the Yellow Pine Mining District, Valley County, State of Idaho, and to acquire, purchase, own, control and operate said mines and mining property, located as aforesaid, with full power, at any time to sell or dispose of the same; or any agreement covering the same; also, to buy or sell, or operate, any other mine or mines, or mining property in said Mining District, or in any other District, County or State, and, also, mining and ore reducing machinery, supplies, material, water and water rights and such personal property as may be necessary and expedient in carrying on the business of this Company, and to do all other things that may be essential to carry into effect the objects, purposes and powers of this corporation;

Also, to do all kinds of mining, refining, transportation, mercantile, manufacturing and trading business;

To buy, sell, hire, lease, or otherwise acquire, lands containing, or believed to contain, petroleum, natural gas, oil springs, or other mineral deposits; to purchase, sell, hire, lease, or otherwise acquire, land, mines, mineral claims, water rights and franchises, mill sites, and timber lands;

To carry on the business of producing, refining, storing, supplying, buying, selling and distributing petroleum and petroleum products and by-products of all classes and descriptions and minerals; to carry on the business of searching for, prospecting, preparing, producing, piping, storing, and transporting water, gas, petroleum and other oils, and their products, by-products and minerals;

To construct, build, sell, buy, operate, hire, and otherwise acquire, lease and maintain, oil wells, refineries, buildings, machinery, plants, stores, and warehouses;

To lay down, construct, acquire, maintain, purchase, sell, operate, own, hire and lease (for transportation of petroleum oil and its products, natural gas and water) pipe lines, tanks, pump-stations, connections, fixtures, storage-houses and such machinery, apparatus and devices as may be necessary to operate such pipes and pipe lines between various points; to transport petroleum oil and its products, natural gas and water for hire, as a common carrier or otherwise, through said pipe lines; also wherever permitted by law, to have the right and power to enter upon public and private rights of way, easements, properties of all persons and corporations, and to have the right to lay pipes and pipelines across and under any public road, railroad, right of way, street railroad, canal or stream; to lay its pipes and pipelines across and under any street or alley in any incorporated city or town, with the consent and under direction of the proper authorities of such city or town;

To transport goods and merchandise by land or water in any manner;
to construct, purchase, sell, lease, hire, own and operate all kinds of vessels,
both for inland and deep water navigation, barges, and any and every kind of
vessel designated for the transportation upon water of goods, wares, and
merchandise, and to operate the same as a common carrier for hire or otherwise;

To buy, sell, lease, rent, improve and mortgage lands;

To build, buy, sell, hire, lease, rent and otherwise acquire houses,
structures, vessels, cars, wharves, docks, and piers, and franchises to maintain
the same;

To establish, conduct, and maintain educational institutions to teach the
individual business methods as applied to economic operation of mines and every
branch thereof;

To carry on its business and have officers and agencies therefor in all
parts of the world;

To erect, maintain, operate, own, hire, lease, rent, and otherwise
acquire mills, works, laboratories, workshops and dwelling houses for workmen
and others;

To search for, prospect, examine, refine, smelt, produce, crush,
concentrate, manipulate, and treat gold, silver, cinnabar, lead, zinc, and minerals
of every class and description anywhere;

To manufacture, buy, sell, import, export, hire and lease and generally
deal in machinery, pumps, drills, implements, and conveniences suitable for
use in connection with the oil or mining business;

To own and operate experimental plants for the determination of any and every kind of industrial process;

To acquire, own, operate, improve, sell, hire, lease and mortgage real property of any and every kind, including mines, millsites, mineral lands, timber lands, reduction-sites, or plants, easements, dams, damsites, power-plants, transportation systems, and improvements upon or in real estate of every kind and nature, anywhere;

To manufacture, buy, sell, deal in, export and import any and every kind or description of material, merchandise, products or other property, and to act as purchasing and selling agents therefore;

To obtain, own, lease, hire, use, vend and sell, and in any and every way deal in and with patents, patent rights and interests therein and inventions of every kind including trade marks;

To construct, acquire, maintain, and operate plants and lines or conduits for the generation and transmission of gas or electricity, or power derived in whole or in part therefrom, and to sell to others or use, as it may see fit, such products when so generated or transmitted;

To own, locate, obtain, sell, develop and maintain water rights, and franchises of every kind, including the generation and sale, or lease of power derived in whole or in part therefrom;

To carry on the business of mining and milling or reduction in all their branches;

To establish, become interested in, buy, sell, conduct, hire, lease

or maintain stores, warehouses, docks, wharves, piers, or landings and boarding or dwelling houses of every kind and description;

To establish and maintain branches or agencies;

To borrow money on corporate obligations, with or without security, including the right to issue bonds or debentures, and where necessary, to secure the payment of the same by mortgage, deed of trust, hypothecation or pledge of the property of this corporation;

To loan or advance money to individuals, firms or corporations, on open account, or on personal or corporate notes of such individuals, firms or corporations, with or without security;

To buy, own, hold, or otherwise acquire, pledge, sell, or otherwise dispose of shares of the capital stock or bonds of this corporation, and also of other corporations, including the right to deal in bonds or obligations of any municipality, state or government, or of any other governmental entity;

To guarantee or secure the payment of bonds or stock issued by any other corporation;

To enter into contracts of all kinds with firms, individuals, corporations and civil, municipal, state or other governmental authorities, whenever the same shall be authorized by the directors of this corporation, or by the by-laws of this Company;

To act as fully for this or for any other corporation, partnership, firm, association, syndicate or individual as any individual could do;

To sell, lease, exchange, surrender, or otherwise deal with the whole

of the undertaking and property and rights of this corporation, or any part thereof, for such consideration as the Board of Directors may think fit, and in particular for any shares (whether credited as partly or fully paid up, or otherwise), debentures of securities of any other company, and to divide such part or parts as may be determined by the Board of Directors of the purchase moneys, whether in cash, shares or other equivalent, which may at any time be received by this corporation on a sale of, or other dealing with, the whole or part of its property, estate, effects and rights of the corporation amongst its stockholders by way of dividend or bonus in proportion to this share, or otherwise to deal with the same as the Board of Directors may determine; provided, however, that such sale, lease, exchange, surrender, or other disposition of the property and rights of this corporation, shall be ratified by the vote or written assent of two-thirds of all the issued stock.

To acquire licences for the operation of radio and television stations and to operate and lease such stations within the laws, rules, and regulations as fixed by the Federal Communications Commission; also to construct, maintain, lease and operate telephone lines and switchboards and any other systems of communication.

To engage in any and all types of engineering work allowed by Idaho State Statutes or not prohibited by any specific statute.

Third: That the place where the principal business of said corporation is to be transacted is the City of Boise, County of Ada, State of Idaho; with the post office address being Box 827.

Fourth: That the corporation is to have perpetual existence, subject only to dissolution in the manner provided by law.

Fifth: That the number of directors or trustees of said corporation shall not be less than three (3) nor more than five (5), as fixed by the by-laws, and that the names and residences of the directors or trustees who are appointed for the first year and to serve until the election and qualification of such officers, are as follows, to wit:

<u>NAME</u>	<u>WHOSE RESIDENCE IS AT</u>
E. E. Oberbillig	Box 827, Boise, Idaho
D. D. Oberbillig	Box 827, Boise, Idaho
Leslie E. Oberbillig	2808 Ona St, Boise, Idaho

Sixth: That the amount of the capital stock of said corporation is Twenty Five Thousand Dollars (\$25,000.00), and the number of shares of common stock into which it is divided is Two Hundred Fifty Thousand (250,000) of the par value of Ten Cents (10¢) each; all of the common stock shall be and remain non-assessable.

Seventh: That the amount of said capital stock which has been actually subscribed is Three Dollars (\$3.00), and the following are the names of the persons to whom the same has been subscribed, and the amount subscribed by each of them, to wit:

<u>NAME OF SUBSCRIBER</u>	<u>NO. OF SHARES</u>	<u>AMOUNT</u>
E. E. Oberbillig	10	\$1.00
D. D. Oberbillig	10	\$1.00
Leslie E. Oberbillig	10	\$1.00

Eighth: That the private property of the stockholders of said corporation shall be and is hereby made forever exempt from all liabilities for corporate debts and obligations of said corporation.

IN WITNESS WHEREOF, We have hereunto set our hands and seals
this 19th day of February, in the year of our Lord, one thousand nine hundred
and sixty-four.

E. E. Oberbillig (SEAL)

D. D. Oberbillig (SEAL)

Leslie E. Oberbillig (SEAL)

STATE OF IDAHO,)
: ss.
COUNTY OF ADA,)

On this 19th day of February, 1964, in the year A.D. one thousand nine
hundred and sixty-four, before me, Jack W. Ryan a Notary
Public in and for said City and County, residing therein, duly commissioned
and sworn, personally appeared E. E. Oberbillig, D. D. Oberbillig, and Leslie
E. Oberbillig, known to me to be the persons whose names are subscribed to
the within instrument, and they each acknowledged that they executed the same.

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

(SEAL)

Jack W. Ryan
Notary Public for Idaho,
Residing at Boise, Idaho.