



Department of State.

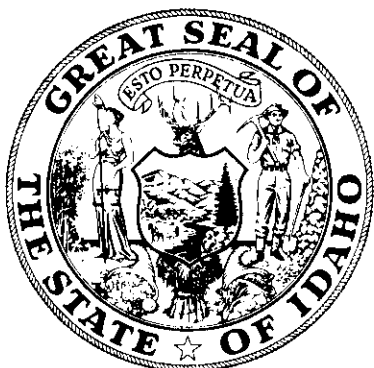
**CERTIFICATE OF AUTHORITY
OF**

HIS WAY CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ***HIS WAY CORPORATION*** for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to ***HIS WAY CORPORATION*** to transact business in this State under the name ***HIS WAY CORPORATION*** and attach hereto a duplicate original of the Application for such Certificate.

Dated ***January 19***, 19 ***81***.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby apply for Certificate of Authority to transact business in your State, and for that purpose submits the following statement.

SECRETARY OF STATE

1. The name of the corporation is HIS WAY CORPORATION
2. *The name which it shall use in Idaho is HIS WAY CORPORATION
3. It is incorporated under the laws of Arizona
4. The date of its incorporation is November 5, 1980 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 2715 North Third Street, Phoenix, Arizona 85004
6. The address of its proposed registered office in Idaho is P.O. Box 815
McCall, Idaho 83638, and the name of its proposed registered agent in Idaho at that address is JOHN C. HOVER
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To develop, manufacture, market, and distribute mining tools, equipment and products.
8. The names and respective addresses of its directors and officers are:

| Name | Office | Address |
|------------------------|----------------------------------|---|
| <u>John C. Hover</u> | <u>President</u> | <u>P.O. Box 815</u> <u>McCall, Idaho 83638</u> |
| <u>William Hibbard</u> | <u>Vice President-Production</u> | <u>P.O. Box 376</u> <u>McCall, Idaho 83638</u> |
| <u>Danny L. Bell</u> | <u>Vice President-Sales</u> | <u>c/o P.O. Box 813</u> <u>McCall, Idaho 83638</u> |
| <u>M. Beth Hover</u> | <u>Secretary/Treasurer</u> | <u>P.O. Box 815, McCall, ID 83638</u> |

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

| Number of Shares | Class | Par Value Per Share or Statement That Shares Are Without Par Value |
|------------------|---------------|--|
| <u>20,000</u> | <u>Common</u> | <u>No par value</u> |
| | | |
| | | |

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

| Number of Shares | Class | Par Value Per Share or Statement That Shares Are Without Par Value |
|------------------|--------|--|
| 2,000 | Common | No par value |
| | | |
| | | |

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated November, 19 80

By

John C. Hover

Its _____ President

and

M. Beth Hover

Its _____ Secretary

STATE OF Idaho)
COUNTY OF Valley) ss:

I, Nolores Wallace, a notary public, do hereby certify that on this 10 day of November, 19 80, personally appeared before me John C. Hover, who being by me first duly sworn, declared that he is the President of HIS WAY CORPORATION

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Nolores Wallace
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

STATE OF ARIZONA

Corporation Commission

JUN 12 10 05 AM '81
SECRETARY



To all to Whom these Presents shall Come, Greeting:

HIS WAY CORPORATION

SECRETARY OF ARIZONA

I hereby certify the annexed is a true and complete copy of the
2 page document on file in
this Office.

DATED: November 5 1980

By: *Ann Thurston*

This Certification Supersedes
Our Previous Certification Dated

February 9-11-80



ARTICLES OF INCORPORATION
OF
HIS WAY CORPORATION

RECORDED
NOV 11 2 00 PM '80
11.5

1. NAME: The name of the corporation is HIS WAY CORPORATION.

2. PURPOSE: The purpose for which this corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time, including without limitation, the development, marketing and distribution of mining tools, equipment and products.

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3. INITIAL BUSINESS: The corporation's initial business: To develop, market and distribute mining tools, equipment and products.

4. AUTHORIZED CAPITAL: The corporation shall have the authority to issue 20,000 shares of common stock, no par value.

5. STATUTORY AGENT: The name and address of the initial Statutory Agent of the corporation is: JOHN A. HENRY, 2715 North Third Street, Phoenix, Arizona 85004.

6. BOARD OF DIRECTORS: The initial Board of Directors shall consist of three directors. The persons named to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are: JOHN C. HOVER, P.O. Box 815, McCall, Idaho 83638, WILLIAM HIBBARD, P.O. Box 376, McCall, Idaho 83638, and DANNY L. BELL, P.O. Box 376, McCall, Idaho 83638.

7. INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS: The corporation shall indemnify its officers, directors, employees, or agents in accordance with the provisions of Arizona Revised Statutes, Section 10-005 or any successor statute.

8. INCORPORATORS: The incorporators of the corporation are: JOHN A. HENRY, 2715 North Third Street, Phoenix, Arizona 85004, and MICHAEL C. MONSON, 2715 North Third Street, Phoenix, Arizona 85004. All powers, duties and responsibilities of the Incorporators shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission for filing.

IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands this 4th day of November, 1980.


JOHN A. HENRY


MICHAEL C. MONSON

STATE OF ARIZONA)
) ss.
County of)

The foregoing instrument was acknowledged before me
this 4th day of November, 1980 by JOHN A. HENRY and MICHAEL
C. MONSON.

Dwada Colon
Notary Public

My Commission Expires:

July 15, 1983