

State of Idaho

Department of State

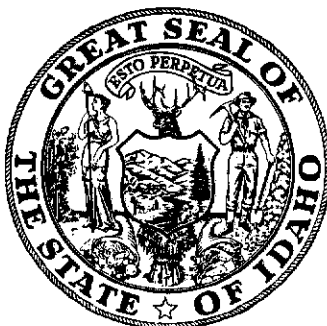
CERTIFICATE OF AUTHORITY
OF

HANOVER GOLD COMPANY, INC.
File number C 112913

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of HANOVER GOLD COMPANY, INC. 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 HANOVER GOLD COMPANY, INC. to transact business in this State under the name HANOVER GOLD COMPANY, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: December 11, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ara Sikel*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

DEC 11 8 42 AM '95
SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is Hanover Gold Company, Inc.
2. The name which it shall use in Idaho is Hanover Gold Company, Inc.
3. It is incorporated under the laws of Delaware
4. Its date of incorporation is 12-06-84 and its duration, if other than perpetual, is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is
Prentice Hall, 1013 Centre Road, Wilmington, DE 19805
6. The address to which correspondence should be addressed, if different than item 5, is _____
1000 Northwest Blvd, Suite 100, Coeur d'Alene, Idaho 83814
7. The street address of its registered office in Idaho is 1000 NW Blvd, Coeur d'Alene, ID 83814
_____, and its registered agent in Idaho at that address is Frank Duval
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
Mine management, exploration, development, and/or operations.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Neil A. Degerstrom</u>		<u>N. 3303 Sullivan RD, Spokane, WA 99210</u>
<u>Fred R. Schmid</u>	<u>Pres., CEO, Chairman</u>	<u>14 Hewlette Dr. Williston, NV 11596</u>
<u>Frederick D. Owsley</u>		<u>2465 E. Chocoma U:111 Dept Coeur d'Alene, ID 83814</u>
<u>Stephen J. Schmid</u>	<u>CFO, Vice-President</u>	<u>900 E 8th Ave., Suite 300</u>
<u>Pierre Gousseland</u>	<u>Sec-Treasurer</u>	<u>King of Prussia, PA 18406</u>
<u>James A Fish</u>		<u>#4 Lafayette Ct. Greenwich CT 06830</u>
<u>Laurence Steinbaum</u>		<u>N. 3303 Sullivan RD, Spokane WA 99210</u>
<u>Nicholas S. Young</u>		<u>Village RD, New Vernon, NJ 07976</u>
		<u>26 Glen Evon Dr., Riverside, CT 06878</u>

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

Dated: 12/1/95

Hanover Gold Company, Inc.
(Corporation name)

By Lud R. Schmid
Its President Vice President, Secretary or Assistant Secretary
(please specify)

Secretary of State use only
IDAHO SECRETARY OF STATE
DATE 12/11/1995 0900
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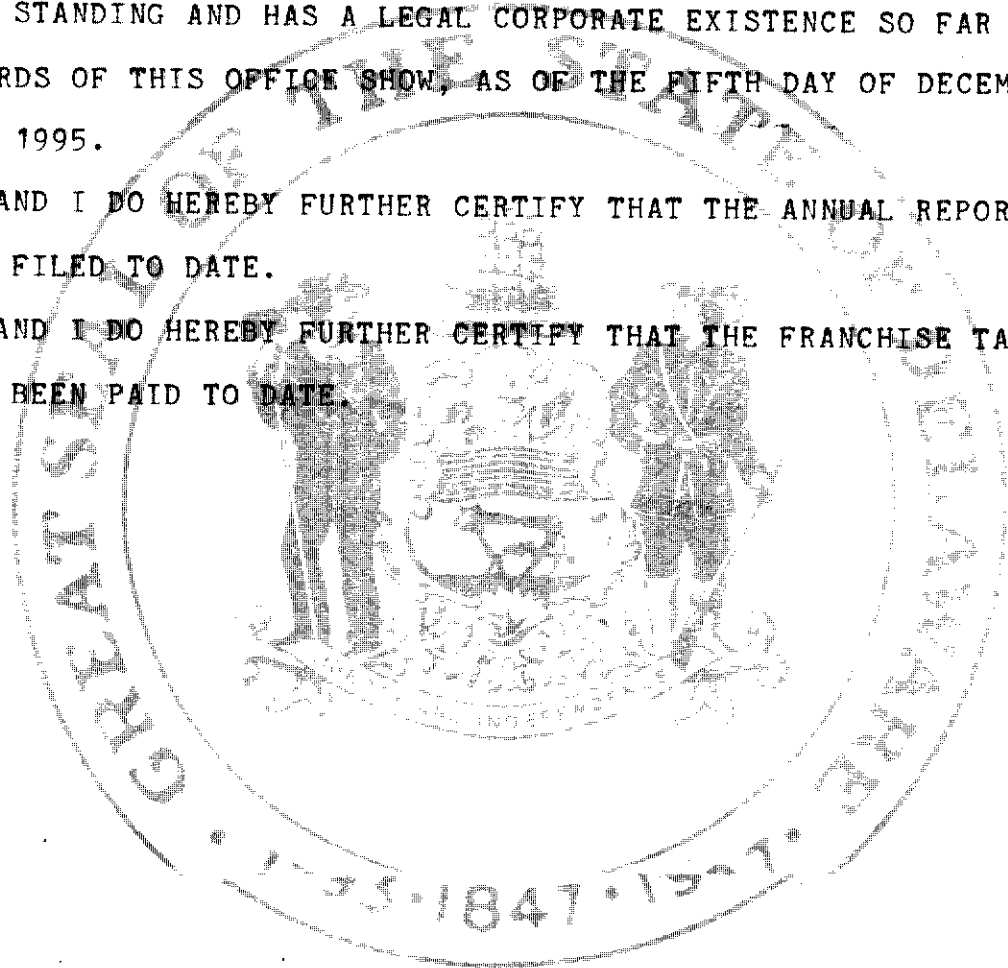
State of Delaware
Office of the Secretary of State

DEC 11 8 42 AM '95
SECRETARY OF STATE
STATE OF IDAHO

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HANOVER GOLD COMPANY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF DECEMBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7736520

DATE: 12-05-95