

**CERTIFICATE OF CHANGE OF THE CAPITAL STOCK  
OF THE IDAHO COPPER COMPANY, LTD.**

We, Richard H. Johnson, Chairman of the meeting of the stockholders of the Idaho Copper Company, Limited, held on the 13th day of June, A.D. 1925, for the purpose of amending the Articles of Incorporation of the Idaho Copper Company to provide for a change in the capital stock of said company, and a Director of said company, and C. H. Nixon, Assistant-Secretary of said company and Secretary of said special meeting of the stockholders, do hereby certify and make known that the following proceedings were had and duly entered upon the minutes of the Idaho Copper Company, Limited:

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE IDAHO COPPER COMPANY, LTD., HELD AT THE LOS ANGELES OFFICE OF THE COMPANY, 643-4 TITLE INSURANCE BUILDING IN SAID CITY OF LOS ANGELES, LOS ANGELES COUNTY, CALIFORNIA, ON MAY 9, 1925 AT 2 O'CLOCK P.M.

Present: Messrs C. H. Griggs, Mayor Hoppenyan and Cooley Butler.

The following resolution was offered by Mr. Cooley Butler and seconded by Mr. Mayor Hoppenyan and unanimously passed:

RESOLVED, By the Directors of the Idaho Copper Company, Ltd., that a special meeting of the stockholders of the company be called, to meet at the office of the company in Boise, Idaho, on Saturday the 13th day of June, 1925, at the hour of 10 o'clock A.M. for the following purposes:

First: To take into consideration and vote upon the proposition of amending paragraph SIXTH of the Articles of Incorporation of the company to read that "The amount of the capital stock of this corporation shall be Ten Million Dollars, divided into ten million shares of the par value of \$1.00 each, all of which shall be common stock."

Second: To take into consideration and vote upon the question of amending the contract heretofore entered into between Cooley Butler, Mayor Hoppenyan and Frank A. Kennedy and the company, dated January 10, 1925, to provide for the substitution with the escrow agreement in the Boise City National Bank of 1,500,000 shares of common stock in lieu of the certificates representing 1,500,000 shares of preferred stock.

Third: To take into consideration and vote upon the proposition of complying with the conditions imposed by the State Corporation Commission of the State of California, as conditions for the granting by said Commission of a permit to this company for the sale of its corporate stock within the State of California.

Fourth: For the transaction of such other business as may be properly brought before the meeting.

C. H. Nixon,  
Assistant Secretary.

And we do furthermore declare and certify that in pursuance of the foregoing resolution, adopted by the Directors of said company, the following notice was signed by O. H. Griggs, Maytor Hoppenyan, Cooley Butler, Frank A. Kennedy and R. H. Johnson, Directors of said company, and was published in the Idaho Daily Statesman, a newspaper of general circulation published daily (Sundays excepted) at Boise, County of Ada, State of Idaho, once each and every week for five consecutive weeks for at least thirty days before the day appointed for the said meeting; and said notice was also published in the Los Angeles Daily Journal, a newspaper printed and published daily (Sundays excepted) in the City and County of Los Angeles, State of California, once each and every week for five consecutive weeks for at least thirty days before the day appointed for said meeting:

#### NOTICE OF STOCKHOLDERS MEETING

Office of the Idaho Copper Company, Limited, 643-4 Title Insurance Building, Los Angeles, California, May, 9, 1925.

In accordance with the resolution adopted at a special meeting of the Directors of the Idaho Copper Company, Limited, held this day, a special meeting of the stockholders of the company is hereby called, the same to be held in the office of the company, 112 North Sixth Street, in the City of Boise, County of Ada, State of Idaho, on Saturday, the 13th day of June, 1925, at the hour of ten o'clock a.m. for the following purposes:

First: To take into consideration and vote upon the proposition of amending paragraph Sixth of the articles of incorporation of the company to read that "The amount of the capital stock of this corporation shall be ten million dollars divided into ten million shares of the par value of \$1.00 each, all of which shall be common stock".

Second: To take into consideration and vote upon the question of amending the contract heretofore entered into between Cooley Butler, Maytor Hoppenyan and Frank A. Kennedy and the company, dated January 10, 1925, to provide for the substitution with the escrow agreement in the Boise City National Bank of 1,500,000 shares of common stock in lieu of the certificates representing 1,500,000 shares of preferred stock.

Third: To take into consideration and vote upon the proposition of complying with the conditions imposed by the State Corporation Commission of the State of California, as conditions for the granting by said Commission of a permit to this company for the sale of its corporate stock within the State of California.

Fourth: For the transaction of such other business as may be properly brought before the meeting.

O. H. Griggs,  
Maytor Hoppenyan,  
Cooley Butler,  
Frank A. Kennedy,  
R. H. Johnson,

Directors.

We further certify and declare that in pursuance of said notice and on the day appointed therein, to-wit: the 13th day of June, A. D. 1925 at 10 o'clock A.M. of said day at the office of said company, in the City of Boise, County of Ada, State of Idaho, the meeting of the stockholders of the Idaho Copper Company, Ltd. duly took place and was had;

That the said Richard H. Johnson presided as Chairman at said meeting and the said C. H. Nixon acted as the secretary thereof; that the whole number of shares of the outstanding capital stock of the company up to that time was 446,080 shares; that the number of shares represented at that meeting was 440,330 shares, and that the following were the proceedings which duly took place and were then and there had, to-wit:

MINUTES OF A SPECIAL MEETING OF THE STOCKHOLDERS OF THE IDAHO COPPER COMPANY, LIMITED, HELD AT THE OFFICE OF THE COMPANY 112 NORTH SIXTH STREET, IN THE CITY OF BOISE, COUNTY OF ADA, STATE OF IDAHO, ON SATURDAY, THE 13TH DAY OF JUNE, 1925 AT THE HOUR OF TEN O'CLOCK A.M.

The meeting was called to order by Richard H. Johnson, who acted as chairman and presided at the meeting, and C. H. Nixon, Assistant-Secretary of the Company acted as secretary of the meeting and recorded the proceedings.

The following stockholders, who are owners of more than two-thirds of all the outstanding capital stock of the company, were present either in person or by proxy:

<u>NAME</u>	<u>PROXY</u>	<u>SHARES</u>
Richard H. Johnson		6,000
C. H. Nixon		5,390
Frank A. Kennedy		73,500
Cooley Butler	R. H. Johnson	121,790
John W. Buchanan	Do.	1,000
Colin F. Brown	Do.	100
O. H. Griggs	Do.	100,600
William J. Butler	Do.	6,000
Robert N. Bell	Do.	100
Claus Saline	Do.	250
Lulu Skinner	Do.	700
C. L. Skinner	Do.	700
Pierce Butler, Jr.	Do.	5,000
Charles Ceaser	Do.	500
J. L. Denman	C. H. Nixon	500
L. E. Hall	Do.	1,000
Dale Donnelly	Frank A. Kennedy	500
Otto E. Brauer	Do.	100
J. W. Cox	Do.	700
Geo. A. Winkler	Do.	100
W. E. Frechafer	Do.	90
L. C. Brewer	Do.	2,480
Frank X. Lauzon	Do.	1,000

<u>NAME</u>	<u>PROXY</u>	<u>SHARES</u>
Pliny H. Peaceck	Frank A. Kennedy	4,430
M. C. Lake	Do.	1,900
J. H. Cobley	Do.	500
R. J. Whiteside	Do.	10,100
A. H. Keckler	Do.	100
Mayor Hoppenyan	Do.	96,100

making a total of 440,330 shares, represented either in person or by proxy, and constituting more than two-thirds of the outstanding stock of the company.

The Chairman directed that the proxies of the absent stockholders be filed with the Secretary, which was done.

The Assistant-Secretary then presented to the meeting the proofs of publication of the notice of the meeting, which was published in The Idaho Daily Statesman, a newspaper of general circulation, published at Boise, Idaho, and in The Los Angeles Daily Journal, a newspaper of general circulation published at Los Angeles, California, from which proofs of publication it appeared that due and legal publication of the notice of meeting had been made.

The Chairman announced that a quorum was present, and that the meeting was competent to pass on the special object of the meeting, to-wit: to take into consideration and vote upon the proposition of amending paragraph SIXTH of the Articles of Incorporation of the company to read that, "The amount of the capital stock of this corporation shall be Ten Million Dollars, divided into ten million shares of the par value of \$1.00 each, all of which shall be common stock," as set forth in the notice of the meeting.

The meeting then proceeded to consider the proposition, and after debating the same, the following resolutions were offered by Mr. Frank A. Kennedy and were duly seconded by Mr. C. H. Nixon, and upon being put to a vote were unanimously adopted:

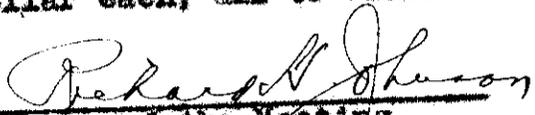
BE IT RESOLVED, That paragraph SIXTH of the Articles of Incorporation of the Idaho Copper Company, Limited, be, and it hereby is, amended to read "That the amount of the capital stock of this corporation shall be Ten Million (\$10,000,000.00) Dollars, divided into ten million (10,000,000) shares of the par value of One (\$1.00) Dollar each, all of which stock shall be common stock."

BE IT FURTHER RESOLVED, That the President and Secretary, be, and they hereby are, instructed to take the necessary steps to carry out the foregoing resolution and to cause the certificates of preferred stock heretofore authorized, to be cancelled and destroyed."

C. H. Nixon,  
Assistant-Secretary.

And we do further certify that the 1,500,000 shares of preferred stock of the par value of One (\$1.00) Dollar each, heretofore authorized as a part of the capital stock of the Idaho Copper Company, Limited, is to be, and hereby is, eliminated and cancelled and the amount thereof, to-wit: 1,500,000 shares is to be, and hereby is, converted into 1,500,000 shares of common stock of the Idaho Copper Company, Limited, of the par value of One (\$1.00) Dollar each, and paragraph SIXTH of the Articles of Incorporation

of the Idaho Copper Company, Limited, is to be, and hereby is, amended by changing said paragraph to read as follows: SIXTH: That the amount of the capital stock of this corporation shall be Ten Million (\$10,000,000.00) Dollars, divided into ten million (10,000,000) shares of the par value of One (\$1.00) Dollar each, all of which stock shall be common stock.

  
Chairman of the Meeting

  
Assistant-Secretary.

STATE OF IDAHO }  
COUNTY OF ADA } ss.

Before me, Joseph J. Turner, a Notary Public, for the State of Idaho, residing in Boise, personally appeared Richard H. Johnson and C. H. Nixon, both of whom being duly sworn depose and say:

THAT The said Richard H. Johnson is a Director of the Idaho Copper Company, Limited, a corporation of the State of Idaho, with its principal place of business in Boise; that O. H. Griggs is the President and a Director of said company, and that the said C. H. Nixon is the Assistant-Secretary thereof;

THAT At the meeting of the Board of Directors of said company, set forth in the foregoing certificate, held on the 9th day of May, 1925, the said O. H. Griggs, presided and Maytor Hoppenyan, Secretary of the Company, acted as secretary thereof, and that the proceedings then and there had and done are truly set forth in the foregoing certificate;

THAT On the date set for the meeting of the stockholders of the company, to-wit; the 13th day of June, 1925, at the hour of ten o'clock A.M., Director Richard H. Johnson called the meeting to order and C. H. Nixon, Assistant-Secretary, recorded the proceedings and acted as secretary of the meeting;

THAT The proceedings of the said stockholders meeting, as set forth and described in the foregoing certificate did well and truly take place in the manner and form as therein set forth and

described, and said account of said proceedings is in all particulars true and correct; that all things, matters and facts described, set forth and made known in the foregoing certificate are true;

THAT By the proceedings certified and declared in the foregoing certificate the 1,500,000 shares of preferred stock of the par value of One (\$1.00) Dollar each, heretofore authorized as part of the capital stock of the Idaho Copper Company, Limited, is to be, and hereby is, eliminated and cancelled and the amount thereof, to-wit: 1,500,000 shares is to be, and hereby is, converted into 1,500,000 shares of common stock of the Idaho Copper Company, Limited, of the par value of One (\$1.00) Dollar each, and paragraph SIXTH of the Articles of Incorporation of the Idaho Copper Company, Limited is to be, and hereby is amended by changing said paragraph to read as follows: SIXTH -- That the amount of the capital stock of this corporation shall be Ten Million (\$10,000,000.00) Dollars, divided into ten million (10,000,000) shares of the par value of One (\$1.00) Dollar each, all of which stock shall be common stock.

Richard H. Johnson  
O. H. Griggs

Subscribed and sworn to before me this 15<sup>th</sup> day of June, 1925.

Seal

J. J. Turner  
Notary Public in and for the State of  
Idaho - Residence: Boise, Idaho.

STATE OF IDAHO }  
COUNTY OF ADA } ss.

We, O. H. Griggs, Maytor Hoppenyan, Cooley Butler, Frank A. Kennedy and Richard H. Johnson, Directors of the Idaho Copper Company, Limited, do hereby certify and declare that we are all the directors of said company and comprise a majority thereof;

THAT We have read the foregoing certificate and know the contents thereof, and that the matters, things, facts and proceedings, as set forth and described in said certificate, did well and truly take place in manner and form as therein set forth and described, and that the same are true and correct.

Maytor Hoppenyan Cooley Butler  
O. H. Griggs Frank A. Kennedy  
Richard H. Johnson