

CERTIFICATE OF AUTHORITY OF

AMERICAN CONSOLIDATED GOLDFIELDS, INC.

| I, PETE T. CENARRUSA. Secretary of duplicate originals of an Application of | State of the State of Idaho, hereby certify that AMERICAN CONSOLIDATED GOLDFIELDS, |
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| INC. for a Certifica | ate of Authority to transact business in this State. |
| duly signed and verified pursuant to the provisi | ions of the Idaho Business Corporation Act, have |
| been received in this office and are found to co | onform to law. |
| ACCORDINGLY and by virtue of the auth AMERICAN CONSOLIDATED Authority to | nority vested in me by law, I issue this Certificate of GOLDFIELDS, INC. |
| to transact business in this State under the name INC. and a | AMERICAN CONSOLIDATED GOLDFIELDS, |
| Dated June 19, 1987 | SECRETARY OF STATE |
| | Oca Mauthers Corporation Clerk |

Jan 13 10 TO WH, RI

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

| £ -> | is American | Consolidated Goldfields, Inc. |
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| 2. The name which it shall use is | n Idaho is | N/A |
| (To be used only when requ Board of Directors resolution | ired to avoid a confli n adopting assumed n | ct with a name already on file. Must be accompanied by a same in Idaho.) |
| 3. It is incorporated under the la | iws of <u>Delawa</u> | re |
| 4. The date of its incorporation | is <u>May 19, 19</u> | 87 and the period of its duration |
| . perpetual | | |
| | | |
| | | ountry under the laws of which it is incorporated is |
| 229 South State Stre | | |
| | • | Idressed, if different from that in item 5. |
| | Suite 4900, no | uston, Texas 77002 |
| 7. The street address of its propo | sed registered office i | n Idaho is 1 Capital Center, 999 Main |
| Street, Boise, Idaho | | |
| | | , and the name of its proposed |
| | rri - | |
| | | Prentice-Hall Corporation System, Inc. |
| 8. The purpose or purposes which | ch it proposes to purs | Prentice-Hall Corporation System, Inc. ue in the transaction of business in Idaho are: |
| 8. The purpose or purposes which | ch it proposes to purs | Prentice-Hall Corporation System, Inc. |
| 8. The purpose or purposes which Acquiring, exploring contain gold. | chit proposes to purs | Prentice-Hall Corporation System, Inc. ue in the transaction of business in Idaho are: ng mining properties which |
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| 8. The purpose or purposes which Acquiring, exploring contain gold. 9. The names and respective additional states and respective additional states are states as a second states and respective additional states are states as a second state a | ch it proposes to purs | Prentice-Hall Corporation System, Inc. ue in the transaction of business in Idaho are: ng mining properties which |
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| 8. The purpose or purposes which Acquiring, exploring contain gold. 9. The names and respective additional C. Idzal Peter R. Kirwan-Taylor | ch it proposes to purson and developing and develop | Prentice-Hall Corporation System, Inc. ue in the transaction of business in Idaho are: ng mining properties which and officers are: Address 333 Clay Street, Suite 4900, Houston, 645 Madison Avenue, New York, NY 10022 134 Union Boulevard, Suite 600 |
| 8. The purpose or purposes which Acquiring, exploring contain gold. 9. The names and respective additional C. Idzal. Peter R. Kirwan-Taylor Richard Pliler | of it proposes to purson and developing and develop | Prentice-Hall Corporation System, Inc. ue in the transaction of business in Idaho are: ng mining properties which Address 333 Clay Street, Suite 4900, Houston, 645 Madison Avenue, New York, NY 1002: 134 Union Boulevard, Suite 600 Lakewood, Colorado 80228 |
| 8. The purpose or purposes which Acquiring, exploring contain gold. 9. The names and respective additional C. Idzal. Peter R. Kirwan-Taylor Richard Pliler Contague H. Hackett, Jr. | of it proposes to purson and developing and develop | Prentice-Hall Corporation System, Inc. The interpolation of business in Idaho are: Ing mining properties which Address 333 Clay Street, Suite 4900, Houston, 645 Madison Avenue, New York, NY 10022 134 Union Boulevard, Suite 600 Lakewood, Colorado 80228 645 Madison Avenue, New York, NY 10022 |
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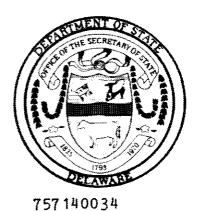
| Name | Office | Address |
|--|-------------------------|--|
| W. Kirk Bosche' VP& | Treasurer | 333 Clay Street, Suite 4900 Houston, Texas 77002 |
| Brenda L. Stevens | Secretary | 333 Clay Street, Suite 4900 Houston, Texas 77002 |
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| The corporation accepts and she Idaho. | all comply with the pr | rovisions of the Constitution and the laws of the State of |
| | | |
| 11. This Application is accompanie | d by a certificate of C | Corporate Status or Existence, duly authenticated by the |
| proper officer of the state | or country under the | he laws of which it is incorporated. |
| Dated: June 9, 198; | | |
| · | AMERICAN | CONSOLIDATED GOLDFIELDS, INC. |
| | a WK | (Corporation Name) |
| | Ву | Its President/Vice President (please specify) |
| | and Bro. | nda LSfore |
| | 3111 | Its Secretary/Assistant Secretary (please specify) |
| TATE OFTexas |) | |
| COUNTY OF Harris |) ss;) | |
| rBetty Duncar | 1 | |
| | | , a notary public, do hereby certify that on |
| nis <u>9th</u> day o | f June | , 19 87, personally appeared before |
| W. K. Bosche' | | _, who being by me first duly sworn, declared that (s)he |
| the Vice President | | can Consolidated Goldfields, Inc. |
| | | |
| | | , |
| at (s)he signed the foregoing docum | ent asVice | President of the corporation and that |
| e statements therein contained are | rue. | of the corporation and that |
| fy commission expires 5/2 | 1/89. | |
| | | |
| | | |
| - | | Betty Duncan |
| | Betty Duncan | Notary Public |





Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY AMERICAN CONSOLIDATED GOLDFIELDS, 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 DATE SHOWN BELOW.



Michael Harkins, Secretary of State

AUTHENTICATION: 11243479

DATE: 05/20/1987