

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, IRA H. MASTERS, 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

FITSUM MINING COMPANY

was filed in the office of the Secretary of State on the **Twenty-second** day of **April** A. D. One Thousand Nine Hundred Thirty-**eight** and duly recorded in Book A- **21** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 29-103, Idaho Code, Annotated.

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 ~~existence~~ **of sixty (60) years** from the date hereof, with its registered office in this State located at **Coeur d'Alene** in the County of **Boise**.

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 **Twenty-second** day of **April**, in the year of our Lord one thousand nine hundred **Thirty-eight**, and of the Independence of the United States of America the One Hundred **Sixty-second**.

Secretary of State.

ARTICLES OF INCORPORATION OF
OF..... "FITSUM MINING CO."

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, citizens of the United States, over and above the age of twenty-one years, one of whom is a resident of the State of Idaho, have associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho and under the following written Articles of Association:

ARTICLE I

The corporate name of this corporation shall be "FITSUM MINING COMPANY."

ARTICLE II

The objects of this corporation shall be and it is formed for the purpose of buying, selling, holding, owning, managing, operating, developing, supervising, leasing, mortgaging, and contracting for or relating to mines, mineral property, minerals, mineral products, including coal, clay, stone, slate, and earth, and to engage in mining prospecting, and developing mineral and mining properties, and for the production of minerals and precious metals and other mineral products; to operate smelters, ore mills, and plants for the treatment of ores and mineral products; to construct, improve, or operate roads, bridges, viaducts, tunnels, tram-ways, railroads, sawmills, log chutes, power lines, power plants, ore treating plants, ore mills, flumes, ditches, waterways, or other mining requirements; to engage in construction or other work or services or the operation of any and all kinds of equipment or machinery which may be incident to, or connected with mining operations; to engage in the transportation of ores, minerals and mineral products, and the operation of all equipment incident or necessary thereto; to buy, sell, hold, own mortgage, lease, or contract for or relating to real estate and personal property of all kinds; to borrow and loan money, buy and sell promissory notes, mortgages, bills-of-exchange, accounts, choses in action, and all other evidences of indebtedness; to buy and sell real estate, county, municipal, and other bonds and securities; to buy, sell, hold, own, mortgage, hypothecate, pledge and control mining stocks and stocks in other corporations; to act as agent, trustee, attorney in fact or representative of any person, persons, firm or corporation; to exercise such rights and have and enjoy such privileges as the laws of this state at this time permit and extend to a mining corporation; to make and enter into contracts of all kinds, and to do or perform, such other business as may be necessary and usual to carry on, promote or protect the lines of business hereinbefore enumerated, and to engage in all such lines of business in other states, and in foreign countries, and to establish and maintain offices outside of the state of Idaho.

ARTICLE III

The term of existence of this corporation shall be fifty years from the date of the foundation of this company.

ARTICLE IV

The registered office of this corporation is at Coeur d' Alene, Kootenai County, Idaho.

ARTICLE V

The amount of the capital stock of this corporation is Three Hundred Thousand (\$300,000.00) Dollars, divided into twelve million shares of the par value of two and one-half cents per share.

ARTICLE VI

The shares of this corporation consist of Eleven Million Nine Hundred Seventy Thousand shares of Class "A" stock, and thirty thousand shares of Class "B" stock. Class "A" stock shall have and be entitled to ten cents per share annually in earnings or dividends in preference over Class "B" stock, but shall have no voting power. Class "B" stock has exclusive voting power, being entitled to one vote for each share of said Class "B" stock, outstanding. Class "B" stock shall share equally and prorate with Class "A" stock in all earnings or dividends over ten cents per share annually.

ARTICLE VII

The capital stock actually subscribed at this time is subscribed by the following persons, in the following amounts, to-wit:

<u>Subscriber</u>	<u>Amount</u>	<u>Amount of Subscription</u>
Cornelius E. Collier 415 Hyde Building Spokane, Washington	40	\$1.00
O. A. Johnson 316 Spofford Avenue Spokane, Washington	40	\$1.00
B. M. Taylor Box No. 177 Moscow, Idaho	40	\$1.00

ARTICLE VIII

The affairs of this corporation shall be managed by a board of directors, consisting of three in number; and the names and addresses and terms are as follows, to-wit:

<u>Name</u>	<u>Address</u>	<u>Terms</u>
Cornelius E. Collier	415 Hyde Building Spokane, Washington	April 9, 1938
		to April 9, 1939
O. A. Johnson	316 Spofford Avenue Spokane, Washington	April 9, 1938
		to April 9, 1939
B. M. Taylor	Box No. 177 Moscow, Idaho	April 9, 1938
		to April 9, 1939

ARTICLE IX

The corporate seal of this corporation shall be of such material as to make a distinct, legible impression on paper,-- circular in form, with the corporate name around the margin thereof

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals this 9th day of April, A. D., nineteen hundred and thirty-eight.

O. A. Johnson
B. M. Taylor
Lawrence E. Green

STATE OF WASHINGTON)
County of Spokane) ss

This is to certify that on this 9th day of April, A. D., nineteen hundred and thirty-eight, before me, Cornelius E. Collier, a Notary Public in and for the State of Washington, duly commissioned, qualified and sworn, personally came

O. A. Johnson and B. M. Taylor,

to me known to be the individuals described herein, and who executed the within instrument and acknowledged to me, as such Notary Public, that they signed and sealed the same as their free and voluntary act and deed, for the uses and purposes therein mentioned.


WITNESS my hand and official seal the day and date in this certificate first-above written.

Cornelius E. Collier
Notary Public in and for the State of Washington, residing at Spokane, Washington.

STATE OF WASHINGTON)
) ss
County of Spokane)

This is to certify that on this 16th day of April, A. D. nineteen hundred and thirty-eight, before me, E. J. BARKER, a Notary Public in and for the State of Washington, duly commissioned qualified and sworn, personally came Cornelius E. Collier to me known to be the individual described herein, and who executed the within instrument and acknowledged to me, as such Notary Public, that he signed and sealed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned.

WITNESS my hand and official seal the day and date in this certificate first above written.



Notary Public in and for the State
of Washington, residing at Spokane,
Washington.

AFFIDAVIT

STATE OF WASHINGTON)
County of Spokane) ss

Cornelius E. Collier being duly sworn on his oath says that he is one of the incorporators of Fittsun Mining Company; that said company has just been organized; and, up to the present time, it owns no property and is not in production or producing ore or concentrates or engaged in any profitable business; that this affiant makes this affidavit for the purpose of asserting claim of exemption from the necessity of paying license fees at this time.

Cornelius E. Collier

Subscribed and sworn to me this 18th day of April, 1938.

E. J. Parker
Notary Public in and for the State of
Washington, residing at Spokane.