

**CERTIFICATE OF INCREASE OF THE CAPITAL
STOCK OF THE LOOKOUT MINING AND MILLING COMPANY.**

THIS IS TO CERTIFY that at a meeting of the Board of Directors of the Lookout Mountain Mining and Milling company, held on the 13 th day of July, A.D. 1928, at the office of the company in the City of Kellogg, County of Shoshone, State of Idaho, held pursuant to the By-laws of said corporation and in due conformity thereto , and at which said meeting all of the members of the Board of Directors, to-wit, R.L.Brainard, W.L.Penney, Dan H.Jones, William Boro, William Hallead, were present and participated therein, the following resolution was offered and unanimously adopted by the vote of all of the said Board Of Directors, which said resolution was in words and figures following, to-wit:

"RESOLVED, that a meeting of the stockholders of the Lookout Mountain Mining and Milling Company be called to convene at the office of the company, in the City of Kellogg, County of Shoshone, State of Idaho, on the 18th day of August, 1928, at the hour of 8 o'clock p.m. of said day, for the following purposes, to-wit :

To submit to the stockholders of the said corporation and to vote upon the question, whether the capital stock of the said corporation shall be increased from \$ 500,000.00, divided into 2,000,000 shares of the par value of twenty-five (25) cents each, to Seven Hundred Fifty Thousand (750,000.00) Dollars, divided into three million (3,000,000) shares of the par value of twenty-five (25) cents each.

Be it further resolved, that a copy of this notice be served upon each of the stockholders of this corporation at least thirty days before said meeting, or in lieu thereof, that a notice of said meeting be published in the Kellogg NEWS-WARDNER, a weekly newspaper printed and published in the City Of Kellogg, for at least thirty days before the said meeting".

That thereafter and on the 18th day of August, 1928, pursuant to a call for a special meeting of the stockholders of said corporation, for the purpose of considering the increase

of the capital stock of the Lookout Mountain Mining and Milling Company from Five Hundred Thousand (\$500,000.00) to Seven Hundred Fifty Thousand (\$750,000.00) Dollars, as provided in said resolution, notice of which said special meeting of stockholders was mailed to each and every stockholder of said company at their last known place of residence, and a notice of which said special meeting was duly advertised according to law and said resolution in the Kellogg NEWS Herald, a weekly newspaper printed and published in the City of Kellogg, County of Shoshone, State of Idaho, for the full period of thirty days, which said notice was in words and figures following, to-wit :

" Notice of Special Meeting of Stockholders, Office of the Lookout Mountain Mining and Milling Co., Kellogg, Idaho, July 13, 1928.

Notice is hereby given that a special meeting of the stockholders of the Lookout Mountain Mining and Milling company will be held at the office of the company, the News office, Kellogg, Shoshone county, Idaho, on Saturday, August 18, 1928, at 8 o'clock p.m. of said day for the purpose of considering and voting upon a proposition to increase the capital stock of said corporation from \$500,000 divided into 2,000,000 shares of the par value of 25 cents each, to \$750,000 divided into 3,000,000 shares of the par value of 25 cents each.

By order of the board of directors.

W.L.Penny, Secretary--Treasurer.
Lookout Mountain Mining and Milling Company."

a special meeting of the stockholders was held at the office of the company, at Kellogg, Shoshone County, Idaho, on the 18th day of August, 1928, at the hour and place named in said call. At said meeting 1,464,469 shares of the issued capital stock of said corporation was personally present, and present by proxy, and entitled to vote thereat; that the total number of shares of capital stock of said corporation issued at the date of said special meeting aggregated 2,000,000 shares and that at said date there were no shares remaining in the treasury thereof which had not been issued; that the said 1,464,469 shares of the issued

capital stock of said corporation personally present and present by proxy at said special meeting was more than than two-thirds of the issued capital stock of said corporation and entitled to vote upon said proposed increase of capital stock.

That thereupon, R.L. Brainard was elected chairman of said stockholders meeting and W.L. Penny was elected secretary thereof.

Whereupon the following resolution was introduced:

"RESOLVED, That the capital stock of the Lockport Mountain Mining and Milling Company be increased from Five Hundred Thousand (\$500,000.00 Dollars, divided into Two Million (2,000,000 shares of the par value of Twenty-Five (.25) cents each, to Seven Hundred Fifty Thousand (\$750,000.00) Dollars, divided into Three Million (3,000,000) shares of the par value of twenty five (.25) cents each; and be it further

RESOLVED, That the Chairman and Secretary of this meeting, and the Board of Directors of this corporation, are hereby authorized and directed to execute and file such certificates as are required by law to carry such increase into effect."

Thereupon, upon motion duly made and seconded, the said resolution was put to a vote and 1,448,169 shares of the issued capital stock personally present and present by proxy voted in favor of said resolution and 16,300 shares of the issued capital stock present in person and by proxy voted against said resolution.

Whereupon, the Chairman announced that 1,448,169 shares of the issued capital stock of said corporation, personally present and present by proxy, having voted in favor of said resolution to increase the capital stock of the corporation from Five Hundred Thousand (\$500,000.00) Dollars, divided into Two Million (2,000,000) shares of the par value of Twenty-Five (25) cents each, to Seven Hundred Fifty Thousand (\$750,000.00) Dollars, divided into Three Million (3,000,000) shares of the par value of Twenty-Five (.25) cents each, and that the said 1,448,169

shares of the capital stock of the corporation so voting being more than two-thirds of the issued capital stock of said corporation entitled to vote upon said resolution, declared the said resolution carried and adopted and that the capital stock of the corporation has been increased in accordance with said resolution.

IN WITNESS WHEREOF, the Chairman and Secretary of said stockholders meeting have herunto affixed their names this 18th day of August, A.D. 1928.

R.L. Brainard
R.L. Brainard Chairman

Attest: *W.L. Penney*
W.L. Penney Secretary

State of Idaho }
County of Shoshone } ss.

R.L. Brainard and W.L. Penney, being first duly sworn according to law, each for himself and not one for the other, deposes and says:

That they were respectively, the Chairman and Secretary of the special stockholders meeting of the Lookout Mountain Mining And Milling Company, held on the 18th day of August, A.D. 1928, for the purpose of considering the increase of the capital stock of said corporation from Five Hundred Thousand (\$500,000.00) dollars to Seven Hundred Fifty Thousand Dollars (\$750,000.00); that they have read the foregoing certificate, know the contents thereof, and that things therein stated are true of their own knowledge.

R.L. Brainard
R.L. Brainard.
W.L. Penney
W.L. Penney.

Subscribed and sworn to before me this 18th day of August, A.D. 1928.

(SEAL)

D.W. Price
D.W. Price Notary Public.

We, the undersigned, being a majority of the Board of Directors of the Lockport Mountain Mining and Milling Company do hereby certify that we have read the foregoing certificate and know the contents therein and that the statements set forth therein are true and correct.

IN WITNESS WHEREOF, we have hereunto set our hands this 18th day of August, A.D. 1928.

R. L. Brainerd

W. J. Kenney

William G. Boro
Wm. H. Alford

Subscribed and sworn to before me this 18th day of August, A. D. 1928.

J. A. Marshall

Notary Public

(ENDORSED) Instrument Number 80401. Certificate of Increase of Capital Stock of Lookout Mountain Mining and Milling Company. Filed at the request of W.L.Penney Sept.13th,1928 at 9 o'clock,A.M.,records of Shoshone County,State of Idaho. Harry A.Rogers, County Recorder.

STATE OF IDAHO)
COUNTY OF SHOSHONE } SS

I, HARRY A. ROGERS, County Recorder in and for the County of Shoshone, State of Idaho, do hereby certify that I have carefully compared the foregoing duplicate copy of the Certificate of Increase of Capital Stock of the Lookout Mountain Mining and Milling Company, with the original copy thereof, and that the same is a full, true and correct copy thereof, together with all official endorsements thereon, as the same appears on file and of record, at my office and in my custody.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix my official seal at my office in Wallace, Idaho, this 13th day of September, A.D., 1928.

Harry A. Rogers

County Recorder.