

CERTIFICATE OF INCORPORATION

IRA H. MASTERS

I, ~~IRVING CROOKER~~, 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

MULLAN METALS, INC.

was filed in the office of the Secretary of State on the fifteenth day
of January A.D. One Thousand Nine Hundred fifty-one and
duly recorded on Film No. 66 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
perpetual existence from the date hereof, with its registered office in this State located at
 Mullan in the County of Shoshone

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 29th day
of January , in the year of our Lord
one thousand nine hundred fifty-one ,
and of the Independence of the United States of
America the One Hundred seventy-fifth .

Secretary of State.

ARTICLES OF INCORPORATION

OF

MULLAN METALS, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are citizens of the United States of America and residents of the State of Idaho and over the age of twenty-one years, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we hereby certify:

FIRST: That the name of this corporation shall be MULLAN METALS, INC.

SECOND: That the purposes for which this corporation is formed are as follows:

1. To locate, purchase, acquire, own, enter, lease, rent, sell, convey and deal in mines, mining claims and mineral lands of every kind, nature and description; also to purchase, acquire, enter, own, lease, rent, sell and deal in mill sites, water rights, timber claims and other timber lands, real estate, terminal facilities and easements of any and all kinds; to work, prospect and develop mines, mining claims and mineral lands of any and every kind, nature and description, either for itself or for other companies, corporations or individuals, and upon such terms and for such remuneration as it shall deem fit and proper to accept, and to purchase, take, lease, rent, own, hold or sell not only the whole of any and all such mines, mining claims, mineral lands and other property, but any interest or interests therein; to purchase or

otherwise acquire, and to own, control, sell, assign, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of debt issued or credited by any other corporation or corporations, whether foreign or domestic, and whether now or hereafter to be organized, and while the holder of any such shares of stock, to exercise all the rights and privileges of ownership, including the right to vote the same to the same extent as a natural person might or could do; to do everything that may be proper or necessary in the conduct of its business in the way of locating, prospecting, developing, acquiring, buying, leasing, holding, operating, renting and/or selling mining claims and mineral lands of every kind, nature, and description and/or in the way of working and operating such mines, mining claims and mineral lands and producing ores and minerals therefrom and/or in the way of reducing such ores and minerals to the most merchantable value and in so doing to contract for, build, buy, lease, own, hold, sell and operate any and all necessary mills, smelters, machinery, equipment, roads, railroads, tramways, ditches, flumes and such other property as it shall deem necessary and proper in carrying out the objects herein stated; to purchase, lease, rent, erect, own, hold, operate and sell buildings, boarding houses, hotels and sawmills and to conduct mercantile businesses of any and all kinds and to engage in steam and/or other transportation, road building and engineering, freighting and carrying.

2. To conduct a general mining, milling, smelting and reduction business.

3. To exercise the right of eminent domain according to law, and to condemn rights-of-way for tunnels, shafts,

hoisting works, dumps, cuts, ditches, canals, reservoirs, storage basins, dams, roads, railroads and tramways, incident, necessary or convenient for the uses and purposes and objects of this corporation, and to do all things incident to the general business of this corporation in the State of Idaho and/or in any of the other states and/or territories of the United States, and elsewhere that this corporation may desire or conclude to do business.

4. To buy and sell ores, bullion, metals, concentrates, tailings and other materials, and to reduce ores and minerals for pay.

5. To purchase, own and enjoy any and all franchises useful or beneficial for the prosecution of the business of this corporation.

6. To borrow money on its notes, bonds and/or other obligations for the general purposes of this corporation, and to mortgage, pledge and give in trust any and all of its property to secure the payment thereof.

7. To do and perform any and all other things that may be found necessary, convenient and proper in carrying out the objects of this corporation.

THIRD: The principal place of business of this corporation shall be at Mullan, Shoshone County, Idaho, at which place this corporation shall maintain its registered office, the post office address of which shall be Mullan, Idaho.

FOURTH: The duration of this corporation shall be perpetual.

FIFTH: The number of directors of this corporation shall be five (5) and they shall be elected annually and shall

serve until the election and qualification of their successors. The directors who are to serve for the first corporate year shall be selected by the incorporators at the time they organize.

SIXTH: The amount of the capital stock of this corporation shall be Three Hundred Fifty Thousand Dollars (\$350,000.00) divided into Three Million Five Hundred Thousand (3,500,000) shares of the par value of ten (10) cents per share. Said stock shall all be assessable and shall all be of the same class and each and every share of said stock shall have the same rights and privileges as those enjoyed by each and every other share of said stock.

SEVENTH: The Board of Directors of this corporation shall have power and authority from time to time to authorize the sale of, and to sell, for cash or otherwise, all or any portion of the unissued and/or of the treasury stock of this corporation without said stock, or any thereof, being first offered to the shareholders of this corporation.

EIGHTH: The Board of Directors of this corporation shall, at any regular or special meeting of said Board, have power and authority to repeal and/or amend any or all of the by-laws of this corporation, and/or to adopt new by-laws, a majority vote of said directors being required for the exercise of such power.

NINTH: The name and post office address of each of the incorporators of this company and the number of shares of this corporation which have been subscribed for by each of said incorporators are as follows, to-wit:

<u>Name of Incorporator</u>	<u>P. O. Address</u>	<u>No. of Shares</u>
John Sekulic	Mullan, Idaho	100
John Posnick	Mullan, Idaho	100
John Giachino	Mullan, Idaho	100

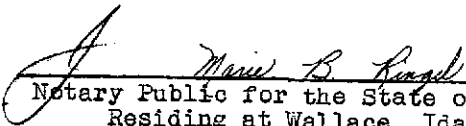
IN WITNESS WHEREOF, we have hereunto set our hands the
12^d day of January, 1951.

John Sekulic
J. F. Posnick
John Giachino

STATE OF IDAHO)
) ss.
COUNTY OF SHOSHONE)

On this 12th day of January, 1951, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared JOHN SEKULIC, JOHN POSNICK and JOHN GIACHINO, known to me to be the persons whose names are subscribed to the foregoing articles of incorporation, and severally acknowledged to me that they executed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year in this certificate first above written.


Notary Public for the State of Idaho,
Residing at Wallace, Idaho.

25377

STATE OF IDAHO)
 ss.
COUNTY OF SHOSHONE)

JOHN SEKULIC, being first duly sworn, on his oath
says:

That he is one of the persons who signed the Articles
of Incorporation of ~~THE MULLAN METALS, INC.~~ MULLAN METALS, INC. which
are being filed herewith in the office of the Secretary of
State of the State of Idaho. That upon the completion of the
incorporation of said company there will be conveyed to said
corporation a group of undeveloped or partially developed lode
mining claims in Shoshone County, Idaho. That although a con-
siderable amount of exploration work has heretofore been per-
formed upon said claims, no commercial ore body thereon has
been discovered and that said property will be non-productive
for at least one year from and after the incorporation of
said company.

John Sekulic

Subscribed and sworn to before me this 12th day
of January, 1951.

Marie B. Ringel
Notary Public for the State of Idaho,
Residing at Wallace, Idaho.