

11/11/91 / 21055

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

KENWOOD SILVER COMPANY, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of KENWOOD SILVER COMPANY, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to KENWOOD SILVER COMPANY, INC. to transact business in this State under the name KENWOOD SILVER COMPANY, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: September 27, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Tonya Coulson

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Kenwood Silver Company, Inc RECEIVED
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2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of New York State

4. The date of its incorporation is 1/2/62 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

Kenwood Station, Oneida, New York 13421

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is 877 Main Street, Boise, Idaho
83702-5858

_____, and the name of its proposed registered agent in Idaho at that address is Prentice Hall Corporate Services

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

Operation of factory retail outlet store

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Gale E. Irland</u>	<u>President</u>	<u>629 Deerfield Dr., Oneida, NY 13421</u>
<u>Richard B. Tudman</u>	<u>Vice President</u>	<u>702 W. Hamilton Ave., Sherrill, NY 13461</u>
<u>Catherine E. Hill</u>	<u>Secretary</u>	<u>64 W. 6th Street, Oneida Castle, NY 13421</u>
<u>Barry G. Grabow</u>	<u>Treasurer</u>	<u>4 Curtis Road, Vernon, NY 13476</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

Name

Office

Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 9/12/91

Kenwood Silver Company, Inc.

(Corporation Name)

By Richard B. Tudman

Its ~~President~~ Vice President (please specify)

and Catherine E. Hill

Its Secretary/~~Assistant Secretary~~ (please specify)

STATE OF New York)

) ss:

COUNTY OF Madison)

I, Donna G. McCorduck, a notary public, do hereby certify that on

this 13 day of September, 19 91, personally appeared before

me Richard B. Tudman, who being by me first duly sworn, declared that (s)he

is the Vice President of Kenwood Silver Company, Inc.

that (s)he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Donna G. McCorduck
Notary Public

DONNA G. MCCORDUCK
Notary Public in the State of New York
Appointed in Madison County
My Commission Expires March 23, 1993

State of New York }
Department of State } SS:

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I Hereby Certify, that I have made diligent examination of the index of corporation papers filed in this Department for a certificate, order or record of a dissolution of

KENWOOD SILVER COMPANY, INC.

the certificate of incorporation of which corporation was filed January 2, 1962, fixing the duration as perpetual.

I further certify that I find the following amendments:

Certificate of Change
Filed January 12, 1970

[A long diagonal line is drawn across the page, likely indicating a signature or a redaction.]

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and that upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal of the Department of State at the City of Albany, this 23rd day of August one thousand nine hundred and ninety-one

[Handwritten signature of the Secretary of State]
Secretary of State