

Fidelity Onion Skin

MADE IN U.S.A.



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

THE B-C MINING COMPANY, INC.

was filed in the office of the Secretary of State on the fourteenth day of November A.D. One Thousand Nine Hundred forty-five and duly recorded on Film No. 92 of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 40-102, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinafore stated, for perpetual existence from the date hereof, with its registered office in this State located at Kellogg Idaho in the County of Shoshone

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State.

Fidelity Onion Skin

Done at Boise City, the Capital of Idaho, this 14th day of November, A.D., 19 45

Secretary of State.

1 ARTICLES OF INCORPORATION
2 OF
3 THE R-G MINING COMPANY, INC.
4

5 KNOW ALL MEN BY THESE PRESENTS:

6 That we, the undersigned, all of whom are natural persons
7 of full age and citizens of the United States of America, have
8 this day voluntarily associated ourselves together for the purpose
9 of forming a corporation under the laws of the State of Idaho, and
10 we hereby certify in writing:

11 ARTICLE I.

12 Name

13 The name of said corporation shall be The R-G Mining
14 Company, Inc.

15 ARTICLE II.

16 Objects, Purposes, and Powers

17 The objects and purposes for which said corporation is
18 formed, and the powers which it shall possess are as follows:

19 To locate, buy, acquire, own, enter, lease, exchange,
20 sell, convey, and deal in mines, mining claims, mineral rights, and
21 mineral lands of every kind, nature, and description; also to
22 purchase, locate, or otherwise acquire, own, enter, lease, sell,
23 exchange, and deal in millsites, water rights, timber, grazing, and
24 other lands, and terminal facilities, and to conduct all business
25 appertaining thereto; to explore, work, operate, prospect, and
26 develop mines and mineral lands of every nature and description,
27 either for itself or for other companies, corporations, or individ-
28 uals, upon such terms or for such remuneration as it shall deem
29 fit and proper, and to accept, take, and hold mineral lands of
30 every nature or description, either as an entirety or any interest
31 in the same;

32 To carry on and conduct a general business of mining,

1 milling, concentrating, converting, smelting, reducing, treating,
2 preparing for market, marketing, manufacturing, buying, selling,
3 exchanging, and otherwise producing and dealing in all kinds of
4 ores, bullion, metals, minerals, and concentrates, and the products
5 and by-products thereof, and in doing the same to construct, build,
6 buy, sell, own, and operate all necessary mills, smelters, machin-
7 ery, equipment, roads, railroads, tramways, ditches, flumes, and such
8 other property as shall be fit and necessary in carrying out the
9 objects herein stated; to erect buildings, operate sawmills, and
10 engage in trade of every kind, both in stores and provisions, steam,
11 electric, and other transportation, road building and engineering,
12 freighting and carrying;

13 To locate, purchase, lease, and acquire land with the
14 exclusive right to prospect, drill, mine, bore, and sink wells
15 and shafts; to produce, convey and transport oil, petroleum and
16 gas; to carry on the business of storing and prospecting for,
17 mining, producing, refining, manufacturing, storing, piping,
18 transporting, buying and selling petroleum and other oil products
19 and by-products; to buy, sell, furnish and supply the same; to
20 operate, build, construct, pump, operate and maintain oil and gas
21 wells; to build, construct, purchase, maintain and operate ware-
22 houses, pumping plants, pipe lines, refineries, factories, mills,
23 workshops, laboratories, and dwelling houses for workmen and
24 others; to manufacture, buy, sell, import, export, and deal in
25 pumps, drills, fuses, caps, candles, nitroglycerine, dynamite,
26 and the necessary machinery, engines, drills, and all appliances
27 and conveniences for use in connection with mining and drilling
28 for oil and gas; to engage in a general oil or mineral brokerage
29 business by buying, selling, or otherwise trading in mineral lands
30 or the products or by-products of mineral lands;

31 To buy, sell, lease, or otherwise acquire or dispose of
32 all kinds of instruments, appliances, machines, tools, equipment,

2. Articles of Incorporation

1 and electrical and engineering products; to design, construct,
2 manufacture, and generally deal in such instruments, appliances,
3 machines, equipment, and electrical and engineering products; to
4 buy, sell, or otherwise acquire or dispose of buildings for
5 factories, laboratories, warehouses, and offices.

6 To buy, sell, lease, or otherwise acquire or deal with
7 and in all kinds of merchandise, material, and machinery, and to
8 carry on a general merchandise business of buying and selling;
9 to act as agent for manufacturers and others in buying and selling
10 all kinds of articles, both manufactured or unmanufactured or in
11 the process of manufacture; to import and export all kinds of
12 goods and materials to foreign countries, as well as to sell all
13 kinds of goods in the United States; to manufacture all kinds of
14 machinery, merchandise, and materials, and to repair the same,
15 and take contracts therefor; to do all kinds of work and supply
16 all kinds of materials in the construction or repair of buildings.

17 To manufacture, buy, sell, import and export, lease, and
18 deal or trade in manufacturers', mill and contractors' supplies,
19 engines, boilers, machinery, tools, machine shop and electrical
20 supplies and appliances, and all accessories pertaining to the
21 same.

22 To carry on business as timber merchants, sawmill pro-
23 prietors, and timber growers, and to buy, sell, grow, prepare
24 for market, manipulate, import, export, and deal in timber and
25 wood of all kinds and to manufacture and deal in articles of all
26 kinds in the manufacture of which timber or wood is used, to
27 purchase and deal in timber rights or concessions, and to cut,
28 clear, plant, and work timber estates, and to carry on any other
29 businesses which may seem to the company capable of being con-
30 veniently carried on in connection with any of the above, or
31 calculated directly or indirectly to render profitable or enhance
32 the value of the company's property or rights for the time being.

3. Articles of Incorporation

1 To carry on a general lumber, logging, tanning, and
2 milling business, to lease, purchase, and hold timber lands and
3 other lands in connection therewith; to buy, cut, sell, manufacture,
4 and ship timber, lumber, pulp, tanbark, and the products thereof;
5 construct, own, lease, and operate sawmills, pulp mills, tanbark
6 mills, and other mills; also tramroads, railroads, logging and
7 other roads, and steamboats and barges, for the transportation
8 of the said commodities to and from said mills; also booms of
9 every kind at and near said mills, for the purpose of catching
10 and holding logs and other timber to be used and manufactured at
11 said mills; carry on a general merchandising business in
12 connection with said lumber and milling business, and to do all
13 things legal, necessary, or proper to be done for the successful
14 conduct of the business herein contemplated and incident to said
15 business;

16 To purchase, secure, use, own, and enjoy any and all
17 franchises useful and beneficial for the prosecution of the business
18 of said corporation; to sell, assign, or otherwise deal in and
19 use patents, patent rights, privileges, licenses, trademarks,
20 trade names, devices, and improved or secret processes of every
21 sort and description necessary or incidental to these purposes;

22 To exercise the right of eminent domain according to
23 law, and condemn and acquire rights of way for tunnels, shafts,
24 hoisting works, dumps, cuts, ditches, canals, reservoirs, storage
25 basins, dams, roads, railroads, tramways, and terminal facilities,
26 incident, necessary, or convenient for the uses and purposes and
27 objects of said corporation;

28 To receive, acquire, hold, purchase, dispose of, convey,
29 mortgage, or lease real and personal property; to dispose of,
30 sell, lease, mortgage, assign, transfer, or convey any rights,
31 privileges, franchises, real or personal property of the corp-
32 oration, other than its franchise of being a corporation; and to

4. Articles of Incorporation

1 acquire, purchase, guarantee, hold, mortgage, own, vote, sell,
2 pledge, or otherwise dispose of and deal in shares, bonds,
3 securities and debentures and other evidences of indebtedness or
4 other corporations, domestic or foreign, and while the holder of
5 any shares of stock, to exercise all the rights and privileges
6 of ownership, including the right to vote thereon to the same
7 extent as a natural person might or could do;

8 To purchase, acquire, hold, sell, transfer, and reissue
9 the shares of its own capital stock, provided it shall not use its
10 funds or property for the purchase of its own shares of capital
11 stock when such use would cause any impairment of the capital
12 stock of this corporation;

13 To enter into contracts of obligations of any type or
14 kind essential, necessary, or proper to the transaction of its
15 ordinary affairs, or for the purposes of the corporation;

16 To borrow money on its notes, bonds, or other obligations
17 for the general purposes of the corporation, and to mortgage,
18 pledge, and give in trust any and all of its property, real and
19 personal, to secure the payment thereof;

20 To do all things incident to the general business of this
21 corporation in the State of Idaho, in the other states, territories,
22 and colonial possessions of the United States and in foreign
23 countries, and to have one or more offices and places of business
24 out of the State of Idaho, and to acquire, receive, hold, purchase,
25 lease, mortgage, dispose of or convey real and personal property
26 situate out of the State of Idaho; and there to hold such meetings
27 of stockholders or directors as may seem necessary to the operation
28 of their business;

29 To conduct and carry on any other business, whether
30 manufacturing or otherwise, which may seem to the company capable
31 of being conveniently carried on in connection with its business
32 or calculated directly or indirectly to enhance the value of

1 the company or render profitable any of the company's property or
2 rights.

3 To do each and everything necessary, suitable, useful,
4 and advisable for the accomplishment of any one or more of the
5 purposes, or for the attainment of any of the objects, or for
6 the exercise of any of the powers herein enumerated, or incidental
7 to the powers herein named, or which shall at any time appear
8 conducive to or expedient for the benefit of the corporation.

9 And finally to do and perform all other things that may
10 be found necessary or convenient or expedient to accomplish the
11 stated purposes of this corporation.

12 The foregoing clauses shall be construed both as objects
13 and powers and as in furtherance of and not in limitation of
14 the general powers conferred by the State of Idaho; and it is
15 hereby expressly provided that the foregoing enumeration of
16 specific powers shall not be held to limit or restrict in any
17 manner the powers of said corporation.

18 ARTICLE III.

19 Duration

20 The duration of said corporation shall be perpetual.

21 ARTICLE IV.

22 Capital Stock

23 The total authorized capital stock of said corporation
24 shall be \$300,000.00, divided into 1,200,000 nonassessable shares
25 of the par value of \$.25 each.

26 ARTICLE V.

27 Registered Office

28 The registered office of said corporation in the State
29 of Idaho is the City of Kellogg in the County of Shoshone, State
30 of Idaho, but branch offices may be established elsewhere, either
31 within or without the State of Idaho.

32

1 ARTICLE VI.

2 Directors

3 The business of said corporation shall be managed by
4 a board of five directors. The directors need not be stockholders
5 of this corporation.

6 ARTICLE VII.

7 Authority to Make By-Laws

8 The power to repeal and amend the By-Laws of said corp-
9 oration and adopt new By-Laws is hereby conferred upon the
10 directors by a vote of not less than a majority of directors
11 present at a meeting duly called for such purpose, at which a
12 quorum is present.

13 ARTICLE VIII..

14 Sale or Lease of Assets - Majority Vote

15 A voluntary sale, lease, or exchange of all the assets of
16 said corporation may be authorized by the vote of the holders
17 of a majority of the voting power of all shareholders.

18 ARTICLE IX,

19 Amendment of Articles - Majority Vote

20 Any amendment altering the Articles of Incorporation of
21 said corporation in any respect may be adopted by a vote of the
22 holders of a majority of the voting power of all shareholders,
23 unless prohibited by law.

24 ARTICLE X.

25 Stock Subscribed

26 The amount of capital stock of said corporation which
27 has been actually subscribed is three shares of the common capital
28 stock of said corporation, and the following is the name and post
29 office address of each of the incorporators and a statement of
30 the number of shares and par value of the shares acutally sub-
31 scribed by each:

32
7. Articles of Incorporation

<u>Name</u>	<u>Post Office Address</u>	<u>Number of Shares Common Capital Stock</u>	<u>Par Value</u>
1 Ray P. Klepinger	Kellogg, Idaho	One	\$.25
2 James G. Towles	Kellogg, Idaho	One	\$.25
3 Ewing Little	Kellogg, Idaho	One	\$.25

4 IN WITNESS WHEREOF, We have hereunto set our hands this
5 31st day of October, 1955.

6
7 Ray P. Klepinger
8 James G. Towles
9 Ewing Little

10
11 STATE OF IDAHO)
12 County of Shoshone) ss.

13 On this 31st day of October, 1955, before me, the under-
14 signed, a Notary Public in and for the State aforesaid, personally
15 appeared RAY P. KLEPINGER, known to me to be the person whose
16 name is subscribed to the within instrument, and severally acknow-
17 ledged to me that he executed the same.

18 IN TESTIMONY WHEREOF I have hereunto set my hand and
19 official seal at my office in Kellogg, Idaho, the day and year
20 in this certificate first above written.

21 James G. Towles
22 Notary Public in and for the State
23 of Idaho, residing at Kellogg.

24 STATE OF IDAHO)
25 County of Shoshone) ss.

26 On this 31st day of October, 1955, before me, the under-
27 signed, a Notary Public in and for the State aforesaid, personally
28 appeared JAMES G. TOWLES, known to me to be the person whose name
29 is subscribed to the within instrument, and severally acknowledged
30 to me that he executed the same.

31 IN TESTIMONY WHEREOF I have hereunto set my hand and
32 official seal at my office in Kellogg, Idaho, the day and year in
8. Articles of Incorporation

1 in this certificate first above written.

John J. Hancock
Notary Public in and for the State
of Idaho, residing at Kellogg.

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5 STATE OF IDAHO)
6 County of Shoshone) ss.

7 On this 31st day of ~~August~~ ^{October}, 1955, before me, the under-
8 signed, a Notary Public in and for the State aforesaid, personally
9 appeared EWING LITTLE, known to me to be the person whose name
10 is subscribed to the within instrument, and severally acknowledged
11 to me that he executed the same.

12 IN TESTIMONY WHEREOF, I have hereunto set my hand and
13 official seal at my office in Kellogg, Idaho, the day and year
14 in this certificate first above written.

James H. Fowler
Notary Public in and for the State
of Idaho, residing at Kellogg.

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9. Articles of Incorporation

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STATE OF IDAHO)
County of Shoshone) ss.

JAMES G. TOWLES, Being first duly sworn, on his oath
deposes and says:

That he is one of the incorporators of the R - G
Mining Company, Inc., an Idaho corporation with its principal
place of business at Kellogg, Idaho; that as such incorporator
this Affiant knows of his own knowledge that said corporation
does not now, nor will it reasonably be expected to during the
year 1955, own a mine producing ore within the State of Idaho,
or elsewhere.

This Affidavit is given in compliance with Section
30-602, Idaho Code.

James G. Towles

SUBSCRIBED And sworn to before me this 1st day of
November, 1955.

John J. [Signature]
Notary Public in and for the State
of Idaho, residing at Kellogg.