

Department of State.

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

////////////////////

I, **ARNOLD WILLIAMS**, 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

ROMANZA BELL CORPORATION,

was filed in the office of the Secretary of State on the **Twenty-sixth** day
October **Sixty-six**
will be A.D. One Thousand Nine Hundred and
/ ~~-----Microfilm~~
duly recorded on Film No. of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

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
Boise, from the date hereof, with its registered office in this State located at
Ida.
in the County of

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 **26th** day of **October**,
66
A.D., 19 .

Secretary of State.

ARTICLES OF INCORPORATION

OF

BONANZA BILL CORPORATION

KNOW ALL MEN BY THESE PRESENTS, That we, whose names are subscribed hereto, all of whom are natural persons of full age and citizens of the United States and residents of the State of Idaho, in order to form a corporation for the purposes hereinafter stated, pursuant to the business corporation act of Idaho, do hereby certify as follows:

FIRST

That the name of this corporation is and shall be:

BONANZA BILL CORPORATION.

SECOND

The purposes for which this corporation is formed are as follows:

To carry on the business of prospecting and exploring for, and mining, drilling, milling concentrating, smelting, treating, preparing for market, buying, selling, exchanging, and otherwise producing and dealing in all kinds of ores, metals, minerals, gas, oil, rare earths, and the products and by-products thereof of every kind and description and by whatever process the same can or may hereafter be produced, and generally and without limit as to amount, to buy, sell, exchange, lease, acquire and deal in lands, mines and mineral rights and claims, and to conduct all business appertaining thereto; to purchase, lease, or otherwise acquire, mining rights, timber rights, oil and gas rights, mines, buildings, plants, machinery, tools and other properties whatsoever which this corporation may from time to time find to be for its advantage and purposes; to mine and market any mineral, oil, gas,

or other product which may be found on such lands; and, subject to such limitations as now may be, or may hereafter be, imposed by law, in furtherance and not in limitation of the powers hereinbefore mentioned and authorized, and in furtherance of the powers conferred by the laws of the State of Idaho upon corporations organized under the provisions of law authorizing the formation of this corporation, the corporation shall also have the purposes and powers to carry on other businesses, whether associated with mining, or otherwise, which may seem to the corporation capable of being conveniently carried on in connection with its business or calculated, directly or indirectly, to enhance the value of, or render profitable, any of the corporation's property rights, the kind, nature, or type of business authorized herein and acts done in pursuance thereof to be limited only by the restriction that the corporation shall not engage in any business or acts denied to general business corporations by the laws under which this corporation exists;

To borrow money in the name of the corporation, to mortgage, pledge or hypothecate in any manner, any or all of the property of said corporation, either real, personal or mixed, to secure payment of the same, or for any other lawful purpose; to make, execute, issue, deliver, sell, hypothecate and otherwise dispose of promissory notes, bonds, debentures, or other obligations for money borrowed, or in payment for property acquired, or for any other purpose or object of the corporation;

To secure payment or performance of any obligation of the corporation by mortgage, deed of trust, lien, pledge or other hypothecation of any or all of the property rights, or privileges, or franchises of the corporation, whether acquired or to be acquired;

To subscribe for, acquire, invest in, hypothecate, sell or otherwise dispose of, deal or traffic in stocks, bonds, debentures, securities and obligations of any nature, including its own stock and securities, and to enjoy and exercise all of the rights and privileges of the holder of such stocks, bonds, debentures and other securities and obligations;

To guarantee any dividends, interest, contracts or other obligations of any corporation, private or public, partnership, association or individual; to be and act as agent or attorney in fact of any corporation, public or private, partnership, association or individual; to have one or more offices, to carry on any or all of its operations in business without restriction or limit as to the amount, and to purchase, acquire, receive, hold, own, lease, mortgage, dispose of and convey real and personal property of every kind, class and description within or without the State of Idaho, in other states, districts, territories or colonies of the United States, and in any and all foreign countries;

To purchase or otherwise acquire any and all letters patent and similar rights granted by the United States or any other country or government, licenses, trademarks, formulae, and the like, or any other interest therein or any inventions which may seem capable of being used for or in connection with any of the objects or purposes of said corporation, and to use, develop, sell and grant licenses with respect to or other interests in the same, or otherwise to turn the same into account;

To enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint adventure, reciprocal concession or otherwise, with any person or

company carrying on or engaged in or about to carry on or engage in any business or transaction which the company is authorized to carry on or engage in, or in any business or transaction capable of being conducted so as to directly or indirectly benefit the company; and to do each and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any of the objects herein enumerated, or which shall at any time appear useful to or expedient for the protection or benefit of this corporation.

THIRD

The corporation is to have perpetual existence.

FOURTH

The location and post office address of the registered office of this corporation in the State of Idaho is Boise, Idaho.

FIFTH

The affairs of this corporation shall be conducted by a board of not less than three (3) directors, the number in excess of three (3) to be fixed from time to time by the by-laws.

SIXTH

The total authorized stock of this corporation shall be divided into thirty-six (36) shares, all of which shall be without nominal or par value. Said shares may be issued or sold from time to time by the corporation for such consideration and upon such terms as may from time to time be fixed by the board of directors.

SEVENTH

The name and post office address of each of the incorporators, and a statement of the number of shares subscribed for by each is as follows:

Name	Address	Shares
John E. Steckman	Cotterell Dr., Boise, Idaho	1
Jean I. Steckman	Cotterell Dr., Boise, Idaho	1
Otto Kulm	3906 Pasadena, Boise, Idaho	1

EIGHT

The individual or private property of the stockholders of this corporation shall be, and is hereby made, forever exempt from all liability for corporate debts and obligations of this corporation.

NINTH

In furtherance, and not in limitation of the powers conferred by statute, the board of directors, by a majority vote thereof, is expressly authorized to:

Make, alter, repeal, amend the by-laws of the corporation;

Authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation;

Set apart out of the funds of the corporation available for dividends a reserve or reserves for any purpose, or to abolish any such reserve or reserves in the manner whereby created;

The corporation may in its by-laws confer upon the board of directors powers in addition to the powers and authority expressly conferred by statute.

TENTH.

Both stockholders and directors shall have power to hold their meetings and to have one or more offices within or without the State of Idaho at such places and at such times as may from time to time be designated by the by-laws or by resolution of the board of directors.


IN WITNESS WHEREOF, we have hereunto set our hands and seals this 25th day of October, 1966.

John E. Steckman
Jean I. Steckman
Otto Kulm

State of Idaho)
) ss.
County of Ada)

On this 25th day of October, in the year 1966, before me, the undersigned, a Notary Public in and for said State, personally appeared John E. Steckman, Jean I. Steckman and Otto Kulm, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

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



Notary Public for Idaho
Residing at Boise, Idaho.
My commission expires May
31, 1968.

November 10, 1966

State of Idaho
Office of the Secretary of State
State House
Boise, Idaho

Gentlemen:

I have heretofore reserved the right to use the name "Bonanza Bill Corporation" for a corporation to be formed under the laws of the State of Idaho.

I hereby relinquish my right to the use of such name and request that the right be transferred to the corporation proposed to be formed by John E. Steckman, Jean I. Steckman and Otto Kulm, the articles for which have now been filed with you.

Yours very truly,

Billy R. Presley