

State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

JAS. H. YOUNG, 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 GLENTON EXPLORATION, INC.

was filed in the office of the Secretary of State on the **thirty-first** day of **July** A.D. One Thousand Nine Hundred **Fifty-six** and duly recorded on Film No. **33** 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 **fifty**

years

from the date hereof, with its registered office in this State located at

Salmon

in the County of

Lemhi

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

31st day of **July**

A.D., 19**56** .

Secretary of State.

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS: That we, ANTHONY M. HAUCK, III of Clinton, New Jersey, OTTO M. MERTZ and NEVA E. MERTZ of Mountain Home, Idaho, hereby associate ourselves together for the purposes of forming a corporation under the laws of the State of Idaho, and do declare and hereby adopt the following articles of incorporation:

I.

The name of the corporation shall be THE CLINTON EXPLORATION, INC.

II.

The period of existence and the duration of the life of this corporation shall be 50 years.

III.

The registered office of this corporation shall be located at Salmon, in the County of Lemhi, State of Idaho, or any other place deemed advisable by the Board of Directors, and the post office address of its registered office shall be Salmon, Idaho.

IV.

The object and purposes of this corporation shall be:

To deal in properties of all kinds and all other products; and to manufacture, sell and ship merchandise, ores and all other products; to engage in business both wholesale and retail as dealers in manufacturing, mining, oil, dry goods and notions. To own, operate and control chain stores, dealing in all kinds of merchandise; to produce and deal in manufacturing, mining and mineral products; to buy and sell merchandise at wholesale and retail, and conduct a general mercantile business; to construct and otherwise acquire, and to maintain and operate hotels, motels, and any other form of hostelry; to buy and sell real estate, to construct and otherwise lease and acquire real estate, mining properties and receive rents and royalties therefrom and conduct a general real estate business.

1 To buy and sell mines and minerals and deal in general
2 brokerage business by buying, selling or otherwise trading in
3 minerals or the products or by-products of mineral lands, and to
4 carry on such other business pertaining to mines or other business
5 as may be found necessary or desirable or such as is engaged in by
6 a corporation of this kind and to deal in all minerals.

7 To acquire, own and operate mines and properties. To carry on
8 general mercantile business and to purchase, sell and deal in goods,
9 supplies and merchandise of all kinds and to act as retainers and
10 wholesalers of all kinds of merchandise.

11 To manufacture, buy, sell, rent, store, repair and care for
12 motor vehicles of all kinds, equipment therefor and appurtenances
13 thereto; to build, purchase or otherwise acquire, and operate
14 buildings, storage houses and garages for storing, caring for every
15 kind of equipment; to buy, sell and deal in goods, wares and
16 merchandise necessary or incidental to the operation, repair of
17 equipment of all kinds, manufactured and described.

18 To carry on business in the United States or elsewhere as
19 factors, agents, commission merchants to buy, sell, manipulate and
20 deal in, at wholesale or retail, merchandise, goods, wares, products
21 and commodities of every sort, kind or description and to carry on
22 any other business whether manufacturing or otherwise which can be
23 conveniently carried on with any of the company objects.

24 To open mines, offices or agencies throughout the United
25 States or elsewhere, or to allow or cause the legal estate and
26 interest in any properties or business acquired, established or
27 carried on by the company to remain or be vested in the name of, or
28 carried on by any other company formed or to be formed, upon trust
29 for, or as agents or nominees of this company, and to manage the
30 affairs or take over and carry on the business of any such other
31 company formed or to be formed, and to exercise all or any of the
32 powers of any such company, or of holders of shares of stock or

1 securities thereof, and to receive and to distribute as profits
2 the dividends and interest on such shares of stock and securities.
3 To purchase or otherwise acquire and undertake, all or any part of
4 the business, property and liabilities of any persons or company,
5 carrying on any kind of business which this company is authorized
6 to carry on. To enter into partnership or into any arrangement
7 for sharing profits, union of interest, reciprocal concessions, or
8 co-operate with any person or company carrying on or about to carry
9 on any business which this company is authorized to carry on, or
10 any business or transaction capable of being conducted so as,
11 directly or indirectly, to benefit this company.

12 To have and to hold in pure trust real estate of all
13 descriptions and to act as agents, contractors, trustees, or other-
14 wise, and either alone or in company with others, as fully and to
15 the same extent as natural persons might or could do and in any
16 part of the world.

17 To acquire by purchase, subscription or otherwise, and to hold
18 as an investment, any bonds or other securities or evidences of
19 indebtedness, or any shares of capital stock created or issued by
20 any other corporation or corporations, association or associations,
21 of the State of Idaho, or of any other State, Territory or Country.

22 To purchase, hold, assign, transfer, mortgage, pledge, or
23 otherwise dispose of, any bonds or other securities or evidences of
24 indebtedness created or issued by any corporation or corporations,
25 association or associations, of the State of Idaho, or any other
26 State, Territory or Country, and, while owner thereof, to exercise
27 all the rights, powers and privileges of ownership.

28 To purchase, hold, sell, assign, transfer, mortgage, pledge or
29 otherwise dispose of shares of the capital stock of any other
30 corporation or corporations, of the State of Idaho, or of any other
31 State, Territory or Country; and, while owner of such stock, to
32 exercise all the rights, powers and privileges of ownership, includ-
ing the right to vote thereon.

1 To aid in any manner any corporation or association of which
2 any bonds or other securities or evidences of indebtedness or stock
3 are held by the corporation; or to do any acts or things designed
4 to protect, preserve, improve or enhance the value of any such
5 bonds or other securities or evidences of indebtedness of stock.

6 The purposes of the corporation are from time to time to do
7 any one or more of the acts and things herein set forth.

8 In general, said corporation shall have and exercise all the
9 powers conferred by the laws of the State of Idaho, upon business
10 corporations.

11 In furtherance, and not in limitations of the general powers
12 conferred by the laws of the State of Idaho, and by the principles
13 of the common law, upon corporations, and of the purposes and the
14 powers herein before stated, the corporation shall also have the
15 following purposes and powers, it being expressly provided that the
16 enumeration of specific powers shall not be construed to limit or
17 restrict in any manner the aforesaid general powers of the corp-
18 oration.

19 To enter into, make and perform and carry out contracts of
20 every sort and kind with any person, firm, association or corpor-
21 ation, municipality, body, politic, territory, state, government or
22 colony or dependency thereof, and without limit as to amount to
23 draw, make, accept, indorse, discount, execute, and issue promissory
24 notes, drafts, bills or exchange, warrants, bonds, debentures, and
25 other negotiable or transferable instruments, and evidences of
26 indebtedness whether secured by mortgages or otherwise, as well as
27 to secure by mortgage or otherwise, so far as may be permitted by
28 the laws of the State of Idaho.

29 To acquire and carry on all or any part of the business or
30 property of any company engaged in a business similar to that
31 authorized to be conducted by this company, or with which this
32 company is authorized under the laws of this state to consolidate,

1 or whose stock the company under the laws of this state and the
2 provisions of this certificate is authorized to purchase, and to
3 undertake in conjunction therewith, any liabilities of any person,
4 firm, association or company described as aforesaid, possessing
5 property, suitable for any of the purposes of this company, or for
6 carrying on any business with this company which this company is
7 authorized to conduct, and as for the consideration for same to pay
8 cash or to issue shares, stocks or obligations of this company.

9 To apply for, secure, acquire by assignment, transfer, pur-
10 chase or otherwise, and to exercise, carry out and enjoy any charter,
11 license, power, authority, franchise, concession, rights or
12 privileges, which any government or authority or any corporation
13 or other public body may be empowered to grant; and to pay for, aid
14 in and to pay for, aid in and contribute towards carrying the same
15 into effect, and to appropriate any of the company's shares of
16 stock, bonds and assets to defray the necessary costs, charges and
17 expenses thereof.

18 To purchase, acquire, apply for, register, secure, hold, own,
19 or sell, or otherwise dispose of, any and all copyrights, trade-
20 marks, trade-names, distinctive marks, leases, options, or
21 royalties.

22 To apply for, bid in, secure, contract for, hire out and
23 carry out all kinds of investigations of mineral properties, geo-
24 physical, laboratory, or otherwise, and to construct or cause to
25 be constructed mills, processing plants and reduction plants and
26 any and all other objects needed for the proper co-ordination of
27 all and any mining, milling and processing factors, in the state
28 of Idaho, or in any other State, Territory or Country, and to
29 accept payment for such services in cash or kind or in any other
30 legal and valuable kind of payment.

31 To purchase or otherwise acquire, own and hold unlimitedly
32 such real and personal property of every kind and description with-

1 in and without the State of Idaho, and in any part of the world,
2 suitable, necessary, useful and advisable in connection with any
3 or all of the objects herein before or hereinafter set forth, and
4 to convey, sell, assign, transfer, lease, mortgage, pledge,
5 exchange or otherwise dispose of any of such property.

6 In the purchase or acquisition of property, business, rights
7 or franchises, or for additional working capital, or for any other
8 object in or abouts its business or affairs, and without limit as
9 to amount, to incur debt, and to raise, borrow and secure the
10 payment of money in any lawful manner, including the issue and sale
11 or other disposition of bonds, warrants, debentures, obligations,
12 negotiable and transferable instruments and evidences of indebted-
13 ness of all kinds, whether secured by mortgage, pledge, deed of
14 trust or otherwise.

15 To promote any individual company or companies for the purpose
16 of acquiring all or any of the property and liabilities of the
17 company, or for any other purpose, which may seem directly or
18 indirectly calculated to benefit the company.

19 To carry on any other business, whether manufacturing or
20 otherwise, which may seem to the company capable to being conven-
21 iently carried on in connection with its business or calculated
22 directly or indirectly to enhance the value of or render profitable
23 any of the company's property or rights.

24 The said corporation may perform any part of its business
25 outside the State of Idaho, in any other State, Territories or
26 Possessions of the United States, and in foreign Countries.

27 To do each and all things above set forth to the same extent
28 and as fully as natural persons might do or could do in the State
29 of Idaho, or in any other State, Country or place.

30 To do each and everything necessary, suitable, useful, or
31 advisable for the accomplishment of any one or more of said objects,
32 or which shall, at any time, appear to be conducive to or expedient

1 for the benefit of said corporation in connection therewith.

2 V.

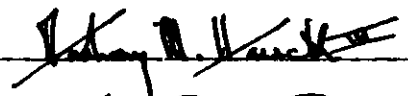
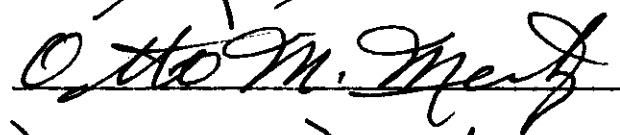
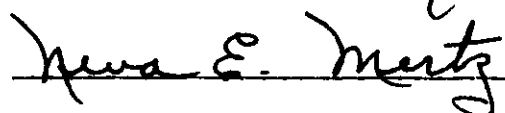
3 The capital stock of this corporation shall be FIVE HUNDRED
4 THOUSAND AND NO/100 (\$500,000.00) DOLLARS. There shall be
5 500,000 shares of the common stock of the par value of ONE DOLLAR
6 each.

7 The capital stock shall all be of the same class and of the
8 same rights and voting power and with no preferences and will be
9 non-assessable without a special meeting of the stockholders and
10 only then when ninety percent (90%) of the stockholders present
11 vote in favor of the same.

12 The name and post office address of each of the incorporators
13 of this corporation and a statement of the number of shares sub-
14 scribed by each is as follows:

15	NAMES	ADDRESSES	NUMBER OF SHARES
16	Anthony M. Hauck, III	Clinton, New Jersey	150,000 shares
17	Otto M. Mertz	Mountain Home, Idaho	149,900 shares
18	Neva E. Mertz	Mountain Home, Idaho	100 shares
	All full-age citizens of the United States.		

19 IN WITNESS WHEREOF, We have hereunto set our hands this 26th
20 day of July, 1956.

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1 STATE OF IDAHO

2 County of Elmore--ss

3 On this 31 day of July, 1956, before me, the under-
4 signed, a Notary Public in and for said State, personally appeared
5 Anthony M. Hauck, III, Otto M. Mertz and Neva E. Mertz, all known
6 to me to be the persons whose names are subscribed to the within
7 instrument and acknowledged to me that they executed the same.

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

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Milo Hamblin
Notary Public for Idaho, Residing at Boise, Idaho.