



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

IRA H. MASTERS
I, ~~IRVING C. DENICE~~, 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

HIGHLAND-SURPRISE CONSOLIDATED MINING COMPANY

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **24th** day of **September, 1954**,

original articles of amendment, as provided by Sections 30-146, 30-147, 30-149 Idaho Code reducing capital stock to \$750,000.00, divided into 3,000,000 shares of the par value of 25¢ per share.

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **87** of Record of Domestic Corporations of the State of Idaho.

• I THEREFORE FURTHER CERTIFY, That **the Articles of Incorporation have been amended accordingly.**

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 **24th** day
of **September**, in the year of our Lord
one thousand nine hundred **fifty-four**,
and of the Independence of the United States of
America the One Hundred **Seventy-ninth**.

Secretary of State.

AMENDMENT OF THE ARTICLES OF INCORPORATION
OF THE
HIGHLAND-SURPRISE CONSOLIDATED MINING COMPANY

KNOW ALL MEN BY THESE PRESENT: That we, the undersigned, the President and Secretary respectively of the HIGHLAND-SURPRISE CONSOLIDATED MINING COMPANY, DO HEREBY CERTIFY AS FOLLOWS:

That the HIGHLAND-SURPRISE CONSOLIDATED MINING COMPANY is a corporation organized and existing under and by virtue of the laws of the State of Idaho.

That at a meeting of the board of directors of said Company duly held on the 22nd day of July, 1954, at the hour of 10:00 o'clock A. M. (Mountain Standard Time), at the office and principal place of business of said corporation, to wit: 203 Gyde-Taylor Building, in the City of Wallace, County of Shoshone, Idaho, at which meeting the entire board of directors of said corporation was present; that at said meeting a resolution was regularly proposed, voted upon and adopted by the unanimous vote of all of said directors to the effect that the secretary should call a special meeting of the stockholders for the purpose of amending the articles of incorporation of said corporation; that said secretary did pursuant to said order give a 30 day written notice of said stockholders meeting for the purpose of amending the articles of incorporation.

That said stockholders convened for said meeting on the 26th day of August, 1954, at the hour of 10:00 o'clock A.M. of said day, at the office of said corporation, 203 Gyde-Taylor Building, Wallace, Idaho, and there being present at said meeting shareholders holding more than two-thirds percent of the voting power of said corporation, that is to say, holding 814,408 shares of stock of said corporation out of the 1,076,636 shares entitled to vote at the time said consent was given; that the following is a full, true and correct copy of said consent of said shareholders to the amendment of the articles of incorporation:

"Whereupon stockholder Adam J. Reinhart introduced the following resolution:

"WHEREAS, Article 'Sixth' of the Articles of Incorporation of this corporation provides "That the amount of the capitol stock of this corporation is one million two hundred thousand dollars (\$1,200,000), divided into one million two hundred thousand shares (1,200,000), of the par value of one dollar (\$1.00) each"

"AND WHEREAS it is believed to be to the best interests of said corporation and the stockholders thereof that the authorized capitol stock of the corporation be changed to three million (3,000,000) shares of the par value of twenty-five cents (25¢) each:

"THEREFORE, BE IT RESOLVED that Article 'Sixth' of the Articles of Incorporation be amended and the same hereby is amended to read as follows:

"That the amount of the capitol stock of this corporation is seven hundred fifty thousand dollars (\$750,000), divided into three million (3,000,000) shares of the par valu of twenty-five cents (25¢) each."

"AND BE IT FURTHER RESOLVED that the articles of amendment shall be prepared setting forth said amendment and the adoption thereof which shall be signed and sworn to by the president and the secretary of this corporation and that the same shall be delivered to the secretary of State for the State of Idaho, pursuant to the provisions of section 30-147 of the Idaho Code."

Stockholder, Arthur Buls, oved that the foregoing resolution be adopted, which motion was seconded by stockholder John Barmettler and upon the same being put to a vote all the stockholders present, either in person or by proxy, voted in favor of said motion and the adoption of said resolution and, thereupon, the chairman of the meeting declared said motion carried and said resolution adopted.

IN WITNESS WHEREOF, we, the said president and secretary, have hereunto set our hands this 8 day of ~~August~~ ^{September} 1954,

Frank J. Luedke
PRESIDENT

W. A. Callaway
SECRETARY

(SEAL)

STATE OF IDAHO)
County of ~hoshone) ss.

FRANK J. LUEDKE and W. A. CALLAWAY, Being by me duly sworn, deposes and say; That they are the president and secretary respectively of the HIGHLAND SURPRISE CONSOLIDATED MINING COMPANY: that they have read the foregoing certificate and that they believe the same to be true to the best of their knowledge

Frank J. Luedke
PRESIDENT
W. A. Callaway
SECRETARY

Subscribed and sworn to before me this 8 day of ^{September}~~August~~, 1954

L. H. Payne
Notary Public for the State of Idaho
Residing at Wallace.