

ARTICLES OF INCORPORATION
of the
"CALANDONIA MINING COMPANY."

KNOW ALL MEN BY THESE PRESENTS:--

That the undersigned, citizens of the United States and of the State of Idaho, together with other persons named in these articles of incorporation, have voluntarily associated themselves together for the purpose of forming a corporation under the laws of the State of Idaho, and hereby certify:--

First. That the name of this corporation shall be "CALANDONIA MINING COMPANY".

Second. That the purposes for which said corporation is formed are,--

a.--To purchase, acquire, own, hold, operate, rent, locate, improve, use, work, develop, mortgage, sell, convey, lease and dispose of mines and mining claims and interests of every kind and description, ditches, flumes, water and water-rights, and other water and riparian rights, which shall be deemed necessary or convenient for its business; also mills, concentrators, reduction works, electric light and power plants, lands, town and city lots, and any and all property incident, necessary or convenient for the uses and purposes of this corporation.

b.--To conduct a general mining, milling, smelting and reduction business, with power to conduct mercantile business, boarding houses, hotels, and other adjuncts to mines and concentrating mills.

c.--To purchase, secure, own, use and enjoy any and all franchises useful or beneficial for the prosecution of the business of this corporation.

d.--To exercise the right of eminent domain according

to law, and condemn and acquire rights of way for tunnels, shafts, hoisting works, dumps, cuts, flumes, canals, ditches, reservoirs, storage basins, dams, roads, railroads, and tramways, incident, necessary or convenient for the uses, purposes and objects of this corporation, and to do all things incident to the general business of this corporation in the State of Idaho, in the other states and territories of the United States of America, and elsewhere, wherever this corporation may desire or conclude to do business.

e.--To buy and sell ores, bullion, metals, minerals, and concentrates, and all other materials and supplies, and to reduce ores and minerals for pay.

f.--To borrow money on its notes, bonds, and other obligations, for the general purposes of the corporation, and to mortgage, pledge and give in trust any and all of its property, real and personal, to secure the payment thereof.

g.--To purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of, or bonds, securities, or evidences of indebtedness, created by any other corporation or corporations of this or any other state, and to exercise all the rights, powers and privileges of ownership thereof, including the right to vote the stocks of any such other corporation or corporations.

h.--To sell or turn over to any other person, company or corporation any of the stock or property of this company, and to hold the net proceeds, in stock or otherwise, received from such other persons, company or corporation, in exchange for any of the property of this company, or to distribute the same among the members of this company pro rata, in proportion to the amount of the paid up capital stock of this company held by the members hereof, at the time of such distribution. To sell or dispose of the stock or other property, besides money,

received from such person, company or corporation, and to distribute the proceeds thereof among the members of this company as heretofore provided, and as the trustees may think fit and proper.

1.—To do and perform all other things that may be found necessary or convenient to carry out the objects of this corporation.

Third. The place of the principal business of this corporation shall be at the City of Wallace, County of Shoshone, State of Idaho, with power to establish branch offices elsewhere, either within or without the State of Idaho.

Fourth. The term for which this corporation is to exist is fifty years.

Fifth. That the number of the directors of this corporation shall be five.

Sixth. The amount of capital stock is fixed at One Million Five Hundred Thousand (\$1,500,000.00) Dollars, divided into one million five hundred thousand shares, of the par value of One (\$1.00) Dollar per share.

Seventh. The amount of stock actually subscribed, and the names of the persons subscribing the same, are as follows, to wit:—

John Keating, 100,000 shares, valued at	\$100,000.00.
John Hayes, 150,000 shares, valued at	150,000.00.
F. Cushing Moore, 250,000 shares, valued at	250,000.00.
G. Fred Kratzer, 250,000 shares, valued at	250,000.00.
Charles McKinnis, 750,000 shares, valued at	<u>750,000.00.</u>

Total subscribed 1,500,000 shares, valued at \$1,500,000.00.

Eighth. The said corporation is formed upon the basis of a conveyance to it by the owners thereof of the following named lode mining claims, situate, lying and being in Yreka

Mining District, County of Shoshone, State of Idaho, to wit:-

The "Caledonia" and O'Connor Lode Mining Claims. And the above named Charles McKinnis hereby agrees to donate to the said company five hundred thousand (500,000) shares of the stocks subscribed by him, to be known as treasury stock, to be sold under the order of the Board of Directors, for the purpose of developing said lode mining claims, and to carry out the purposes stated in paragraph second of these articles of incorporation.

It is understood that the entire capital stock of this corporation shall be issued in exchange for the above named lode mining claims, and that in consideration for proper conveyances of the said lode mining claims, the capital stock of this corporation shall be and is fully paid up.

IN WITNESS WHEREOF the said parties have hereunto set their hands and seals, the 29 day of June, A. D. 1907.

Charles McKinnis SEAL.
F. Cushing Moore SEAL.
C. Fred Kratzer SEAL.

State of Idaho,)
County of Shoshone.) SS.

On this 29 day of June,
A. D. 1907, before me, M.J. Flohr, a Notary Public in and for said County of Shoshone, personally appeared F. Cushing Moore, C. Fred Kratzer and Charles McKinnis, personally known to me to be the persons whose names are subscribed to the foregoing and annexed instrument, and they each acknowledged to me that they executed the same freely and voluntarily for the uses and purposes therein set forth.

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

(Seal)

M.J. Flohr
Notary Public.

ARTICLES OF INCORPORATION.

State of Idaho,)
County of Shoshone.) ss.

Charles McKinnis, being first duly
sworn, deposes and says:-

1. That he is the identical person described in the
foregoing and annexed articles of incorporation of the

"CALLEDONIA MINING COMPANY" as Charles McKinnis.

2. That he is a bona fide citizen and resident of the
State of Idaho.

Charles McKinnis

Subscribed and sworn to before me this 29 day of June,

A. D. 1907.

(Seal)

M.J. Flohr
Notary Public.

ENDORSED: Instrument Number 10995. Articles of Incorporation of the CALEDONIA MINING COMPANY. Filed at the request of Henry P. Knight, Jun. 29, 1907 at 11 o'clock, A.M., records of Shoshone County, State of Idaho. Stanley P. Fairweather, County Recorder, by John P. Sheehy, deputy Recorder.

STATE OF IDAHO)
 - SS.
County of Shoshone)

I, STANLEY P. FAIRWEATHER, County Recorder

in and for the County of Shoshone, State of Idaho, do hereby certify that I have carefully compared the foregoing copy of the Articles of Incorporation of the CALEDONIA MINING COMPANY with the original copy thereof, and that the same is a true and correct transcript therefrom, together with all the endorsements thereon, as the same appear on file at my office and in my custody.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix my official seal at my office in Wallace, Idaho, this 29th day of June, 1907.

Stanley P. Fairweather
County Recorder.
John P. Sheehy
Deputy