



CERTIFICATE OF INCORPORATION
OF

SINCLAIRE MINERAL RESOURCES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

SINCLAIRE MINERAL RESOURCES, INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: May 17, 1952.



SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION
OF
SINCLAIRE MINE RESOURCES, INC.

SECRETARY OF
STATE

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is SINCLAIRE MINE RESOURCES, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are the ownership, leasing, development and operation of mining properties and mines and the transaction of any and all other lawful businesses for which corporations may be incorporated under the Idaho Business Corporations Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is fifty thousand (50,000) shares of common stock, all of the same class, each having a par value of one dollar (\$1.00).

FIFTH: Provisions denying preemptive rights are:
none.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: none.

SEVENTH: The address of the initial registered office of the corporation is P.O. Box 199, 711-1/2 West Bannock Street, Boise, Idaho 83701, and the name of its initial registered agent at such address is Larry L. Grant.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and shall qualify is:

<u>NAME</u>	<u>ADDRESS</u>
S. D. Morriss	5299 Sixth Avenue Delta, British Columbia V4M1L6

NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Larry L. Grant	P.O. Box 199 711-1/2 West Bannock Street Boise, Idaho 83701

DATED: May 17, 1982.

Larry L. Grant
Larry L. Grant

VERIFICATION

STATE OF IDAHO

County of Ada

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I, Brandee Meissner, a Notary Public, do hereby certify that on this 17th day of May, 1982, personally appeared before me, Larry L. Grant, who being first duly sworn by me, declared that he was the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

Brandee Meissner
Notary Public for Idaho
Residing at: Bald
My Commission Expires: 5/12/86

(SEAL)