

FILED/EFFECTIVE

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ARTICLES OF DISSOLUTION
OF
LOMBARDY MINING AND MILLING COMPANY

STATE OF IDAHO

TO THE SECRETARY OF THE STATE OF IDAHO:

Pursuant to the provisions of Idaho Code, Section 30-1-1403, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation.

1. The name of the corporation is:

LOMBARDY MINING AND MILLING COMPANY

2. The post office address of LOMBARDY MINING AND MILLING COMPANY is:

4760 Aspen Way
Post Falls, ID 83854

3. The names and addresses of the last officers and directors of LOMBARDY MINING AND MILLING COMPANY are:

A. Directors:

- (1) Eleanor Baker
106 East Mullan Avenue
Kellogg, ID 83837
- (2) Elmer Stout
610 East "A" Street
Moscow, ID 83843
- (3) Jeffrey Cobb
8240 Village Drive #2
Hayden, ID 83835
- (4) Lesley Pierson
4760 Aspen Way
Post Falls, ID 83854

B. Officers:

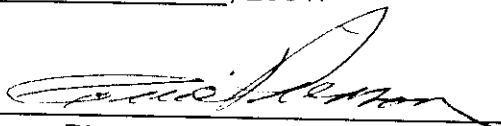
ARTICLES OF DISSOLUTION OF LOMBARDY MINING AND MILLING COMPANY

IDAHO SECRETARY OF STATE
11/05/2001 05:00
CK: 48788 CT: 4971 BH: 427951
IF: 38.00 = 38.00 PROF DISSO # 2

C2663

- (1) Gene Pierson, President
4760 Aspen Way
Post Falls, ID 83854
 - (2) Birger Bloom, Secretary-Treasurer
16324 E. Riverside Avenue
Verdale, WA 99037
4. Notice of prospective dissolution has been mailed to each known actual or potential creditor of Lombardy Mining and Milling Company, in accordance with Idaho Code, Section 30-1-1403.
 5. There are no known suits pending against Lombardy Mining and Milling Company in any court.
 6. All known debts, obligations and liabilities of Lombardy Mining and Milling Company have been paid and discharged.
 7. All remaining property and assets of Lombardy Mining and Milling Company have been distributed among the shareholders in proportion tot heir respective rights and interests.
 8. Dissolution of Lombardy Mining and Milling Company is pursuant to a resolution of voluntary dissolution adopted by a unanimous vote of the shareholders present in person or by proxy at a Special Shareholder's Meeting conducted on September 11, 2000 pursuant to Idaho Code, Section 30-1-1403. On that date there were 966,207 shares issued and outstanding. 499,210 shares were voted in favor of said dissolution.

DATED this 30th day of October, 2001.



Gene Pierson, President




Birger Bloom, Secretary-Treasurer

STATE OF IDAHO)
) ss.
County of Kootenai)

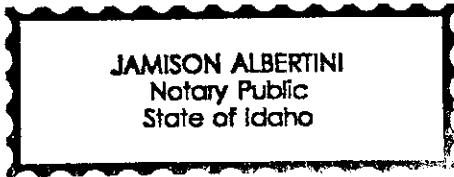
GENE PIERSON, being first duly sworn deposes and says:

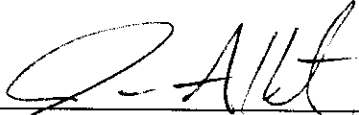
That he is the President named in the foregoing Articles of Dissolution. That he has read said Articles of Dissolution, knows the contents thereof and believes he facts therein stated to be true.



Gene Pierson

Subscribed and sworn to before me this 30 day of October, 2001.





Notary Public in and for the State of Idaho
Residing at: Co'A, ID
My Commission expires: 12-15-05

STATE OF WASHINGTON)
) ss.
County of Spokane)

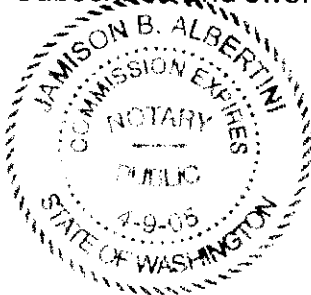
BIRGER BLOOM, being first duly sworn, deposes and says:

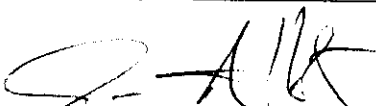
That he is the Secretary named in the foregoing Articles of Dissolution. That he has read said Articles of Dissolution, knows the contents hereof and believes the facts therein stated to be true.



Birger Bloom

Subscribed and sworn to before me this 30 day of October, 2001.





Notary Public in and for the State of Washington
Residing at: Uradale, WA U.S Bank
My Commission expires: 4-9-05