

State of Idaho

Department of State

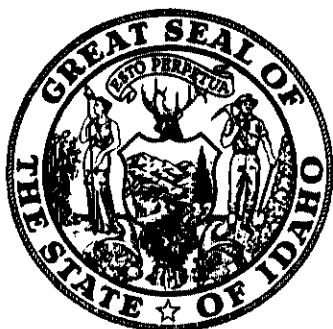
CERTIFICATE OF AUTHORITY OF

THOMPSON CREEK MINING CO.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of THOMPSON CREEK MINING CO. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to THOMPSON CREEK MINING CO. to transact business in this State under the name THOMPSON CREEK MINING CO. and attach hereto a duplicate original of the Application for such Certificate.

Dated: November 18, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Larry J. Clark*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

Nov 18 9 44 AM '93

SECRETARY OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Thompson Creek Mining Co.
2. The name which it shall use in Idaho is _____
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of Colorado
4. The date of its incorporation is October 29, 1993 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 802 Stanford Avenue, Englewood, Colorado 80110
6. The address to which correspondence should be addressed, if different from that in item 5. Same
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T Corporation System
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
See attached purpose clause

(Continued on reverse)

Submits application and certificate of status to:

Office of the Secretary of State
Division of Corporations
State House, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE
19931118 0900 34769 2
CK #: 9351 CUST# 1
CORP 1@ 120.00= 120.00

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ACA593

File Two Copies along with a Certificate of Corporate Status or Existence

Fee: \$100 if typed with no attachments
\$120 if not type or if attachments are included

(IDAHO - 2542 - 7/13/93)

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>F. Steven Mooney</u>	<u>President and Director</u>	<u>802 Stanford Avenue, Englewood, Colorado 80110</u>
<u>James K. Poage</u>	<u>Treasurer</u>	<u>802 Stanford Avenue, Englewood, Colorado 80110</u>
<u>Rodney D. Knutson</u>	<u>Vice President and Director</u>	<u>1625 Broadway, Suite 1600, Denver, Colorado 80202</u>
<u>Abigail S. Mooney</u>	<u>Assistant Secretary</u>	<u>802 Stanford Avenue, Englewood, Colorado 80110</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: November 15, 1993

Thompson Creek Mining Co.

(Corporation Name)

By _____

F. Steven Mooney President/Vice President (please specify)

and _____

Rodney D. Knutson Secretary/Assistant Secretary (please specify)

STATE OF Colorado) ss:

COUNTY OF Denver)

I, Paula J. Wilson, a notary public, do hereby certify that on

this 15th day of November, 19 93, personally appeared before

me F. Steven Mooney and Rodney D. Knutson, who being by me first duly sworn, declared that (s)he

are the President and Assistant of Thompson Creek Mining Co.

Secretary, respectively

Thompson Creek Mining Co.

that (s)he signed the foregoing documents as President and Assistant of the corporation and that the statements therein contained are true. Secretary, respectively

Paula J. Wilson
Notary Public

My Commission Expires March 2, 1994.

Appendix to Idaho
Application for Certificate of Authority

**Purpose Clause of
Thompson Creek Mining Co.**

Mining and Milling Operations. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Idaho.



Nov 12 9 44 AM '93

SECRETARY OF STATE

STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

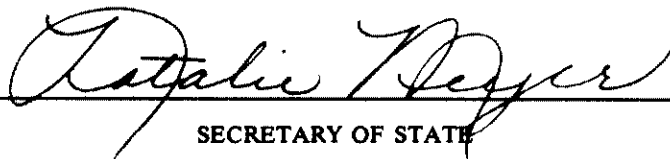
I, **NATALIE MEYER**, Secretary of State of the State of
Colorado hereby certify that

According to the records of this office

THOMPSON CREEK MINING CO.
(COLORADO CORPORATION)

file # 931121426 was filed in this office on OCTOBER 29, 1993,
and has complied with the applicable provisions of the
laws of the State of Colorado and on this date is in good
standing and authorized and competent to transact business
or to conduct its affairs within this state.

Dated: NOVEMBER 12, 1993


SECRETARY OF STATE