

**CERTIFICATE OF INCREASE OF THE CAPITAL STOCK  
OF THE LOOKOUT MOUNTAIN MINING AND MILLING COMPANY-**

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THIS IS TO CERTIFY that at a meeting of the Board of Directors of the Lookout Mountain Mining and Milling Company, held on the 32nd day of July, A. D. 1922, at the office of the company in the City of Kellogg, County of Shoshone, State of Idaho, held pursuant to the By-laws of said corporation and in due conformity thereto, and at which said meeting all of the members of the Board of Directors, to-wit, R. L. Brainard, W. L. Penney, V. E. Waltman, William Bore, Frank Bore, were present and participated therein, the following resolution was offered and unanimously adopted by the vote of all of the said Board of Directors, which said resolution was in words and figures following, to-wit:

**\*RESOLVED**, that a meeting of the stockholders of the Lookout Mountain Mining and Milling Company be called to convene at the office of the company, in the City of Kellogg, County of Shoshone, State of Idaho, on the 5th day of September, 1922, at the hour of 8 o'clock p. m. of said day, for the following purposes, to-wit:

To submit to the stockholders of the said corporation and to vote upon the question, whether the capital stock of the said corporation shall be increased from \$375,000.00, divided into 1,500,000 shares of the par value of twenty-five (25) cents each, to Five Hundred Thousand (\$500,000.00) Dollars, divided into two million (2,000,000) shares of the par value of twenty-five (25) cents each.

Be it further resolved, that a copy of this notice be served upon each of the stockholders of this corporation at least thirty days before said meeting, or in lieu thereof, that a notice of said meeting be published in the Kellogg NEWS-Wardner, a weekly newspaper printed and published in the City of Kellogg, for at least thirty days before the said meeting.

That thereafter and on the 5th day of September, 1922, pursuant to a call for a special meeting of the stockholders of said corporation, for the purpose of considering the increase of the capital stock of the Lookout Mountain Mining and Milling Company from Three Hundred Seventy Five Thousand (\$375,000.00) to Five Hundred Thousand (\$500,000.00) Dollars, as provided in said

resolution, notice of which said special meeting of stockholders was mailed to each and every stockholder of said company at their last known place of residence, and a notice of which said special meeting was duly advertised according to law and said resolution in the Kellogg NEWS Wardner, a weekly newspaper printed and published in the City of Kellogg, County of Shoshone, State of Idaho, for the full period of thirty days, which said notice was in words and figures following, to-wit:

"Notice of Special Meeting of Stockholders, Office of the Lookout Mountain Mining and Milling Co., Kellogg, Shoshone Co., Idaho, July 27, 1922.-

Notice is hereby given that a special meeting of the stockholders of the Lookout Mountain Mining and Milling Co. will be held at the office of the company, the News Office, Kellogg, Idaho, on Tuesday, the 5th day of September, 1922, at the hour of 8 o'clock p. m. of said day for the purpose of considering and voting upon a proposition to increase the capital stock of the corporation from Three Hundred Seventy Thousand (\$375,000.00) Dollars, divided into 1,500,000 shares of the par value of 25 cents each, to Five Hundred Thousand (\$500,000.00) Dollars divided into 2,000,000 shares of the par value of 25 cents each.

By order of the Board of Directors.

W. L. PENNEY, Secretary-Treasurer, Lookout Mountain Mining and Milling Company."

a special meeting of the stockholders was held at the office of the company, at Kellogg, Shoshone county, Idaho, on the 5th day of September, 1922, at the hour and place named in said call. William Boro was elected chairman of the meeting and V. E. Waltman secretary. Upon canvass of the stock represented in the meeting by person or proxy it was shown that a majority of the capital stock of the corporation was not represented and upon due motion, properly made, put and carried, an adjournment of said meeting was taken until September 6, 1922, at 8 o'clock p. m. to convene at the same place. Thereafter and on September 6, 1922, at the hour of 8 o'clock the meeting of stockholders was called to order. R. L. Brainard was elected chairman and W. L. Penney secretary. At said meeting

1,183,306 shares of the issued capital stock of said corporation was personally present, and present by proxy, and entitled to vote thereat; that the total number of shares of capital stock of said corporation issued at the date of said special meeting aggregated 1,417,670 shares and that at said date there were 83,330 shares remaining in the treasury thereof which had not been issued; that the said 1,183,306 shares of the issued capital stock of said corporation personally present and present by proxy at said special meeting was more than than two-thirds of the issued capital stock of said corporation and entitled to vote upon said proposed increase of capital stock.

That thereupon, R. L. Brainard was elected chairman of said stockholders meeting and W. L. Penney was elected secretary thereof.

Whereupon the following resolution was introduced:

"RESOLVED, That the capital stock of the Lookout Mountain Mining and Milling Company be increased from Three Hundred Seventy Five Thousand (\$375,000.00) Dollars, divided into One Million Five Hundred Thousand (1,500,000) shares of the par value of Twenty Five (.25) cents each, to ~~Two Million~~ Five Hundred Thousand (\$500,000.00) Dollars, divided into Two Million (2,000,000) shares of the par value of twenty five (.25) cents each; and be it further

RESOLVED, That the Chairman and Secretary of this meeting, and the Board of Directors of this corporation, are hereby authorized and directed to execute and file such certificates as are required by law to carry such increase into effect."

Thereupon, upon motion duly made and seconded, the said resolution was put to a vote and 1,154,806 shares of the issued capital stock personally present and present by proxy voted in favor of said resolution and 13,500 shares of the issued capital stock present in person and by proxy voted against said resolution.

Whereupon, the Chairman announced that 1,154,806 shares of the issued capital stock of said corporation, personally present and present by proxy, having voted in favor of said resolution to in-

crease the capital stock of the corporation from Three Hundred Seventy Five Thousand (\$375,000.00) Dollars, divided into One Million Five Hundred Thousand (1,500,000) shares of the par value of Twenty-Five (.25) cents each, to Five Hundred Thousand (\$500,000.00) Dollars, divided into Two Million (2,000,000) shares of the par value of Twenty-Five (.25) cents each, and that the said 1,154,806 shares of the capital stock of the corporation so voting being more than two-thirds of the issued capital stock of said corporation entitled to vote upon said resolution, declared the said resolution carried and adopted and that the capital stock of the corporation had been increased in accordance with said resolution.

IN WITNESS WHEREOF, the Chairman and Secretary of said stockholders meeting have hereunto affixed their names this 6th day of September, A. D. 1922.

\_\_\_\_\_  
Chairman

Attest:

*M. J. [Signature]*  
\_\_\_\_\_  
Secretary

State of Idaho

County of Shoshone

ss.

R. L. Brainard and W. L. Penney, being first duly sworn according to law, each for himself and not one for the other, deposes and says:

That they were respectively the Chairman and secretary of the special stockholders meeting of the Lookout Mountain Mining and Milling Company, held on the 6th day of September, A. D. 1922, for the purpose of considering the increase of the capital stock of said corporation from Three Hundred Seventy Five Thousand (\$375,000) Dollars to Five Hundred Thousand Dollars (\$500,000.00); that they have read the foregoing certificate, know the contents thereof, and that the matters and things therein stated are true of their own knowledge.

Subscribed and sworn to before me this 20th day of October, A.D. 1922.

Old Price  
Notary Public

We, the undersigned, being a majority of the Board of Directors of the Lookout Mountain Mining and Milling Company, do hereby certify that we have read the foregoing certificate and know the contents thereof and that the statements set forth therein are true and correct.

IN WITNESS WHEREOF, we have hereunto set our hands this 20th day of October, A. D. 1922.

R. L. Brainard  
W. L. Penney  
W. E. Waltman  
William Bero  
Frank Bero

(ENDORSED) Instrument Number 60673. Certificate of Increase of the Capital Stock of the Lookout Mountain Mining and Milling Company.

Filed at the request of L.E. Brainerd Nov. 17th, 1922, at 9 o'clock, A.M., records of Shoshone County, State of Idaho. Harry A. Rogers, County Recorder.

STATE OF IDAHO, COUNTY OF SHOSHONE ) SS

I, HARRY A. ROGERS, County Recorder in and for the County of Shoshone, State of Idaho, do hereby certify that I have carefully compared the foregoing duplicate copy of the Certificate of Increase of Capital Stock of the

LOOKOUT MOUNTAIN MINING AND MILLING COMPANY

with the original instrument, and that the same is a true and correct copy thereof, together with all official endorsements thereon, as the same are 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 17th day of November, A.D. 1922.

*Harry A. Rogers*

County Recorder.