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# State of Idaho

## Department of State

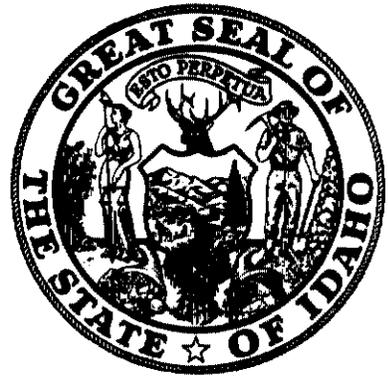
### CERTIFICATE OF INCORPORATION OF

CASTLE CREEK MINES 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 the above named corporation, 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: April 19, 1991



*Pete T. Cenarrusa*  
SECRETARY OF STATE

by: *[Signature]*

ARTICLES OF INCORPORATION  
OF

CASTLE CREEK MINES INC.

APR 19 10 48 AM '91

KNOW ALL MEN BY THESE PRESENTS: That, we, the undersigned  
SECRETARY OF STATE  
have this day voluntarily associated ourselves together for the  
purpose of forming a corporation under the laws of the State of  
Idaho and pursuant thereto certify as follows:

ARTICLE I

The name of the corporation shall be

CASTLE CREEK MINES INC.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The principal office and place of business of this corporation  
is initially located at

9664 TELFAIR, BOISE ID. 83704

*Patricia Dick*  
is the designated registered agent for the corporation and resides  
at this address. The principal place of business of the corporation  
may be relocated, and other office or offices of the corporation  
may be established at other location or locations.

ARTICLE IV

This corporation is organized as General Business Corporation  
under the laws of the State of Idaho to locate and develop mining  
claims and properties; to acquire and operate mine or mines within  
or outside the State of Idaho and to engage in the general business  
of mining or mineral development, but the corporation shall have  
power and authority to conduct and operate any lawful business  
or enterprise within or without the State of Idaho or within or  
without the United States. It shall have an may exercise the powers  
and authorities granted to such corporation under the constitution  
and the statutes of the State of Idaho now in effect and as they  
may be amended, supplemented or extended hereafter.

In addition to the foregoing powers this corporation shall have complete authority to do and perform any act or thing necessary to carry out its business purposes which may be calculated, directly or indirectly, to advance the business of the corporation or the enhancement of its properties, including the right to acquire and dispose of its own shares of stock or other securities.

#### ARTICLE V

The authorized capital stock of this corporation shall consist of 10,000 shares of common capital stock with a par value of \$1.00 per share.

Each share of common capital stock shall be entitled to one vote and to participate in any dividends declared on common stock./ The common capital stock shall be non-assessable but shall not have preemptive rights.

The capitalization of this corporation may be increased, or decreased in the manner provided by law. If increased, the amendment or amendments therefor may provide for one or more classes of stock with such voting, dividend, preemptive rights or other privileges as may be provided therein.

#### ARTICLE VI

The board of directors of this corporation shall be composed of three (3) members. It is not necessary that a director be a shareholder of this corporation. The incorporators shall be the Board of Directors until their successors are elected at the first meeting of shareholders following incorporation. At the first meeting of stockholders directors shall be elected to serve until the following annual meeting of stockholders, or until successors are elected or appointed.

#### ARTICLE VII

The private property of stockholders of this corporation shall, in no way, be obligated to pay the debts or obligations of the corporation.

#### ARTICLE VIII

Articles of Incorporations for this corporation may be amended

as hereinafter provided and as authorized and allowed under the statutes of the State of Idaho.

#### ARTICLES IX

By-laws shall be adopted by the Board of Directors. Such by-laws may provide that the Board of Directors of the corporation, whenever a quorum is in attendance, by two-thirds (2/3rds) vote of directors voting may:

(a) remove at any time officer of the corporation elected or appointed;

(b) repeal or amend by-laws of the corporation or adopt new by-laws which do not affect the term of office of a director.

Whenever a quorum is in attendance the Board of Directors, by majority vote of the directors voting, may exercise the powers of such board of directors including:

(a) the determination, amount, and date of payment of dividends to be paid upon the issued stock of the corporation;

(b) authorize mortgages, liens, or transfers of real and personal property of the corporation;

(c) when authorized by majority vote of the issued and outstanding stock of the corporation, or if subsequently ratified by affirmative vote of majority of the issued outstanding stock of the corporation, the Board of Directors may sell, lease, or exchange, all or any part of the assets of the corporation, including its franchise as a corporation, upon such terms and conditions and for such consideration, which may be in whole or in part shares of stock of another corporation, as the Board of Directors may deem prudent and in the best interests of the corporation.

**ARTICLE X**

The names of the incorporators and the amount of capital stock subscribed by each are as follows:

<b>NAME</b>	<b>ADDRESS</b>	<b>NO. SHARES</b>
Robert R. Grant	9664 Telfair Boise, Idaho 83704	5.000
Eleanor T. Grant	9664 Telfair Boise, Idaho 83704	5.000

IN WITNESS WHEREOF, we have hereunto set out hands and seals  
this 15 day of APRIL ..1991.

RR Grant  
PRESIDENT

Eleanor T Grant  
SECRETARY

STATE OF IDAHO )  
COUNTY OF Ada ) SS

I, Patricia Dick, a notary public, do hereby certify that on this 15-day of April, 1991, personally appeared before me Robert R. Grand, who, being by me first duly sworn, declared that he is the President of Castle Creek Mine, Inc. that he signed the foregoing document as President, of the corporation, and that the statements therein contained are true.

(Notarial Seal)

Patricia Dick

Notary Public for Idaho

Residing at: Boise

My Commission expires: 3-3-93