

ARTICLES OF INCORPORATION

++-----OF-----++

THE DEADWOOD-RAINBOW MINING COMPANY, LIMITED.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned have voluntarily associated ourselves together for the purposes of forming a private corporation, under and by virtue of the laws of the State of Idaho, and do therefore make and acknowledge this certificate, in writing, which, when filed shall constitute the articles of incorporation of the DEADWOOD-RAINBOW MINING COMPANY, LIMITED.

ARTICLE I.

The name of this corporation shall be the "DEADWOOD-RAINBOW MINING COMPANY, LIMITED.

ARTICLE II.

The purposes for which this corporation is formed are to locate, lease, purchase or to acquire by other lawful means, quartz and placer mines and mining ground, to locate, lease purchase and acquire millsites, water - rights, mills and mill-sites, to develop and operate mines and mineral bearing ground, to own, construct, acquire and purchase, or procure by other lawful means rights of way for roads and ditches, easements and servitudes and all other things whatsoever necessary or incident to the development and operation and ownership of mines and mining properties, to borrow money in the name of the corporation and to mortgage or otherwise pledge the property thereof to secure the payment of the same, to issue the bonds of the company and to do and perform all things, whatsoever, necessary and incident to the ownership, management, conduct and operation of mines, mining ground, mineral bearing rock and ores, and to buy, own and sell mining ground, mines, mining machinery and all water rights and servitudes therewith connected or thereunto appertaining.

ARTICLE III.

The term of existence of this corporation shall be fifty (50) years from and after the filing of these articles of incorporation.

ARTICLE IV.

The capital stock of this corporation shall consist of One Million shares of the par value of One Dollar each.

ARTICLE V.

The principal office of this company and the principal place of business thereof shall be at Boise, Ada County, Idaho.

ARTICLE VI.

No person shall be a member of the board of directors of this company nor be either President or Vice President thereof, who is not the holder of not less than one thousand shares of the capital stock thereof.

ARTICLE VII.

The holders of the capital stock of this corporation shall be entitled to cast, at all meetings of the stockholders thereof, one vote for each such share of such stock so held by such stock-holder.

ARTICLE VIII.

The annual meeting of this corporation shall be held at the principal office thereof, in Boise, Idaho, on the third Tuesday in January of each and every year.

ARTICLE IX.

The number of directors of this corporation shall be five (5); and those who shall act as such directors for the first year and until their successors in office shall have been elected and qualified are:

Junius Wright, R. J. Coles, W. A. Davenport, James McDevit and R. G. Wood.

ARTICLE X.

The officers of this company, in addition to its board of directors shall be President, Vice President, Secretary, Treasurer and General Manager, each of whom shall be chosen by the board of directors, shall hold office for the term of one year and until a successor in office shall have been elected and qualified.

ARTICLE XI.

The amount of the capital stock of this corporation which has been subscribed, and the number of shares thereof by each shareholder subscribed for is as follows:-

R. G. Wood,	324,000 shares,	\$324,000.00
Junius Wright,	225,000 shares,	\$225,000.00
R. J. Coles,	225,000 shares,	\$225,000.00
W. B. Horn,	66,000 shares,	\$ 66,000.00
James McDevit,	40,000 shares,	\$ 40,000.00
W. A. Davenport,	20,000 shares,	\$ 20,000.00

The residue of said capital stock shall remain in the possession of the company subject to sale by order of the board of directors.

ARTICLE XII.

The manner of holding and conducting meetings of the shareholders of this corporation shall be as determined by the By-Laws thereof, hereafter by this corporation to be adopted.

ARTICLE XIII.

The Board of Directors shall have power to make such prudential rules for the management and conduct of the affairs of this corporation, not inconsistent with the laws of the state of Idaho, and within the object and purposes of this company, as shall be, by said board, deemed proper.

IN WITNESS WHEREOF, The said incorporators have hereunto set their hands and seals this 27 day of January, A.D. 1904.

Attest

C. C. Siggins

R. G. Wood
Junius Wright
R. J. Coles
W. B. Horn
James M. McDevit
W. A. Davenport

State of Idaho,)
 County of Ada.) ss.

On this 27th day of January, 1904 before me, _____

C. C. Siggins, a Notary Public within and for the County and State aforesaid, personally appeared R. G. Wood, Junius Wright, R. J. Coles, W. B. Horn, James McDevit and W. A. Davenport, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Seal

C. C. Siggins
 Notary Public.