



# APPLICATION FOR CERTIFICATE OF AUTHORITY

FILED

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:

10-9-79

9:19 am

1. The name of the corporation is VENTURES WEST MINERALS, INC.
2. \*The name which it shall use in Idaho is \_\_\_\_\_
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is July 12, 1979 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 100 West Tenth Street, Wilmington, Delaware 19801
6. The 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
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
Mineral exploration and development.

LEITH BURETT

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

Name	Office	Address
<u>Haig deB. Farris</u>	<u>Chairman</u>	<u>Suite 2238 200 Granville St. Vancouver, British Columbia Canada V6C1S4</u>
<u>Victor Erickson</u>	<u>President</u>	<u>Suite 619, 475 Howe St. Vancouver, British Columbia, Canada V6C2B3</u>
<u>Clyde Smith</u>	<u>Vice-President</u>	<u>Suite 619, 475 Howe St. Vancouver, British Columbia, Canada V6C2B3</u>
<u>Michael Brown</u>	<u>Secretary/Treasurer</u>	<u>Suite 2238, 200 Granville St. Vancouver, British Columbia Canada V6C1S4</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>Common</u>	<u>Without Par Value</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1</u>	<u>Common</u>	<u>Without Par Value</u>

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

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated August 27, 19 79

**VENTURES WEST MINERALS, INC.**

By

Victor Erickson

Its \_\_\_\_\_ President

and

Michael Brown

Its \_\_\_\_\_ Secretary/Treasurer

STATE OF Idaho )

COUNTY OF Twin Falls ) ss:

**KEITH E. BURRELL**

I, \_\_\_\_\_, a notary public, do hereby certify that on this 17<sup>th</sup> day of September, 19 79, personally appeared before me Victor Erickson, who being by me first duly sworn, declared that he is the President of VENTURES WEST MINERALS, INC.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Keith E. Burrell  
Notary Public

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

CERTIFICATE OF INCORPORATION

OF

VENTURES WEST MINERALS, INC.

\* \* \* \* \*

1. The name of the corporation is

VENTURES WEST MINERALS, INC.

2. The address of its registered office in the State of Delaware is No. 100 West Tenth Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

3. The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

4. The total number of shares of Common stock which the corporation shall have authority to issue is one thousand (1,000); all of such shares shall be without par value.

5. The name and mailing address of each incorporator is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
M. A. Ferrucci	100 West Tenth Street Wilmington, Delaware 19801
K. L. Husfelt	100 West Tenth Street Wilmington, Delaware 19801
W. J. Reif	100 West Tenth Street Wilmington, Delaware 19801

6. The corporation is to have perpetual existence.

7. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, alter or repeal the by-laws of the corporation.

8. Elections of directors need not be by written ballot unless the by-laws of the corporation shall so provide.

Meetings of stockholders may be held within or without the State of Delaware, as the by-laws may provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the by-laws of the corporation.

9. The corporation shall indemnify its officers, directors, employees and agents to the extent permitted by the General Corporation Law of Delaware.

10. The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that this is our act and deed and the facts herein stated are true, and accordingly have hereunto set our hands this 12th day of July, 1979.

M. A. Ferrucci  
\_\_\_\_\_  
M. A. Ferrucci

K. L. Husfelt  
\_\_\_\_\_  
K. L. Husfelt

W. J. Reif  
\_\_\_\_\_  
W. J. Reif



# State of DELAWARE

Office of SECRETARY OF STATE

*I, Glenn C. Kenton Secretary of State of the State of Delaware,*  
*do hereby certify that the above and foregoing is a true and correct copy of*  
Certificate of Incorporation of the "VENTURES WEST MINERALS, INC.", as received  
and filed in this office the twelfth day of July A.D. 1979, at 10 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand  
and official seal at Dover this twelfth day  
of July in the year of our Lord  
one thousand nine hundred and seventy-nine.



*Glenn C. Kenton*

Glenn C. Kenton, Secretary of State