

State of Idaho



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

IRA H. MASTERS

I, ~~Geo. H. Curtis~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

HOPE SILVER-LEAD MINES, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **twenty-seventh** day of **April** 194 **5**, original articles of amendment, as provided by Sections 29-143 and 29-146 I.C.A., amending Article I and Article IV, changing the registered office to Clark Fork, Banner County, Idaho

and that the said articles of amendment contain the statement of facts required by law, and are recorded ~~in book~~ ^{on file roll} No. 4 of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **27th** day of **April**, in the year of our Lord one thousand nine hundred forty **five**, and of the Independence of the United States of America the One Hundred **Sixty-nine**.

Secretary of State.

CERTIFICATE OF AMENDMENT

The undersigned, ALBERT M. NASH and MARY A. NASH, do hereby certify that they are, respectively, the duly elected, qualified and acting President and Secretary of the HOPE SILVER-LEAD MINES, INC., and Idaho corporation, and further declare and certify, as follows:

A meeting of the shareholders of said Hope Silver-Lead Mines, Inc. was duly called and held at Kellogg, Idaho, on the 3rd day of April, 1945, notice of which meeting was given to all shareholders of the corporation by the mailing of notice thereof to said shareholders at their respective last known addresses as the same appear upon the records of the corporation, which said notice was given at least ten days prior to the date of said meeting, as required by the By Laws of the corporation. Said notice specified the purpose of the meeting, among other things, to be:

"For the purpose of considering and acting upon a proposal to amend Section IV of the Articles of Incorporation, as well as Paragraph Two of Article I of the By Laws of the corporation, to change the registered office of the corporation from Kellogg, Shoshone County, Idaho, to Clark Fork, Bonner County, Idaho."

On said 3rd day of April, 1945, the issued, outstanding and votable stock of the corporation was 2,164,442 shares. At said meeting shareholders owning 1,795,706 shares were present or represented by proxy and same constituted a lawful quorum.

That at said meeting the following resolution was adopted by a vote of 1,795,706 shares in favor and no shares opposed. More than two-thirds of the voting power of the shareholders having been voted in favor of the adoption of

said resolution the same was declared by the President to have been duly adopted, to-wit:

Mr. H. J. Hull offered the following resolution:

BE IT RESOLVED That the location of the registered office of this corporation be, and the same is hereby changed from the City of Kellogg, Shoshone County, Idaho, to Clark Fork, Bonner County, Idaho.

BE IT FURTHER RESOLVED That Article IV of the Articles of Incorporation of this corporation, to-wit, the Hope Silver-Lead Mines, Inc. be, and the same is, hereby amended to read as follows:

IV.

"That the registered office of the corporation in the State of Idaho is Clark Fork, Bonner County, State of Idaho, but branch offices may be established elsewhere, either within or without the State of Idaho."

BE IT FURTHER RESOLVED That a certificate setting forth the foregoing amendment, certifying that such amendment has been duly adopted in accordance with the provisions of Section 29,145 of the Idaho Code Annotated, 1932, and containing such other statements as may be necessary or advisable, be made in quadruplicate under the seal of the corporation and signed and sworn to by the President and Secretary of the corporation, and that said certificate, so executed, be filed with the Secretary of State of the State of Idaho, and that a copy thereof, certified by said Secretary of State be filed in the office of the County Recorder of Shoshone County, Idaho, and a like certified copy be filed in the office of the County Recorder of Bonner County, Idaho, and a like certified copy be made a part of the permanent records of this corporation.

BE IT FURTHER RESOLVED That the officers of this corporation be, and they are, hereby authorized, empowered and directed to take any and all further acts and proceedings which they deem necessary or proper to effectuate said amendment.

Mr. H. J. Hull moved the adoption of the foregoing resolution. The motion was seconded by Mr. L. P. Larson. A stock vote was taken upon the motion to adopt the resolution with the following result.

Voting Aye 1,795,706 Shares

Voting Nay no Shares

The President declared that whereas 1,795,706 shares out of the total issued and outstanding shares of 2,164,442, or more than two-thirds thereof had voted in favor of the adoption of said resolution, the same had been duly adopted.

IN WITNESS WHEREOF the said HOPE SILVER-LEAD MINES, INC. has caused these presents to be signed by its President and Secretary and has caused its corporate seal to be hereunto affixed the 24th day of April, 1945.

(CORPORATE SEAL)

Albert M. Nash
President

Mary A. Nash
Secretary

STATE OF IDAHO)
County of Bonner) ss

On this 24th day of April, 1945, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared ALBERT M. NASH and MARY A. NASH, President and Secretary respectively of the HOPE SILVER-LEAD MINES, INC., who being by me first duly sworn, on oath deposed and said that they executed the foregoing certificate as President and Secretary, respectively, of the Hope Silver-Lead Mines, Inc., and that the statements contained therein are true of their own knowledge.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my Notarial Seal the day and year in this certificate first above written.

[Signature]
Notary Public for the State of Idaho, residing at Sandpoint, Bonner County, Idaho