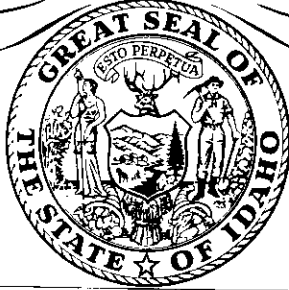


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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 original of the articles of incorporation of

PARADISE PLACERS, INC.

was filed in the office of the Secretary of State on the **Twenty-third** day of **March,** A.D. One Thousand Nine Hundred **Sixty-two** and duly recorded on Film No. **118** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

Boise

in the County of

Ada

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 **23rd** day of **March**, A.D., 19 **62**.

Secretary of State.

IN THE OFFICE OF THE SECRETARY OF STATE, STATE OF IDAHO

In the Matter of the Incorporation of)	
)	
PARADISE PLACERS, INC.,)	<u>ARTICLES OF INCORPORATION</u>
)	
An Idaho Corporation.)	
)	
)	
)	

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned persons, each being citizens of the United States of America, and of full age, do hereby associate ourselves together for the purposes of forming a business corporation under the laws and statutes of the State of Idaho, and in accordance with Title 30, Chapter 1, Idaho Code, do hereby certify and declare as follows:

NAME The name of this corporation shall be PARADISE PLACERS, INC.

PURPOSES The purposes of this corporation shall be specifically to
locate, make applications for patents, and to work and
operate mining claims, including the development of claims, extraction
of ores, mining, milling or treating of ores, and to sell any extracted ores,
minerals or the products of mineral deposits. Although the specific pur-
poses of this corporation are as hereinabove enumerated, this corporation
shall have full power and authority to engage in any lawful business of any
kind whatsoever in the State of Idaho, or in this world which a natural person
might or could do, except the carrying on of such businesses, practices or
conduct which under the laws of the State of Idaho are prohibited to be en-
gaged in by corporations.

That in order to finance itself, and to finance its activities, this
corporation shall have full power and authority to issue its capital stock

to make application for necessary Blue Sky permits, or other licenses to sell the same, and to sell its stocks to the general public, or to its incorporators. So also this corporation shall have full power and authority to issue debentures, either secured or unsecured; shall have full power and authority to issue debentures, either secured or unsecured; shall have full authority to borrow money and in order to secure loans for money, the corporation shall have full power and authority to mortgage or hypothecate any of its real or personal property and further, this corporation shall have full power and authority to own real property and to buy, sell, deal in, trade, mortgage, hypothecate or in any manner deal with its own real property.

The duration of this corporation shall be perpetual, but
DURATION nothing in these articles shall be interpreted to prohibit the corporation from winding up its business sooner, if such winding up is determined by its officers or directors, the stockholders, or by order of any court of competent jurisdiction.

LOCATION AND POST OFFICE ADDRESS OR REGISTERED OFFICE The location and post office address of the registered office of this corporation shall be, in the State of Idaho, 1502 North 5th Street, Boise City, Ada County, State of Idaho.

AUTHORIZED CAPITAL AND CLASS OF SHARES The total authorized capital of this corporation shall be FOURTEEN HUNDRED DOLLARS, (\$1400.00), to be divided among fourteen hundred (1400) common shares, each having a par value of One Dollar (\$1.00) per share.

All shares shall be of the same class as hereinabove stated, have equal par value, equal voting privileges, and equal preferences and restrictions.

NAMES OF
INCORPORATORS

The names and addresses of the incorporators and a statement of the number of shares subscribed for by each is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Jack M. Barney	1505 North 5th Street Boise, Idaho	100 shares common stock;
JOHN N. BOEHM	1116 Hays Street, Boise, Idaho	100 shares common stock;
Vernon K. Smith	Route # 1 Boise, Idaho	100 shares common stock;
Harry S. Fry	1115 Vermont Street Boise, Idaho	100 shares common stock;
Ardath Fry	1115 Vermont Street Boise, Idaho	100 shares common stock;
Hal Baker	1115 Vermont Street Boise, Idaho	100 shares common stock
Guy R. Bradley	2027 South Latah St. Boise, Idaho	100 shares common stock

MANAGEMENT OF CORP-
ORATION, INCLUDING
OFFICERS AND DIRECTORS

The management of this corporation shall be in a Board of Directors to consist of not less than five (5) persons. The members of the Board of Directors need not be stockholders in this corporation. Their term of office, as well as their meetings, shall be defined in a code of By-Laws.

TEMPORARY OFFICERS
AND DIRECTORS

Until such time as the holding of the first
special meeting of this corporation, the
temporary officers and members of the Board of Directors of this corpora-
tion shall be as follows:

<u>Name</u>	<u>Office</u>
Jack M. Barney	President and Director
Hal Baker	Vice President and Director
John N. Boehm	Secretary and Director
Harry S. Fry	Treasurer and Director
Ardath Fry	Director

BY-LAWS

Within the time specified by statute, this corporation
shall adopt a code of By-Laws which said code of By-Laws
shall control the business proceedings at all meetings of the Board of
Directors of this corporation. Such By-Laws may contain any other or
further provisions which are not inconsistent with the laws and statutes
of the State of Idaho. The By-Laws, when adopted, may be repealed, amended,
or modified at any meeting of the stockholders, either a regular meeting
or a special meeting, or any meeting of the Board of Directors, either at
a regular meeting or at a special meeting, when such meeting is called
and noticed for such purpose.

IN WITNESS WHEREOF, We the undersigned persons have hereunto
set their hands and seals and caused these Articles of Incorporation to be
executed this 8th day of March, 1962.

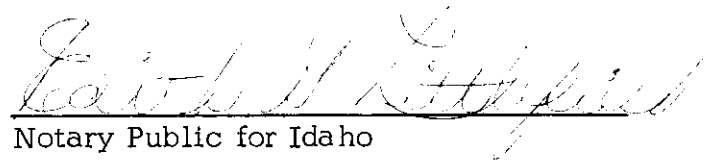
<i>John N. Boehm</i>	(SEAL)
<i>Jack M. Barney</i>	(SEAL)
<i>Harry S. Fry</i>	(SEAL)
<i>Ardath Fry</i>	(SEAL)
<i>Hal Baker</i>	(SEAL)
<i>Timothy A. Bradley</i>	(SEAL)

Incorporators.

STATE OF IDAHO,)
) ss
County of Ada,)

On this 7th day of March, 1962, before me, a Notary Public in and for said County and State, personally appeared JACK M. BARNEY, JOHN N. BOEHM, VERNON K. SMITH, HARRY S. FRY, ARDATH FRY, HAL BAKER and GUY R. BRADLEY, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation as the incorporators thereof, and acknowledged to me that they executed the same.

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


Notary Public for Idaho
Residence: Boise, Idaho