

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, IRA H. MASTERS, 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

SUNSET URANIUM CORP.

was filed in the office of the Secretary of State on the **First** day of **March** A.D. One Thousand Nine Hundred **Fifty-five** and duly recorded on Film No. **89** 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

1st day of **March**
A.D., 19 **55**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

SUNSET URANIUM CORP.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned citizens of the United States of America, each over the age of twenty-one years, do hereby voluntarily associate ourselves together for the purpose of forming a domestic corporation under and by virtue of the laws of the State of Idaho, and we do hereby make, sign, acknowledge, and file these Articles of Incorporation as follows:

ARTICLE I.

The name of this corporation is and shall be, Sunset Uranium Corp.

ARTICLE II.

The objects and purposes for which this corporation is formed are as principals, agents or otherwise, to do in any part of the world any and every of the things herein set forth or permitted by law to the same extent as natural persons might and could do. In furtherance and not in limitation of the general powers conferred by the laws of the State of Idaho, we do expressly provide that the corporation shall have power:

(a) To purchase, sell, option, own, locate, lease or otherwise acquire, mortgage and dispose of lands, mines, mining claims, mineral rights; and interests therein; to apply for patents for mines and mining claims, mining millsites, mills, water-rights, tunnels and rights of way; to work, prospect, explore, exploit, and develop mines and mineral lands of every kind and nature and wherever the same may be situated, and to carry on the business of mining, milling, drilling and producing gold, silver, uranium, tungsten, zinc, lead, and any and all other metals and minerals of every kind and character and to sell and dispose of the same

and the by-products thereof, and to do everything that may be necessary or proper in the conduct of the business of working such mines and mineral lands and the production of ores and metals therefrom; also to buy, sell, contract for, construct, own, erect, and operate all mills, smelters, drills and other ore reduction works, sawmills, machinery, roads, tramways, ditches, flumes, power plants of any and all kinds whatsoever, and to develop and use electricity for power and lighting purposes and to file upon water rights for any and all purposes.

(b) To take, hold, lease, mortgage, own, purchase, or acquire by operation of the law or otherwise, real property or any interest therein or appurtenant thereto, including store-rooms, sawmills, offices, dwelling houses and store buildings and any part thereof, or any interest therein, or to sell, lease, exchange, mortgage or hypothecate real estate or any interest therein, and to engage in any and all undertakings and business necessary and proper to the improvement and betterment of any of the real property or interest therein, owned or otherwise acquired, or to be owned or otherwise acquired by said corporation, or in any other lands in which the said corporation may have any interest, and to handle and deal in any land, interest in land, or other property or interest therein, of said corporation in any manner it may desire.

(c) To enter into, make, perform and carry out any and all contracts or agreements of every kind, amount and character with any person, firm, association, corporation, Federal or State government or any political subdivision, or corporation or agency thereof.

(d) To purchase, own, sell, convey, mortgage, pledge, exchange, acquire by operation of law or otherwise, personal property of every kind and character, debts, dues and demands or causes of action, and each and every kind of personal property, evidences of debts, bonds, stock of this and other corporations, both public and private, which the corporation may deem necessary and convenient for its business or otherwise.

(e) To borrow and lend money from and to any person, firm, corporation, association, or Federal or State government or any political subdivision, or corporation or agency thereof, and to make, take and execute notes, mortgages, bonds, deeds of trust, or other evidence of indebtedness to secure payment thereof, or by any other lawful manner or means, to take and receive notes, bonds, mortgages, deeds of trust, or any evidence of indebtedness for the use and benefit of said corporation, or otherwise.

(f) To own, hold, lease, or sublet, or to conduct on its own account, or for any person, firm, association, corporation, or Federal or State government or any political subdivision, or corporation or agency thereof, all and every kind of merchandise, business or property necessary or proper to carry on, on account of the business of said corporation.

(g) To build any and all shops, buildings, store-rooms, boarding houses, sleeping quarters, sawmills and structures at any place proper or convenient to carry on any or all of the business of said corporation.

(h) To do and perform every act and thing necessary to carry out the above-enumerated purposes, or calculated directly or indirectly to the advancements of the interests of the corporation, or to the enhancement of the value of its stock, holdings, or property.

ARTICLE III.

The corporate existence of this corporation shall be perpetual.

ARTICLE IV.

That the place where the principal business of this corporation shall be transacted is 2316 Fairview Ave., Boise, Idaho, and the location and postoffice address of the corporation's registered office in this State shall be 2316 Fairview Ave., Boise, Idaho.

ARTICLE V.

The authorized capital stock of this corporation shall be five million shares of common stock of a par value of ten cents per share. All stock shall be fully paid and non-assessable.

ARTICLE VI.

That the corporate powers of this corporation shall be vested in a Board of Directors which shall consist of at least three and not more than nine directors, as may be determined from time to time by the By-Laws.

ARTICLE VII.

Names, Postoffice Address and Number of Shares subscribed by each of the incorporators is as follows:

| <u>Name</u> | <u>Address</u> | <u>No. of Shares</u> |
|-----------------|----------------|----------------------|
| A. A. Creech | Boise, Idaho | One Share |
| Clyde W. Creech | Boise, Idaho | One Share |
| James H. Hawley | Boise, Idaho | One Share |

IN WITNESS WHEREOF, we have hereunto set our hands and seals in triplicate this 28th day of Feb, 1955.

A A Creech (SEAL)

Clyde W. Creech (SEAL)

James H. Hawley (SEAL)

STATE OF IDAHO
County of Ada

ss.

On this 27th day of February, 1955, before me, a Notary Public in and for said State, personally appeared A. A. Creech, Clyde W. Creech, and James H. Hawley, known to me to be the persons whose names are subscribed to the above instrument and acknowledged to me that they executed the same.

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

[Signature]

Notary Public for Idaho
Residence: Boise, Idaho

REPORT OF PROBATE

COUNTY OF IDAHO

ss.

County of Ada

A. A. Creech, being first duly sworn, deposes and says that he is familiar with the affairs and property of Sunset Uranium Corp., a corporation being organized under the laws of the State of Idaho; that he knows that the mining property owned by said corporation is non-productive and will not come into production for an appreciable time in the future. Affiant further says that he believes that said corporation should be classified as a non-productive mining corporation.

A A Creech

Subscribed and sworn to before me this 25th day of February, 1955.

James H. Hawley
Notary Public for Idaho
Residence: Boise, Idaho