



ARTICLES OF DISSOLUTION
(General Business and Professional Corporations)

To the Secretary of State of Idaho
Pursuant to Title 30, Chapter 1 and 13, Idaho Code, the
undersigned corporation has elected to dissolve.

OLMSON PA 2:03
STATE OF IDAHO

- 1. The name of the corporation is: Eagles Nest Mining Company
- 2. The date the dissolution was authorized is: October 12, 2001
- 3. The dissolution was approved by the shareholders as follows:
 - a) The number of shares entitled to vote: 1,392,700
 - b) The number voting for dissolution: 1,050,000
 - c) The number voting against dissolution: -0-

4. (optional) The dissolution shall be effective on _____
(The articles will be effective on the date filed with the Secretary of State, unless a **future** date is specified.)

The reason for the Articles of Dissolution is because the company
is merging with a Nevada company with the same name.

Dated: November 9, 2001

Signature: *Jim Ruzicka*

Typed Name: Jim Ruzicka

Capacity: Secretary/Director

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

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Revised 1/2001

IDAHO SECRETARY OF STATE
11/15/2001 05:00
CK: 5395 CT: 3622 BH: 429685
1 @ 30.00 = 30.00 PROF DISSO # 4
1 @ 20.00 = 20.00 EXPEDITE C # 6

C 84795