

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

F & H MINE SUPPLY, INC.

was filed in the office of the Secretary of State on the **twenty-fourth** day of **September** A.D., One Thousand Nine Hundred **seventy-one** and ~~will be~~ duly recorded on ~~Film-Now~~ microfilm 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 **Wallace, Idaho** in the County of **Shoshone**.

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 **24th** day of **September**, A.D., 19 **71**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION

OF

F & H MINE SUPPLY, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are natural persons of full age and citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we hereby certify in writing:

ARTICLE I.

NAME

The name of said corporation shall be "F & H MINE SUPPLY, INC.".

ARTICLE II.

OBJECTS, PURPOSES AND POWERS

The objects and purposes for which said corporation is formed, and the powers which it shall possess are as follows:

To engage in and carry on the business of buying, selling, exporting and importing, distributing, leasing, servicing, repairing and otherwise dealing in mining machines, appliances, machinery, implements, materials, equipment supplies, and vehicles, and to acquire implements, machines, vehicles, machinery and appliances of allied lines and to purchase or otherwise acquire real or personal property of all kinds in the United States or elsewhere, and in particular, buildings, machinery, plants, stores, patents, licenses, concessions, rights of way, light or water, and any rights or privileges which it may deem convenient to obtain for the purposes of or in connection with the business of the company, and whether for the purposes of resale or realization or otherwise, and to manage, develop, sell, exchange, lease, mortgage, or otherwise deal with the whole or any part of such

property or rights; to erect all necessary or convenient refineries, mills, works, machinery, laboratories, workshops, dwelling houses for workmen and others, and other buildings, works and appliances, and to aid in, or subscribed towards, or subsidize, any such objects; to clear, manage, farm, cultivate, plant, explore, work, or improve all land which, or any interest in which may belong to the company; to deal with any farm or other products of any such land; and to carry on the business of general traders for the purpose of supplying goods to any employees of the company, or to the occupiers of any such land, or to other persons.

To purchase, acquire, hold, sell, transfer, and reissue the shares of its own capital stock, provided it shall not use its funds or property for the purchase of its own shares of capital stock of this corporation.

To enter into contracts or obligations of any type or kind essential, necessary, or proper to the transaction of its ordinary affairs, or for the purposes of the Corporation.

To borrow money on its notes, bonds, or other obligations for the general purposes of the corporation, and to mortgage, pledge and give in trust any and all of its property, real and personal, to secure the payment thereof.

To do all things incident to the general business of this corporation in the State of Idaho, in the other states, territories, and colonial possessions of the United States and in foreign countries, and to have one or more offices and places of business out of the State of Idaho, and to acquire, receive, hold, purchase, lease, mortgage, dispose of, or convey real and personal property situate out of the State of Idaho; and there to hold such meetings of stockholders or directors as may seem necessary to the operation of their business.

To conduct and carry on any other business, whether manufacturing or otherwise, which may seem to the company capable of being conveniently carried on in connection with its business or calculated directly or indirectly to enhance the value or render profitable any of the company's property or rights.

To do each and everything necessary, suitable, useful, and advisable for the accomplishment of any one or more of the purposes, or for the attainment of any of the objects, or for the exercise of any of the powers herein enumerated, or incidental to the powers herein named, or which shall at any time appear conducive to or expedient for the benefit of the Corporation.

And finally to do and perform all other things that may be found necessary or convenient or expedient to accomplish the stated purposes of this Corporation.

The foregoing classes shall be construed both as objects and powers and as in furtherance of and not in limitation of the general powers conferred by the State of Idaho; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of said Corporation.

ARTICLE III.

DURATION

The duration of said Corporation shall be perpetual.

ARTICLE IV.

CAPITAL STOCK

The total authorized capital stock of said Corporation shall be \$100,000.00, divided into 200,000 non-assessable shares of the par value of \$.50 each.

ARTICLE V.

REGISTERED OFFICE

The registered office of said Corporation in the State of Idaho is Wallace, County of Shoshone, State of Idaho, but branch offices may be established elsewhere, either within or without the State of Idaho.

ARTICLE VI.

DIRECTORS

The business of said Corporation shall be managed by a board of three (3) directors. The directors need not be stockholders of this corporation.

ARTICLE VII.

AUTHORITY TO MAKE BY-LAWS

The power to repeal and amend the By-Laws of said Corporation and adopt new By-Laws is hereby conferred upon the Directors by a vote of not less than a majority of Directors present at a meeting duly called for such purpose, at which a quorum is present.

ARTICLE VIII.

SALE OR LEASE OF ASSETS - MAJORITY VOTE

A voluntary sale, lease, or exchange of all the assets of said Corporation may be authorized by the vote of the holders of a majority of the voting power of all shareholders.

ARTICLE IX.

AMENDMENT OF ARTICLES - MAJORITY VOTE

Any amendment altering the Articles of Incorporation of said Corporation in any respect may be adopted by a vote of the holders of a majority of the voting power of all shareholders, unless prohibited by law.

ARTICLE X.

STOCK SUBSCRIBED

The amount of capital stock of said Corporation which has been actually subscribed is 60 shares of the common capital stock of said corporation, and the following is the name and post office address of each of the Incorporators and a statement of the number of shares and par value of the shares actually subscribed by each:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>PAR VALUE</u>
Rodney C. Foster	Wallace, Idaho	20	\$10.00
M. T. Holmes	Coeur d'Alene, Ida.	20	\$10.00
Shirley A. Carlson Osburn,	Idaho	20	\$10.00

IN WITNESS WHEREOF, We have hereunto set our hands this 10th day of September, 1971.

Rodney C. Foster
RODNEY C. FOSTER

M. T. Holmes
M. T. HOLMES

Shirley A. Carlson
SHIRLEY A. CARLSON

STATE OF IDAHO)
:ss.
County of Shoshone)

On this 10th day of September, 1971, before me, the undersigned Notary Public in and for the State of Idaho, personally appeared RODNEY C. FOSTER, M. T. HOLMES and SHIRLEY A. CARLSON known to me to be the persons whose names are subscribed to the within 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.

Robert P. Anger
Notary Public for State of Idaho;
Residing at Wallace therein.