



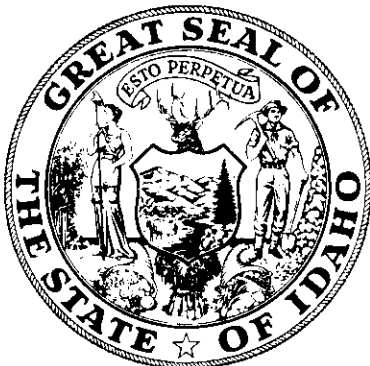
CERTIFICATE OF AUTHORITY
OF

OREX, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of OREX, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to OREX, INC. to transact business in this State under the name OREX, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated May 18, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

RECEIVED

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

81 MAY 12 PM 2 14

1. The name of the corporation is OREX, INC.

SECRETARY OF
STATE

2. *The name which it shall use in Idaho is OREX, INC.

3. It is incorporated under the laws of Nevada

4. The date of its incorporation is April 24, 1973 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 220 Main Street, Lovelock, Nevada

6. The street address of its proposed registered office in Idaho is Suite 907, Drawer L, One Capital Center, 999 Main Street, Boise, Idaho and the name of its proposed registered agent in Idaho at that address is R. M. Robson

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: acquiring, owning, leasing and developing mining property.

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
L. Thomas Low	President	220 s. 2nd E., Salt Lake City, Ut
D. W. Litchfield	Secretary-Treasurer	220 S. 2nd E., Salt Lake City, Ut

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is: 10,000,000 par value 1¢ per share.

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
10,000,000	all common	1¢ per share

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
150,000	Common	1 cent per share
_____	_____	_____
_____	_____	_____

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated April 23, 19 81.

By L. Thomas Low

Its _____ President

and Robert V. Low

Its Assistant Secretary

STATE OF Utah)
)ss:
COUNTY OF Salt Lake)

I, Georgia B. Peterson, a notary public, do hereby certify that on this 23rd day of April, 19 81, personally appeared before me L. Thomas Low, who being by me first duly sworn, declared that he is the President of Orex, Inc.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Georgia B. Peterson
Notary Public

*Pursuant to section 30-1-108(b)(1), **Idaho Code**, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

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SECRETARY OF
STATE

ARTICLES OF INCORPORATION

OF

OREX, INC

FILED

IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

APR 24 1973

WILLIAM H. HARRIS - SECRETARY OF STATE

[Signature]
1973

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Nevada relating to general corporations, And we do hereby certify:

FIRST: The name of this corporation is OREX, INC.

SECOND: The principal office of the corporation in the State of Nevada is to be located at 220 Main Street, Lovelock, Nevada. By Order of the Board of Directors, branch offices may be established at places outside of the State of Nevada, at which directors' and stockholders' meetings may be held by and corporate acts performed.

THIRD: The period of existence of this corporation is perpetual.

FOURTH: The nature of the business, or objects, or purposes, proposed to be transacted, promoted or carried on by this corporation are as follows:

1. To buy and otherwise locate or acquire, to own, lease and hold, manage, operate, improve, develop and sell lands, mining claims, mineral rights, oil wells and any and all real property rights and interests in and to any properties; to buy, sell and acquire all and sundry properties of every kind and nature.

To acquire, rent or lease mining machinery and equipment and construct, rent or lease ore and mineral mining processing treatment facilities of any nature, kind and description.

2. To acquire, purchase, own, hold, operate, develop, lease, mortgage, pledge, exchange, sell, transfer or otherwise dispose of, and to invest, trade, or deal in real and personal property of every kind and description of or any interest therein.

3. To borrow or raise money for any of the purposes of the corporation and from time to time, without limit as to the amount, to draw, make, accept, endorse, guarantee, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment thereof and of the interest thereon by mortgages on, or pledge, conveyance, or assignment in trust of, the whole or any part of the assets of the corporation, real, personal or mixed, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such securities or other obligations of the corporation for its corporate purposes.

4. To lend money, either without any collateral security or on the security of real or personal property, and to enter into, make, perform and carry out, or cancel and rescind contracts of every kind for any lawful purpose with any person, firm, association, corporation, syndicate, governmental, or municipal or public authority, domestic or foreign or others.

5. To make any guaranty respecting securities, businesses dividends, interest or contracts or other obligations so far as the same may be permitted to be done by a corporation organized under the laws of the State of Nevada.

6. To purchase or otherwise acquire, pledge, hold, sell, transfer or otherwise dispose of, and to release or cancel the shares of its own capital stock or any securities or other obligations of the corporation in the manner and to the extent now or hereafter permitted by the laws of the State of Nevada.

7. To make and perform contracts of every kind and description, to enter into joint venture and partnership agreements with individuals and other corporations, and in carrying on its business, or for the purpose of attaining and furthering any of its objects, to do any and all things which a natural person could do, and which now or hereafter may be authorized by law, and in general to do and perform such acts and things and transact such business in connection with the foregoing objects and not inconsistent with law, in any part of the world.

The purposes and powers specified in the clauses contained in these Articles are to be construed both as powers and purposes and shall, except when otherwise expressed in this Article, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other Articles of this certificate, but each of the purposes and powers specified in this Article shall be regarded as independent purposes and powers, and the specification herein contained of particular powers is not intended to be and shall be held to be in limitation of the general powers herein contained or in limitation of the powers granted to corporations under the laws of the State of Nevada, but is to be and shall be held to be in furtherance thereof.

FIFTH: The amount of the total authorized capital stock of the corporation is One Hundred Thousand (\$100,000.00) Dollars, consisting of Ten Million (10,000,000) shares, with a par value of One Cent (\$0.01) per share.

SIXTH: The names and addresses of the incorporators of the corporation are as follows:

Douglas W. Litchfield

222 Main Street
Lovelock, Nevada

A. H. Ellett

1606 Humboldt
Lovelock, Nevada

Corina C. Williams

2186 South 800 East
Salt Lake City, Utah

SEVENTH: All stock of this corporation, now or hereafter authorized, owned, or acquired by it, shall be under the jurisdiction of the Board of Directors, and no stockholder shall have any pre-emptive right to purchase same, or any part thereof; any such stock may be issued for cash, labor, services, or personal property, or real estate, or options thereon, or leases thereof, shall be conclusive. All such shares so issued shall be fully paid.

Each share shall be entitled to one vote for all purposes, including dividends, liquidation and dissolution, and all voting at any regular or special stockholders meeting shall be on the basis of one vote per share, and shall be non-cumulative.

EIGHTH: The members of the governing board shall be styled directors. The corporation shall begin business with three (3) directors, and the Board of Directors. The names and addresses of the members of the first Board of Directors are as follows:

Douglas W. Litchfield.

320 S. Main
Lovelock, Nevada

A. H. Ellett

1006 Elmhurst
Lovelock, Nevada

Corina C. Williams

2186 South 800th East,
Salt Lake City, Utah

NINTH: The Board of Directors shall have power to adopt by-laws for the government of the Board, and the corporation and its officers with law or these Articles, and to amend or repeal same at pleasure.

TENTH: The capital stock of this corporation, after the payment of the subscription price or par value has been paid in, shall not be subject to assessment to pay debts of the corporation, and no paid-up stock and no stock issued as fully paid shall ever be assessable or assessed.

So far as not otherwise expressly provided by law, the corporation shall be entitled to treat the person in whose name any share is issued (as trustee, agent, pledgee, legal representative or otherwise) as the owner thereof for all purposes, and shall not be bound to recognize any other person whether or not the corporation shall have notice thereof.

ELEVENTH: These Articles may be amended at any time in the manner and form prescribed by statute, or in the absence of statute, by a majority vote of the outstanding capital stock at any annual meeting, or at a special meeting called for that purpose.

We, the undersigned, for the purpose of forming a corporation under the laws of the State of Nevada, do make, file and record this certificate, and do certify that the facts herein stated are true; and we have accordingly hereunto set our respective hands and seal this 17 day of April, 1973.

Douglas W. Litchfield

A. H. Elliott

Cornelia C. Williams

STATE OF UTAH)

: ss.

County of Salt Lake)

On this 17 day of April, 1973, personally appeared before me, a Notary Public in and for said County of Salt Lake, State of Utah, Douglas W. Litchfield, A. H. Elliott, and Cornelia C. Williams, known to me to be the persons described in and who executed the foregoing instrument, who acknowledged to me that they executed the same freely and voluntarily, and for the uses and purposes therein mentioned.

[Signature]
Notary Public
[Signature]

My Commission Expires:

Aug 19, 1974

ARTICLES OF INCORPORATION
OF

OREX, INC.

✓
FILED AT THE REQUEST OF
D. W. Litchfield

220 Main Street

Loveland, Nevada 89119

APR 11 21 1973

W. E. CHAPMAN, CLERK

NOTARY PUBLIC

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