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SECRETARY OF STATE
STATE OF IDAHO

**RESTATED ARTICLES OF INCORPORATION
OF
SILVER VALLEY MINING ASSOCIATION, INC.
An Idaho Nonprofit Corporation**

COME NOW the undersigned Directors of Silver Valley Mining Association, Inc., an Idaho nonprofit corporation and files it's restated Articles of Incorporation pursuant to Idaho Code, section 30-3-94. The below named Directors represent and certify as follows:

1. These Restated Articles of Incorporation include the following amendments to the Articles of Incorporation. There are no members of the corporation and therefore the following Articles of Amendment do not require approval by members or any other persons as provided by the provisions of the Idaho Nonprofit Corporation Act.
2. The following persons consist of the Board of Directors of the Corporation: Lex Smith, Ray DeMotte and Carol Stephan.

The following shall consist of the Restated Articles of Incorporation, amending Articles 1 through 8 of the original Articles of Incorporation filed on August 22, 2003:

"ARTICLE I

The name of the corporation shall be Silver Valley Mining Association, Inc.

ARTICLE II

The period of duration of this corporation shall be perpetual.

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ARTICLE III

This corporation shall be a nonprofit corporation.

ARTICLE IV

This corporation is formed and organized exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 as amended (or the corresponding provision of any future United States Internal Revenue Law). Further, this corporation is authorized to engage in any lawful purpose and specifically, to create and fund scholarships for qualified applicants to further their formal education.

ARTICLE V

The address of the registered office of this corporation is 110 Legion Avenue, Apt. #1, Kellogg, Idaho, 83837 and the name of its registered agent at such address is Lex Smith.

ARTICLE VI

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to

make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VII

This corporation may be dissolved in the manner as prescribed by the laws of the State of Idaho. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such a manner, as to such organization or organizations organized and operated exclusively

for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

This corporation shall be organized on a non-stock basis and shall have no members.

ARTICLE IX

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now and hereafter prescribed by the Laws of the State of Idaho.

ARTICLE X

The Board of Directors shall have the full power to adopt, alter, amend, or repeal the Bylaws or adopt new Bylaws in the manner prescribed by statute.

ARTICLE XI

The corporation reserves the right to amend, alter change, or repeal any provisions contained in these Articles of Incorporation in the manner now and hereafter prescribed by the Laws of the State of Idaho.

ARTICLE XII

The Board of Directors shall have the full power to adopt, alter, amend, or repeal the Bylaws or adopt new Bylaws in the manner prescribed by statute. Nothing herein shall deny the concurrent power of the members to adopt, alter, amend, or repeal the Bylaws.

ARTICLE XIII

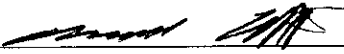
The number, qualifications, terms of office, manner of election, time and place of meetings, and powers and duties of the directors shall be prescribed in the Bylaws, but the number of the first directors shall be three (3), and they shall serve from the first meeting of members and until their successors are elected and qualified.”

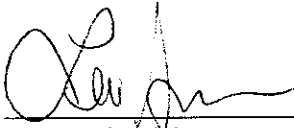
CERTIFICATE

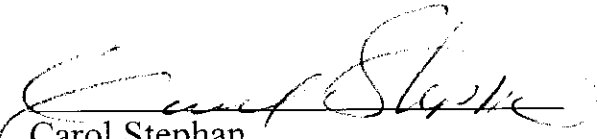
The below named Directors on behalf of Silver Valley Mining Association, Inc., an Idaho nonprofit corporation, certify pursuant to Idaho Code section 30-3-94(8) that the foregoing Restatement of the Articles of Incorporation do not require approval by any members or any other person other than the below named Board of Directors in as much as there are no members of Corporation. Further, the Board of Directors certify that they duly and regularly adopted the forgoing Restatement of the Articles of Incorporation of Silver Valley Mining Association, Inc.

The Board of Directors hereby adopt the Restated Articles of Incorporation and said Restated Articles supersede the original Articles of Incorporation and all amendments thereto.

Dated this 19th day of December 2003.


Ray DeMotte


Lex Smith


Carol Stephan