

ARTICLES OF INCORPORATION

OF

*Milling*

THE WHAT CHEER MINING & ~~MANUFACTURE~~ CO, (Limited)

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a Limited corporation, under the Laws of the State of Idaho and we hereby certify:-

First.

That the name of this corporation shall be The What Cheer Mining ~~xxx~~ & *Milling* Co., (Limited).

Second.

That the purposes for which this corporation is formed are; as follows:- To work, mine, operate, buy, sell, lease, bond, locate, develope, acquire, procure, hold and deal in mines, metals, ores, minerals and mining claims of every kind and description within the United States of America and the Province of British ~~xxxxxx~~ Columbia; to buy, sell, hold and deal in stocks and bonds of every kind; to purchase, hold, acquire, buy, sell, build, erect, lease, hold, operate and maintain mining, milling, smelting and reduction works, electric light and power plants for the purpose of mining and treating ores and for the purpose of creating light and power necessary for all purposes pertaining to mining; to bond, buy, lease, sell, hold and maintain ditches, flumes and water-rights; to construct, lease, buy, sell, build, maintain and operate rail-roads, tramways and other means of transportation for transporting ore, mining, milling and other materials; to conduct and carry on a general mining, milling and reduction business; to deal in hardware, tools and miners supplies; to buy, sell, hold and acquire such real-estate as may be necessary for use in conducting its business and such as shall be acquired in the general course of such business and do do everything consistent, proper and requisite for carrying out the objects and purposes aforesaid in their fullest and broadest sense within the territory aforesaid.

Third.

That the principal place of business of said corporation shall be the town

(I)

of Florence, County of Idaho, State of Idaho.

Fourth.

That the term for which it is to exist is fifty years from and after the date of its incorporation.

Fifth.

That the number of directors of said corporation shall be five and that the names and residences of those who are appointed for the first year (until the ~~Twelfth day of~~ <sup>Wednesday</sup> in July, 1898) and until their successors are elected and qualified : -

W. M. Williams  
E. S. Harding  
E. S. Larcher  
C. O. Merrill  
E. M. Gillette

Florence Idaho  
Florence Idaho  
Florence Idaho  
Florence Idaho  
Moscow Idaho

Sixth.

That the amount of the capital stock of this corporation shall be one million dollars (\$1,000,000.00) divided into one million shares (1000000) of the par value of one dollar each.

Seventh.

That the amount of the capital stock which has been~~s~~ actually subscribed is one million dollars (\$1,000,000.00) and the following are the names of the persons by whom the same has been subscribed to-wit:-

Name.	No. of shares.	Amount.
<u>W. M. Williams</u>	(305555)	\$ 305555.00
<u>E. S. Harding</u>	(222222)	\$ 222222.00
<u>E. S. Larcher</u>	(222218)	\$ 222218.00
<u>E. M. Gillette</u>	(.5.)	\$ .50
<u>C. O. Merrill</u>	(249995.)	\$ 249995.00
	(.5.)	\$ .50

In Witness whereof, we have hereunto set our hands and seals, this

17th

day of September, 1897.

Signed and sealed in presence of

R. F. Carney  
Earl M. Jean.

~~John Lortcher by his attorney in fact~~  
John Lortcher  
Witness to signature E. M. Gillette  
F. L. Taylor  
Chas M. Shields

Wm. Williams

SEAL

E. S. Harding

SEAL

John Lortcher by his attorney in fact

SEAL

John Lortcher

SEAL

C. O. Marcell

SEAL

E. M. Gillette

SEAL

STATE OF IDAHO. §  
§ SS

COUNTY OF IDAHO. §  
§  
District of Florence

On this 17th day of September, 1897, before me R. F. Carney  
a Notary Public Justice of the Peace in said  
a Notary Public in and for said County and State, personally appeared

Wm. Williams, E. S. Harding, John Lortcher, C. O. Marcell

personally known to me to be the persons whose names are subscribed to the foregoing instrument and they each for himself acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein mentioned.

Witness my hand and notarial seal this day and year last above written.

R. F. Carney

Notary Public, residing at Florence, Precinct, County  
and State of Idaho

STATE OF IDAHO. §  
§ SS.

COUNTY OF LATAH. §

On this 21<sup>st</sup> day of September, 1897, before me Chas M. Shields  
a Notary Public in and for said County and State, personally appeared  
a Person whose name is subscribed to the foregoing instrument and ~~they~~ he  
acknowledged to me that he executed the same freely and voluntarily for  
the uses and purposes therein mentioned.

Witness my hand and notarial seal this day and year last above written.

Chas M. Shields

Notary Public, residing at Moscow, Idaho.

R E C O R D E R S   O F F I C E ,

I D A H O   C O U N T Y ,

S T A T E   O F   I D A H O .

I, A.W.TALKINGTON, County Recorder in and for the aforesaid County and State, hereby certify that the annexed instrument is a full, true and correct copy of the Original

ARTICLES   O F   I N C O R P O R A T I O N  
of the

WHAT CHEER MINING & MILLING COMPANY, (Limited).

which was filed in my office on the 27th day of September, 1897, at 11,30 o'clock A.M., and remains on file in said office, and is of record in Book 13 of Miscellaneous Records, on page 350, Records of said County.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official Seal, this 28th day of September, A.D. 1897.

A.W.Talkington

County Recorder.

