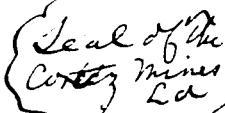


In the matter of
 The Cortez Mines Limited // At extraordinary General meetings of the above named company duly
 convened and held respectively on the 12th day of May 1896 and the 28th
 day of May 1896, the aforesigned Special Resolutions were duly passed were confirmed:
 1. That the Company be wound up voluntarily under the "Companies" Acts 1862 and 1864.
 2. That William Prosper Shaw of No 606 Sutter Street San Francisco U. S. A be appointed
 Liquidator for the purpose of such winding up.
 3. That the said Liquidator be authorized pursuant to Section 161 of the "Companies'"
 "Act 1862, to sell and transfer all the undertaking and assets of the Company, subject to its
 liabilities, to the Tenabo Mill and Mining Company, a Corporation organized under the
 "laws of the State of California in the United States of America, upon terms of receiving
 "from the purchasing Company fully paid-up shares of that Company equivalent in value
 "at par to the nominal amount of the shares in the Cortez Mines, Limited, for distribution
 "among the members, and otherwise upon the terms of the draft agreement read to the meeting
 "and signed by the Chairman subject to such alterations as the Board and the
 "Liquidator may approve.

J. E. Carroll
 Chairman

I certify this to be a true copy of
 the resolutions passed on the above dates

J. E. Carroll
 Chairman



Consulate General of the United States of America for Great Britain and
 Ireland, at London.

Patrick A. Collins Consul General of the United States of America for Great
 Britain and Ireland at London, do hereby make known and certify to all whom it
 may concern, that the signature J. E. Carroll subscribed to the annexed certificate
 is of the true and proper handwriting of J. E. Carroll, Chairman of the Cortez Mines
 Limited that the seal affixed to the said certificate is the seal of the Cortez Mines
 Limited and that to all acts signed as the annexed free faith and creditence are
 and ought to be given in Judicature and thereon - In testimony whereof I have
 hereunto set my hand and affixed the seal of the Consulate General of the United
 States at London aforesaid, this 28th day of May 1896

Patrick A. Collins
 Consul General

Recorded at the request of Thos J Read July 11th AD 1896 at 30 minutes
 past 3 Pm

W. Spinn Recordar.