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COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU

ARTICLES OF DOMESTICATION
OF

EAST UTAH MINING COMPANY

UNDER SECTION 303 OF THE BUSINESS CORPORATION LAW

In compliance with the requirements of Section 303 of the Pennsylvania Business Corporation Law, approved May 8, 1924, P.L. 224 as amended, the undersigned, C. B. Herndon, Jr., President, and David Wilson, Secretary of EAST UTAH MINING COMPANY, hereby certify as follows:

1. The name of the corporation is East Utah Mining Company (the "Corporation").
2. The location and post office address of the Corporation's registered office in Pennsylvania is:
Twelfth Floor, Federal Building
15th and Chestnut Streets
Philadelphia, Pennsylvania 19103
Attention: Corporate Services Department
3. The Corporation was incorporated in Utah for the purpose of, among other things, conducting any and all business now or which may hereafter be conducted upon incorporation by the laws of the State of Utah. The Corporation is to be domesticated for the purpose of having unlimited power to engage in and to do any lawful act concerning any or all lawful business for which corporations may be incorporated under the Pennsylvania Business Corporation Law. Upon domestication, the Corporation will be subject to the provisions of the Pennsylvania Business Corporation Law.
4. The Corporation was incorporated in Utah on May 11, 1924 for a corporate term of one hundred (100) years. Upon domestication the Corporation shall exist for a perpetual term.
5. Under the Utah Articles of Incorporation, the Corporation's authorized capitalization is an aggregate of 10,000,000 shares, par value ten cents (\$0.10) per share. 4,500,000 of such shares are issued and outstanding, and such shares are not divided into classes.
6. Shareholders of the Corporation shall have no preemptive rights and shall have no cumulative voting rights.
7. A resolution concerning the filing of these Articles of Domestication and the amendment of the Corporation's original Articles of Incorporation was duly adopted at the annual meeting of the shareholders of the Corporation held on June 14, 1924 pursuant to and in accordance with Section 10-10-33 of the Utah Business Corporation Act.

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EAST UTAH MINING COMPANY
Certificate of Secretary

The undersigned, Drew Wilson, the duly elected Secretary of East Utah Mining Company a Utah Corporation (the "Company"), hereby certifies that the following Resolutions were duly adopted by the Shareholders of the Company at a Meeting of Shareholders held June 14, 1962, at which Meeting a quorum was present and acting throughout, and such Resolutions have not been amended or rescinded and still remain in full force and effect:

RESOLVED, that East Utah Mining Company become a Pennsylvania domestic corporation by filing Articles of Domestication in the form presented to this meeting, pursuant to Domestication of Foreign Corporations provisions, Section 909, of the Pennsylvania Business Corporation Law as amended, and that the Company rescind its original Utah Articles of Incorporation.

FURTHER RESOLVED, that the second paragraph of Article I of the Company's Utah Articles of Incorporation be amended and restated in full as follows:

The corporation shall exist as a Utah corporation until June 23, 1962, as which date its charter as a Utah domestic corporation shall cease. On such date, the corporation shall be deemed to have surrendered and re-nounced its Utah Articles of Incorporation.

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IN WITNESS WHEREOF, the Corporation has caused these Articles of Incorporation to be executed by its President and its corporate seal, duly attested by its Secretary, to be placed hereto this 14th day of June, 1928.

EAST UTAH MINING COMPANY

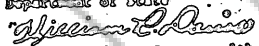
By: 

G. B. Hendon, Jr., President

Attest: 

Drew Wilson, Secretary

(Corporate Seal)

Filed this 14th day of
June 1928
Commonwealth of Pennsylvania
Department of State

Secretary of the Commonwealth

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FURTHER RESOLVED, that the Board of Directors may by majority vote abandon the actions contemplated by the foregoing resolutions in whole or in part prior to consummation of such actions.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and the seal of the Company this 10th day of June, 1962.


Dave Wilson, Secretary

(Corporate Seal)

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Commonwealth of Pennsylvania



Department of State

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

WHEREAS, in and by Section 479 of the Business Corporation Law, approved May 9, 1933, as amended, the Department of State is authorized and required to issue a

CERTIFICATE OF INCORPORATION

evidencing the incorporation of a foreign business corporation.

AND WHEREAS, the stipulations and conditions of that law have been fully complied with by

EAST GRAN MERINE COMPANY,

HEREFORE, BEING WELL THAT subject to the Constitution of this Commonwealth, and under the authority of the Business Corporation Law, I DO HEREBY, JESSE HARRISON, Governor, I have caused to be sealed with the Great Seal of the Commonwealth, Incorporated, the above named Corporation as a Pennsylvania Business Corporation, which shall

perpetually

and shall be favored with, and have and enjoy all the powers, privileges and immunities incident to a business corporation and be subject to all the duties, requirements and restrictions specified and enjoined in and by the Business Corporation Law and all other applicable laws of this Commonwealth.

GIVEN under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 14th day of June in the year of our Lord one thousand nine hundred and thirty five, and of the Commonwealth one hundred and thirty five.

William P. Davis

Secretary of the Commonwealth

Commonwealth of Pennsylvania



April 4, 1989

To All to Whom These Presents Shall Come: Greeting:

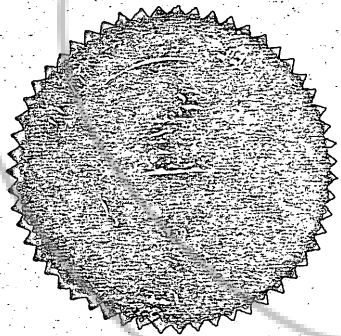
IN RE: "EAST UTAH MINING COMPANY"

I, James J. Haggerty, Secretary of the Commonwealth of the

Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a

true and correct photocopy of Articles and Certificate of Domestication

which appear of record in this Department.



DSCG-60 (Rev. 2-78)

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the seal of the Secretary's Office to be affixed, the day and year above written.

James J. Haggerty

Secretary of the Commonwealth kv

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3-AM 129

RECORDED AT THE REQUEST OF

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Bessie Goldstrike Mines, Inc.

APR 13 11:16

OFFICIAL RECORDS
CLERK COUNTY OF NEVADA
MINERAL RIGHTS RECORDER

FILE NO. 127065

SEE 3/102

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