



176396

Utah Department of Commerce
Division of Corporations & Commercial Code
160 East 300 South, 2nd Floor, Box 146705
Salt Lake City, UT 84114-6705
Phone: (801) 530-4849
Toll Free: (877) 526-3994 Utah Residents
Fax: (801) 530-6438
Web site: http://www.commerce.state.ut.us

FILED # C 1995-78

FEB 01 2001

IN THE OFFICE OF
DEAN HELLER SECRETARY OF STATE

Registration Number: 662566-01
Business Name: WESTERN STATES MINERALS CORPORATION
Registered Date: MARCH 21976

01/17/01

MAR 23 2001

CERTIFICATE OF ARTICLES OF MERGER

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE ("DIVISION") HEREBY CERTIFIES THAT

ARTICLES OF MERGER WERE FILED WITH THIS OFFICE ON DECEMBER 28, 2000 MERGING GATECLIFF CORP., SHEEP CREEK CORP., TEN MILE CORP., SOUTH FORK CORP., BUCKFINGER CORP., GOODG CORP., AD TOQUIMA CORP., ALL CORPORATIONS OF THE STATE OF COLORADO, INTO WESTERN STATES MINERALS CORPORATION, THE SURVIVING CORPORATION WHICH IS OF THE STATE OF UTAH, AS APPEARS OF RECORD IN THE OFFICE OF THE DIVISION.



Ric Campbell (Signature)

Ric Campbell
Acting Division Director of
Corporations and Commercial Code

158380

Dept. of Professional Licensing (801)530-6628
Real Estate (801)530-6747
Public Utilities (801)530-6651
Securities (801)530-6600
Consumer Protection (801)530-6601

PROXY

BOOK 340 PAGE 554  
OFFICIAL RECORDS  
RECORDED AT THE OFFICE OF  
*Alfers + Carter LLC*  
01 MAR 28 PM 42

ELK COUNTY, WY  
M.M. REBALCANTI, CLERK  
FILE NO. \_\_\_\_\_ FEE \$ 8<sup>00</sup>

176396

INDEXED

FEE \$ 8<sup>00</sup> FILE NO. 467895  
REQUESTED BY

*Alfers + Carter*  
01 MAR 12 11:39

218681

BK 1 PG 6728  
JERRY D. RHOLDS  
ELKO CO. CLERK

OFFICIAL RECORDS  
LANDER CO. NEV  
RECORD REQUESTED BY  
*Alfers + Carter LLC*  
01 FEB 26 PM 3:56

IDONNA M. TREVINO  
RECORDER  
FEE \$ 8<sup>00</sup> DEP *SB*

BOOK 340 PAGE 55