

Assessor's Parcel No. – n/a  
Unpatented mining claims

Recorded at the request of  
and when recorded return to:  
White Knight Gold (U.S.) Inc.  
c/o Erwin & Thompson LLP  
241 Ridge Street, Suite 210  
Reno, Nevada 89501

**DOC # 0230864**

02/04/2016

02:19 PM

**Official Record**

Recording requested By  
ERWIN & THOMPSON LLP

**Eureka County – NV**

**Sara Simmons – Recorder**

Fee: \$15.00

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RPTT:

Recorded By: LH

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The undersigned affirms that this document  
does not contain the personal information  
of any person.

**Notice of Merger Toné Resources (U.S.) Inc. into White Knight Gold (U.S.) Inc.  
Eureka County**

Notice is given that Toné Resources (U.S.) Inc., a Nevada corporation, has merged with and into White Knight Gold (U.S.) Inc., a Delaware corporation, effective on January 27, 2016. Copies of the certification of the merger issued by the Secretary of State of the State of Delaware dated January 27, 2016, and the Certificate of Merger of Foreign Corporation into a Domestic Corporation are attached to and by this reference incorporated in this Notice of Merger.

The address of White Knight Gold (U.S.) Inc., the surviving corporation, is White Knight Gold (U.S.) Inc., c/o McEwen Mining Inc., 181 Bay Street, Bay Wellington Tower, Suite 4750, Toronto, Canada M5J 2T3.

Dated effective January 27, 2016.

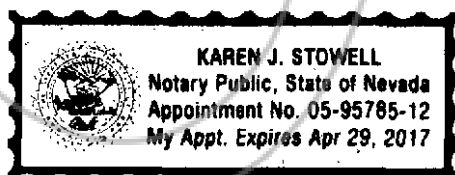
Thomas P. Erwin,  
Attorney for White Knight Gold (U.S.) Inc.

STATE OF NEVADA, )

ss.

COUNTY OF WASHOE. )

This Notice of Merger was acknowledged before me on February 2, 2016, by Thomas P. Erwin, attorney for White Knight Gold (U.S.) Inc.

  
Notary Public

# Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"TONE RESOURCES (U.S.) INC.", A NEVADA CORPORATION,  
WITH AND INTO "WHITE KNIGHT GOLD (U.S.) INC." UNDER THE NAME OF "WHITE KNIGHT GOLD (U.S.) INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2016, AT 4:55 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



  
Jeffrey W. Bullock, Secretary of State

2627695 8100M  
SR# 20160437716

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 201739704  
Date: 01-27-16



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STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
FOREIGN CORPORATION INTO  
A DOMESTIC CORPORATION

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is White Knight Gold (U.S.) Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is Tone Resources (U.S.) Inc., a Nevada corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is White Knight Gold (U.S.) Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation. (If amendments are affected please set forth)

FIFTH: The authorized stock and par value of the non-Delaware corporation is 75,000 shares, no par value.

SIXTH: The merger is to become effective on date of filing.

SEVENTH: The Agreement of Merger is on file at One East Liberty Street, Suite 424, Reno, Nevada 89501, an office of the surviving corporation.

EIGHTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 27th day of January, A.D., 2016.

By: [Signature]  
Authorized Officer

Name: Robert R. McEwen  
Print or Type

Title: President



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