

EUREKA COUNTY, NV

**2019-239167**

Rec:\$35.00

\$35.00 Pgs=12

**06/27/2019 11:27 AM**

PARSONS BEHLE & LATIMER

LISA HOEHNE, CLERK RECORDER

APN #: (N/A Corporate Conversion)

Recorded at the request of, and  
when recorded, return to:

Barrick Cortez LLC  
1655 Mountain City Highway  
Elko, Nevada 89801  
Attention:

Mail Tax Statement to: N/A (Corporate Conversion)

Space Above for County Recorder's Use

*Affirmation Statement:* The undersigned affirms that this document does not contain any social security numbers or other personal information of any person (Per NRS 239B.030).

### **AFFIDAVIT AND NOTICE OF CONVERSION**

Nick Greenwood, having personal knowledge of the facts recited in this Affidavit, certifies as follows:

1. That he is the attorney for Barrick Cortez LLC, a Delaware limited liability company with an address at 1655 Mountain City Highway, Elko, Nevada 89801;
2. That prior to June 10, 2019, Barrick Cortez LLC was known as Barrick Cortez Inc.;
3. That by Certificate of Formation and Certificate of Conversion of Barrick Cortez Inc. to Barrick Cortez LLC dated June 10, 2019, a copy of which is attached as Exhibit A, Barrick Cortez Inc. converted from a Delaware corporation to a Delaware limited liability company and is now known as Barrick Cortez LLC;
4. That Barrick Cortez Inc. owned an interest in the lands described in Exhibit B, Exhibit C, and Exhibit D to this Affidavit, which interest is now owned by Barrick Cortez LLC;  
and
5. That this Affidavit is recorded as evidence of the conversion from Barrick Cortez Inc. to Barrick Cortez LLC.

[Signatures on Following Page]

Dated this 27<sup>th</sup> day of June, 2019.

*Nick Greenwood*

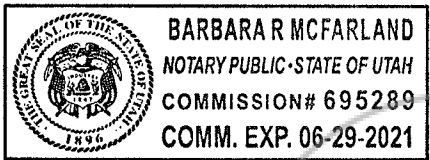
Nick Greenwood, Attorney on behalf of  
Barrick Cortez LLC

State of Utah )  
: ss.  
County of Salt Lake )

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of June, 2019 by  
Nick Greenwood, attorney on behalf of Barrick Cortez LLC.

*Barbara R. McFarland*

NOTARY PUBLIC  
Residing at: SL County Utah  
My Commission Expires:  
June 29, 2021



**EXHIBIT A**

**Certificate of Formation and Certificate of Conversion  
of Barrick Cortez Inc. to Barrick Cortez LLC**




# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "BARRICK CORTEZ INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BARRICK CORTEZ INC." TO "BARRICK CORTEZ LLC", FILED IN THIS OFFICE ON THE TENTH DAY OF JUNE, A.D. 2019, AT 5:57 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

2272532 8100V  
SR# 20195350663

Authentication: 202995677  
Date: 06-10-19

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

**CERTIFICATE OF CONVERSION  
OF  
BARRICK CORTEZ INC. TO BARRICK CORTEZ LLC**

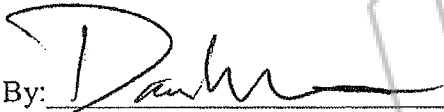
**UNDER SECTION 18-214 OF THE DELAWARE  
LIMITED LIABILITY COMPANY ACT**

The undersigned, being duly authorized to execute and file this Certificate of Conversion (this "Certificate"), dated as of June 10, 2019, for the purpose of converting Barrick Cortez Inc., a Delaware corporation (the "Corporation"), to a Delaware limited liability company bearing the name Barrick Cortez LLC (the "Limited Liability Company"), pursuant to the Delaware Limited Liability Company Act, 6 Del. C. Section 18-214, does hereby certify as follows:

- 1.) The jurisdiction where the Corporation was first formed is Delaware.
- 2.) The jurisdiction of the Corporation immediately prior to filing this Certificate is Delaware.
- 3.) The date the Corporation was first formed is September 3, 1991.
- 4.) The name of the Corporation immediately prior to filing this Certificate is Barrick Cortez Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Barrick Cortez LLC.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion as of the date first above written.

By:   
Name: Dana Stringer  
Title: Authorized Person

COPY

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "BARRICK CORTEZ LLC" FILED IN THIS OFFICE ON THE TENTH DAY OF JUNE, A.D. 2019, AT 5:57 O`CLOCK P.M.

COPY



  
Jeffrey W. Bullock, Secretary of State

2272532 8100V  
SR# 20195350663

Authentication: 202995677  
Date: 06-10-19

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

**CERTIFICATE OF FORMATION  
OF  
BARRICK CORTEZ LLC**

**UNDER SECTION 18-201 OF THE DELAWARE  
LIMITED LIABILITY COMPANY ACT**

The undersigned, being duly authorized to execute and file this Certificate of Formation, dated as of June 10, 2019, for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. Section 18-201, et seq., does hereby certify as follows:

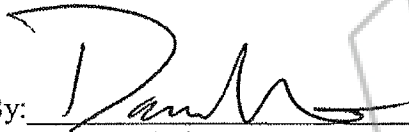
FIRST: The name of the limited liability company is Barrick Cortez LLC (the "Company").

SECOND: The address of the registered office of the Company in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

*[Signature Page Follows]*



IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the date first above written.

By:   
Name: Dana Stringer  
Title: Authorized Person

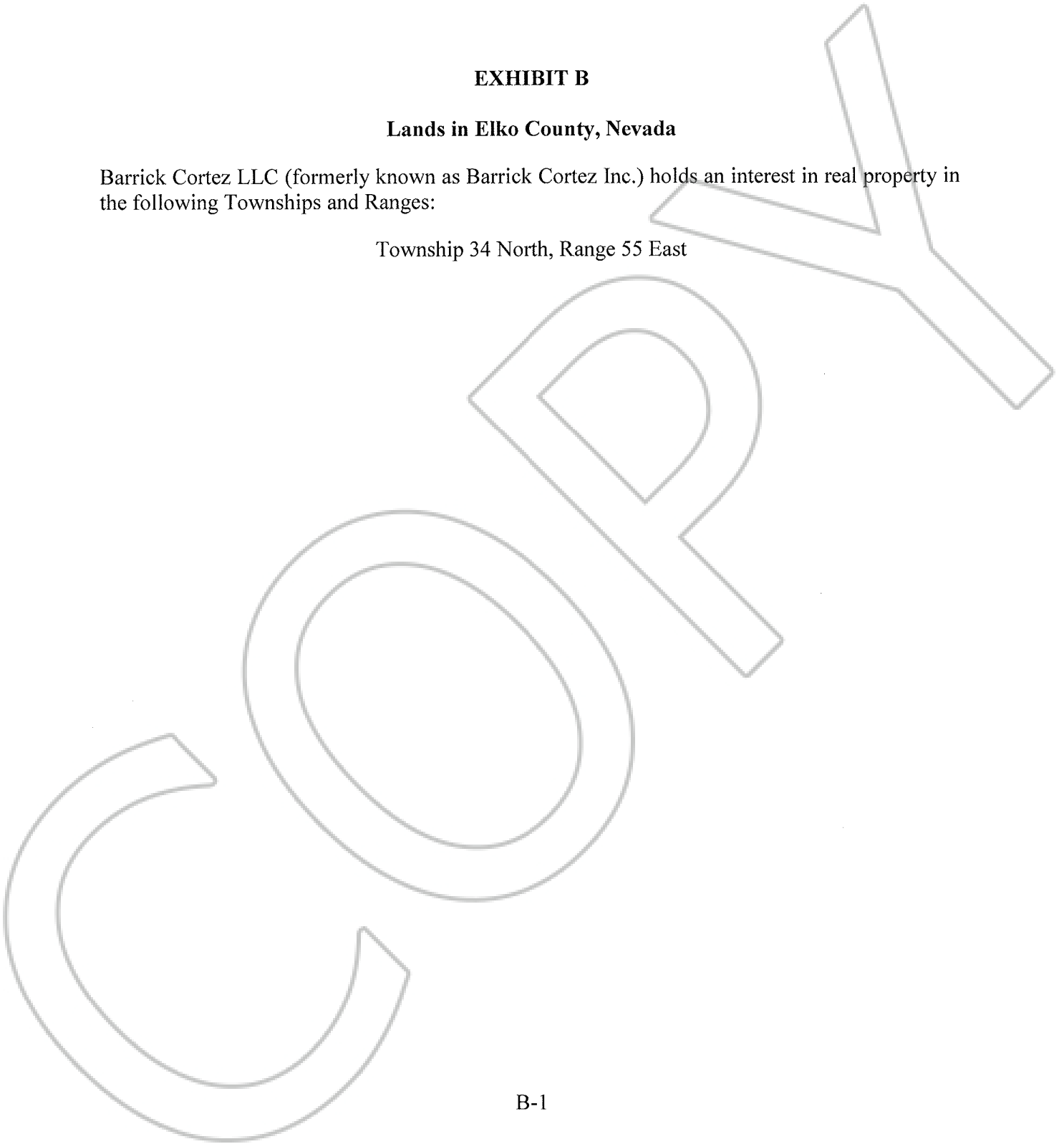


**EXHIBIT B**

**Lands in Elko County, Nevada**

Barrick Cortez LLC (formerly known as Barrick Cortez Inc.) holds an interest in real property in the following Townships and Ranges:

Township 34 North, Range 55 East



## **Exhibit C**

### **Lands in Eureka County, Nevada**

Barrick Cortez LLC (formerly known as Barrick Cortez Inc.) holds an interest in real property in the following Townships and Ranges:

Township 25 North, Range 48 East  
Township 25 North, Range 49 East  
Township 26 North, Range 48 East  
Township 26 North, Range 49 East  
Township 26 North, Range 50 East  
Township 27 North, Range 47 East  
Township 27 North, Range 48 East  
Township 28 North, Range 48 East  
Township 28 North, Range 49 East

**Exhibit D**

**Lands in Lander County, Nevada**

Barrick Cortez LLC (formerly known as Barrick Cortez Inc.) holds an interest in real property in the following Townships and Ranges:

Township 25 North, Range 46 East  
Township 25 North, Range 47 East  
Township 25 North, Range 48 East  
Township 26 North, Range 47 East  
Township 26 North, Range 48 East  
Township 27 North, Range 46 East  
Township 27 North, Range 47 East  
Township 27 North, Range 48 East  
Township 28 North, Range 44 East  
Township 28 North, Range 45 East  
Township 28 North, Range 46 East  
Township 28 North, Range 47 East  
Township 29 North, Range 45 East  
Township 29 North, Range 46 East  
Township 30 North, Range 45 East  
Township 30 North, Range 46 East