

CERTIFICATE OF PARTNERSHIP
OF
WIND RIVER MINING CO.

We, the undersigned, hereby certify that we have associated ourselves together for the purpose of organizing a partnership pursuant to the laws of the State of Washington, in force and effect for the formation of partnerships.

ARTICLE I.

The name of this partnership shall be Wind River Mining Co.

ARTICLE II.

The term for which this partnership is to exist is for five years from date hereof and until mutually dissolved or sooner terminated.

ARTICLE III.

The character and purposes of this partnership's business shall be as follows:

(1) To acquire from Samuel L. Moore, Everett N. Philpott, Frank L. Smith, Bernard Earl Menard, LeRoy Frederick Gilley, Robert D. Smith and George Everett Philpott, a deed of conveyance to the following described mining claims situate in the Paradise Mining District, Skamania County, State of Washington described as follows: Paradise Mine, Instrument No. , recorded in Book , Page ; Wind River #3, Instrument No. 49037, recorded in Book H, Page 374; Wind River #4, Instrument No. 48864, recorded in Book H, Page 344; Lode Star #1, Instrument No. 48865, Book H, Page 345; Wind River #1, Instrument No. 48866, recorded in Book H, Page 346; Wind River #2, Instrument No. 48867, recorded in Book H, Page 347; all recorded in the mining records of Skamania County, Washington.

(2) To engage in the business of locating, prospecting, exploring, developing and mining said claims and any and all other mining claims where-soever or whatsoever as may be determined by the partners.

(3) To sell, lease, or otherwise dispose of all or any part of its mining properties and rights therein.

ARTICLE IV.

The location of the principal place of business of this partnership is as follows:

ARTICLE V.

The names and places of residence of each of the respective partners is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Kent M. Nielson	6216 N. E. 25 th Ave, Portland
Samuel A. Moore	9218 N. Milne Ave, "
Everett N. Philpott	9802 N. HUDSON ST, "
Frank L. Smith	4905 N.E. Garfield St, "
Bernard Earl Menard	Rt. 1 Box 51 Portland, ORE
LeRoy Frederick Gilley	9555 N. Kellogg St, Portland
Robert D. Smith	9416 N. Tioga St, Portland
George Everett Philpott	9606 N. LEONARD ST, "

ARTICLE VI.

The partners aforesaid agree to contribute to the capital of this partnership from time to time such sums of money as they may determine necessary to carry on the business of the partnership. 25% of such contributions shall be made by Kent M. Nielson and 75% of such contributions to the capital of this partnership shall be made by Everett N. Philpott, Frank L. Smith, Bernard Earl Menard, LeRoy Frederick Gilley, Robert D. Smith, George Everett Philpott and Samuel A. Moore share and share alike.

Kent M. Nielson agrees to contribute the use of core drilling equipment which has been selected by the partners and which Nielson agrees to buy at a cost to him of not to exceed \$1,200.00.

The partners, Samuel A. Moore, Everett N. Philpott, Frank L. Smith, Bernard Earl Menard, LeRoy Frederick Gilley, Robert D. Smith and George Everett Philpott shall contribute to the partnership their labor, time and effort in drilling, exploring and otherwise developing and mining said mining claims. They shall receive no salaries or other compensation for their services other than their participating interests and shares in this partnership.

ARTICLE VII.

The net annual earnings of the partnership shall be distributed 25% to Kent M. Nielson and 75% to Samuel L. Moore, Everett N. Philpott, Frank L. Smith, Bernard Earl Menard, LeRoy Frederick Gilley, Robert D. Smith and George Everett Philpott, share and share alike. The losses of the partnership shall be borne in proportion to their respective participation in the profits of the partnership.

ARTICLE VIII.

None of the partners shall have the right and power without written consent or ratification of the specific act by all of the partners to; (a) Do any act in contravention of this certificate; (b) Do any act which would make it impossible to carry on the ordinary business of the partnership; (c) Confess a judgment against the partnership; (d) Possess partnership property or assign the partnership's rights in a specific partnership property for other than a partnership purpose.

ARTICLE IX.

Upon dissolution or termination of this limited partnership a full account of the assets and liabilities of the partnership shall be taken. The assets shall be liquidated as promptly as possible and the proceeds thereof shall be applied as follows: (a) To the payment of the debts and liabilities of the partnership and the expenses of liquidation; (b) To the repayment of the capital contributed by the partners or such portion thereof that can be distributed out of the assets of the partnership then remaining; (c) The surplus, if any, of said assets shall be divided in the same proportion as heretofore agreed upon concerning the division of the earnings and the profits of the partnership.

IN WITNESS WHEREOF, We the undersigned, have signed, sealed and acknowledged this certificate this day of October, 1955.

PARTNERS:

Kent M. Nielson
Samuel L. Moore
Everett N. Philpott



Frank L. Smith
Bernard Earl Menard
Le Roy Frederick Gilley
Robert W. Smith
George E. Philpott

STATE OF OREGON, }
County of Multnomah, } ss.

BE IT REMEMBERED, That on this 21st day of October, 1955, before me, the undersigned, a notary public in and for said county and state, personally appeared the within named, Kent M. Nielson, Samuel S. Moore, Everett N. Philpott, Frank L. Smith, Bernard Earl Menard, LeRoy Frederick Gilley, Robert D. Smith and George Everett Philpott, who are known to me to be the identical individuals described in and who executed the within instrument and acknowledged to me that they executed the same freely and voluntarily.

IN TESTIMONY WHEREOF, I hereunto have set my hand and official seal the day and year last above written.

Harry Howard
Notary Public for Oregon
My Commission Expires: May 9th 1958

WILLIAM B. MURRAY
ATTORNEY AND COUNSELLOR AT LAW
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PORTLAND 4, OREGON