NEW OLD YES FORM No. 2

NAME OF BUSINESS: BEA MOUNTAIN MINING CORPORATION
OWNER(S): BEA MOUNTAIN MINING CORPORATION
NATIONALITY: BRITISH/CANADIAN BRANCH:

This Certificate of Business Registration qualifies BEA MOUNTAIN MINING CORPORATION to engage in EXPLORATION AND MINING OF GOLD
within the Republic of Liberia in accordance with Commerce and Industry Laws.

IMPORTANT: This Certificate is not valid after the OCTOBER 21, A.D. 2011
It may, however, be renewed upon application.

It is not transferable and should not be considered as guarantee of financial standing or moral integrity. The slightest erasure or alteration renders it invalid.

Registration Fee of $900.00
Paid as per official Bureau 819670
Of Revenue Receipt, No.
Issued: OCTOBER 22, 2010

prepared this 22nd day of OCTOBER, A.D. 2010
this certificate must be all times displayed at a prominent and or conspicuous place where business is being operated.

Approved: 

Certified: EDU KAMARA DIRECTOR OF DOMESTIC TRADE

Assistant Minister for Trade & Commerce

602
ARTICLES OF INCORPORATION
OF
BEA MOUNTAIN MINING INC.

I, the Undersigned, pursuant to the provisions of the Liberian Business Corporation Act of 1976, and Acts amendatory and supplementary thereto, for the purpose of forming a Corporation do hereby make, subscribe, acknowledge and file into the Office of the Minister of Foreign Affairs of the Republic of Liberia, this Application for Certificate of Incorporation as follows:-

ARTICLE I

The Name of the Corporation (hereinafter known and referred to as the "CORPORATION") shall be: BEA MOUNTAIN MINING INC.

ARTICLE II

The general purpose of the Corporation shall be to engage in any lawful act or activity for which Corporations may be hereafter organized under the Liberian Corporation Act.

ARTICLE III

The Corporation shall have perpetual existence.

ARTICLE IV

The Registered and Principal Office of the Corporation shall be at P.O. Box 2025, Monrovia, Liberia, and its Registered Agent is Keikurah B. Kpoto.

ARTICLE V

The amount of capital with which the Corporation shall commence business shall not be less than $500,000.00 (FIVE HUNDRED THOUSAND DOLLARS).

ARTICLE VI

The maximum number of shares of stocks which the Corporation is authorized to issue and have outstanding at any time is One Hundred (100), all of which shall be of NO PAR VALUE and the number of shares which each subscriber subscribes to have is:

<table>
<thead>
<tr>
<th>NAME</th>
<th>NO. OF SHARES</th>
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<tbody>
<tr>
<td>Lofa Goldlam Ltd.</td>
<td>75%</td>
</tr>
<tr>
<td>Outstanding to Bearer</td>
<td>25%</td>
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ARTICLE VII

The number of directors constituting the initial Board of Directors shall be four (4) who, subject to the provisions of these Articles of Incorporation, the By-Laws, and the Liberian Business Corporation Act of 1976 shall hold office for the first year of the Corporation's existence or until their successors are elected and have been qualified.
ARTICLE VIII
The Name and Post Office Address of the Incorporator are as follows:

NAME                  POST OFFICE ADDRESS
Cyril Jones           P.O. Box 1891,
                        Monrovia, Liberia

ARTICLE IX
In furtherance, and not in limitation of the powers conferred by
the statutes, the Board of Directors are expressly authorized to
adopt the by-Laws of the Corporation and to subsequently amend or
repeal same, subject to repeal, amendment or change of action by
the shareholder.

ARTICLE X
The Corporation shall indemnify any and all of its Directors or
Officers, or any person who may have served at the request of the
corporation as a Director or office of another Corporation in
which it owns shares of capital stock or of which it is a
creditor, against expenses actually and necessarily incurred by
them in connection with defense of any action, suit, or
proceeding in which they, or any of them, are made parties or
party, by reason of being or having been directors or officers or
a director or an officer of the Corporation, except in relation
to matters as to which any such director or officer or person
shall be adjudged in such action, suit or proceeding to be liable
for negligence or misconduct in performance of duty. Such
indemnification shall not be deemed exclusive of any rights to
which those indemnified may be entitled, under any By-Laws,
agreement, vote of stockholder, or otherwise.

ARTICLE XI
The Corporate existence shall be deemed to commence upon the
filing of these Articles of Incorporation with the Minister of
foreign Affairs.

IN WITNESS WHEREOF, I have made,
subscribed and filed this Instrument
this 26th day of November, A.D. 1996.

IN THE PRESENCE OF:

IN THE PRESENCE OF:

IN THE PRESENCE OF:

$12.00 REVENUE STAMPS AFFIXED ON THE ORIGINAL.

NOTARY CERTIFICATE ATTACHED.
Republic of Liberia
Montserudo County

Office of the Notary Public
Monrovia, Liberia

NOTARY CERTIFICATE

Personally Appeared Before Me in My Office within the City of Monrovia, Montserudo County, Republic of Liberia this 25th day of November, A.D. 1996, duly qualified Notary Public for and in the County of Montserudo and in the Republic Aforesaid The Parties to the attached document:

ARTICLES OF INCORPORATION
OF
BEA MOUNTAIN MINING INC.

and did in my presence and in the presence of each other execute and sign their genuine signatures on the said Instrument or to be the person(s) they represent and that the same was made in my presence and declared by each of them to be their voluntary acts and in their own handwriting.

Therefore, I, Mary Mamie Howe, Notary Public aforesaid, have attached my Official Signature Notary Seal to avail when and where Necessary.

I have affixed my genuine Signature to this transaction by the person notarized on the
26th day of November, A.D. 1996

Mary Mamie Howe
**REPUBLIC OF LIBERIA**  
MINISTRY OF FINANCE  
OFFICIAL RECEIPT  

<table>
<thead>
<tr>
<th>Town or Place</th>
<th>County</th>
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<tr>
<th>KIND OF TAX</th>
<th>TAX PERIOD</th>
<th>AMOUNT</th>
<th>OFFICE USE</th>
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<tr>
<td>Corp. filing</td>
<td>9/6/2012</td>
<td>$1,248</td>
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</table>

| TOTAL TAXES PAID | |
|------------------| |

| PENALTY AND INTEREST | |
|----------------------| |

| TOTAL AMOUNT PAID | |
|-------------------| |

| PAID | |
|------| |

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<th>BY:</th>
<th>CHECKS</th>
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| RECEIVED BY: | |
|--------------| |
| NAME PRINTED: | |

**Date:** 4-36-26  

**Paid:** CASH  

**Bill No.:** 116111-2  

**Check No.:**  

**Received by:** signature  

**Name Printed:**  

**Amount:** $1,248  

**Penalty and Interest:**  

**Total Amount Paid:**  

**Tax Period:** 9/6/2012  

**Office Use:**  

**Check No.:**  

**Received by:** signature  

**Name Printed:**  

**Amount:** $1,248  

**Penalty and Interest:**  

**Total Amount Paid:**
REPUBLIC OF LIBERIA
DEPARTMENT OF INTERNAL REVENUE
MINISTRY OF FINANCE
MONROVIA, LIBERIA

DATE: NOV. 26, 1996

BILL NO: LPC-1763-96

EA FOUNTAIN MINING, INC.

HD: MON. LIA.

F LICENSE: CORP. FILING FEE (315)

DUE 12/1/96 (ONE HUNDRED THIRTY ONE DOL.)

327

SIGNED:

DEPUTY COMMISSIONER OF TAXABLE DIV.

11/16/96