



00950928

AFFIDAVIT OF PUBLICATION

STATE OF ARIZONA)

:SS.

COUNTY OF PIMA)

being first

AMANDA PESQUEIRA
duly sworn, deposes and says that (he) (she) is the **Legal Advertising Manager**

of **THE DAILY TERRITORIAL**, a daily newspaper printed and published in the

County of Pima, State of Arizona, and of general circulation in the City of Tuc-

son,

County of Pima, State of Arizona and elsewhere, and the hereto attached

1130083-3

MINERS DREAM
RETREAT LTD.
ARTICLES OF
INCORPORATION

was printed and published correctly in the regular and entire issue of said **THE**

DAILY TERRITORIAL for

3

issues; that was first made

2nd

JUNE

04

on the

day of

20
4th

and the last publication thereof was made on the

day of

JUNE

04

20

; that said publication

was made on each of the following dates, to-wit:

06/02/04

06/03/04

06/04/04

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797256
JUN 9 2004

Request of

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

DOUG ROHE C.P.A., P.C.

The Daily Territorial

By

Subscribed and sworn to before me this

day of

20

4th

JUNE

04

My Commission Expires:

JAMES C. LUCAS
Notary Public - Arizona
My Commission Expires
JAN 1, 2008

ARTICLES OF INCORPORATION
OF MINER'S DREAM RETREAT, LTD.
(An Arizona Business Corporation)

1. Name. The name of the Corporation is Miner's Dream Retreat, Ltd.

2. Purpose. The purpose for which this Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of Arizona, as they may be amended from time to time.

3. Initial Business. The Corporation initially intends to conduct the business of Guest Ranch.

4. Authorized Capital. The Corporation shall have authority to issue 1,000,000 shares of Common Stock.

5. Known Place of Business. (In Arizona) The street address of the known place of business of the Corporation is: 6718 Alvarado Place Hereford, AZ 85615

6. Statutory Agent. (In Arizona) The name and address of the statutory agent of the Corporation is: George K. Monaghan 6718 Alvarado Place Hereford, AZ 85615.

7. Board of Directors. The initial board of directors shall consist of 2 director(s). The name(s) and address(es) of the person(s) who is(are) to serve as the director(s) until the first annual meeting of shareholders or until his(her)(their) successor(s) is(are) elected and qualifies is(are): George K. Monaghan 6718 Alvarado Place Hereford, AZ 85615.

Loren Sheldon 282 W. Oak Huachuca City, AZ 85616

The number of persons to serve on the board of directors thereafter shall be fixed by the Bylaws.

8. Incorporators. The name(s) and address(es) of the incorporator(s) is (are): George K. Monaghan 6718 Alvarado Place Hereford, AZ 85615.

Loren Sheldon 282 W. Oak Huachuca City, AZ 85616

All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.

9. Indemnification of Officers, Directors, Employees and Agents. The Corporation shall indemnify any person who incurs expenses or liabilities by reason of the fact he or she is or was an officer, director, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.

10. Limitation of Liability. To the fullest extent permitted by the Arizona Revised Statutes, as the same exists or may hereafter be amended, a director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for any action taken or any failure to take any action as a director. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its effect with respect to any act or omission of a director of the Corporation occurring prior to such repeal, amendment or modification.

EXECUTED this 23 day of April, 2004 by all of the incorporators.

Signed: /s/ George K. Monaghan [Print Name Here]

/s/ Loren Sheldon [Print Name Here]

PHONE 520-378-1835 FAX _

Acceptance of Appointment By Statutory Agent

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective this 23 day of April, 2004.

Signed /s/ George K. Monaghan [Print

Name Here] AZ CORP COMMISSION
FOR THE STATE OF ARIZ FILED 2004
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June 2, 3, 4, 2004

Req: Doug Rohe, CPA
aiminer's ap