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Secretary of State
Corporations Section
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SECRETARY OF STATE
07-21-95 16:38

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ARTICLES OF ORGANIZATION

I/We the undersigned natural person(s) of the age of eighteen years or more, acting as organizer(s) of a limited liability company under the Colorado Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company:

FIRST: The name of the limited liability company is WM Mining Company, LLC

SECOND: The limited liability company is organized for Any Legal and Lawful Purpose Pursuant to the Colorado Limited Liability Company Act. A more specific purpose may be stated: _____

THIRD: The street address of the initial registered office of the limited liability company is 303 East 17th Avenue, Suite 940, Denver, Colorado 80203-1262

The mailing address (if different from above) of the initial registered office of the limited liability company is _____

The name of its proposed registered agent in Colorado at that address is Leonard N. Waldbaum

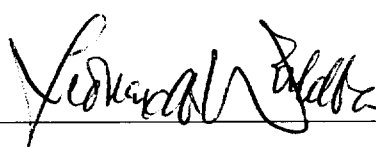
FOURTH: The management is vested in managers members.

FIFTH: The names and business addresses of the initial manager or managers, or if the management is vested in the members, rather than managers, the names and addresses of the member or members are:

NAME	ADDRESS (include zip code)
<u>Wallace M. Mays</u>	<u>303 E. 17th Avenue, Suite 700</u> <u>Denver, Co 80203</u>
_____	_____
_____	_____

SIXTH: The name and address of each organizer is:

NAME	ADDRESS (include zip code)
<u>Leonard N. Waldbaum</u>	<u>303 E. 17th Avenue, Suite 940</u> <u>Denver, Co 80203-1262</u>
_____	_____
_____	_____

Signed  Organizer

Signed _____ Organizer

*Fees are subject to change and should be confirmed before filing.

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