

B1 (Official Form 1)(04/13)

**United States Bankruptcy Court
District of Idaho**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Premium Exploration USA Inc.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) 20-1557069	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 254 W. Hanley, #A Coeur D Alene, ID <div style="text-align: right; margin-top: 5px;"> ZIP Code 83815 </div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; margin-top: 5px;"> ZIP Code </div>
County of Residence or of the Principal Place of Business: Kootenai	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;"> ZIP Code </div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;"> ZIP Code </div>

Location of Principal Assets of Business Debtor (if different from street address above):

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information

Debtor estimates that funds will be available for distribution to unsecured creditors.
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors

<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000

Estimated Assets

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

Estimated Liabilities

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Premium Exploration USA Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.	Exhibit B <small>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</small> I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b). X _____ Signature of Attorney for Debtor(s) (Date)		
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			

(Name of landlord that obtained judgment)			

(Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition
(This page must be completed and filed in every case)

Name of Debtor(s):
Premium Exploration USA Inc.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ Bruce A. Anderson
Signature of Attorney for Debtor(s)

Bruce A. Anderson 3392
Printed Name of Attorney for Debtor(s)

Elsaesser Jarzabek Anderson Elliott & Macdonald
Firm Name

320 East Neider Ave. Suite 102
Coeur D Alene, ID 83815

Address

(208) 667-2900 Fax: (208) 667-2150
Telephone Number

July 31, 2015
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X _____
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ John Ryan
Signature of Authorized Individual

John Ryan
Printed Name of Authorized Individual

President
Title of Authorized Individual

July 31, 2015
Date

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
District of Idaho**

In re Premium Exploration USA Inc.

Debtor(s)

Case No.

Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
American Drilling 19208 E Broadway Ave. Spokane Valley, WA 99016	American Drilling 19208 E Broadway Ave. Spokane Valley, WA 99016	Drilling Services 509-921-7836		185,000.00
John Ryan 254 W. Hanley, #A Coeur D Alene, ID 83815	John Ryan 254 W. Hanley, #A Coeur D Alene, ID 83815	\$112,525 - Consulting Fees \$15,000 - Board of Directors Fees		127,525.00
Jim Baughman 9100 E. Florida Avenue Apt 1-201 Denver, CO 80231	Jim Baughman 9100 E. Florida Avenue Apt 1-201 Denver, CO 80231	Consulting Fees		98,275.00
Shaun Gibson, Perry and Co. P.O. Box 790 Smithers, BC V0J 2N0 Canada	Shaun Gibson, Perry and Co. P.O. Box 790 Smithers, BC V0J 2N0 Canada	Contract work 250-847-4341		77,000.00
New Jersey Mining 201 N 3rd Street Coeur D Alene, ID 83814	New Jersey Mining 201 N 3rd Street Coeur D Alene, ID 83814	Short Term Loan 208-783-3331		60,000.00
Del Steiner c/o New Jersey Mining 201 N 3rd Street Coeur D Alene, ID 83814	Del Steiner c/o New Jersey Mining 201 N 3rd Street Coeur D Alene, ID 83814	Executive Compensation 208-783-3331		37,318.78
Minex Exploration 120 E Lake St #401 Sandpoint, ID 83864	Minex Exploration 120 E Lake St #401 Sandpoint, ID 83864	Exploration services 208-265-5858		24,683.60
Ron Blewett Attorney at Law 301 D Street Lewiston, ID 83501	Ron Blewett Attorney at Law 301 D Street Lewiston, ID 83501	Legal services 208-413-6678		16,294.62
Martinelli Mick PLLC 218 N Bernard Street Spokane, WA 99201	Martinelli Mick PLLC 218 N Bernard Street Spokane, WA 99201	Accounting services 509-443-5749		15,000.00
Gallatin Public Affairs 702 W Idaho Street Suite 700 Boise, ID 83702	Gallatin Public Affairs 702 W Idaho Street Suite 700 Boise, ID 83702	Public Affairs Services 208-336-1986		12,420.00

B4 (Official Form 4) (12/07) - Cont.

In re **Premium Exploration USA Inc.**

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
CVS Enterprises 1000 Erickson Ridge Elk City, ID 83525	CVS Enterprises 1000 Erickson Ridge Elk City, ID 83525	Building Rental		12,100.00
Vanessa Bachman 709 Burrell Drive Lewiston, ID 83501	Vanessa Bachman 709 Burrell Drive Lewiston, ID 83501	Executive Compensation		11,525.00
Roletto Law 618 N 4th Street Coeur D Alene, ID 83814	Roletto Law 618 N 4th Street Coeur D Alene, ID 83814	Legal services		9,853.53
Mining Development Assoc. 210 South Rock Blvd. Reno, NV 89502	Mining Development Assoc. 210 South Rock Blvd. Reno, NV 89502	Mining development services		9,000.00
Klepfer Mining Services 13058 N Sherwood Ct Hayden, ID 83835	Klepfer Mining Services 13058 N Sherwood Ct Hayden, ID 83835	Environmental Consulting Services		8,802.63
Nabbem LLC 102 Two Willow Lane Red Lodge, MT 59068	Nabbem LLC 102 Two Willow Lane Red Lodge, MT 59068	Office Rental and Storage		7,350.00
Framing Our Community 315 Main Street P.O. Box 321 Elk City, ID 83525	Framing Our Community 315 Main Street P.O. Box 321 Elk City, ID 83525	Temporary Warehouse Rental		6,926.91
Pat Loseth 2366 Rolling Hills Drive Clarkston, WA 99403	Pat Loseth 2366 Rolling Hills Drive Clarkston, WA 99403	Consultant/Resident Agent		6,000.00
Gemcom 1066 W Hastings St., #1100 Vancouver, BC V6E 3X1 Canada	Gemcom 1066 W Hastings St., #1100 Vancouver, BC V6E 3X1 Canada	Software Purchase		5,322.46
ALS USA, Inc. 1345 Water Street Elko, NV 89801	ALS USA, Inc. 1345 Water Street Elko, NV 89801	Mineral Testing Services		4,839.44

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date July 31, 2015

Signature /s/ John Ryan
John Ryan
President

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

321 Gold Ltd.- Gen. Registry
Ground Fl., Govt Admin. Bldg
133 Elgin Avenue
Georgetown Grand Cayman

Airport Rent a Space
3406 4th Street
Lewiston, ID 83501

ALS Canada, Ltd.
212 Brooksbank Avenue
North Vancouver, BC V7J 2C1
Canada

ALS USA, Inc.
1345 Water Street
Elko, NV 89801

American Drilling
19208 E Broadway Ave.
Spokane Valley, WA 99016

Avista
1411 East Mission Avenue
Spokane, WA 99252

Bradley Dixon
Stoel Rives
101 S Capitol Blvd. Ste 1900
Boise, ID 83702

Compass Tools
12353 E Easter Ave.
#200
Centennial, CO 80112

CVS Enterprises
1000 Erickson Ridge
Elk City, ID 83525

Del Steiner
c/o New Jersey Mining
201 N 3rd Street
Coeur D Alene, ID 83814

Elk Creek Station
110 Main Street
Elk City, ID 83525

Framing Our Community
315 Main Street
P.O. Box 321
Elk City, ID 83525

Frontier
201 Lenora Street
McCall, ID 83638

Gallatin Public Affairs
702 W Idaho Street
Suite 700
Boise, ID 83702

Gemcom
1066 W Hastings St., #1100
Vancouver, BC V6E 3X1
Canada

Jim Baughman
9100 E. Florida Avenue
Apt 1-201
Denver, CO 80231

John Ryan
254 W. Hanley, #A
Coeur D Alene, ID 83815

Klepfer Mining Services
13058 N Sherwood Ct
Hayden, ID 83835

Manual Montoya
17030 E Carr Avenue
Parker, CO 80134

Martinelli Mick PLLC
218 N Bernard Street
Spokane, WA 99201

Minex Exploration
120 E Lake St #401
Sandpoint, ID 83864

Mining Development Assoc.
210 South Rock Blvd.
Reno, NV 89502

Nabbem LLC
102 Two Willow Lane
Red Lodge, MT 59068

New Jersey Mining
201 N 3rd Street
Coeur D Alene, ID 83814

Norstrand
110 Main Street
Elk City, ID 83525

Pass Word, Inc.
1303 W 1st Ave.
Spokane, WA 99201

Pat Loseth
2366 Rolling Hills Drive
Clarkston, WA 99403

Premium Exploration, Inc.
254 W. Hanley, #A
Coeur D Alene, ID 83815

Raghu Reddy
187/13 Chang Klan Rd., #709
Twin Peaks, Chiang Mai
Thailand 50100

Roletto Law
618 N 4th Street
Coeur D Alene, ID 83814

Ron Blewett
Attorney at Law
301 D Street
Lewiston, ID 83501

Shaun Gibson, Perry and Co.
P.O. Box 790
Smithers, BC V0J 2N0
Canada

Shaw Cablesystems G.P.
1067 Cordova St W Suite 900
Vancouver, BC V6C 3T5
Canada

Steve Carlton Construction
1107 Bryden Ave
Lewiston, ID 83501

TVL Gold, LLC
c/o Greenberg Traurig
3161 Michaelson Drive
Irvine, CA 92612

UPS
Lockbox 577
Carol Stream, IL 60132-0577

Vanessa Bachman
709 Burrell Drive
Lewiston, ID 83501

West Bench Storage
220 MT-78
Red Lodge, MT 59068

Yenlai Chee, c/o Aranz Geo
41 Leslie Hills Drive
Riccarton, Christchurch 8011
New Zealand

**United States Bankruptcy Court
District of Idaho**

In re Premium Exploration USA Inc.

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Premium Exploration USA Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

**Premium Exploration, Inc.
254 W. Hanley, #A
Coeur D Alene, ID 83815**

None [Check if applicable]

July 31, 2015

Date

/s/ Bruce A. Anderson

Bruce A. Anderson 3392

Signature of Attorney or Litigant

Counsel for **Premium Exploration USA Inc.**

Elsaesser Jarzabek Anderson Elliott & Macdonald

320 East Neider Ave. Suite 102

Coeur D Alene, ID 83815

(208) 667-2900 Fax:(208) 667-2150

RESOLUTION OF PREMIUM EXPLORATION USA INC.

The Directors and Officers of Premium Exploration USA Inc., (hereinafter the "Company") met on the 24th day of July, 2015, after waiver of notice.

In attendance at the meeting was a quorum of the Directors and Officers. After discussion, the following Company resolution was adopted:

IT WAS RESOLVED that John Ryan, President of Premium Exploration USA Inc., was authorized to execute on behalf of the Company, all petitions, schedules, statements of financial affairs, affidavits, pleadings, declarations, and any and all related documents necessary for the Company to file for relief under the United States Bankruptcy Code, including but not limited to the retention agreement, employing the law firm of Elsaesser Jarzabek Anderson Elliott & Macdonald, Chtd., as general counsel for the express purpose of filing a Chapter 11 bankruptcy proceedings.

The undersigned, Director/President of the Company, does hereby certify that the above resolution was adopted by the Company on the 24th of July, 2015.

Premium Exploration USA Inc.

By: 

John Ryan, Director and President