

RIGHT-OF-WAY GRANT AND EASEMENT(Road and Ditch)

THIS AGREEMENT AND GRANT, made this 15th day of July, 1965, by and between M. M. & S. EXPLORATION CO., a Nevada corporation, ARTHUR BLAKE THOMAS of Salt Lake City, Utah, CARDIFF INDUSTRIES, INC., a Utah corporation, GEORGE HADRABA, HARRY G. METOS, Owners, and KERR-McGEE OIL INDUSTRIES, INC., a Delaware corporation, Lessee, Parties of the First Part, hereinafter referred to as Grantors, and CARLIN GOLD MINING COMPANY, a Delaware corporation, authorized to do and doing business in the State of Nevada, Party of the Second Part, hereinafter referred to as Grantee,

W I T N E S S E T H:

WHEREAS, M. M. & S. EXPLORATION CO., a Nevada corporation, ARTHUR BLAKE THOMAS of Salt Lake City, Utah, CARDIFF INDUSTRIES, INC., a Utah corporation, GEORGE HADRABA and HARRY G. METOS are the owners of the Yellow Rose Nos. 8 and 9 unpatented lode mining claims situate in Section 11, Township 35 North, Range 50 East, M.D.B. & M., County of Eureka, State of Nevada, and

WHEREAS, KERR-McGEE OIL INDUSTRIES, INC., a Delaware corporation, is the lessee of said unpatented mining claims, which said mining claims are shown on the map hereto attached and marked Exhibit A to this grant and easement, and

WHEREAS, Grantee is engaged in mining and milling operations centering in Section 14, Township 35 North, Range 50 East, and has located thereon a milling plant, and

WHEREAS, Grantee is desirous of constructing a road and ditch for the diversion of Sheep Creek along a route, the center line of which is hereinafter described, and which center line is shown on Exhibit A attached hereto, and to acquire from Grantors a right-of-way and easement for the construction and maintenance of said road and ditch insofar as said road and ditch affect said Yellow Rose No. 8 and Yellow Rose No. 9 mining claims, and

WHEREAS, Grantors are willing to convey to Grantee an easement to use and maintain said road and ditch, all as hereinafter set forth,

NOW, THEREFORE, for and in consideration of the sum of TEN DOLLARS (\$10.00), lawful money of the United States, to Grantors in hand paid by said Grantee, and in consideration of the covenants herein contained, Grantors do hereby give and grant to Grantee the right-of-way and easement for the construction and maintenance of a certain road and ditch for the diversion of Sheep Creek across and affecting the mining claims of Grantors hereinbefore mentioned, which right-of-way and easement shall be 100 feet in width and extending 50 feet on each side of a center line hereinafter described, which center line traverses and affects other claims, other than the Yellow Rose No. 8 and Yellow Rose No. 9, and this grant

is intended to convey only said right-of-way and easement along that portion of the center line affecting said Yellow Rose No. 8 and Yellow Rose No. 9, and which center line is described as follows, to-wit:

Beginning at a point on the south line of the Sheep Creek No. 1 which bears S 49° 32' 49" W 294.24 feet distant from the most easterly corner of the Sheep Creek No. 1 and which also bears N 32° 30' 06" W 1175.59 feet distant from the southeast corner of the said Section 11;

thence	N 26° 06' 53" W	6.45 feet to a point;
thence	N 21° 43' 37" E	49.76 feet to a point;
thence	N 39° 22' 07" E	98.90 feet to a point;
thence	N 69° 18' 07" E	124.45 feet to a point;
thence	N 3° 49' 01" W	25.39 feet to a point;
thence	N 31° 29' 50" W	147.21 feet to a point;
thence	N 3° 22' 45" E	99.75 feet to a point;
thence	N 12° 09' 23" W	195.62 feet to a point;
thence	N 80° 34' 49" W	46.38 feet to a point;
thence	S 25° 53' 07" W	146.73 feet to a point;
thence	S 34° 38' 07" W	99.01 feet to a point;
thence	S 47° 10' 07" W	99.06 feet to a point;
thence	S 71° 56' 37" W	149.42 feet to a point;
thence	N 81° 45' 23" W	49.61 feet to a point;
thence	N 72° 37' 53" W	298.55 feet to a point;
thence	N 46° 32' 26" W	150.00 feet to a point;
thence	S 86° 34' 34" W	50.00 feet to a point;
thence	S 19° 53' 07" W	248.36 feet to a point;
thence	S 43° 16' 07" W	49.86 feet to a point;
thence	S 63° 01' 07" W	49.81 feet to a point;
thence	S 71° 43' 07" W	99.49 feet to a point;
thence	N 83° 23' 23" W	199.35 feet to a point;
thence	N 64° 46' 23" W	93.13 feet to a point;
thence	S 48° 32' 48" W	31.66 feet to a point;
thence	S 18° 08' 53" E	207.45 feet to a point;
thence	S 2° 52' 23" E	49.68 feet to a point;
thence	S 22° 26' 07" W	50.01 feet to a point;
thence	S 39° 42' 37" W	284.20 feet to a point;
thence	S 38° 21' 37" W	49.83 feet to a point;
thence	S 24° 16' 37" W	277.20 feet to a point;
thence	S 23° 46' 37" W	49.88 feet to a point;
thence	S 34° 38' 37" W	74.85 feet to a point;
thence	S 50° 56' 07" W	74.44 feet to a point;
thence	S 41° 45' 06" W	298.24 feet to a point;
thence	S 41° 33' 37" W	99.68 feet to a point;
thence	S 60° 30' 07" W	49.97 feet to a point;
thence	S 72° 57' 37" W	49.85 feet to a point;
thence	S 81° 13' 07" W	99.83 feet to a point;

thence N 88° 54' 53" W 149.30 feet to a point;
 and
 thence N 79° 00' 53" W 49.97 feet to a point,

outside of the mining claims shown on the map attached hereto and made a part hereof, which point bears S 77° 12' 51" W 411.51 feet distant from the 1/4 corner between the said Sections 11 and 14.

The rights and easements herein granted shall remain in effect for so long as Grantee carries on its mining or milling operations in Section 14, Township 35 North, Range 50 East, M.D.B. & M., and mining or exploratory activities appurtenant thereto.

IT IS FURTHER AGREED between Grantors and Grantee as follows:

1. That any road or ditch built by Grantee on the easement and right-of-way herein granted shall be at the expense of Grantee.
2. That Grantors, their agents, lessees and assigns shall have the right to use any road built by Grantee upon said easement for the purpose of ingress and egress to and from the mining claims mentioned herein and any other claims that Grantors may own in the area.
3. That connections for this road will be made by Grantee with existing roads going to the east, west and north of the claims of Grantors herein described.
4. That if in the future it becomes necessary to remove the road or ditch constructed under this right-of-way and easement so that Grantors can remove ore from the claims over which said road or ditch traverse, the route of the road and ditch will be changed by Grantee to a

different place and at its own expense.

IN WITNESS WHEREOF, the parties hereto have
executed this agreement and grant the day and year first
above written.

M. M. & S. EXPLORATION CO.,
a Nevada corporation,

By William B. McLaughlin
Pres.

Arthur Blake Thomas
Arthur Blake Thomas

CARDIFF INDUSTRIES, INC., a
corporation,

By _____

George Hadraba
George Hadraba

Harry G. Metos

KERR-McGEE OIL INDUSTRIES, INC.,
a Delaware corporation,

By _____

GRANTORS

CARLIN GOLD MINING COMPANY, a
~~Nevada~~ corporation,
Delaware

By R. B. Fulton Vice Pres

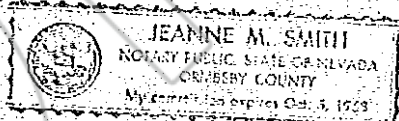
GRANTEE

STATE OF Nevada)
COUNTY OF Ormsby) ss:

On this 29 day of September, 1965, before me, the undersigned, a notary public in and for the County and State aforesaid, personally appeared Stirling D. McKnight, personally known to me to be the President of M. M. & S. EXPLORATION CO., one of the corporations that executed the foregoing instrument, and upon oath did depose and say that he is the officer of said corporation as above designated; that he is acquainted with the seal of said corporation, and that the seal affixed to said instrument is the corporate seal of said corporation; that the signature to said instrument was made by the officer of said corporation as indicated after said signature, and that said corporation executed the said instrument freely and voluntarily and for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at my office in the said County and State the day and year in this certificate first above written.

Jeanne M. Smith
Notary Public



STATE OF Utah)
COUNTY OF Salt Lake) ss:

On this 22nd day of November, 1965, personally appeared before me, a notary public in and for the County and State aforesaid, ARTHUR BLAKE THOMAS, personally known to me to be the person described in and who executed the foregoing instrument, and who acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

SEAL
Affixed

Robert B. Smith
Notary Public

My Commission Expires: March 25, 1967

STATE OF _____)
COUNTY OF _____) ss:

On this _____ day of _____, 1965, before me, the undersigned, a notary public in and for the County and State aforesaid, personally appeared _____, personally known to me to be the _____ of CARDIFF INDUSTRIES, INC., one of the corporations that executed the foregoing instrument, and upon oath did depose and say that he is the officer of said corporation as above designated; that he is acquainted with the seal of said corporation, and that the seal affixed to said instrument is the corporate seal of said corporation; that the signature to said instrument was made by the officer of said corporation as indicated after said signature, and that said corporation executed the said instrument freely and voluntarily and for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at my office in the said County and State the day and year in this certificate first above written.

Notary Public

STATE OF Illinois)
COUNTY OF Cook) ss:

On this 23 day of November, 1965, personally appeared before me, a notary public in and for the County and State aforesaid, GEORGE HADRABA, personally known to me to be the person described in and who executed the foregoing instrument, and who acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Mildred Krump
Notary Public



STATE OF _____)
COUNTY OF _____) ss:

On this _____ day of _____, 1965, personally appeared before me, a notary public in and for the County and State aforesaid, HARRY G. METOS, personally known to me to be the person described in and who executed the foregoing instrument, and who acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Notary Public

STATE OF _____)
COUNTY OF _____) ss:

On this _____ day of _____, 1965, before me, the undersigned, a notary public in and for the County and State aforesaid, personally appeared _____, personally known to me to be the _____ of KERR-McGEE OIL INDUSTRIES, INC., one of the corporations that executed the foregoing instrument, and upon oath did depose and say that he is the officer of said corporation as above designated; that he is acquainted with the seal of said corporation, and that the seal affixed to said instrument is the corporate seal of said corporation; that the signature to said instrument was made by the officer of said corporation as indicated after said signature, and that said corporation executed the said instrument freely and voluntarily and for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at my office in the said County and State the day and year in this certificate first above written.

Notary Public

STATE OF New York }
COUNTY OF New York } SS:

On this 8th day of December, 1965, before me, the undersigned, a notary public in and for the County and State aforesaid, personally appeared R. B. Fulton, personally known to me to be the Vice President of CARLIN GOLD MINING COMPANY, one of the corporations that executed the foregoing instrument, and upon oath did depose and say that he is the officer of said corporation as above designated; that he is acquainted with the seal of said corporation, and that the seal affixed to said instrument is the corporate seal of said corporation; that the signature to said instrument was made by the officer of said corporation as indicated after said signature, and that said corporation executed the said instrument freely and voluntarily and for the uses and purposes therein mentioned.

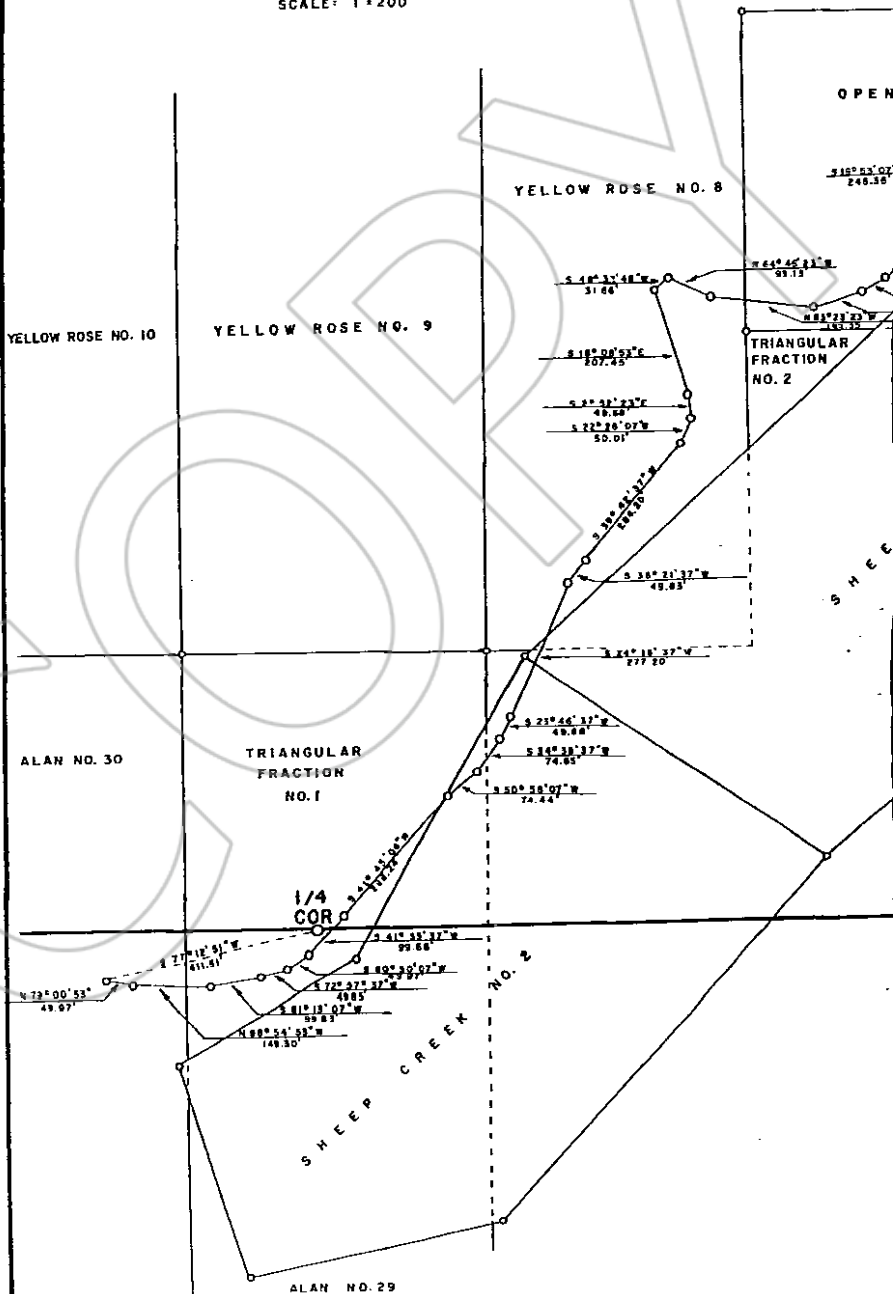
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at my office in the said County and State the day and year in this certificate first above written.

Winthrop T. Parker 3rd.
Notary Public
WINTHROP T. PARKER 3rd
NOTARY PUBLIC, State of New York
No. 60-3019515
Qualified in Westchester County
Cert. filed in New York County
Commission Expires March 30, 1967





SCALE: 1"=200'



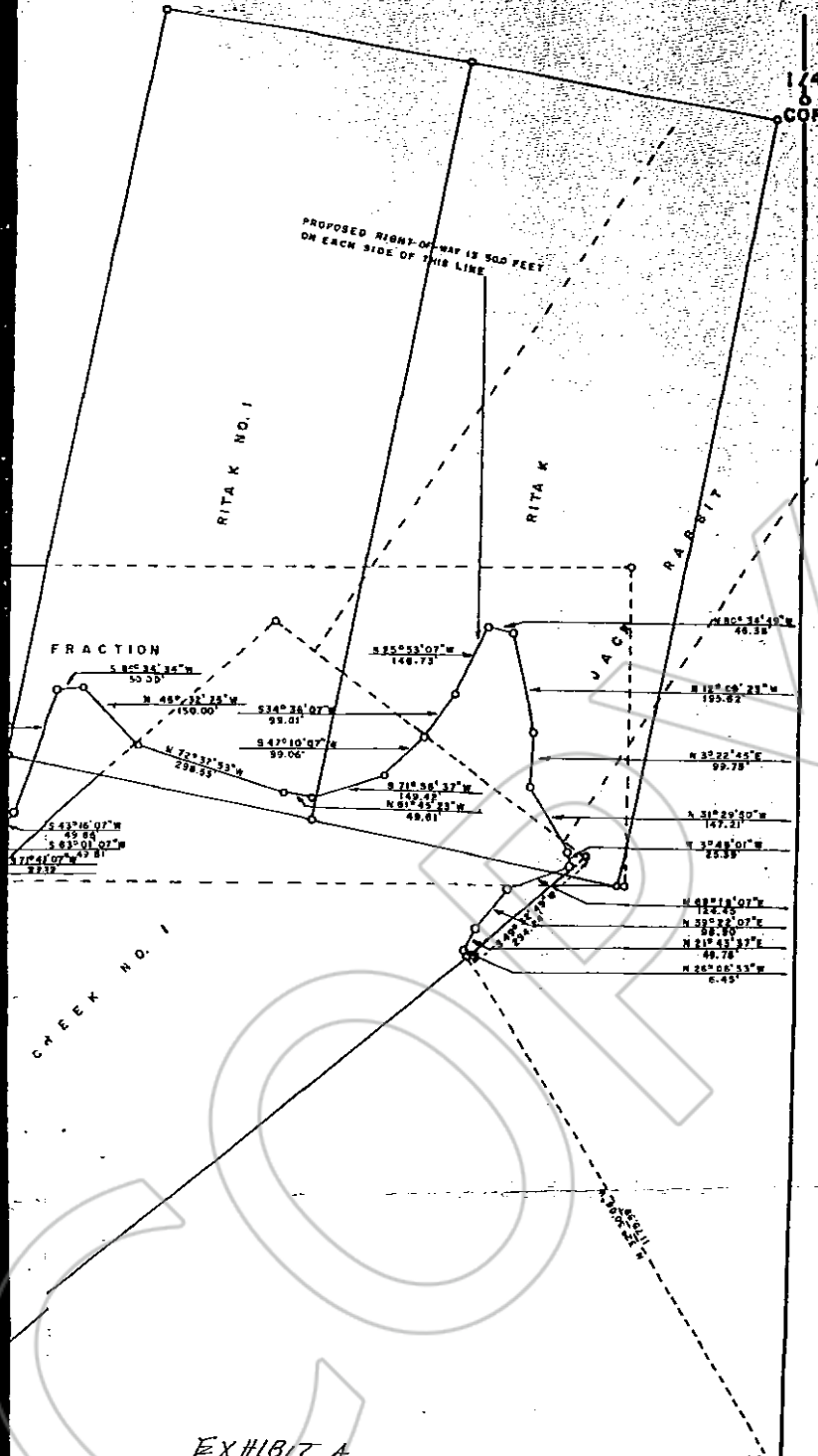


EXHIBIT A

CARLIN GOLD MINING COMPANY
PROPOSED RIGHT-OF-WAY

ACROSS

Y.OW ROSE NOS. 8&9 OWNED BY M.M.&S EX-
PATION CO., ARTHUR BLAKE THOMAS, CARDIFF
INTRIES, INC., GEORGE HADRABA AND HARRY G. METOS
THE SHEEP CREEK NO.1, SHEEP CREEK NO. 2 ,
TIGULAR FRACTION NO.1, TRIANGULAR FRACTION NO.2
CFRACTION AND JACK RABBIT (?) OWNED BY
TON COALITION MINES LIMITED.

(UNPATENTED)

SECTIONS 11 & 14, T. 35 N., R. 50 E., M.D.B. & M.

11 12
14 13

File No. **41573**
RECORDED AT THE REQUEST OF
Carlin Gold Mining Co.
Dec. 29 A. D. 1955
At 03 minutes past 9 A. M.
in Book 9 of OFFICIAL RECORDS
Page 270-280 Records of
EUREKA COUNTY, NEVADA
Alta C. Roberts Recorder
Fee \$ 3.85

JULY 1985