

ASSIGNMENT AND QUITCLAIM

FOR VALUABLE CONSIDERATION, receipt whereof it hereby acknowledges, THE CORTEZ JOINT VENTURE, a joint venture consisting of American Exploration & Mining Co., a California corporation (Amex), The Bunker Hill Company, a Delaware corporation (Bunker Hill), Webb Resources, Inc., a Colorado corporation (Webb), and Vernon Taylor, Jr., of Denver, Colorado (Taylor), hereby assigns, transfers and quitclaims to CORTEZ GOLD MINES, a separate and distinct joint venture, the joint venture members of which are also said Amex, Bunker Hill, Webb and Taylor:

1. All of its present and hereafter acquired rights, titles and interests in, to and with respect to each and all those certain Lander County, Nevada, mining claims particularly described in Exhibit A hereto attached and hereby incorporated herein, and

2. All of its present and hereafter acquired rights, titles and interests in, to and with respect to each and all those certain millsite claims situate in Eureka and/or Lander Counties, Nevada, particularly described in Exhibit B hereto attached and hereby incorporated herein, and

3. All of grantor's rights to mine and otherwise possess, occupy, and use for mining and related purposes:

(a) That portion (and only that portion) of the Oro 4 Placer mining claim situate in Lander County, Nevada, and more particularly described in the certificate of location thereof recorded in Book 15 at page 197, Official Records of Lander County, Nevada, which (1) is not included within the vertical boundaries of any of the Lander County, Nevada mining claims known by the following names and described in the certificates of location and additional certificates of location thereof recorded as hereinafter noted in the book and at the page of Official Records of Lander County, Nevada, noted after the names of said claims respectively (each of said recordings being hereby incorporated herein and made a part hereof) and (2) is not occupied by the extralateral extension of any vein or lode apexing within the vertical

boundaries of any of said claims, viz.:

Name of Claim	Recorded in Official Records, Lander County, Nevada			Additional Certificate		
	Original Certificate Book	Page	Date	Book	Page	Date
Ion 9	3	816	3/12/64	19	291	6/20/67
10	"	817	"	"	292	"
11	"	818	"	"	293	"

(b) That portion (and only that portion) of the Oro 5 Placer mining claim situate in Lander County, Nevada, and more particularly described in the certificate of location thereof recorded in Book 15 at page 198, Official Records of Lander County, Nevada, which (1) is not included within the vertical boundaries of Lander County, Nevada mining claim known as the Ion 11 and described in the certificate of location and additional certificate of location thereof recorded as hereinafter noted in the book and at the page of Official Records of Lander County, Nevada, noted after the name of said claim (each of said recordings being hereby incorporated herein and made a part hereof) and (2) is not occupied by the extralateral extension of any vein or lode apexing within the vertical boundaries of said claim, viz.:

Name of Claim	Recorded in Official Records, Lander County, Nevada			Additional Certificate		
	Original Certificate Book	Page	Date	Book	Page	Date
Ion 11	3	818	3/12/64	19	293	6/20/67

(c) That portion (and only that portion) of the Oro 14 Placer mining claim situate in Lander County, Nevada, and more particularly described in the certificate of location thereof recorded in Book 15 at page 207, Official Records of Lander County, Nevada, which (1) is not included within the vertical boundaries of any of the Lander County, Nevada, mining claims known by the following names and described in the certificates of location and additional certificates of location thereof recorded as hereinafter noted in the book and at the page of Official Records of Lander County, Nevada, noted after the names of said claims respectively (each of said recordings being hereby incorporated herein and made a part hereof) and (2) is not occupied by the extralateral extension of any vein or lode apexing within the vertical boundaries of any of said claims, viz.:

Name of Claim	Recorded in Official Records, Lander County, Nevada			Additional Certificate		
	Original Certificate Book	Page	Date	Book	Page	Date
Ada 26	3	526	2/11/64	19	239	6/20/67
Ada 29	3	529	2/11/64	19	242	6/20/67

(d) That portion (and only that portion) of the Oro 15 Placer mining claim situate in Lander County, Nevada, and more particularly described in the certificate of location thereof recorded in Book 15 at page 208, Official Records of Lander County, Nevada, which (1) is not included within the vertical boundaries of any of the Lander County, Nevada mining claims known by the following names and described in the

certificates of location and additional certificates of location thereof recorded as hereinafter noted in the book and at the page of Official Records of Lander County, Nevada, noted after the names of said claims respectively (each of said recordings being hereby incorporated herein and made a part hereof) and (2) is not occupied by the extralateral extension of any vein or lode apexing within the vertical boundaries of any of said claims, viz.:

Name of Claim	Recorded in Official Records, Lander County, Nevada			Additional Certificate		
	Original Certificate Book	Page	Date	Book	Page	Date
Ada 26	3	526	2/11/64	19	239	6/20/67
29	3	529	2/11/64	19	242	6/20/67
30	3	530	2/11/64	19	243	6/20/67
31	3	531	2/11/64	19	244	6/20/67
64	5	494	8/14/64	19	277	6/20/67

(e) That portion (and only that portion) of the Oro 16 Placer mining claim situate in Lander County, Nevada, and more particularly described in the certificate of location thereof recorded in Book 15 at page 209, Official Records of Lander County, Nevada, which (1) is not included within the vertical boundaries of any of the Lander County, Nevada mining claims known by the following names and described in the certificates of location and additional certificates of location thereof recorded as hereinafter noted in the book and at the page of Official Records of Lander County, Nevada, noted after the names of said claims respectively (each of said recordings being hereby incorporated herein and made a part hereof) and (2) is not occupied by the extralateral extension of any vein or lode apexing within the vertical boundaries of any of said claims, viz.:

Name of Claim	Recorded in Official Records, Lander County, Nevada			Additional Certificate		
	Original Certificate Book	Page	Date	Book	Page	Date
Ada 30	3	530	2/11/64	19	243	6/20/67
31	3	531	2/11/64	19	244	6/20/67
32	3	532	2/11/64	19	245	6/20/67
33	3	533	2/11/64	19	246	6/20/67

(f) That portion (and only that portion) of the Oro 18 Placer mining claim situate in Lander County, Nevada, and more particularly described in the certificate of location thereof recorded in Book 15 at page 211, Official Records of Lander County, Nevada, which (1) is not included within the vertical boundaries of any of the Lander County, Nevada mining claims known by the following names and described in the certificates of location and additional certificates of location thereof recorded as hereinafter noted in the book and at the page of Official Records of Lander County, Nevada, noted after the names of said claims respectively (each of said recordings being hereby incorporated herein and made a part hereof) and (2) is not occupied by the extralateral extension of any vein or lode apexing within the vertical boundaries of any of said

claims, viz.:

Name of Claim	Recorded in Official Records, Lander County, Nevada			Additional Certificate		
	Original Certificate Book	Page	Date	Book	Page	Date
Ada 33	3	533	2/11/64	19	246	6/20/67
100	15	58	12/30/66	22	185	9/14/67
101	15	59	12/30/66	22	186	9/14/67

(g) That portion (and only that portion) of the Oro 19 Placer mining claim situate in Lander County, Nevada, and more particularly described in the certificate of location thereof recorded in Book 15 at page 212, Official Records of Lander County, Nevada, which (1) is not included within the vertical boundaries of the Lander County, Nevada mining claim known as Ada 26 and described in the certificate of location and additional certificate of location thereof recorded as herein-after noted in the book and at the page of Official Records of Lander County, Nevada, noted after the name of said claim (each of said recordings being hereby incorporated herein and made a part hereof) and (2) is not occupied by the extralateral extension of any vein or lode apexing within the vertical boundaries of said claim, viz.:

Name of Claim	Recorded in Official Records, Lander County, Nevada			Additional Certificate		
	Original Certificate Book	Page	Date	Book	Page	Date
Ada 26	3	526	2/11/64	19	239	6/20/67

TOGETHER WITH any and all rights to mine, occupy, operate and otherwise possess, use, exploit and deal with said mining claims described in said Exhibit A and said millsites described in said Exhibit B and said herein described portions of said Oro 4, Oro 5, Oro 14, Oro 15, Oro 16, Oro 18 and Oro 19 Placer mining claims which Grantor may now or hereafter possess under and pursuant to such provisions of the following agreements as may be applicable thereto (but only to the extent of such applicability), namely, (a) that certain "Agreement" dated August 6, 1963, as amended, between Idaho Mining Corporation and Amex (and Grantor as Amex's successor) hereafter called "said Idaho agreements" and (b) that certain "Mining Lease and Option" dated August 18, 1969, as amended, between Cortez Metals Company and Amex (and Grantor, as Amex's successor), hereafter called "said Cortez Metals agreements"); SUBJECT, HOWEVER, to any and all obligations (1) of said Idaho agreement and (2) of said Cortez Metals agreements and (3) of that certain agreement, dated

June 22, 1959, between Amex and Mr. and Mrs. M. M. Harcourt, which are applicable to said mining claims and millsites or any thereof and/or to the actions of Grantee on or with respect to the same.

DATED: June 6 1968.

THE CORTEZ JOINT VENTURE

By Joint Venturer
American Exploration & Mining Co.

By H. Goudey
Vice President

And R. A. Watts
Secretary

STATE OF CALIFORNIA)
City and County of San Francisco) ss.

On June 6, 1968, before me, Marilyn J. Bernstein, a Notary Public in and for said City, County and State, personally appeared H. GOUDEY and R. A. WATTS, known to me to be, respectively, the Vice President and Secretary of AMERICAN EXPLORATION & MINING CO., a corporation, the joint venturer who executed the foregoing instrument in the name of and for the account of THE CORTEZ JOINT VENTURE, and the persons who executed it on behalf of such corporation and each acknowledged to me that such corporation executed the same.

(SEAL)

Marilyn J. Bernstein
NOTARY PUBLIC
In and for the City and County of
San Francisco, State of California
My commission expires 10/16/71

EXHIBIT A PROPERTY DESCRIPTION

To

**Assignment and Quitclaim, THE CORTEZ JOINT
VENTURE to CORTEZ GOLD MINES**

Each and all those certain mining claims situate in Lander and/or Eureka Counties, Nevada, known and designated by the following names and more particularly described in the Certificates of Location thereof and Additional Certificates of Location thereof recorded as hereinafter noted, in the book and at the page of Official Records of Lander County, Nevada and/or in the book and at the page of Official Records of Eureka County, Nevada, noted after the names of said claims respectively, each of said recordings being hereby incorporated herein and made a part hereof:

Name of Claim	Recorded in Official Records: Lander County						Eureka County		
	Original Certificate			Additional Certificate			Addition & Amended Certificate		
	Book	Page	Date	Book	Page	Date	Book	Page	Date
Ada 17	3	517	2/11/64	19	230	8/20/67			
18	"	518	"	"	231	"	24	188	2/9/68
19	"	519	"	"	232	"	"	189	"
20	"	520	"	"	233	"	"	190	"
21	"	521	"	"	234	"			
22	"	522	"	"	235	"			
23	"	523	"	"	236	"			
24	"	524	"	"	237	"			
25	"	525	"	"	238	"			
27	"	527	"	"	240	"			
28	"	528	"	"	241	"			
34	"	572	2/20/64	"	247	"			
35	"	573	"	"	248	"			
36	"	574	"	"	249	"			
37	"	575	"	"	250	"			
38	"	576	"	"	251	"			
39	"	577	"	"	252	"			
49	5	478	8/14/64	"	262	"			
50	"	479	"	"	263	"			
51	"	480	"	"	264	"			
52	"	481	"	"	265	"			
53	"	482	"	"	266	"			
54	"	483	"	"	267	"			
55	"	484	"	"	268	"			
56	"	485	"	"	269	"			
57	"	486	"	"	270	"			
58	"	487	"	"	271	"			
59	"	488	"	"	272	"			
60	"	490	"	"	273	"			
61	"	491	"	"	274	"			
62	"	492	"	"	275	"			
175	24	98	1/19/68				22	113	1/19/68
176	"	99	"				"	114	"
177	"	100	"				"	115	"
1on 12	3	819	3/12/64	19	294	6/20/67			
13	"	820	"	"	295	"			

Page 2 - Exhibit A Property Description to Assignment and Quitclaim,
 THE CORTEZ JOINT VENTURE to CORTEZ GOLD MINES

Name of Claim	Recorded in Official Records: Lander County		
	Original Certificate		
	Book	Page	Date
Oro 1	15	194	1/9/67
2	"	195	"
3	"	196	"
6	"	199	"
7	"	200	"
8	"	201	"
9	"	202	"
10	"	203	"
11	"	204	"
12	"	205	"
13	"	206	"
17	"	210	"

Assignment and Quitclaim, THE CORTEZ JOINT VENTURE
to CORTEZ GOLD MINES

Each and all those certain millsite claims situate in Eureka and/or Lander Counties, Nevada, known and designated by the following names and more particularly described in the Certificates of Location thereof recorded as hereinafter noted, in the book and at the page of records of the County Recorder of Lander County, Nevada, and/or in the book and at the page of records of the County Recorder of Eureka County, Nevada, noted after the names of said claims respectively, each of said recordings being hereby incorporated herein and made a part hereof:

Name of Claim	Certificate of Location Recorded in Official Records LANDER COUNTY			Certificate of Location Recorded in Official Records EUREKA COUNTY		
	Book	Page	Date	Book	Page	Date
M 1	23	502-3	1/9/68	21	491-2	1/9/68
M 2	"	504-5	"	"	493-4	"
M 3	"	506-7	"	"	495-6	"
M 4	"	508-9	"	"	497-8	"
M 5	"	510-11	"	"	499-500	"
M 6	"	512-13	"	"	501-2	"
M 7	"	514-15	"	"	503-4	"
M 8	"	516-17	"	"	505-6	"
M 9	"	518-19	"	"	507-8	"
M 10	"	520-21	"	"	509-10	"
M 11	"	522-23	"	"	511-12	"
M 12	"	524-25	"	"	513-14	"
M 13	"	526-27	"	"	515-16	"
M 14	"	528-29	"	"	517-18	"
M 15	"	530-31	"	"	519-20	"
M 16	"	532-33	"	"	521-22	"
M 17	"	534-35	"	"	523-24	"
M 18	"	536-37	"	"	525-26	"
M 19	"	538-39	"	"	527-28	"
M 20	"	540-41	"	"	529-30	"
M 21	"	542-43	"	"	531-32	"
M 22	"	544-45	"	"	533-34	"
M 23	"	546-47	"	"	535-36	"
M 24	"	548-49	"	"	537-38	"
M 25	"	550-51	"	"	539-40	"
M 26	"	552-53	"	"	541-42	"
M 27	"	554-55	"	"	543-44	"
M 28	"	556-57	"	"	545-46	"
M 29	"	558-59	"	"	547-48	"
M 30	"	560-61	"	"	549-50	"
M 31	"	562-63	"	"	551-52	"
M 32	"	564-65	"	"	553-54	"
M 33	"	566-67	"	"	555-56	"
M 34	"	568-69	"	"	557-58	"
M 35	"	570-71	"	"	559-60	"
M 36	"	572-73	"	"	561-62	"
M 37	"	574-75	"	"	563-64	"
M 38	"	576-77	"	"	565-66	"
M 39	"	578-79	"	"	567-68	"
M 40	"	580-81	"	"	569-70	"

Page 2 - Exhibit B to Assignment and Quitclaim, THE CORTEZ JOINT
VENTURE to CORTEZ GOLD MINES

Millsites

Page 2.

Name of Claim	Certificate of Location Recorded in Official Records LANDER COUNTY			Certificate of Location Recorded in Official Records SUTTER COUNTY		
	Book	Page	Date	Book	Page	Date
M 41	23	582-83	1/9/68	21	571-72	1/9/68
M 42	"	584-85	"	"	573-74	"
M 43	"	586-87	"	"	575-76	"
M 44	"	588-89	"	"	577-78	"
M 45	"	590-91	"	"	579-80	"
M 46	"	592-93	"	"	581-82	"
M 47	"	594-95	"	"	583-84	"
M 48	"	596-97	"	"	585-86	"
M 49	"	598-99	"	"	587-88	"
M 50	"	600-601	"	"	589-90	"
M 51	"	602-3	"	"	591-92	"
M 52	"	604-5	"	"	593-94	"
M 53	"	606-7	"	"	595-96	"
M 54	"	608-9	"	"	597-98	"
M 55	"	610-11	"	"	599-600	"
M 56	"	612-13	"	22	001-002	"
M 57	"	614-15	"	"	003-004	"
M 58	"	616-17	"	"	005-006	"
M 59	"	618-19	"	"	007-008	"
M 60	"	620-21	"	"	009-010	"
M 61	"	622-23	"	"	011-012	"
M 62	"	624-25	"	"	013-014	"
M 63	"	626-27	"	"	015-016	"
M 64	"	628-29	"	"	017-018	"
M 65	"	630-31	"	"	019-020	"
M 66	"	632-33	"	"	021-022	"
M 67	"	634-35	"	"	023-024	"
M 68	"	636-37	"	"	025-026	"
M 69	"	638-39	"	"	027-028	"
M 70	"	640-41	"	"	029-030	"
M 71	"	642-43	"	"	031-032	"
M 72	"	644-45	"	"	033-034	"
M 73	"	646-47	"	"	035-036	"
M 74	"	648-49	"	"	037-038	"
M 75	"	650-51	"	"	039-040	"
M 76	"	652-53	"	"	041-042	"
M 77	"	654-55	"	"	043-044	"
M 78	"	656-57	"	"	045-046	"
M 79	"	658-59	"	"	047-048	"
M 80	"	660-61	"	"	049-050	"
M 81	"	662-63	"	"	051-052	"
M 82	"	664-65	"	"	053-054	"
M 83	"	666-67	"	"	055-056	"
M 84	"	668-69	"	"	057-058	"
M 85	"	670-71	"	"	059-060	"
M 86	"	672-73	"	"	061-062	"
M 87	"	674-75	"	"	063-064	"

Page 3 - Exhibit B to Assignment and Quitclaim, THE CORTEZ JOINT VENTURE to CORTEZ GOLD MINES

Mineral Interests

Page 3.

Name of Claim	Certificate of Location Recorded in Official Records LANDER COUNTY			Certificate of Location Recorded in Official Records BUREKA COUNTY		
	Book	Page	Date	Book	Page	Date
M 88	23	676-77	1/9/68	22	065-066	1/9/68
M 89	"	678-79	"	"	067-068	"
M 90	"	680-81	"	"	069-070	"
M 91	"	682-83	"	"	071-072	"
M 92	"	684-85	"	"	073-074	"
M 93	"	686-87	"	"	075-076	"
M 94	"	688-89	"	"	077-078	"
M 95	"	690-91	"	"	079-080	"
M 96	"	692-93	"	"	081-082	"
M 97	"	694-95	"	"	083-084	"
M 98	"	696-97	"	"	085-086	"
M 99	"	698-99	"	"	087-088	"
M 100	"	700-701	"	"	089-090	"
M 101	"	702-3	"	"	091-092	"
M 102	"	704-5	"	"	093-094	"
M 103	"	706-7	"	"	095-096	"
M 104	"	708-9	"	"	097-098	"
M 105	"	710-11	"	"	099-100	"
M 106	"	712-13	"	"	101-102	"
M 107	"	714-15	"	"	103-104	"
M 108	"	716-17	"	"	105-106	"
M 109	"	718-19	"	"	107-108	"
M 110	25	222-23	4/30/68	23	485-86	4/30/68
M 111	"	224-25	"	"	487-88	"
M 112	"	226-27	"	"	489-90	"
M 113	"	228-29	"	"	491-92	"
M 114	"	230-31	"	"	493-94	"
M 115	"	232-33	"	"	495-96	"
M 116	"	234-35	"	"	497-98	"
M 117	"	236-37	"	"	499-500	"
M 118	"	238-39	"	"	501-502	"
M 119	"	240-41	"	"	503-504	"
M 120	"	242-43	"	"	505-506	"
M 121	"	244-45	"	"	507-508	"
M 122	"	246-47	"	"	509-510	"
M 123	"	248-49	"	"	511-512	"
M 124	"	250-51	"	"	513-514	"

Exhibit B - Page 3

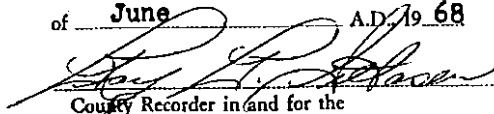
RECORDED AT REQUEST OF
Bill Wilson
June 12, 1968 AT 4:00 P.M.
BOOK 26 OFFICIAL RECORDS PAGE 413
OF LANDER COUNTY, NEVADA
FILE NO. 52010 *Ray H. Wilson*
COUNTY RECORDER

STATE OF NEVADA, }
COUNTY OF LANDER. } ss.

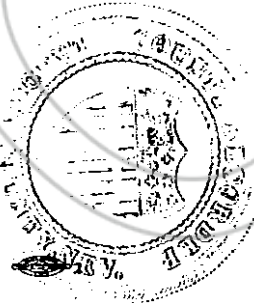
I, Ray P. Sillasen, COUNTY RECORDER in and for the County of Lander, State of Nevada, do hereby CERTIFY that the foregoing and attached instrument is a full, true and correct copy of Document No. 52010


as the same appears of record in Book 26 of Official
Page 413, Records of Lander County, Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at my office 12th day of June A.D. 1968


County Recorder in and for the
County of Lander, State of Nevada.

By _____ Deputy Recorder.



RECORDED AT THE REQUEST OF
W. L. Wilson
on June 13, 1968
at 01 mins. past 9 A. M.
in Book 24 of OFFICIAL
RECORDS, page 311-321, RECORDS
OF EUREKA COUNTY, NEVADA.

Recorder
File No. 47063 Fee \$ 13.00