

BOOK NO. _____ PAGE _____

NOTICE AND AGREEMENT

THIS NOTICE AND AGREEMENT, made this 10th day of December, 1974, between CHARLES B. THORNTON (OWNER) and N L INDUSTRIES, INC. (BAROID DIVISION),

WHEREAS, OWNER is the owner of certain lands in Eureka, Elko and Lander Counties, Nevada known as T Lazy S Ranch; and

WHEREAS, OWNER acquired by patent in 1969 certain lands from the United States Government which are traversed by a certain road known variously as Boulder Valley road and Rossi Haul road; and

WHEREAS, BAROID acquired certain rights in an agreement dated February 27, 1947 by and between Horseshoe Cattle Company, a Nevada corporation (a predecessor owner of T Lazy S Ranch) and National Lead Company, a New Jersey corporation (predecessor company to N L Industries, Inc.); and

WHEREAS, BAROID constructed the road known variously as Boulder Valley road and Rossi Haul road and has been using same since 1947, and desires to continue using said road, including those portions traversing the additional lands acquired by OWNER in 1969, for haulage of barite from BAROID's Rossi Mine to its Mill at Dunphy, and for other normal business use; and

WHEREAS, OWNER has agreed by Agreement dated as of this date to convey to BAROID a further easement to use and maintain said road, all as hereinafter set forth,

NOW, THEREFORE, in consideration of the promises of each to each, OWNER does hereby give and grant to BAROID the further right and privilege to use that certain road delineated on Exhibit A attached hereto for haulage of barite from BAROID's Rossi Mine to its Mill at Dunphy, and for other normal business use and further the parties agree:

BAROID agrees that upon the final cessation of its said mining and milling operations it shall execute a quitclaim deed to OWNER regarding its rights in said road; or at the option of OWNER, OWNER may execute and record a "Notice of Cessation of Use" which shall state that it shall become effective sixty (60) days after a copy and notice of recording thereof have been given to BAROID by registered or certified mail, unless a notice of objection is executed and recorded by BAROID within the above sixty (60) day period.

This Agreement shall be binding upon the parties, their successors and assigns. Assignment by BAROID shall be made only to lessors, purchasers or other successors of BAROID's said mining and milling operations.

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


CHARLES B. THORNTON (OWNER)

N L INDUSTRIES, INC. (BAROID DIVISION)

By  _____
General Manager

STATE OF CaliforniaCOUNTY OF San DiegoI
I
I
ss.

On this 16th day of December, 1974, personally appeared before me, a notary public in and for the County and State aforesaid, CHARLES B. THORNTON, 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.



Magda Ganz
My commission expires _____

STATE OF TEXAS

COUNTY OF HARRIS

I
I
I
ss.

BEFORE ME, the undersigned Notary Public, on this 11th day of December, 1974, personally appeared G. G. ALLEN, known to me to be the person whose name is subscribed to the foregoing instrument, and known to me to be the General Manager of BAROID DIVISION, N L INDUSTRIES, INC., and acknowledged the same to be the act of said corporation, and that he executed the same for the consideration and purposes therein expressed, and as the act of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Nelda N. Harlan
NELDA N. HARLAN
Notary Public in and for Harris County, Texas
My Commission Expires June 1, 1975

AGREEMENT BETWEEN

CHARLES B. THORNTON (OWNER)

W. H. Fogleman, Jr.

AND

ML INDUSTRIES (BAROLD DIVISION)

BOOK 51 OFFICIAL RECORDS PAGE 246
OF LANDER COUNTY, NEVADA

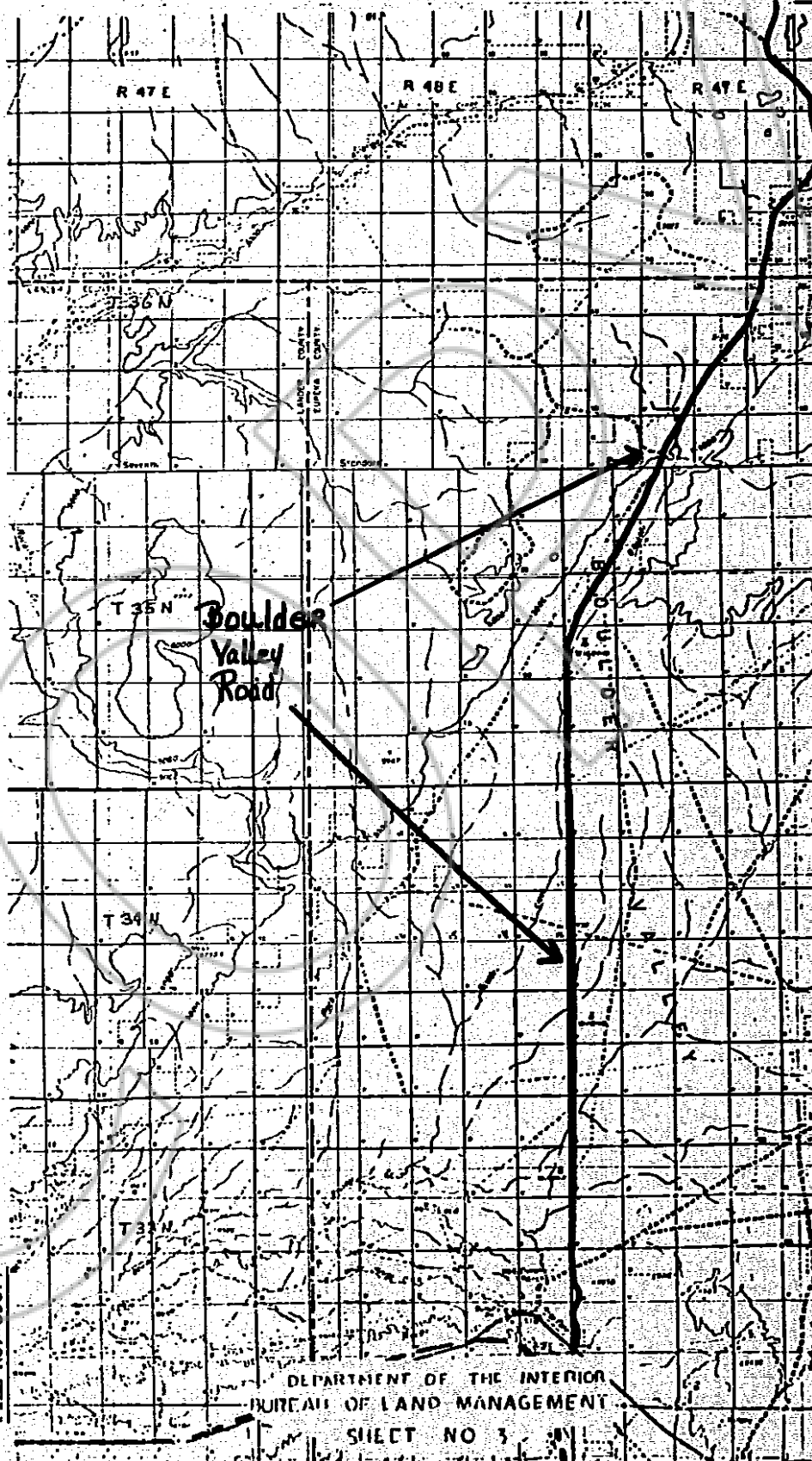
DATED DECEMBER 10, 1974

FEES PAID 6.00

EXHIBIT A

FILE NO. Estelle Saralegui

COUNTY RECORDER



RECORDED AT THE REQUEST OF W. H. Fogleman, Jr.
APR. 4 1975 at 10 mins. post 11 A. M.
Book 51 of OFFICIAL RECORDS, page 243-246
BUREAU COUNTY, NEVADA W. H. Fogleman, Jr.
File No. 59877 Fee \$ 6.00

FILE NO. 59877

DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
SHEET NO 3