

MEMORANDUM OF LEASE

KNOW ALL MEN BY THESE PRESENTS:

For valuable consideration, S. A. CAMP GINNING COMPANY, a California corporation, and KENNETH MEBANE, of California, as Lessors, have leased to CARLIN GOLD MINING COMPANY, a Delaware corporation, for a term of five (5) years and for the purpose of prospecting for, mining, extracting, and removing, all minerals other than oil and gas, certain lands situated in Eureka County, Nevada, more particularly described as follows:

E 1/2; SW 1/4; S 1/2 of NW 1/4, Section 13, Township 35 North, Range 50 East, M.D.B.&M., containing 560 acres, more or less.

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Lease as of the 3rd day of November, 1974.

ATTEST:

S. A. CAMP GINNING COMPANY



[Signature]
Secretary

By *[Signature]*
President

WITNESS:

[Signature]

[Signature]
Kenneth Mebane

ATTEST:

CARLIN GOLD MINING COMPANY

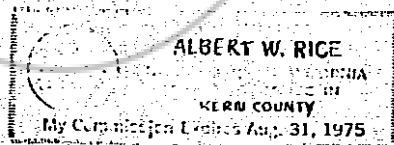


[Signature]
Secretary

By *[Signature]*
Vice President

STATE OF CALIF)
COUNTY OF KERN) SS.

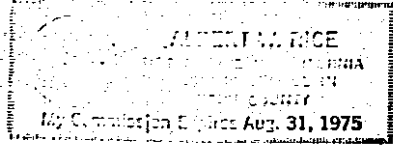
On this 2nd day of April, 1975, personally appeared before me, a Notary Public, *[Signature]*, President of S. A. CAMP GINNING COMPANY, who acknowledged that he executed the foregoing instrument.



[Signature]
ALBERT W. RICE
Notary Public

STATE OF Nevada)
COUNTY OF Nevada) SS.

On this 22nd day of March, 1975, personally appeared before me, a Notary Public, KENNETH MEBANE, who acknowledged that he executed the foregoing instrument.



Albert W. Rice
ALBERT W. RICE
Notary Public

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

On this 8th day of April, 1975, personally appeared before me, a Notary Public, J.E. Thompson, a Vice President of CARLIN GOLD MINING COMPANY, who acknowledged to me that he executed the foregoing instrument.



Camille Russo
Notary Public
CAMILLE RUSSO
NOTARY PUBLIC, State of New York
No. 24-197816
Qualified in Kings County
Cert. filed in New York County
Commission Expires March 30, 1977

RECORDED AT THE REQUEST OF Carlin Gold Mining Company
on April 21 19 75 at 01 mi. post 8 A. M.
Book 51 of OFFICIAL RECORDS, page 284-285 RECORDS OF
YUREKA COUNTY, NEVADA. William A. McLaughlin
File No. 59900 Fee \$ 4.00
FILE NO. 59900