

MEMORANDUM OF LEASE

63341 KNOW ALL MEN BY THESE PRESENTS:

For valuable consideration, CHARLES B. THORNTON, as Lessor, has leased to CARLIN GOLD MINING COMPANY, a Delaware corporation, 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., con-
taining 560 acres, more or less.

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Lease as of the 15th day of April, 1977.



ATTEST:

[Signature]
Secretary

x [Signature]
Charles B. Thornton

CARLIN GOLD MINING COMPANY
By [Signature]
Vice President

STATE OF CALIFORNIA)
COUNTY OF Los Angeles) ss.

On this 26th day of July, 1977, personally appeared before me, a Notary Public, CHARLES B. THORNTON, who acknowledged that he executed the foregoing instrument.

My Commission Expires:

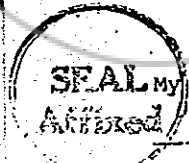
March 23, 1980



STATE OF NEW YORK)
COUNTY OF NEW YORK) ss.

On this 3rd day of August, 1977, personally appeared before me, a Notary Public, William A. Humphrey, Vice President of CARLIN GOLD MINING COMPANY, who acknowledged to me that he executed the foregoing instrument.

My Commission Expires:



[Signature]
Notary Public

CAMILLE RUSSO
NOTARY PUBLIC, State of New York
No. 24-3407816
Qualified in Kings County
Cert. filed in New York County
Commission Expires March 30, 1979