ASSIGNMENT AND CONVEYANCE OF WATER RIGHTS

In consideration of Ten Dollars (\$10.00) and other valuable consideration paid to IDAHO MINING CORPORATION, a Nevada corporation (the "Assignor") the receipt of which is hereby acknowledged from WINDFALL VENTURE, a general partnership composed of William E. Foster, Robert G. Wilson, Chan Edmonds, and William L. Wilson, all of Grand Junction, Colorado, and Kenneth E. Johnson of Reno, Nevada (the "Assignee"), Assignor hereby assigns, conveys and transfers to Assignee, its successors and assigns, all of the right, title and interest of Assignor in and to those certain applications for water rights, which water rights are situated in Eureka County, Nevada and are described by the Nevada permit number and description of the source of such water rights, as follows:

Permit No.	<u>Description</u>
27621	Murray Springs
28690	Mitchell Springs
29525	Hoosac Springs
29526	Gibellini Springs
29537	Beveridge Spring No. 2

Assignor warrants title to the above described water rights as against, but only as against any persons claiming the whole or any part thereof by, through or under Assignor but not otherwise. The assignment and conveyance of the water rights described above shall include and pass title, not only to such rights and interests as Assignor may have therein as of the date of this Assignment and Conveyance, but also such after-acquired title which Assignor may hereafter acquire therein except for any title which Assignor may acquire from or through Assignee.

Executed and effective this 7th day of January, 1980.

ATTEST:

Secretary

IDAHO MINING CORPORATION

President

100K 78 PAGE 267

STATE OF COLORADO COUNTY OF M E S A

On the 7th day of January, 1980, personally appeared before me W. L. Wilson, who being by me first duly sworn, says that he is the President of IDAHO MINING CORPORATION and that the above instrument was signed on behalf of said corporation by authority of its by-laws or by resolution of its board of directors, and the said W. L. Wilson acknowledged to me that said corporation executed the same.

My Commission expires: i October 21, 1980

ACCORDED AT THE REQUEST OF WILLIAM L. WILSON on JANUARY 17, 19 80, et 22 mins, peri 1 P.M. In Book 78 of OFFICIAL RECORDS, pag 267-268 RECORDS OF WILLIS A. DePAOLI Recorder EUREKA COUNTY, NEVADA. FIL. No. 72219

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-2-