

MEMORANDUM OF LEASE AND OPTION AGREEMENT

NOTICE IS HEREBY GIVEN that ROBERT B. MEE, a single man, (hereinafter called "Optionor"), and CARLIN GOLD MINING COMPANY, a Delaware corporation authorized to do business in Nevada (hereinafter called "Optionee"), have entered into a Lease and Option Agreement dated November 1, 1979, by the terms of which the parties have agreed as follows:

For a period ending at midnight December 31, 1982, and subject to the terms and provisions of the above-mentioned Lease and Option Agreement, Optionee has a lease of, and the exclusive option to purchase, those certain unpatented mining claims situated in Eureka County, Nevada, described as follows:

NAME OF CLAIM	RECORDED (OFFICIAL RECORDS, EUREKA COUNTY)		LOCATION DESCRIPTION T.35N., R51E., MDB&M		BUREAU OF LAND MANAGEMENT SERIAL NUMBER
	BOOK	PAGE	SEC.	QUARTER SEC.	
Golden Boy No.1	2	120	17 18	SW SE	N MC 92092
Golden Boy No. 2	2	121	18	SE	N MC 92093
Golden Boy No. 3	2	122	18	SE	N MC 92094
Golden Boy No. 4	2	123	18	SE	N MC 92095
Golden Boy No. 5	2	124	18	SW SE	N MC 92096
Golden Boy # 13	2	132	18	NW SW	N MC 92097
Golden Boy # 14	2	133	18	NW NE SW SE	N MC 92098
GOLDEN BOY # 15	2	134	18	NE SE	N MC 92099
GOLDEN BOY # 16	2	135	18	NE SE	N MC 92100
Golden Boy # 17	2	136	18	NE SE	N MC 92101
Golden Boy # 18	2	137	17 18	NW SW NE SE	N MC 92102

The terms and provisions of said Lease and Option Agreement of November 1, 1979, are hereby incorporated by reference in this Memorandum of Lease and Option Agreement.

IN WITNESS WHEREOF, the parties have executed this
Memorandum of Lease and Option Agreement as of November 1, 1979.

Robert B. Mee
ROBERT B. MEE



[Signature]
Secretary

CARLIN GOLD MINING COMPANY

By [Signature]
Vice President

STATE OF UTAH)
COUNTY OF Salt Lake) ss.

On this 16th day of December, 1979, before me,
a Notary Public of said State, duly commissioned and sworn, personally
appeared ROBERT B. MEE, known to me to be the person whose name is
subscribed to the within instrument, and acknowledged that he executed
the same.

In Witness Whereof, I have hereunto set my hand and affixed
my official seal the day and year in this certificate first above
written.



[Signature]
Notary Public

My Commission Expires:
September 25, 1980

STATE OF New York)
COUNTY OF New York) ss.

On this 24th day of JANUARY, 1980, before me, a
Notary Public, personally appeared WILLIAM J. BAUER,
known to me to be a Vice President of the corporation and the person
who executed the within instrument on behalf of the corporation
therein named, and acknowledged to me that such corporation executed
the same.

In Witness Whereof, I have hereunto set my hand and affixed
my official seal the day and year in this certificate first above
written.

RECORDED AT THE REQUEST OF Newmont Exploration Ltd.
on February 4, 1980, at 45 mins. past 10 A.M. in
Book 78 of OFFICIAL RECORDS, page 488-489, RECORDS OF
EUREKA COUNTY, NEVADA. WILLIS A. DePAOLI Recorder
File No. 72404 Fee \$ 4.00

72404

[Signature]
Notary Public

WILLIAM J. BAUER
NOTARY PUBLIC, State of New York
No. 30-5217750
Qualified in Nassau County
Cert. filed in New York County
Commission Expires March 30, 1980

