

MEMORANDUM OF LEASE
 DATED: Feb. 14, 1980
 BETWEEN LIDO A. PUCCINELLI, ET AL,
 AS FIRST PARTIES AND LESSORS,
 AND CARLIN GOLD MINING COMPANY, LESSEES

KNOW ALL MEN BY THESE PRESENTS:

For valuable consideration, LIDO A. PUCCINELLI, a single man, and LEO J. PUCCINELLI and GERTRUDE F. PUCCINELLI, his wife, as Lessors, have leased to CARLIN GOLD MINING COMPANY, a Delaware corporation, for the purpose of prospecting for, mining and removing, all minerals except non-metallic minerals and oil and gas and other hydrocarbons, certain lands situated in Eureka County, Nevada, more particularly described in Exhibit A hereto annexed and by this reference made a part hereof.

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Lease as of the 14th day of February, 1980.

Lido A. Puccinelli
 LIDO A. PUCCINELLI

Leo J. Puccinelli
 LEO J. PUCCINELLI

Gertrude F. Puccinelli
 GERTRUDE F. PUCCINELLI

ATTEST:

CARLIN GOLD MINING COMPANY

H. D. Roth
 Assistant Secretary

By

Wife President

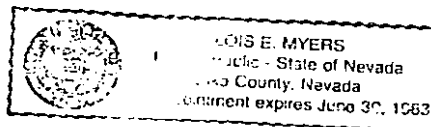


STATE OF NEVADA)
) ss.
 COUNTY OF ELKO

On March 10, 1980, personally appeared before me, a Notary Public, LIDO A. PUCCINELLI, who acknowledged to me that he executed the foregoing instrument.

My Commission Expires:

Lois E. Myers
 Notary Public

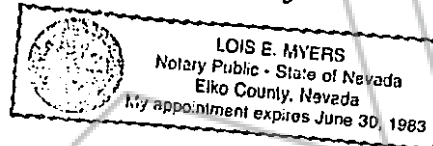


STATE OF NEVADA)
) ss.
 COUNTY OF ELKO)

On March 10, 1980, personally appeared
 before me, a Notary Public, LEO J. PUCCINELLI, who acknowledged
 to me that he executed the foregoing instrument.

My Commission Expires:

Lois E. Myers
 Notary Public

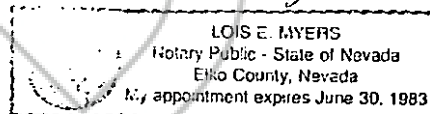


STATE OF NEVADA)
) ss.
 COUNTY OF ELKO)

On March 10, 1980, personally appeared
 before me, a Notary Public, GERTRUDE F. PUCCINELLI, who
 acknowledged to me that she executed the foregoing instrument.

My Commission Expires:

Lois E. Myers
 Notary Public



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

On February 14, 1980, personally appeared
 before me, a Notary Public, William A. Humphrey, a
 duly qualified and acting officer of CARLIN GOLD MINING COMPANY,
 who acknowledged to me that he executed the above instrument in
 that capacity.

My Commission Expires:

March 31, 1981



Camille Russo
 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, 1981

EXHIBIT A
TO MEMORANDUM OF LEASE
DATED: Feb. 14, 1980
BETWEEN LIDO A. PUCCINELLI, ET AL.,
AS FIRST PARTIES AND LESSORS,
AND CARLIN GOLD MINING COMPANY, LESSEES

All those certain lot, pieces or parcels of land
situated in Eureka County, Nevada, more particularly described
as follows:

TOWNSHIP 34 NORTH, RANGE 51 EAST, MDB&M

Section 13: All;

Section 15: E $\frac{1}{2}$, save and except that
portion of the W $\frac{1}{2}$ E $\frac{1}{2}$ lying Westerly of and
outside of Simon's, also called Simond's,
field fence as now constructed;

Section 23: All, except that portion of
the W $\frac{1}{2}$ SW $\frac{1}{2}$ lying Southwesterly of the
Northeasterly rim of Maggie Creek Canyon;

Section 25: That portion Northeasterly
of the drift fence constructed in 1946;

TOWNSHIP 34 NORTH, RANGE 52 EAST, MDB&M

Section 19: All;

Section 30: Lot 4; SE $\frac{1}{2}$ SW $\frac{1}{2}$; S $\frac{1}{2}$ SE $\frac{1}{2}$

NOTE: The boundaries of the "Simon's Field Fences",
referred to in the foregoing description
are delineated upon cultural maps on file
with the County Clerk of the County of
Humboldt, State of Nevada, in that certain
action No. 2804, in the Sixth Judicial
District Court of the State of Nevada, in
and for the County of Humboldt, and
entitled: "In the Matter of the Determi-
nation of the Relative Rights of Claimants
and Appropriators of the Waters of the
Humboldt River Stream System and Tributaries."

The above-mentioned drift fence referred to
in the foregoing description and referred
to as "drift fence constructed in 1946"
therein consists of three segments of fence,
the locations of which are more particularly
described as follows: description of fence
Simon's also known as Simond's field to
Coyote Field. Beginning at point where new
fence joins north end of Simon's Field,
whence the corner common to Sections 1 and 2,
Township 34 North, Range 51 East, and Sections
35 and 36, Township 35 North, Range 51 East,
MDB&M., bears North 20°55' East 676.83 feet;
thence North 29°46' East 692.27 feet; thence
South 69°07' East 755.48 feet; thence North

86°58' East 957.67 feet; thence North 25°12' East 8588.20 feet; thence North 8°44' West 522.62 feet; thence North 38°43' East 1707.80 feet; thence North 63°02' East 972.75 feet; thence North 20°37' East 1916.50 feet; thence North 5°37' East 1944.15 feet; thence North 7°44' West 2508.08 feet; thence North 14°09' West 1283.30 feet; thence North 20°54' West 3143.30 feet; thence North 19°42' West 1327.40 feet thence North 28°06' East 363.06 feet; the south end of Coyote Field fence also the point of ending."

72980

RECORDED AT THE REQUEST OF Wilson, Wilson & Barrows
 on April 10 1980, at 32 mins. past 10 A.M. in
 Book 80 of OFFICIAL RECORDS, page 66-69, RECORDS OF
 EUREKA COUNTY, NEVADA. WILLIS A. DePAOLI Recorder
 File No. 72980 Fee \$ 6.00

6.00 FILE # 133037
 FILED FOR RECORD
 AT REQUEST OF
 Wilson, Wilson and Barrows

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RECORDED SK 317 PG 576
 JERRY D. REYNOLDS
 ELKO CO. RECORDER

BOOK 80 PAGE 69

133037

BOOK 317 PAGE 579