

MEMORANDUM OF AGREEMENT
FOR
A MINING LEASE

The parties hereto have executed this Memorandum of a Mining Lease pursuant to the execution of certain conditions, which agreement was executed on the 28th day of September, 1979, by and between Willis A. and Arlene M. DePaoli, referred to as "Lessors", and Galli Mineral Associates, referred to as "Lessee". This mining lease is subject to the terms, conditions and provisions of the above mentioned unrecorded instrument executed between the parties dated September 28, 1979. Said mining lease relates to certain real property and mineral rights thereto, situated in the Eureka Mining District, Eureka County, State of Nevada, more particularly described in Exhibit "A", attached hereto and incorporated by reference herein.

Pursuant to said mining lease, Lessor grants and gives unto Galli Mineral Associates the exclusive right for a unspecified period (contingent on terms within the mining lease) to prospect, drill and explore for, and to test, treat, store and remove for testing, treating, any and all minerals lying in, on or under the premises described herein.

The Lessor further grants to Lessee the exclusive option at any time during the terms hereof (1. to purchase said premises; 2. assignment of said premises upon all the terms, covenants and conditions contained in that certain mining lease described; 3. to take and receive from the Lessor a mineral lease covering the premises described herein upon all of the terms, covenants and conditions contained in that certain mining lease described above).

Dated this 1st day of December, 1981.

GALLI MINERAL ASSOCIATES

by *Peter E. Galli*
PETER E. GALLI

Willis A. De Paoli
WILLIS A. DE PAOLI

Arlene M. De Paoli
ARLENE M. DE PAOLI

LESSEE

LESSORS

Attest:

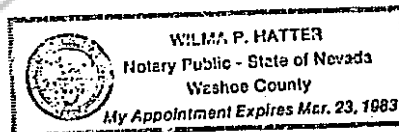
Michael Ball
Title *Assoc.*

STATE OF NEVADA)
COUNTY OF *Washoe*) ss.

On this 1st day of December, 1981, before me, the undersigned Notary Public for the State of Nevada, personally appeared *Peter E. Galli*, known to me personally to be the person whose name is subscribed to the within and foregoing instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal, the day and the year in this certificate first above written.

Wilma P. Hatter
Notary Public for the
State of *Nevada*
Residing at *952 Eden Ct.*
My commission expires *March 23, 1983*

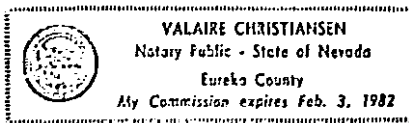


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STATE OF NEVADA)
) ss.
COUNTY OF EUREKA)

On this 3RD day of December, 1981, before me,
the undersigned Notary Public for the State of Nevada, personally
appeared WILLIS A. De PAOL, known to me personally to
be the person whose name is subscribed to the within and fore-
going instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my Notarial Seal, the day and the year in this
certificate first above written.



Valaire Christiansen
Notary Public for the
State of NEVADA
Residing at EUREKA, NEVADA
My Commission expires FEB. 3, 1982

STATE OF NEVADA)
) ss.
COUNTY OF EUREKA)

On this 3RD day of December, 1981, before me,
the undersigned Notary Public for the State of Nevada, personally
appeared ARLENE M. De PAOL, known to me personally to
be the person whose name is subscribed to the within and fore-
going instrument and acknowledged to me that he executed the
same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my Notarial Seal, the day and the year in this
certificate first above written.

Valaire Christiansen
Notary Public for the
State of NEVADA
Residing at EUREKA, NEVADA
My commission expires FEB. 3, 1982

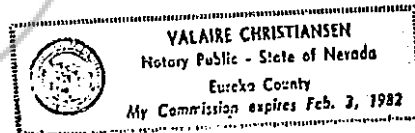


EXHIBIT "A"

<u>Name of Patent Claim</u>	<u>U.S. Patent No.</u>	<u>Survey Lot No.</u>
Alexandria	28850	1745
Atlas	1339	81
Bald Eagle	2154	99
Belle	11633	253
Black Eagle	2589	126
Blossom	4619	155
California	4214	180
Chattanooga, Pioneer & Kitty Price	11917	252
Connelly	5746	256
Dunderberge	9109	67
Elise	626	61
Eagle's Nest	2588	124
Grey Eagle	2587	125
Home Ticket	4833	207
London	16442	247
Malcolm	21237	315
Silver King	4020	172
Tacoma	879	55
Sunset (1/2 interest only)	4717	205

Name of Unpatented Claim:

Croesus - Located on September 29, 1973; Certificate of Location recorded in Book 46 of Official Records, Page 377 on October 15, 1973, Records of Eureka County, Nevada.

RECORDED AT REQUEST OF
Michael M. Galli
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81 DEC 3 AID: 31

OFFICIAL RECORDS
 EUREKA COUNTY, NEVADA
 WILLIS A. DUFFALL, RECORDER
 FILE NO. 82494
 FEE \$ 7.00

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