

14B - August 16, 1982

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GRANT, BARGAIN AND SALE DEED
(GQ - T LAZY S RANCH)

THIS INDENTURE is made and entered into as of this 20th day of August, 1982 by T LAZY S RANCH, a general partnership organized under the laws of the State of California, the sole partners of which are CHARLES B. THORNTON, JR., a married man, as his sole and separate property, and WM. LANEY THORNTON, a married man, as his sole and separate property, as "GRANTOR," in favor of, and for the benefit of, CARLIN GOLD MINING COMPANY, a Delaware corporation, P.O. Box 979, Carlin, Nevada, 89822, as "GRANTEE;"

W I T N E S S E T H:

WHEREAS GRANTOR represents to GRANTEE that GRANTOR owns the entire ONE HUNDRED PERCENT (100%) undivided interest in the surface estate in and to the lands described below, and an undivided FIFTY PERCENT (50%) interest in and to the mineral estate appurtenant thereto, including, but not limited to, all metals, minerals, industrial minerals, oil, gas and hydrocarbons, and geothermal rights, of whatever kind and nature, all within Eureka County, Nevada;

NOW THEREFORE, for and in consideration of TEN AND 00/100 DOLLARS (\$10.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby

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acknowledged by GRANTOR, GRANTOR intends to, and does hereby, grant, bargain, sell and convey unto GRANTEE, forever, all of GRANTOR's right, title and interest in and to the entire ONE HUNDRED PERCENT (100%) undivided interest in surface estate in and to the lands described below, and an undivided TEN PERCENT (10%) of GRANTOR's FIFTY PERCENT (50%) interest, or an undivided FIVE PERCENT (5%) in the whole, of the mineral estate appurtenant thereto, including, but not limited to, all metals, minerals, industrial minerals, oil, gas and hydrocarbons, and geothermal resources, of whatever kind and nature, all within Eureka County, Nevada:

Township 34 North, Range 51 East, M.D.B.&M.:

Section 35: Lots 1, 2, 4, 5, 7, 8, 9, 10, 11;
E $\frac{1}{2}$ NW $\frac{1}{4}$ SW $\frac{1}{4}$; NE $\frac{1}{2}$ SW $\frac{1}{4}$; NW $\frac{1}{4}$ NE $\frac{1}{4}$; E $\frac{1}{2}$ SW $\frac{1}{4}$ NE $\frac{1}{4}$;
E $\frac{1}{2}$ NE $\frac{1}{4}$ NW $\frac{1}{4}$; NW $\frac{1}{4}$ SE $\frac{1}{4}$

(hereinafter referred to as the Premises)

TOGETHER WITH all improvements situate thereon.

TOGETHER WITH any and all water, water rights, rights to the use of water, dams, ditches, canals, pipe lines, reservoirs, wells and all other means for the diversion or use of waters appurtenant to the said property, or any part thereof, or used or enjoyed in connection therewith, including, but without limitation thereto, the water adjudicated as appurtenant to the above described property, or any part thereof, by any pertinent decree of that certain proceeding entitled "In the matter of the determination of the relative rights of claimants and appropriators of the waters

of the Humboldt River Stream System and its tributaries", being Civil Action 2804 in the Sixth Judicial District Court of the State of Nevada, in and for the County of Humboldt, and together with all stockwatering rights used or enjoyed in connection with the use of any of said lands, and in particular, but without limitation thereto, all rights to graze livestock on the public domain under what is known as the Taylor Grazing Act, owned by GRANTOR, or used or enjoyed in connection with any of the above described real property.

TOGETHER WITH any and all irrigation and stock wells on or in the above described property and on or in the lands of the public domain lying within the perimeter fences of the T Lazy S Ranch and standing in the name of the GRANTOR or GRANTOR's predecessors in interest in the Office of the Nevada State Engineer.

TOGETHER WITH all rights in and to any vested water rights, whether or not perfected, and any application, permit and certificate for water rights that may be, or has been, filed or granted as benefitting the above described property, including cancelled or withdrawn permits or applications.

TOGETHER WITH the tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining, and the reversion or reversions, remainder or remainders, rents, issues and profits thereof.

THE SAID GRANTOR AND THE GRANTEE, their respective heirs, personal representatives, successors, and assigns shall and do hold their respective interests in the mineral estate above-described as tenants in common, each with the privilege to do any and all things reasonably necessary or desirable to explore for, develop, mine, treat, ship, and otherwise exploit and dispose of any and all of said metals, minerals, industrial minerals, oil, gas and hydrocarbons, and geothermal resources from the Premises, including, without limitation, the right and privilege of ingress and egress to and from the Premises across any other lands owned, leased, possessed or controlled by the other party, using existing roads when possible and constructing new roads only with the consent of the such other party, which consent will not be unreasonably withheld, all for purposes, each with respect to the Premises, of surveying, exploring and prospecting for, sampling, drilling, developing, mining (whether by underground, strip, open pit, solution mining or any other methods or combination of methods), stockpiling, removing, shipping, transporting, processing, marketing or otherwise disposing of such metals, minerals, industrial minerals, oil, gas and hydrocarbons, and geothermal resources, mined, extracted or removed from the Premises; to construct, use, maintain, repair, replace and relocate on the Premises such buildings, roads, tunnels, railroad corridors or loadout facilities, ore conveyors, tailing ponds, waste dumps, ditches, pipelines, power and communication lines, structures, mills, processing facilities, utilities and other improvements and facilities as may

be reasonably required for the full enjoyment and exploitation of such minerals, industrial minerals, oil, gas and hydrocarbons, and geothermal resources derived from the the Premises; to use so much of the Premises and the surface and subsurface thereof as may be reasonably necessary, convenient or suitable for any mining purpose whatsoever, including without limitation, the transportation, haulage, storage, stockpiling, and permanent disposal of ore, broken rock, mine or other wastes, residues, tailings or other by-products of development, production or other operations; to use, destroy, or cave so much of the surface and subsurface of the Premises as may be reasonably necessary, convenient suitable or incidental to any of their respective rights and privileges hereunder; and to exercise all or other rights which are incidental to any or all of the rights specified, mentioned or referred to herein; provided that nothing herein shall be construed as a representation or covenant that the Premises, or the surface estate to which they appertain, are or will be suitable or will be kept or rendered suitable for any of the uses hereinabove described.

FURTHER, the GRANTOR agrees and covenants to execute such other documents and perform such other acts as may be necessary or desirable to effectuate the intent of this conveyance.

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TO HAVE AND TO HOLD the said Premises, together with
the appurtenances, unto the GRANTEE, and to its successors and
assigns, forever.

IN WITNESS WHEREOF, the said GRANTOR has executed this
instrument of the day and year first hereinabove written.

GRANTOR:

T LAZY S RANCH, a general
partnership

BY:


WM. LAWEY THORNTON, a
general partner

BY:


CHARLES B. THORNTON, JR.,
a general partner

STATE OF California)
COUNTY OF Los Angeles) SS.

On this 17th day of AUGUST, 1982, personally appeared before me, a notary public, CHARLES B. THORNTON, JR., a general partner of T LAZY S RANCH, who acknowledged to me that he executed the above instrument as a general partner of T LAZY S RANCH.



Kathleen L. Cooke
NOTARY PUBLIC

My commission expires: 11-22-85

RECORDED AT REQUEST OF
TITLE INSURANCE & TRUST CO.
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STATE OF California)
COUNTY OF Los Angeles) SS.

OFFICIAL RECORDS
EUREKA COUNTY, NEVADA
WILLIS A. DEPAULI-RECORDER
FILE NO: 85163
FEE \$10.00

On this 17th day of AUGUST, 1982, personally appeared before me, a notary public, WM. LANEY THORNTON, a general partner of T LAZY S RANCH, who acknowledged to me that he executed the above instrument as a general partner of T LAZY S RANCH.



Kathleen L. Cooke
NOTARY PUBLIC

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