

MEMORANDUM OF MINING LEASE

THIS MEMORANDUM, dated as of this 20th day of August, 1982, discloses of record that for the term and on the terms and conditions of that certain Mining Lease of even date herewith, ROY L. ASH and his wife, LILA M. ASH, 655 Funchal Road, Los Angeles, California 90077, as to an undivided TWENTY-TWO AND ONE-HALF PERCENT (22½%) in the mineral rights, collectively referred to as "LESSOR," leased, and does hereby lease, for good and valuable consideration, all of their interest in such mineral rights, excepting oil, gas, associated hydrocarbon substances and geothermal resources to CARLIN GOLD MINING COMPANY, a Delaware corporation, the mailing address of which is P.O. Box 979, Carlin, Nevada, 89822, as "LESSEE," in, on or under the real property situated in Eureka County, Nevada, more particularly described as follows:

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

Section 35: Lots 1; 2; 4; 5; 7; 8; 9; 10; 11;
E½NW½SW½; NE½SW½; NW½NE½; E½SW½NE½;
E½NE½NW½; NW½SE½
Eureka County, Nevada

RESERVING TO THE LESSOR a non-participating production royalty, and certain rights, all as more particularly described in the Mining Lease.

The term of the Mining Lease is for a period, commencing on the date hereof, ending at midnight (12:00 p.m.) on August 1, 2019, and for so long thereafter as provided under the terms of said Mining Lease, unless sooner terminated, forfeited or surrendered.

All of the terms and conditions of the Mining Lease are incorporated herein and made a part hereof as if set forth in full and the consideration for such is recited therein.

IN WITNESS WHEREOF, the parties hereto have executed

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this Memorandum of Mining Lease as of the day and year first above written.

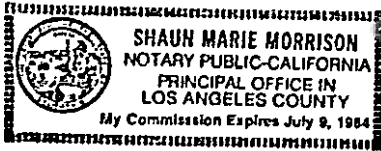
LESSOR:

Roy L. Ash
ROY L. ASH

Lila M. Ash
LILA M. ASH

STATE OF CALIFORNIA)
) SS.
COUNTY OF LOS ANGELES)

On this 17th day of August, 1982, personally appeared before me, a notary public, ROY L. ASH, who acknowledged to me that he executed the above instrument.



Shaun Marie Morrison
NOTARY PUBLIC

My commission expires: July 9, 1984

STATE OF CALIFORNIA)
) SS.
COUNTY OF LOS ANGELES)

On this 17th day of August, 1982, personally appeared before me, a notary public, LILA M. ASH, who acknowledged to me that she executed the above instrument.



Shaun Marie Morrison
NOTARY PUBLIC

My commission expires: July 9, 1984

RECORDED AT REQUEST OF
TITLE INSURANCE & TRUST CO.
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OFFICIAL RECORDS
EUREKA COUNTY, NEVADA
WILLIS A. DEPAOLI, RECORDER
FILE NO. 85171
FEE \$ 6.00

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