

105349

DEED

THIS DEED is made this 21 day of October, 1986, by and between TEMPLE MOUNTAIN INDUSTRIES, INC., a Utah corporation (hereinafter referred to as "TEMPLE MOUNTAIN") and WESTERN STATES MINERALS JVI (a joint venture in which the sole coventurers are PANCANA INDUSTRIES, INC., a Colorado corporation and WESTERN STATES MINERALS CORPORATION, a Utah corporation), whose address for purposes hereof is c/o Western States Minerals Corporation, 4975 Van Gordon Street, Wheatridge, Colorado 80033.

WITNESSETH

THAT TEMPLE MOUNTAIN, for a good and valuable consideration, the receipt and sufficiency of which is hereby confessed and acknowledged, has remised, released, assigned, sold, conveyed and QUITCLAIMED, and by these presents does hereby remise, release, assign, sell, convey and QUITCLAIM unto the said WESTERN STATES MINERALS JVI, its successors and assigns forever all of its right, title, interest, claim, and demand which TEMPLE MOUNTAIN has in and to that real property situated in Eureka County, Nevada, more particularly described in Schedule 1 attached hereto and by this reference incorporates herein.

TO HAVE AND HOLD the same, together with any and all extralateral and intralimital rights, the appurtenances and privileges thereunto belonging, or in any wise thereunto appertaining and all the estate, right, title, interest, and claim whatsoever of the said TEMPLE MOUNTAIN, either in law or in equity, to the proper use and benefit of the said WESTERN STATES MINERALS JVI, its successors and assigns forever.

IN WITNESS WHEREOF, the said TEMPLE MOUNTAIN has set its hand and seal the day and year first above written.

ATTEST: TEMPLE MOUNTAIN INDUSTRIES, INC.
Curtis H. Dunaway Secretary BY W. Edwin Bass President

[Corporate Seal]

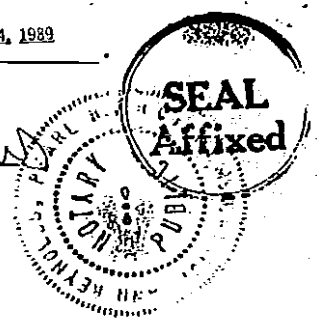
STATE OF MISSISSIPPI)
) ss.
COUNTY OF PEARL RIVER)

On the 21st day of October, 1986, personally appeared before me, a notary public, W. Edwin Bass President of Temple Mountain Industries, Inc., a corporation, who acknowledged that he executed the foregoing instrument on behalf of Temple Mountain Industries, Inc.

WITNESS my hand and official seal.

My Commission Expires: _____ My Commission Expires Aug. 14, 1989

Arthur A. Reynolds
Notary Public



SCHEDULE 1
TO
DEED
BETWEEN

TEMPLE MOUNTAIN INDUSTRIES, INC.
AND
WESTERN STATES MINERALS JVI

The following unpatented mining claims located in the
Lynn Mining District, Eureka County, Nevada:

Bazza, 1-10 inclusive, situated in the S1/2 of
the S1/2 of Sec. 24, T36N, R49E, MBB and M,
more particularly described in the Certificate
of Location recorded in the office of the
Eureka County Recorder in Book 11 at Pages 219
to 228 inclusive.

Pandora, 1-10 inclusive, situated in the E1/2
of Sec. 26, T36N, R49E, MDB and M, more
particularly described in the Certificate of
Location recorded in the office of the Eureka
County Recorder in Book 11 at Pages 209 to 218
inclusive.

Corbette, 1-4 inclusive, situated in the SE1/4
of Sec. 23, T36N, R49E, more particularly
described in the Certificate of Location
recorded in the office of the Eureka County
Recorder in Book 18 at Pages 513 to 516
inclusive.

Weimer, 1-24 in Sec. 26, T36N, R49E, MDM, more
particularly described in the Certificate of
Location recorded in the office of the Eureka
County Recorder in Book 11 at Pages 450 to 473
inclusive.

Golden Boy, 6-12 inclusive, W1/2 Sec. 18,
T35N, R51E MDB and M, more particularly
described in the Certificate of Location
recorded in the office of the Eureka County
Recorder in Book 2 at Pages 125 to 131
inclusive.

Barr, 1-4 inclusive, NW1/4 Sec. 18, T35N, R51E
MDB and M, more particularly described in the
Certificate of Location recorded in the office
of the Eureka County Recorder in Book 10 at
Pages 218 to 224 inclusive.

Micron, 1-36 inclusive, Sec. 20, T35N, R51E
MDB and M, more particularly described in the
Certificate of Location recorded in the office
of the Eureka County Recorder in Book 33 at
Pages 12 to 47 inclusive.

Mee Placers, 1-4 inclusive, Sec. 20, T35N,
R51E MDB and M, more particularly described in
the Certificate of Location recorded in the
office of the Eureka County Recorder in Book 3
at Pages 314 to 317 inclusive.

Medford, 1-6 inclusive, Sec. 12, T36N, R49E,
MDB and M, Elko County, Nevada more
particularly described in the Certificate of
Location recorded in the office of the Eureka
County Recorder in Book 23 at Pages 344 to 349
inclusive; and also described in the

Certificate of Location recorded in the office
of the Elko County Recorder in Book 269 at
Pages 682 to 687 inclusive.

Royals, 1-20 inclusive, Sections 17, 18, T36N,
R50E, MDB and M, more particularly described
in the Certificate of Location recorded in the
office of the Eureka County Recorder in
Book 10 at Pages 1 to 20 inclusive.

The following described real property situated in Eureka County,
Nevada:

Southern Pacific Land Company land, W1/2 of
Section 25, T36N, R49E.

RECORDED AT REQUEST OF
Davis, Graham & Stubbs
BOOK 150 PAGE 375

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OFFICIAL RECORDS
EUREKA COUNTY, NEVADA
M.H. REBALEATI, RECORDER
FILE NO. 105349
FEE \$ 7.00

BOOK 150 PAGE 377