

Return Original to: Hycroft Resources & Development Inc.
1325 Airmobile Way
Reno, Nevada 89502

110815

MEMORANDUM OF MINING EXPLORATION AND LEASE AGREEMENT

This Memorandum of Mining Exploration and Lease Agreement ("Memorandum") made and entered into by and between EDWARD L. DEVENYNS and DAVID R. ERNST, hereinafter collectively referred to as "Lessor", and HYCROFT RESOURCES & DEVELOPMENT, INC., a Nevada corporation, hereinafter referred to as "Hycroft".

Notice is hereby given that Lessor and Hycroft have entered into a Mining Exploration and Lease Agreement, hereinafter referred to as the "Agreement", of even date herewith whereby Lessor has granted to Hycroft certain rights to explore, mine and extract minerals from the Ice Nos. 1 - 171, inclusive, unpatented mining claims situated in Eureka County, State of Nevada, the county recording information for which is in Book 136, Official Records, Pages 441-581, inclusive, and Book 147, Official Records, Pages 476-505, inclusive, and the BLM filing information for which is more particularly described as BLM Nos. 342174-342314, inclusive, and 371945-371974, inclusive. Hycroft may assign its interest under the Agreement upon first obtaining the written consent of Lessor, which consent shall not be withheld unreasonably, provided Hycroft shall have the right to assign its interest in the Agreement to any parent or subsidiary corporation, or corporation having a common parent or subsidiary, or to any partnership or joint venture of which Hycroft is a partner or co-venturer.

The execution and recording of this Memorandum shall not limit, increase or in any manner affect any of the terms of the Agreement, or the rights, interests or obligations of Lessor and Hycroft thereunder.

For purposes of this Memorandum and Agreement, the addresses of the parties are:

Lessor: Edward L. Devenyns
15900 Caswell
Reno, Nevada 89511

David R. Ernst
1000 Beck #254
Reno, Nevada 89509

Hycroft: Hycroft Resources & Development, Inc.
1325 Airmobile Way
Reno, Nevada 89502

Hycroft Resources & Development, Inc.
545-1130 West Pender Street
Vancouver, B.C. Canada V6E 4A4

IN WITNESS WHEREOF, the parties have caused this Memorandum to be executed this 17 day of August, 1987.


EDWARD L. DEVENYNS


DAVID R. ERNST

RECORDED AT THE REQUEST OF
E. J. Devenyns
BOOK 161 PAGE 594

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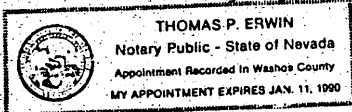
OFFICIAL RECORDS
EUREKA COUNTY, NEVADA
M.H. REBALEA
FILE NO. 110815
FEE \$ 6.00

HYCROFT RESOURCES &
DEVELOPMENT, INC.

By [Signature]
K. WAYNE LIVINGSTONE
Title: Treasurer and Director

STATE OF NEVADA)
COUNTY OF WASHOE) ss.

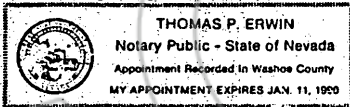
On this 19th day of August, 1987, before me, the under-
signed, a Notary Public in and for the County of Washoe, State of
Nevada, duly commissioned and sworn, personally appeared EDWARD L.
DEVENYNS who acknowledged to me that he executed the above
Memorandum of Mining Exploration and Lease Agreement.



[Signature]
NOTARY PUBLIC

STATE OF NEVADA)
COUNTY OF WASHOE) ss.

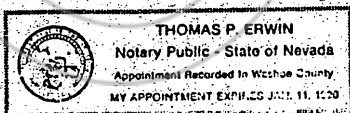
On this 19th day of August, 1987, before me, the under-
signed, a Notary Public in and for the County of Washoe, State of
Nevada, duly commissioned and sworn, personally appeared DAVID R.
ERNST, who acknowledged to me that he executed the above Memorandum
of Mining Exploration and Lease Agreement.



[Signature]
NOTARY PUBLIC

STATE OF NEVADA)
COUNTY OF WASHOE) ss.

On this 19th day of August, 1987, before me, the under-
signed, a Notary Public in and for the County of Washoe, State of
Nevada, duly commissioned and sworn, personally appeared K. WAYNE
LIVINGSTONE, Treasurer and Director of HYCROFT RESOURCES &
DEVELOPMENT, INC., as indicated above, and on behalf of said
corporation and acknowledged that the corporation executed the
above Memorandum of Mining Exploration and Lease Agreement.



[Signature]
NOTARY PUBLIC