

117488

ASSIGNMENT AND BILL OF SALE

THIS ASSIGNMENT AND BILL OF SALE, is made and entered into the 28<sup>th</sup> day of August, 1986, by and between Windfall Venture, a Colorado general partnership, whose address is P. O. Box 2183, Grand Junction, Colorado 81502, ("Assignor"), and Norse Minerals, Inc., a Texas Corporation, whose address is 550 Westlake Park Boulevard, Suite 220, Houston, Texas 77079 ("Assignee").

WITNESSETH:

That Assignor, for and in consideration of the sum of Ten Dollars and other good and valuable consideration, to Assignor paid by Assignee, the receipt and sufficiency of which are hereby acknowledged and confessed, does hereby sell, transfer, assign, convey, set over and deliver to Assignee, its successors and assigns, all of Assignor's right, title and interest in and to the following:

1. The improvements, buildings, structures, fixtures, equipment, machinery, tools, motor vehicles, supplies and inventory more particularly described in Schedule II hereto, and all other improvements, buildings, structures and fixtures which are owned by Assignor, and which are located upon the unpatented and patented mining and millsite claims (the "Mine") conveyed to Assignee by Special Warranty Deed of even date herewith and which relate in any way to ownership, use, occupation or operation thereof.

2. All permits, licenses, consents, approvals and authorizations, if any, acquired by or in the possession of Assignee and all applications or requests, if any, presently pending for permits, licenses, consents, approvals or authorizations necessary or incidental to the mining, production, processing and transportation of minerals and mineral products from the Property.

3. All agreements, contracts, easements and rights-of-way and any other obligations and agreements between suppliers, contractors, water users and landowners, which in any way relate to or concern the operation of the Property.

4. All reservoir and water storage rights, if any, and all water and well rights, whether asserted or unasserted, permitted or otherwise, used in connection with the Property, including, but not limited to, the water rights identified in Schedule III hereto.

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5. All engineering, geology, and mining reports, records, maps and plans situate upon or at the Property and which pertain to the property, and all data, whether interpretive or noninterpretive, pertaining to the Property and the existence of mineral substances located in or within the vicinity of the Property.

All items of personal property, fixtures and improvements described in this Assignment and Bill of Sale are transferred in the present condition of such items and assignor makes no warranties as to such condition nor the fitness of any of such items for any particular use and Grantee accepts all of such items in the condition that the same are at the present time.

IN WITNESS WHEREOF, Assignor has executed this Assignment on the date first mentioned above.

Assignor:  
WINDFALL VENTURE, a Colorado  
general partnership

By William L. Wilson  
William L. Wilson  
Managing Partner

ACKNOWLEDGEMENTS

STATE OF COLORADO )  
                                  ) ss.  
COUNTY OF MESA        )

This certifies that on this 28th day of August, 1986, before me, the undersigned, a Notary Public in and for the State of Colorado, personally appeared William L. Wilson, Managing Partner of Windfall Venture, a Colorado general partnership, and acknowledged that he executed the same on behalf of the Windfall Venture.



Witness my hand and official seal the day and year in this certificate first above written.

My commission expires: April 3, 1988

H. Keeloh  
Notary Public  
629 Sage Court  
Grand Junction, CO. 81506

SCHEDULE II  
TO  
ASSIGNMENT AND BILL OF SALE

QTY	DESCRIPTION	BRAND	MODEL	SERIAL #
1	Compressor	Wayne	5 HP	
1	Trailer 10x45	Lancer	Liberty	
1	Bullion Balance	Toledo	8135-8132	
1	Scale	Sybron	Digametric	F267606
1	Gold Balance	CAHN	25	C56476
1	Atomic Absorption	Varian	AA275BD	1468
1	Hot Plate	Thernolyne	2200	
1	Scale	New weigh	FMS	42022
1	Pulverizer and motor	Bico		63390
1	Braun Chipmonk VB87 crusher	Bico		63862
2	Assay furnaces	Johnson	C142	3-81-FA
2	Carbon Absorption columns			
2	Drip samplers	Clarkson		
1	Electrolytic cell- Plumbing			
1	AC-DC Rectifier		6RC120P13	
1	Caustic tank			
1	Chipmonk crusher - Braun	Bico	VD67	62659
1	Carbon Strip reactor	NIC	NB39070	2182154
2	Preg tanks 30' x 10'			
2	Barren tanks 30' x 10'			
1	Motor 40HP	Marathon		1237621
1	Motor 40 HP	Energy series		0V006
1	Submersible pump 13 HP	Flyget	B2125	2125-010-27
1	Sweco Screen	Sweco	5300-007-07	
1	Mercury Retort	Shop Made		
1	Bullion Furnace - Gas Fired			
1	12,000 Gal. Water Tank	Railroad Tank		
1	1,000 Gal. Water Tank	Buried		
1	8,000 Gal. Gas Tank	Buried		
1	1,000 Gal. Gas Tank	on Stand		
1	20 Keylock Gas Pump - Dispenser			382710
1	500 Gal. Gas Tank	On stand		
1	40'x75' Shop Building	Garco		
	1 Mill Building	Garco		
1	Sample Prep Building	Garco		
1	Warehouse 32 x 48	Garco		
1	Office Building 36 x 48	Mobile Off		
1	72"x42' Drafting Table w/Paraliner	Hamilton	43J4	
1	72"x42' Drafting Table	Hamilton		
1	Paraliner		1101-72	
2	Metal Five drawer map files	Hon	802-4332	
1	Four drawer file with lock (tan)	Hon		Legal 314CP
1	Four drawer file with lock (yellow)	Hon		Legal
1	Four drawer file with lock (tan)	Hon		Legal

QTY	DESCRIPTION	BRAND	MODEL	SERIAL #
1	Wood desk 48"x30"x 30"			
1	IBM Seletic III	IBM	Selectric 3	
1	Secretarial Desk Wood		ALJG 3005-422	
1	Copier	Savin	840	270117895
1	4 drawer legal fireproof file cabinet		Schwab	
1	4 drawer filing cabinet with lock			
1	4 drawer filing cabinet with lock			
1	Desk 30"x60" Metal green			
1	Desk 30"x60" Metal Green			
1	Desk 30"x60" Secretarial			
1	Carbon Reactivator - Custom Equipment			
1	Vacuum pump			
1	Arsenic - Mercury Gas Generator for A.A. Unit	Varian		
1	Strip Chart Recorder for A.A. unit	Varian		
1	1971 Diplomat House Trailer		SN# 6RDS4412F258197	
1	Oakland Safe	Oakland Safe & Lock		
1	Stadia Rod			
1	Level-David White Instrument (Red Case)			
1	Jackson Journeyman Cart w/Oxygen & Acetylin			
1	K & E Transit w/tripod			

SCHEDULE III  
To  
ASSIGNMENT AND BILL OF SALE

WATER RIGHTS

Water rights situated in Eureka County, Nevada, described by Nevada Permit Number and description of source of water.

<u>Permit No.</u>	<u>Certificate No.</u>	<u>Description</u>
27621	10082	Murray Springs
28690	10084	Mitchell Springs
29525	10088	Hoosac Springs
29526	10089	Gibellini Springs
29570	9693	Beveridge Springs No. 1.

RECORDED AT THE REQUEST OF  
*Norse Minerals, Inc.*  
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OFFICIAL RECORDS  
EUREKA COUNTY, NEVADA  
PLN. REGISTRAR/RECORDER  
FILE NO. 117488  
FEE \$ 9.00

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