

RECORDED AT THE REQUEST OF
RETURN TO
Santa Fe Pacific Mining, Inc.
ATTN: Lease Records
Box 27019
Albuquerque, NM 87125

ROBERTS MTS. SOUTH PROJECT
29-091-000

120355

MEMORANDUM OF MINING LEASE

Under the terms of that certain Mining Lease dated effective as of the 1st day of JUNE, 1988 by and between Westley Explorations, Inc.

(therein and hereinafter referred to as "Owner", whether one or more) and Santa Fe Pacific Mining, Inc. therein and hereinafter referred to as "Lessee"), Owner has granted, demised, leased and let and does hereby grant, demise, lease and let unto Lessee that property described in Exhibit A attached hereto and made a part hereof (the "Leased Premises"), including without limitation all ores, minerals and mineral rights and together with all water and water rights in, upon and under the Leased Premises, exclusively unto Lessee, its successors and assigns, with the right and privilege to explore for, develop, mine (by open pit, strip, underground, solution mining, or any other method, including any method hereafter developed), extract, mill, store, process, remove and market therefrom all ores, minerals and materials of whatsoever nature or sort; all on the terms and conditions and subject to the payments to be made to Owner, as fully set forth in the said Lease which Lease is by this reference incorporated herein. Unless sooner terminated in the manner therein provided, the term of the said Lease is for a period of 20 years commencing on the effective date thereof and continuing for as long thereafter as mining, development or processing operations are being conducted thereunder or the Lease term is extended pursuant to the force majeure and suspensions of operations provisions thereof, all as more fully set forth in the Lease. Copies of the said Lease are in the possession of Owner c/o 475 Howe Street, Suite 900, Vancouver, BC, Canada V6C 2B3 and in the possession of Lessee c/o P.O. Box 27019, Albuquerque, NM 87125.

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IN WITNESS WHEREOF, this Memorandum of Mining Lease has been
executed effective as of the date first above set forth.

OWNER: WESTLEY EXPLORATIONS, INC.

By: *Wesley*

Title: *President*

LESSEE: SANTA FE PACIFIC MINING, INC.

By: *Ryan*

Title: *Vice President*

W.C.

COPY

1001781 1001349

PROVINCE
STATE OF British Columbia) ss.
(CITY
COUNTY OF Vancouver)

The foregoing instrument was acknowledged before me this
16th day of June, 19 88, by Vickor L. C. Jones, Vice President of
SANTA FE PACIFIC MINING, INC., a ~~Kansas~~ Nevada corporation, on behalf of
WESTLEY EXPLORATIONS, INC.
said corporation.

Lynne A. Davis
Notary Public

My Commission Expires:

perpetual



STATE OF NEW MEXICO) ss.
COUNTY OF BERNALILLO)

The foregoing instrument was acknowledged before me this
11th day of July, 19 88, by K. Sager, Vice President of
SANTA FE PACIFIC MINING, INC., a Kansas corporation, on behalf of
said corporation.

Laurie L. Frantz
Notary Public

My Commission Expires:

June 21, 1989



OFFICIAL SEAL
LAURIE L. FRANTZ
NOTARY PUBLIC - STATE OF NEW MEXICO
Notary Bond Filed with Secretary of State
My Commission Expires 6-21-89

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EXHIBIT A

EXHIBIT A to that certain Memorandum of Mining Lease by and between Westley Explorations, Inc. (as "Owner") and Santa Fe Pacific Mining, Inc. (as "Lessee"), and pertaining to the following described unpatented (lode) mining claims situated in the Unknown Mining District, Eureka County, State of Nevada, the location notices of which are of record in the office of the Clerk or Recorder of said county as follows:

Name of Claim	Location Notice Recorded		Serial Number
	Book	Page	
SAM 1-38	140	36-70	NMC 352370-352407
SAM 39-82	140	74-117	NMC 352408-352451
Afgan 2	148	488	NMC 376567
Afgan 27-39	148	489-501	NMC 376568-376580
Afgan 40-64	140	118-142	NMC 352452-352476
Nickel 1-19	148	502-520	NMC 376581-376599
JCL 738	157	322	NMC 413212
JCL 739	157	323	NMC 413213
JCL 740	157	324	NMC 413214
JCL 741-753	157	409-421	NMC 413215-413227
JCL 771-793	157	325-347	NMC 413228-413250
JCL 795	157	349	NMC 413252
JCL 797	157	351	NMC 413254
JCL 799	157	422	NMC 413256
JCL 801	157	424	NMC 413258
JCL 803	157	426	NMC 413260
JCL 805	157	428	NMC 413262
JCL 807	157	430	NMC 413264
JCL 809	157	432	NMC 413266
JCL 811	157	434	NMC 413268
JCL 813	157	436	NMC 413270
JCL 815	157	438	NMC 413272
JCL 817	157	440	NMC 413274
JCL 819	157	442	NMC 413276
JCL 821	157	444	NMC 413278
JCL 823	157	446	NMC 413280
JCL 825	157	448	NMC 413282
JCL 827	157	450	NMC 413284

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together with any fractional claims or rights now owned or here-
after acquired by Owner while this Lease is in effect, any por-
tion of which is situated within the exterior boundary of the
claims described above.

Initial for Identification

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Santa Fe Pacific Mining, Inc.
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OFFICIAL RECORDS
EUREKA COUNTY, NEVADA
M.N. REBALLAN, RECORDER

FILE NO. 120355 REC \$ 9.00

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