

120857

MEMORANDUM OF AGREEMENT

Notice is given that MAGGIE CREEK MINING COMPANY, a Nevada corporation ("MCM"), MINEX RESOURCES, INC., a Wyoming corporation ("Minex"), and INTERNATIONAL BARON, INC., a Nevada corporation ("Baron") have entered into the Baron-Maggie Creek-Minex Joint Venture Agreement whereby MCM and Minex have granted to Baron the right to acquire an interest in and to those certain mining properties and rights, including the LOR and RG unpatented mining claims situated in Elko County and Eureka County, Nevada, which are more particularly described in Exhibit "A" attached hereto and by this reference incorporated herein. MCM and Minex have contributed the foregoing described properties to the Joint Venture formed under the Baron-Maggie Creek-Minex Joint Venture Agreement.

For purposes of the Baron-Maggie Creek-Minex Joint Venture Agreement and this Memorandum of Agreement, the addresses of the parties are:

International Baron, Inc.
545 - 1130 West Pender Street
Vancouver, British Columbia V6E 4A4 Canada

Minex Resources, Inc.
205 South Broadway
Riverton, Wyoming 82501

Maggie Creek Mining Company
c/o Ross Eardley
469 Idaho Street
Elko, Nevada 89807

Dated this 13th day of August, 1988.

MAGGIE CREEK MINING COMPANY

By [Signature]
R. DON MORRIS
Title: Sec

MINEX RESOURCES, INC.

By [Signature]
DENNIS TIPPETS, President

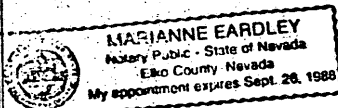
INTERNATIONAL BARON, INC.

By [Signature]
K. WAYNE LIVINGSTONE, Secretary

BOOK 182 PAGE 464

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2 STATE OF NEVADA)
3 COUNTY OF ELKO) ss.

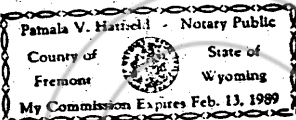
4 On this 17th day of August, 1988, personally appeared
5 before me, the undersigned, a Notary Public, R. DON MORRIS who
6 acknowledged that he executed the above Memorandum of Agreement
7 in his capacity as Secretary/Treasurer of MAGGIE
8 CREEK MINING COMPANY, as indicated above, on behalf of said
9 corporation and that the corporation executed the above
10 Memorandum of Agreement.
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Marianne Eardley
Notary Public

STATE OF Wyoming)
COUNTY OF Fremont) ss.

On this 16th day of August, 1988, personally appeared
before me, the undersigned, a Notary Public, DENNIS TIPPETS who
acknowledged that he executed the above Memorandum of Agreement
in his capacity as President of MINEX RESOURCES, INC., as
indicated above, on behalf of said corporation and that the
corporation executed the above Memorandum of Agreement.



Pamela V. Hatfield
Notary Public

1 STATE OF NEVADA
2 COUNTY OF WASHOE

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) ss.
)



3 On this 13th day of August, 1988, personally appeared
4 before me, the undersigned, a Notary Public, K. WAYNE
5 LIVINGSTONE who acknowledged that he executed the above
6 Memorandum of Agreement in his capacity as Secretary of
INTERNATIONAL BARON, INC., as indicated above, on behalf of said
corporation and that the corporation executed the above
Memorandum of Agreement.

7 Sharolyn P. Wilson
8 Notary Public

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EXHIBIT "A-1"

TO

BARON-MAGGIE CREEK-MINEX JOINT VENTURE AGREEMENT

NAME OF CLAIM	BLM NUMBER	SECTION	TOWNSHIP	RANGE	COUNTY	STATE
LOR 50	NMC165758	20	34N	52E	Eureka	Nevada
LOR 53	NMC165761	20	34N	52E	Eureka	Nevada
LOR 54	NMC165762	20	34N	52E	Eureka	Nevada
LOR 57	NMC165765	20	34N	52E	Eureka	Nevada
LOR 58	NMC165766	20	34N	52E	Eureka	Nevada
LOR 61	NMC165769	20	34N	52E	Eureka	Nevada
LOR 62	NMC165770	20	34N	52E	Eureka	Nevada
LOR 65	NMC165773	20	34N	52E	Eureka	Nevada
LOR 66	NMC165774	20	34N	52E	Eureka	Nevada

Total of 9 claims

RG 117	NMC165825	8	34N	52E	Eureka	Nevada
RG 118	NMC165826	8	34N	52E	Eureka	Nevada
RG 126	NMC165834	8	34N	52E	Eureka	Nevada
RG 127	NMC165835	8	34N	52E	Eureka	Nevada
RG 133	NMC165843	8	34N	52E	Eureka	Nevada
RG 136	NMC165844	8	34N	52E	Eureka	Nevada
RG 144	NMC165851	8	34N	52E	Eureka	Nevada
RG 145	NMC165852	8	34N	52E	Eureka	Nevada

Total of 8 claims

EXHIBIT A-1 TO JOINT VENTURE AGREEMENT AND MEMORANDUM OF AGREEMENT
AMONG MAGGIE CREEK MINING COMPANY, MINEX RESOURCES, INC. AND
INTERNATIONAL BARON, INC.

NAME OF CLAIM	BLM NUMBER	SECTION	TOWNSHIP	RANGE	COUNTY	STATE
LOR 51	NMC165759	20	34N	52E	Elko	Nevada
LOR 52	NMC165760	20	34N	52E	Elko	Nevada
LOR 55 Amended	NMC165763	20	34N	52E	Elko	Nevada
LOR 56	NMC165764	20	34N	52E	Elko	Nevada
LOR 59	NMC165767	20	34N	52E	Elko	Nevada
LOR 60	NMC165768	20	34N	52E	Elko	Nevada
LOR 63	NMC165771	20	34N	52E	Elko	Nevada
LOR 64	NMC165772	20	34N	52E	Elko	Nevada
LOR 67	NMC165775	20	34N	52E	Elko	Nevada
LOR 68	NMC165776	20	34N	52E	Elko	Nevada
LOR 69	NMC165777	20	34N	52E	Elko	Nevada
LOR 70	NMC165778	20	34N	52E	Elko	Nevada
LOR 71	NMC165779	20	34N	52E	Elko	Nevada
LOR 72	NMC165780	20	34N	52E	Elko	Nevada
LOR 73	NMC165781	20	34N	52E	Elko	Nevada
LOR 74	NMC165782	20	34N	52E	Elko	Nevada
LOR 75	NMC165783	20	34N	52E	Elko	Nevada
LOR 76	NMC165784	20	34N	52E	Elko	Nevada
LOR 77	NMC165785	20	34N	52E	Elko	Nevada
LOR 78	NMC165786	20	34N	52E	Elko	Nevada
LOR 79	NMC165787	20	34N	52E	Elko	Nevada
Total of 21 claims						

GH 80 THRU 109	NMC165788- NMC165817	16	34N	52E	Elko	Nevada
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Total of 30 claims

RG 110	NMC165818	8	34N	52E	Elko	Nevada
RG 111	NMC165819	8	34N	52E	Elko	Nevada
RG 112	NMC165820	8	34N	52E	Elko	Nevada
RG 113	NMC165821	8	34N	52E	Elko	Nevada
RG 114	NMC165822	8	34N	52E	Elko	Nevada
RG 115	NMC165823	8	34N	52E	Elko	Nevada
RG 116	NMC165824	8	34N	52E	Elko	Nevada
RG 119	NMC165827	8	34N	52E	Elko	Nevada
RG 120	NMC165828	8	34N	52E	Elko	Nevada
RG 121	NMC165829	8	34N	52E	Elko	Nevada
RG 122	NMC165830	8	34N	52E	Elko	Nevada
RG 123	NMC165831	8	34N	52E	Elko	Nevada
RG 124	NMC165832	8	34N	52E	Elko	Nevada
RG 125	NMC165833	8	34N	52E	Elko	Nevada
RG 128	NMC165836	8	34N	52E	Elko	Nevada
RG 129	NMC165837	8	34N	52E	Elko	Nevada
RG 130	NMC165838	8	34N	52E	Elko	Nevada
RG 131	NMC165839	8	34N	52E	Elko	Nevada
RG 132	NMC165840	8	34N	52E	Elko	Nevada
RG 133	NMC165841	8	34N	52E	Elko	Nevada
RG 134	NMC165842	8	34N	52E	Elko	Nevada
R 137	NMC165853	8	34N	52E	Elko	Nevada
RG 138	NMC165843	8	34N	52E	Elko	Nevada
RG 139	NMC165846	8	34N	52E	Elko	Nevada
RG 140	NMC165847	8	34N	52E	Elko	Nevada
RG 141	NMC165848	8	34N	52E	Elko	Nevada
RG 142	NMC165849	8	34N	52E	Elko	Nevada
RG 143	NMC165850	8	34N	52E	Elko	Nevada
Total of 28 claims						

RECORDED AT THE REQUEST OF
ROSS P. Eganley
BOOK 182 PAGE 464

88 AUG 23 P1.13

OFFICIAL RECORDS
EUREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER

FILE NO. 120857

FEE \$ 10.00

BOOK 182 PAGE 469