

12713b

MEMORANDUM OF THE SECOND AMENDATORY AGREEMENT

This Memorandum of the Second Amendatory Agreement is made and entered into effective the 1st day of April, 1989 by and between Mt. Hope Mining Corp., whose address is 65 Red Oak Lane, White Plains, New York 10604 (herein known as "Lessor"), and Placer Dome U.S. Inc., a California corporation qualified to do business in the State of Nevada, whose address is One California Street, Suite 2500, San Francisco, California 94111 (herein known as "Lessee").

W I T N E S S E T H

WHEREAS, contemporaneously herewith Lessor did execute and deliver to Lessee a certain Second Amendatory Agreement of even date herewith (hereinafter the "Second Agreement"); and

WHEREAS, the Second Agreement amends that certain Mining Lease (hereinafter the "Lease") entered into effective the 1st day of May, 1988 by and between the parties, a memorandum of the Lease having been placed on record in the Office of the Recorder of Eureka County, Nevada in Book 178 at Page 439, that certain Amendatory Agreement (herein after the "Agreement") dated the 1st day of July, 1988 and that certain Memorandum of Amendatory Agreement (herein known as "Memorandum") dated the 1st day of July, 1988.

WHEREAS, the terms of the Lease, the Agreement and the Memorandum are amended by the terms of the Second Agreement, including correcting the names of the mining claims to be subject to the Lease, a list of such correctly named claims is found in Exhibit A, attached hereto and incorporated herein; and

WHEREAS, it is the desire of Lessor and Lessee to execute this Memorandum of Second Amendatory Agreement for the purpose of recordation in the records of the County Recorder of Eureka County, Nevada in order to provide to all persons of the existence of the Second Agreement and the rights, privileges and estates of Lessee thereunder.

NOW, THEREFORE, for and in consideration of mutual covenants contained in the Second Agreement and in the Lease, Agreement and Memorandum and other good and valuable consideration, by Lessee to Lessor, receipt and sufficiency of which is hereby acknowledged, Lessor does hereby adopt, ratify and confirm the Second Agreement, as it amends the Lease, Agreement and Memorandum and all of their terms and provisions, which terms and provisions are incorporated herein by reference as it is fully and completely set forth herein. Lessor declares that the Second Agreement and all of its terms and provisions are binding upon it and that the Second Agreement is a valid and subsisting agreement according to its terms.

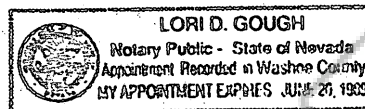
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See BK. 199 pg. 007 for Release
Lead Pursuant to the

STATE OF Nevada)
) ss.
COUNTY OF Washoe)

On the 12th day of April, 1989, personally appeared before me, the undersigned, a Notary Public, ELISEO GONZALEZ-URIEN, who acknowledged that he executed the above Memorandum of the Second Amendatory Agreement in his capacity as Vice President, Exploration of PLACER DOME U.S. INC., as indicated above, on behalf of said corporation and that the corporation executed the above Memorandum of the Second Amendatory Agreement.



Lori D. Gough
NOTARY PUBLIC

EXHIBIT A

The following claims by this second amendment are hereby subject to that certain Mining Lease between Mt. Hope Mining Corp. as Lessor and Placer Dome U.S. Inc. as Lessee, the Memorandum of which was recorded in Eureka County, Nevada in Book 178 at Pages 439-443 on June 13, 1988 and to that certain Amendatory Agreement and the Memorandum of said Amendatory Agreement, if they are valid and viable. If they were void from their inception then Lessor shall execute the necessary documents to acknowledge such fact.

Claims	Eureka County Recorder		BLM
	Book	Page	Serial No.
XMH #1-26 inclusive	166	140-165	NMC #442417-442442
XMH #49-110 inclusive	166	166-227	NMC #442443-442504
XMH #167-178 inclusive	166	228-239	NMC #442505-442516

RECORDED AT THE REQUEST OF

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Placer Dome U.S., Inc.

APR 28 P3-21

OFFICIAL RECORDS
EUREKA COUNTY, NEVADA
M.M. DEBATE ALLIANCE
FILE NO. 127136

127136

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