

ASSIGNMENT

STATE OF NEVADA (127273
COUNTY OF EUREKA (

KNOW ALL MEN BY THESE PRESENT THAT, Jack M. Allen of Perryton, Texas, for and in receipt of valuable consideration, the receipt and sufficiency of which are hereby acknowledged and confessed, does hereby assign, grant, bargain, sell and convey unto Allen & Allen Resources, Ltd., all of his undivided 87.1% interest in and to one-half (1/2) of one percent (1%) net carried interest in and to a certain agreement dated July 7, 1975 between Harry W. Ranspot and the Nevada Syndicate in and to sixteen (16) unpatented mining claims issued by the United States of America acting through the Bureau of Land Management and the Mining Lease with Southern Pacific Railway upon incovering land situated in the Carland area, Eureka County, Nevada, more particularly described in Exhibit "A" attached hereto and incorporated by reference made a part hereof for all purposes.

TO HAVE AND TO HOLD the above described property and rights, together with all singular the rights and appurtenances thereto in anywise belonging, unto said Assignee its successors and assigns.

EXECUTED THIS 1st day of May, 1989

JACK M. ALLEN

STATE OF TEXAS (
COUNTY OF OCHILTREE (

On the 1st day of May, 1989, personally appeared before me, a Notary Public, JACK M. ALLEN, who acknowledged that he executed the above instrument.

Paula I. Hays
Notary Public

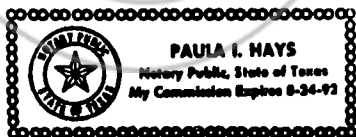


EXHIBIT "A"

Sixteen (16) unpatented Mining Claims issued by the United States of America, acting through the Bureau of Land Management, known and designated as the S.J. Claim Nos. 1 through 16, inclusive, which Claims cover the North One/Half of South One/Half (N/2 of S/2) and South One/Half of North One/Half (S/2 of N/2) of Section 24-36N-49E, Carlin area, Eureka County, Nevada, more particularly described as follows:

Name of Claim	Date of Location	Recording Data	Certificate of Location	
			Recording Data Book	Page
SJ Claim No. 1	Aug. 14, 1975	Sept. 22, 1975	52	327
" No. 2	" " "	" " "	"	328
" No. 3	" " "	" " "	"	329
" No. 4	" " "	" " "	"	330
" No. 5	" " "	" " "	"	331
" No. 6	" " "	" " "	"	332
" No. 7	" " "	" " "	"	333
" No. 8	" " "	" " "	"	334
" No. 9	" " "	" " "	"	335
" No. 10	" " "	" " "	"	336
" No. 11	" " "	" " "	"	337
" No. 12	" " "	" " "	"	338
" No. 13	" " "	" " "	"	339
" No. 14	" " "	" " "	"	340
" No. 15	" " "	" " "	"	341
" No. 16	" " "	" " "	"	342

Mining Lease issued by Southern Pacific Railway Company upon and covering the following described land situated in the Carlin Area, Eureka County, Nevada, to-wit:

East one/half (E/2) of Section
25-36N-49E, Eureka County, Nevada.

RECORDED AT THE REQUEST OF
BOOK 197 PAGE 058
Allen & Allen
'89 MAY 23 P4:45

OFFICIAL RECORDS
EUREKA COUNTY, NEVADA
M.N. REBALANCE ORDER
FILE NO. 127273