

ASSIGNMENT

THIS ASSIGNMENT is made and entered into as of the 18th day of April, 1990, by and between Atlas Precious Metals Inc., a Nevada corporation ("Assignor") and Atlas Gold Mining Inc., a Nevada corporation ("Assignee").

RECITALS

A. Assignor located a group of unpatented mining claims called the WI Claims in Eureka County, Nevada in June and July of 1986. Assignee is the owner of a number of those WI Claims, which Assignee acquired from Assignor by an Assignment dated January 5, 1989 and recorded in the official records in Eureka County, Nevada on January 6, 1989, in Book 193 at Page 188.

B. Assignor, as agent for and on behalf of Assignee, has amended those WI Claims set forth on Exhibit A attached hereto (the "Amended Claims"), and has located a number of millsite claims, as set forth on Exhibit B attached hereto (the "Millsite Claims"). Assignor now desires to assign its interest in the Amended Claims and the Millsite Claims to Assignee. Assignor also desires to assign to Assignee some additional WI Claims located by Assignor, as set forth on Exhibit C attached hereto (the "Additional Claims").

AGREEMENT

NOW, THEREFORE, 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 assign, sell, transfer, convey, set over and deliver to Assignee, its successors and assigns, all of Assignor's right, title, interest, possession, claim and demand, whatsoever, in and to the Amended Claims, the Millsite Claims and the Additional Claims.

TO HAVE AND TO HOLD, all and singular the interests herein assigned unto Assignee, its successors and assigns, forever.

IN WITNESS WHEREOF, Assignor has executed this Assignment as of the date first set forth above.

Assignor:

ATLAS PRECIOUS METALS INC.

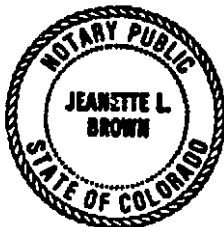
By Richard R. Weaver
Richard R. Weaver
Chairman of the Board

STATE OF COLORADO)
COUNTY OF DENVER) ss.

On this 18th day of April, 1990, personally appeared before me, a notary public, Richard R. Weaver, personally known to me to be the person whose name is subscribed to the above instrument, who acknowledged that he executed the above instrument as Chairman of the Board of Atlas Precious Metals Inc., a Nevada corporation.

Witness my hand and official seal.

My commission expires: November 16, 1993



Jeanette L. Brown
Notary Public

EXHIBIT A

Claim Name	Date of Location	Date of Amended Location	Section	Twp.	Range	Meridian	BLM Serial Number	Eureka County Recording Book / Page
WI 50 Amended	06/26/86	07/24/87	33	23N	50E	MDM	NMC 375666	147 402
WI 50 Amended		09/28/89						160 423
WI 52 Amended	06/26/86		33	23N	50E	MDM	NMC 375668	205 577
WI 52 Amended		07/24/87						147 404
WI 52 Amended		09/28/89						160 425
WI 74A Amended	06/21/87	11/24/87	4, 9	22N	50E	MDM	NMC 423638	205 578
WI 74A Amended		09/25/89	3	22N	50E	MDM		160 467
WI 97	06/26/86		34	23N	50E	MDM	NMC 375713	169 151
WI 97 Amended		07/24/87						205 579
WI 97 Amended		09/29/89						147 449
WI 99 Amended	06/26/86		3	22N	50E	MDM	NMC 375715	160 442
WI 99 Amended		07/24/87						205 580
WI 99 Amended		09/29/89						147 451
WI 106 Amended	06/26/86		3	22N	50E	MDM	NMC 375722	160 444
WI 106 Amended		11/24/87						205 581
WI 106 Amended		09/20/89						147 458
WI 108 Amended	06/26/86		3	22N	50E	MDM	NMC 375724	169 154
WI 108 Amended		11/24/87						205 582
WI 108 Amended		09/20/89						147 460
WI 109 Amended	06/26/86		3	22N	50E	MDM	NMC 375725	169 155
WI 109 Amended		05/09/88						205 583
WI 109 Amended		09/29/89						147 461
WI 110 Amended	06/26/86		3	22N	50E	MDM	NMC 375726	176 483
WI 110 Amended		11/24/87						205 584
WI 110 Amended		09/20/89						147 462
WI 119 Amended	06/26/86		10	22N	50E	MDM	NMC 375735	169 156
WI 119 Amended		05/09/88						205 585
WI 119 Amended		09/22/89						147 471
								176 488
								205 586

Claim Name	Date of Location	Date of Amended Location	Section	Twp.	Range	Meridian	BLM Serial Number	Eureka County Recording Book / Page
WI 167 Amended	07/01/86	05/09/88	10, 11	22N	50E	MDM	NMC 375783	147 519
WI 167 Amended		09/23/89						176 499
WI 169 Amended	07/01/86	05/09/88	10, 11	22N	50E	MDM	NMC 375785	205 587
WI 169 Amended		09/23/89						147 521
WI 170 Amended	07/01/86	05/09/88	10	22N	50E	MDM	NMC 375786	176 501
WI 170 Amended		09/23/89						205 588
								147 522
								176 502
								205 589

EXHIBIT B

Claim Name	Date of Location	Section	Typ.	Range	Meridian	BLM Serial Number	Eureka County Recording Book / Page
PM 1	09/30/89	33, 34	23N	50E	MDM	NMC 579995	205 590
PM 2	09/30/89	34	23N	50E	MDM	NMC 579996	205 591
PM 3	09/30/89	33	23N	50E	MDM	NMC 579997	205 592
PM 4	09/30/89	33	23N	50E	MDM	NMC 579998	205 593
PM 5	09/30/89	33	23N	50E	MDM	NMC 579999	205 594
PM 6	09/30/89	33, 34	23N	50E	MDM	NMC 580000	205 595
PM 7	09/30/89	34	23N	50E	MDM	NMC 580001	205 596
PM 8	09/30/89	34	23N	50E	MDM	NMC 580002	205 597
PM 9	09/30/89	34	23N	50E	MDM	NMC 580003	205 598
PM 10	09/30/89	34	23N	50E	MDM	NMC 580004	205 599
PM 11	09/30/89	33	23N	50E	MDM	NMC 580005	205 600
PM 12	09/27/89	4	22N	50E	MDM	NMC 580006	206 001
PM 13	09/27/89	4	22N	50E	MDM	NMC 580007	206 002
PM 14	09/27/89	4	22N	50E	MDM	NMC 580008	206 003
PM 15	09/27/89	4	22N	50E	MDM	NMC 580009	206 004
PM 16	09/30/89	3	22N	50E	MDM	NMC 580010	206 005
PM 17	09/30/89	34	23N	50E	MDM	NMC 580011	206 006
PM 18	09/30/89	3	22N	50E	MDM	NMC 580012	206 007
PM 19	09/30/89	3	22N	50E	MDM	NMC 580013	206 008
PM 20	09/25/89	4	22N	50E	MDM	NMC 580014	206 009
PM 21	09/25/89	4	22N	50E	MDM	NMC 580015	206 010
PM 22	09/25/89	4	22N	50E	MDM	NMC 580016	206 011
PM 23	09/25/89	4	22N	50E	MDM	NMC 580017	206 012
PM 24	09/27/89	4	22N	50E	MDM	NMC 580018	206 013
PM 25	09/27/89	4	22N	50E	MDM	NMC 580019	206 014
PM 26	09/27/89	4	22N	50E	MDM	NMC 580020	206 015
PM 27	09/27/89	4	22N	50E	MDM	NMC 580021	206 016
PM 28	09/27/89	4, 9	22N	50E	MDM	NMC 580022	206 017
PM 29	09/28/89	4	22N	50E	MDM	NMC 580023	206 018
PM 30	09/28/89	4	22N	50E	MDM	NMC 580024	206 019
PM 31	09/28/89	4	22N	50E	MDM	NMC 580025	206 020
PM 32	09/28/89	4	22N	50E	MDM	NMC 580026	206 021

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Claim Name	Date of Location	Section	Twp.	Range	Meridian	BLM Serial Number	Eureka County Recording Book / Page
PM 33	09/27/89	4	22N	50E	MDM	NMC 580027	206 022
PM 34	09/27/89	4	22N	50E	MDM	NMC 580028	206 023
PM 35	09/27/89	4,9	22N	50E	MDM	NMC 580029	206 024
PM 36	09/26/89	4,9	22N	50E	MDM	NMC 580030	206 025
PM 37	09/27/89	9	22N	50E	MDM	NMC 580031	206 026
PM 38	09/26/89	9	22N	50E	MDM	NMC 580032	206 027
PM 39	10/01/89	3	22N	50E	MDM	NMC 580033	206 028
PM 40	10/01/89	3	22N	50E	MDM	NMC 580034	206 029
PM 41	10/01/89	3	22N	50E	MDM	NMC 580035	206 030
PM 42	10/01/89	3	22N	50E	MDM	NMC 580036	206 031
PM 43	10/02/89	3	22N	50E	MDM	NMC 580037	206 032
PM 44	10/01/89	3	22N	50E	MDM	NMC 580038	206 033
PM 45	10/01/89	3	22N	50E	MDM	NMC 580039	206 034
PM 46	10/01/89	3	22N	50E	MDM	NMC 580040	206 035
PM 47	10/01/89	3	22N	50E	MDM	NMC 580041	206 036
PM 48	10/02/89	3	22N	50E	MDM	NMC 580042	206 037
PM 49	10/01/89	3	22N	50E	MDM	NMC 580043	206 038
PM 73	09/22/89	10	22N	50E	MDM	NMC 580044	206 039
PM 74	09/22/89	10	22N	50E	MDM	NMC 580045	206 040
PM 75	09/23/89	10	22N	50E	MDM	NMC 580046	206 041
PM 76	09/22/89	10	22N	50E	MDM	NMC 580047	206 042
PM 77	09/22/89	10	22N	50E	MDM	NMC 580048	206 043
PM 78	09/23/89	10	22N	50E	MDM	NMC 580049	206 044
PM 79	09/21/89	10	22N	50E	MDM	NMC 580050	206 045
PM 80	09/22/89	10	22N	50E	MDM	NMC 580051	206 046
PM 81	09/22/89	10	22N	50E	MDM	NMC 580052	206 047
PM 82	09/23/89	10	22N	50E	MDM	NMC 580053	206 048
PM 83	09/21/89	10	22N	50E	MDM	NMC 580054	206 049
PM 84	09/22/89	10	22N	50E	MDM	NMC 580055	206 050
PM 85	09/22/89	10	22N	50E	MDM	NMC 580056	206 051
PM 86	09/23/89	10	22N	50E	MDM	NMC 580057	206 052
PM 87	09/21/89	10	22N	50E	MDM	NMC 580058	206 053
PM 88	09/21/89	10	22N	50E	MDM	NMC 580059	206 054
PM 89	09/22/89	10	22N	50E	MDM	NMC 580060	206 055
PM 90	09/23/89	10	22N	50E	MDM	NMC 580061	206 056
PM 91	09/23/89	10	22N	50E	MDM	NMC 580062	206 057

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Claim Name	Date of Location	Section	Twp.	Range	Meridian	BLM Serial Number	Eureka County Recording Book / Page
PM 92	09/22/89	10	22N	50E	MDM	NMC 580063	206 058
PM 93	09/23/89	10	22N	50E	MDM	NMC 580064	206 059
PM 94	09/24/89	10	22N	50E	MDM	NMC 580065	206 060
PM 95	09/24/89	10	22N	50E	MDM	NMC 580066	206 061
PM 96	09/25/89	10	22N	50E	MDM	NMC 580067	206 062
PM 97	09/25/89	10	22N	50E	MDM	NMC 580068	206 063
PM 98	09/25/89	10	22N	50E	MDM	NMC 580069	206 064
PM 99	09/25/89	10, 11	22N	50E	MDM	NMC 580070	206 065
PM 100	09/25/89	10	22N	50E	MDM	NMC 580071	206 066
PM 101	09/25/89	10	22N	50E	MDM	NMC 580072	206 067
PM 102	09/24/89	10, 11	22N	50E	MDM	NMC 580073	206 068
PM 103	09/25/89	10	22N	50E	MDM	NMC 580074	206 069
PM 104	09/25/89	10	22N	50E	MDM	NMC 580075	206 070
PM 105	09/25/89	10	22N	50E	MDM	NMC 580076	206 071
PM 106	09/24/89	10	22N	50E	MDM	NMC 580077	206 072
PM 107	09/25/89	10	22N	50E	MDM	NMC 580078	206 073

EXHIBIT C

Claim Name	Date of Location	Date of Amended Location	Section	Twp.	Range	Meridian	BLM Serial Number	Eureka County Recording Book / Page	
								Book	Page
WI 105 Amended	06/26/86	09/29/89	3	22N	50E	MDM	NMC 375721	147	457
WI 105 Amended	06/26/86	09/29/89	3	22N	50E	MDM	NMC 375723	205	570
WI 107 Amended	06/26/86	09/29/89	10	22N	50E	MDM	NMC 375734	147	459
WI 107 Amended	06/26/86	09/29/89	10	22N	50E	MDM	NMC 375737	205	571
WI 118 Amended	06/26/86	09/29/89	10	22N	50E	MDM	NMC 375739	147	470
WI 121 Amended	06/26/86	09/29/89	10	22N	50E	MDM	NMC 375787	205	572
WI 123 Amended	06/26/86	09/29/89	10,11	22N	50E	MDM	NMC 375788	147	473
WI 123 Amended	07/01/86	09/23/89	10	22N	50E	MDM		205	573
WI 171 Amended	07/01/86	09/23/89	10	22N	50E	MDM		147	475
WI 172 Amended	07/01/86	09/23/89	10	22N	50E	MDM		205	574
WI 172 Amended	07/01/86	09/23/89	10	22N	50E	MDM		147	523
WI 172 Amended	07/01/86	09/23/89	10	22N	50E	MDM		205	575
WI 172 Amended	07/01/86	09/23/89	10	22N	50E	MDM		147	524
WI 172 Amended	07/01/86	09/23/89	10	22N	50E	MDM		205	576

OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
BOOK 209 PAGE 511
Atlas Gold Mining
90 APR 25 P2 02

EUREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEE \$2.00
132157

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