

133341

CONSENT TO ASSIGNMENT

THIS CONSENT TO ASSIGNMENT is made and entered into this 15 day of August, 1990, (the "effective date"), by Michael A. Bagley, trustee of the Chapter 11 Bankruptcy estate of All Minerals Corporation (hereinafter "Trustee").

WITNESSETH:

WHEREAS, on July 15, 1990, concurrently with the execution and delivery of this consent to Assignment, Trustee executed and delivered to Arroyo Minerals, Inc. ("Arroyo") a Mining Deed without Warranty of Title ("Mining Deed") of certain unpatented mining claims in Eureka County, Nevada, more particularly described in Exhibit "A" attached hereto (hereinafter "Subject Properties"); and WHEREAS, on June 1990, Arroyo entered into that certain Lease of Mining Property (hereinafter "Lease") whereby Arroyo leased the Subject Properties to Fischer-Watt Gold Company, Inc., a Nevada Corporation (hereinafter "Fischer-Watt"), excepting and reserving as an underlying obligation unto Trustee and his successors and assigns, a production royalty equal to one (1%) percent of the net smelter returns, as more particularly defined in the said Mining Deed.

WHEREAS, Arroyo's right, title and interests under the Mining Deed and in the mining claims subject to it are assets of Arroyo, and Arroyo has subjected its rights and interests in the Subject Properties to the Lease; and NOW THEREFORE, Trustee hereby states, agrees, and acknowledges as follows:

1. Trustee hereby acknowledges, consents to and ratifies the transfer by Arroyo of its right, title and interest in the Subject Properties and under the Mining Deed to Fischer-Watt, pursuant to the terms of the Lease.

IN WITNESS WHEREOF, the Trustee hereby has set his hand.

Michael A. Bagley
Michael A. Bagley, Trustee

STATE OF UTAH
)
) ss.
) County of Salt Lake

On this, the 15 day of August, 1990, before me, the undersigned officer, personally appeared MICHAEL A. BAGLEY, who acknowledged himself to be the Trustee of the Chapter 11 Bankruptcy Estate of All Minerals Corporation, and that he, as such Trustee,

being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as trustee.

IN WITNESS WHEREOF, I hereunto set my hand and official

seal.

Brenda F. Hammond
 Notary Public

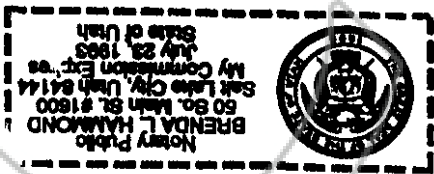


EXHIBIT A

Property Description

Ten unpatented lode mining claims in Sections 27 and 34, Township 23 North, Range 50 East (unsurveyed), MDB&M, Eureka County, Nevada.

Claim Name and No.	BLM NMC Number	Book	Page
Lynda11 #20	384052	152	257
Lynda11 #22	384053	152	258
Lynda11 #24	384054	152	259
Lynda11 #37	384055	152	260
Lynda11 #38	384056	152	261
Lynda11 #39	384057	152	262
Lynda11 #118	384058	152	263
Lynda11 #119	384059	152	264
Lynda11 #120	384060	152	265
Lynda11 #121	384061	152	266

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OFFICIAL RECORDS
 RECORDED AT THE REQUEST OF
 BOOK 213 PAGE 233

Charge Mutual
 90 AUG 27 P4 08

EUREKA COUNTY, NEVADA
 M.N. REBALANCE RECORDER
 FILE NO. FEE \$6.00

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