

FIRST AMENDMENT TO CAMPBELL/SIMPSON/TONKIN
SPRINGS GOLD MINING COMPANY MINING LEASE

THIS FIRST AMENDMENT TO MINING LEASE is made and entered into effective as of the 10th day of January, 1986 by and between Lyle F. Campbell, a single man, and Julian E. Simpson and Jean C. Simpson, husband and wife (hereinafter collectively called "Campbell/Simpson"), and Tonkin Springs Gold Mining Company, a Colorado corporation (hereinafter called "TSGMC").

RECITALS

A. Effective January 1, 1986, Campbell/Simpson and TSGMC entered into a Mining Lease (the "Campbell/Simpson-TSGMC Lease") with respect to certain mining claims situated in Eureka County, Nevada, said claims being described in Exhibit A to the Campbell/Simpson-TSGMC Lease (the "Tonkin, Pat, et al. Claims").

B. Effective January 5, 1985, TSGMC had entered with Precambrian Exploration, Inc. ("Precambrian Exploration") into a Mining Lease (the "Precambrian Exploration-TSGMC Lease"), with respect to certain other mining claims (the "Rob Claims") adjacent to the Tonkin, Pat, et al. Claims. The Rob Claims are described in Exhibit A to the Precambrian Exploration-TSGMC Lease and in Exhibit B to the Campbell/Simpson-TSGMC Lease.

C. The Campbell/Simpson-TSGMC Lease and the Precambrian Exploration-TSGMC Lease each contain area of interest provisions whose boundaries overlap and cover the same lands.

D. Pursuant to the paragraph typed at the bottom of page 15 of the Campbell/Simpson-TSGMC Lease, Campbell/Simpson and TSGMC hereby wish to clarify the extent to which the provisions of Article 32 of the Campbell/Simpson-TSGMC Lease will apply.

NOW, THEREFORE, in consideration of the mutual benefits that will be enjoyed by Campbell/Simpson and TSGMC pursuant to the Campbell/Simpson-TSGMC Lease and this First Amendment, the parties hereto agree as follows:

1. The last sentence of the first paragraph of Article 32 on page 15 of the Campbell/Simpson-TSGMC Lease is hereby deleted in its entirety and replaced with the following provisions:

Jean C. Simpson

Jean C. Simpson

Julian E. Simpson

Julian E. Simpson

Lyle F. Campbell

Lyle F. Campbell

LESSOR:

IN WITNESS WHEREOF, the parties hereto have executed this first Amendment as of the date first above written.

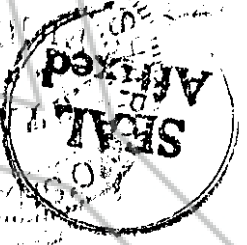
3. Except as expressly amended above, the Campbell/Simpson-TSGMC Lease shall remain in full force and effect in accordance with its original terms.

2. The boundary line description between the Tonkin, Pat, et al. Claims and the Rob Claims, attached as Exhibit C to the Campbell/Simpson-TSGMC Lease, is hereby amended and corrected to change the figure of 3,150 feet, which is in the third from the bottom line of the metes and bounds description of that Exhibit C, to 6,300 feet. That description shall be used for purposes of determining the boundaries of the Tonkin, Pat, et al. Claims and the Rob Claims under the Campbell/Simpson-TSGMC Lease and this First Amendment.

Except as expressly provided in this Article 32, the provisions of this Article 32 shall not apply to any new mining claim or portion of any new mining claim that is located by TSGMC and that lies south of the boundary line marked in red on the plat attached as Exhibit D hereto. The provisions of this Article 32 also shall not apply to any claim that: (i) lies north of the above-described boundary line; and (ii) is an amendment or relocation of one or more of the Rob Claims or was located to cover an open fraction within the boundaries of the Rob Claims. However, the provisions of this Article 32 will apply to any claim that: (i) lies south of the above-described boundary line; and (ii) is an amendment or relocation of one or more of the Tonkin, Pat, et al. Claims or was located to cover an open fraction within the boundaries of the Tonkin, Pat, et al. Claims.



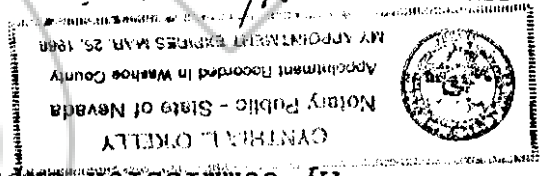
James P. Huntington
Notary Public
9/1/87
My commission expires:



Witness my hand and official seal.

On the 3rd day of February, 1986, before me personally appeared Julian E. Simpson and Jean C. Simpson, husband and wife, known to me to be the persons who signed the foregoing instrument and who acknowledged the same to be their free act and deed. The said Julian E. Simpson and Jean C. Simpson, being first duly sworn, states, by their execution of the foregoing document, that the statements contained herein are true to the best of their knowledge, information and belief.

STATE OF Nevada
COUNTY OF Washoe
)
) ss. James P. Huntington



My commission expires:

James P. Huntington
Notary Public
March 29, 1988

Witness my hand and official seal.

On the 31 day of January, 1986, before me personally appeared Lyle F. Campbell, known to me to be the person who signed the foregoing instrument and who acknowledged the same to be his free act and deed. The said Lyle F. Campbell, being first duly sworn, states, by his execution of the foregoing document, that the statements contained herein are true to the best of his knowledge, information and belief.

STATE OF Nevada
COUNTY OF Washoe
)
) ss. James P. Huntington

BY: James P. Huntington
President

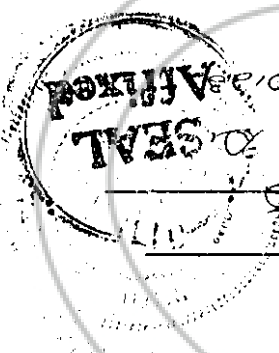


TONKIN SPRINGS GOLD MINING COMPANY

LESSEE:

Y

PRO



Notary Public
9107 St. Katerine's Road
Littleton, Co 80120

My commission expires: Nov. 10, 1987

Witness my hand and official seal.

On the 22nd day of January, 1986, before me personally appeared William R. [unclear], in his capacity as President of Tonkin Springs Gold Mining Company, who, being first duly sworn, acknowledged that he executed the foregoing instrument in the name of said entity, that he had the authority to execute the same, and that he executed the same as the act and deed of said entity for the uses and purposes therein stated.

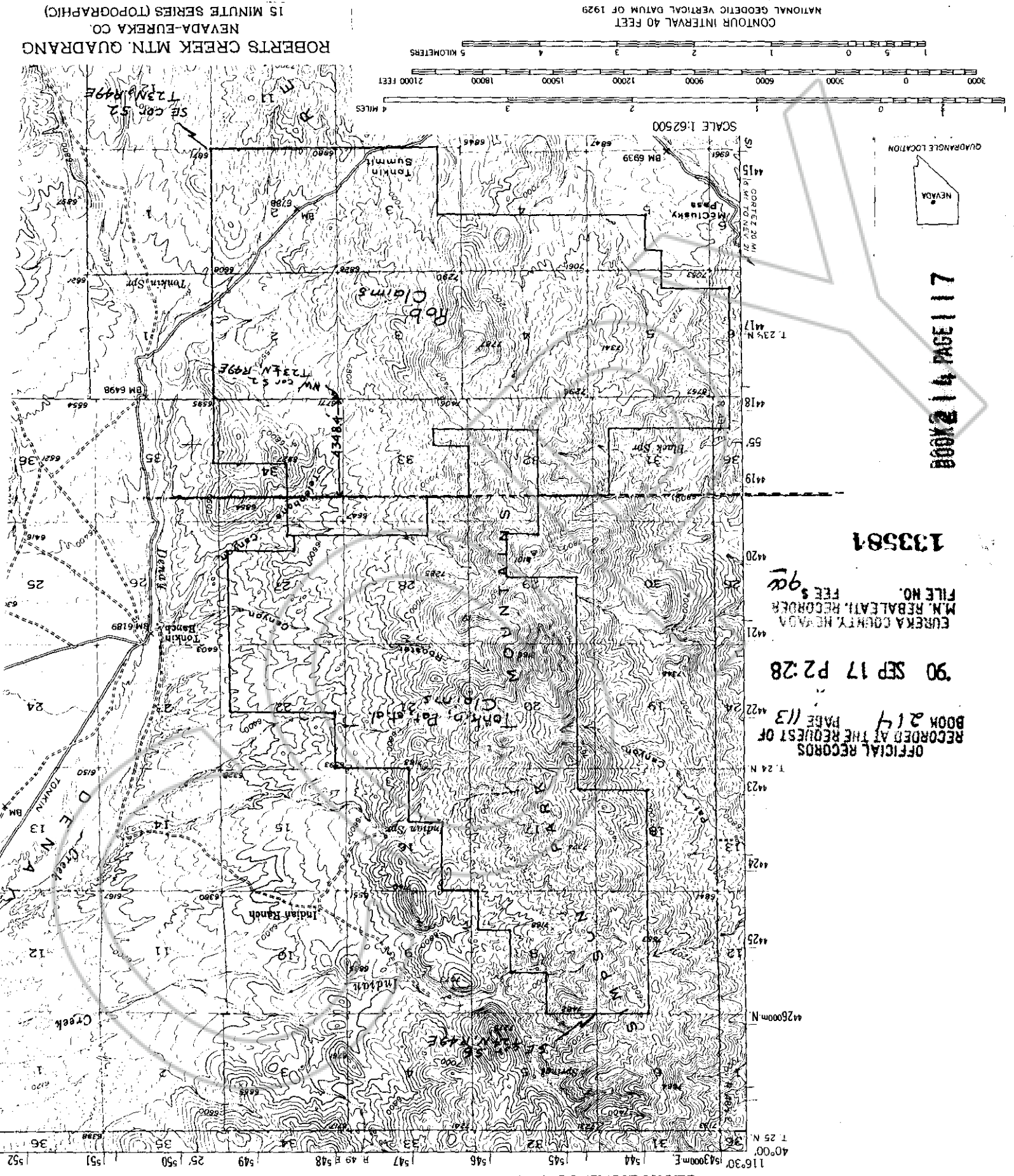
STATE OF Colorado
COUNTY OF Denver
)
) ss.
)

(Attached to and made a part of the Mining Lease between Campbell/Simpson/
 Tonkin Springs Gold Mining Company, dated effective January 1, 1986)

EXHIBIT D

UNITED STATES
 DEPARTMENT OF THE INTERIOR
 GEOLOGICAL SURVEY

(see p. 17
 CORRECT)



OFFICIAL RECORDS
 RECORDED AT THE REQUEST OF
 BOOK 214 PAGE 113
 90 SEP 17 P. 2:28
 EUREKA COUNTY, NEVADA
 M.N. REBATEALY, RECORDER
 FILE NO. FEE \$ 900
 133581

BOOK 214 PAGE 117



ROBERTS CREEK MTN. QUADRANG
 NEVADA-EUREKA CO.
 15 MINUTE SERIES (TOPOGRAPHIC)

CONTOUR INTERVAL 40 FEET
 NATIONAL GEODETIC VERTICAL DATUM OF 1929

