

Recording Requested by
and Return To:

Charles A. Jeannes, Esq.
Woodburn, Wedge and Jeppson
P.O. Box 2311
Reno, Nevada 89505

135767

QUITCLAIM DEED

THIS INDENTURE, made this 14th day of January, 1991, by
and between J. Prochnau & Co., a Nevada corporation, and John
Prochnau, an individual ("Grantors"), and Priority Minerals
Limited, WFD Limited and WCC Inc., all Delaware corporations
("Grantees").

W I T N E S S E T H:

That Grantors, for good and valuable consideration,
receipt of which is hereby acknowledged, do by these presents,
remise, release, convey and quitclaim without warranty unto
Grantees all of the rights, title and interest now owned and
hereafter acquired by Grantors in and to all those certain
unpatented and patented mining claims more particularly
described in Attachment "A" to this Deed which is incorporated
herein.

TOGETHER WITH the tenements, hereditaments and
appurtenances thereunto belong or appertaining, and the
reversion and reversions, remainder and remainders, rents,
issues and profits thereof.

TO HAVE AND TO HOLD the said premises, together with the appurtenances, unto Grantees, and to its successors, heirs and assigns forever.

1. This Quitclaim Deed is being given pursuant to the terms of that "Operating Agreement" dated March 31, 1985, among the parties hereto and that "Assignment of Title in Mining Claims" dated the 31st day of December, 1990, among the parties hereto.

2. This Quitclaim Deed is subject to the royalties due to J. Prochnau & Co. described in the agreements referenced in paragraph 1 above.

WITNESSETH my hand this 14th day of January, 1991.

J. PROCHNAU & CO.

By *John Prochnau*
Its OWNER

JOHN PROCHNAU

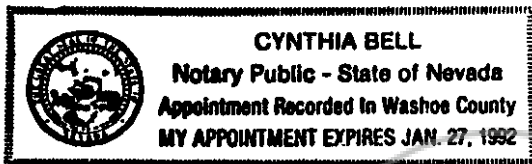
By *John Prochnau*

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF NEVADA)
) ss.
COUNTY OF WASHOE)

On the 14th day of January, 1991, before me, the undersigned, a Notary Public in and for said State, personally appeared John Prochnau, known to me to be the owner of J. Prochnau & Co., a Nevada corporation, the person whose name is subscribed to the within instrument and, being authorized so to do, acknowledged that he executed the same on behalf of said corporation.

WITNESS MY HAND AND OFFICIAL SEAL.



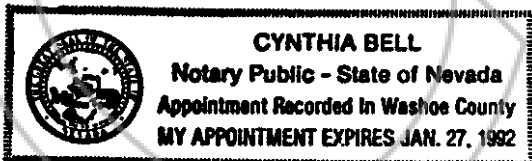
Cynthia Bell

NOTARY PUBLIC

STATE OF NEVADA)
) ss.
COUNTY OF WASHOE)

On this 14th day of January, 1991, before me, the undersigned, a Notary Public in and for said State, personally appeared John Prochnau, known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same.

WITNESS MY HAND AND OFFICIAL SEAL.



Cynthia Bell

NOTARY PUBLIC

QUITCLAIM ATTACHMENT "A"

STAKED CLAIMS

NOTE:

For greater clarity and certainty the parties acknowledge that it is their express intention that all mining claims and any other interests held by JPC for the benefit of WX be transferred to WX. The parties further acknowledge that this agreement may not fully describe or may omit reference to certain claims or interest. JPC agrees that if at any time subsequent to the execution of this agreement, WX identified an omission or an error in the schedules and/or attachments hereto following a request by WX, JPC should execute any and all required documents and undertake such acts as are necessary to correct the omission and/or error.

**QUITCLAIM
ATTACHMENT "A" - "STAKED CLAIMS"**

NEVADA

PROPERTY NAME	COUNTY	CLAIM NAME(S)	CLAIM NUMBER	TOTAL CLAIMS	REGISTRATION NUMBER
CHAR	EUREKA	"CHAR"	1, 2, 5, 14, 16, 18, 20, 28, 29, 37-44, 47-54	(25)	NMC 460064-088
ECHO	EUREKA	"ECHO"	1-20	(20)	NMC 480089-108
HORN	EUREKA	"HORN"	2, 4, 6, 8, 10, 12, 14, 15-28	(21)	NMC 496935-955
WC	EUREKA	"WC"	1-6, 19-26, 39-46	(22)	NMC 359672-693
NEW ZEKE	EUREKA	"ZEKE"	103-136, 139-148 15A, 17A 18A	(47)	NMC 400781-814 NMC 419628-637 NMC 563812-814

BOOK 220 PAGE 044
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Ken Brook
91 JAN 25 P3:21

EUREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER
FILE NO. 135767 FEE \$ 900