

RECORDED AT THE REQUEST OF
AND RETURN TO:
Santa Fe Pacific Mining, Inc.
ATTN: Lease Records
Box 27019
Albuquerque, N.M. 87125

135774

MEMORANDUM OF MINERALS SUBLEASE

A Minerals Sublease dated and effective December 31, 1990, has been executed by and between SFP Minerals Corporation, a Delaware corporation ("SFPMC"), and Santa Fe Pacific Mining, Inc., a Kansas corporation ("SFPMI").

Under the Minerals Sublease SFPMC has subleased to SFPMI the lands shown on attached Exhibit I for the purposes of exploring for, developing, mining, recovering, processing, transporting and otherwise using, enjoying and exploiting Minerals as defined in the Minerals Sublease. Minerals are defined as all naturally occurring substances and materials located at or below the surface of the land which have value when removed from the earth except for Excluded Substances. Excluded Substances shall mean bed, bank and bar placer deposits; common varieties of construction materials such as rock, sand and gravel; geothermal steam, liquid or brines; oil, gas, coal and all other hydrocarbons; sulfur produced with such hydrocarbons; and carbon dioxide. Insofar as the lands in Exhibit I are concerned, this Minerals Sublease is a sublease of rights leased to SFPMC by The Atchison, Topeka and Santa Fe Railway Company (originally with Southern Pacific Land Company, whose name was changed to Santa Fe Pacific Realty Corporation) under Minerals Lease dated August 3, 1987, a memorandum of which is recorded in the Eureka County records at Book 303, Page 33, and Minerals Lease dated January 29, 1987, a memorandum of which is recorded in the Eureka County records at Book 170, Page 51, and in the Elko County records at Book 594, Page 394. The Minerals Sublease is for a term of ten (10) years and as long thereafter as Minerals are produced in commercial quantities from the Leased Premises or one day before the date the Minerals Leases, dated August 3, 1987, and January 29, 1987, expire.

A true and correct executed copy of the Minerals Sublease is available at the offices of the parties thereto:

SFP Minerals Corporation
6200 Uptown Blvd., Suite 400
Albuquerque, New Mexico 87110

or

Santa Fe Pacific Mining, Inc.
6200 Uptown Blvd., Suite 400
Albuquerque, New Mexico 87110

IN WITNESS WHEREOF, this Memorandum of Minerals Sublease has been executed by SFPMC and SFPMI for the purpose of giving public notice of the existence of the Minerals Sublease. This Memorandum of Minerals Sublease shall not in any manner alter the provisions of or rights and obligations of the parties under the Minerals Sublease.

SFP MINERALS CORPORATION

By


Vice President *BRW*

SANTA FE PACIFIC MINING, INC.

By


Sr. Vice President *BRW*

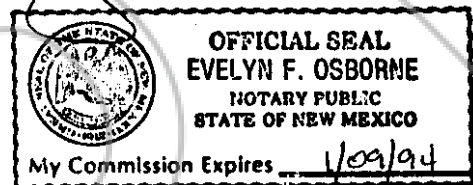
STATE OF NEW MEXICO }
 } ss.
COUNTY OF BERNALILLO }

The foregoing instrument was acknowledged before me this 3rd day of January, 1991, by P. F. Weber, Vice President of SFP MINERALS CORPORATION, a Delaware corporation, on behalf of said corporation.

My Commission Expires:

January 9, 1994

Evelyn F. Osborne
Notary Public



STATE OF NEW MEXICO }
 } ss.
COUNTY OF BERNALILLO }

The foregoing instrument was acknowledged before me this 3rd day of January, 1991, by K. W. Sageser, Senior Vice President of SANTA FE PACIFIC MINING, INC., a Kansas corporation, on behalf of said corporation.

My Commission Expires:

January 9, 1994

Evelyn F. Osborne
Notary Public

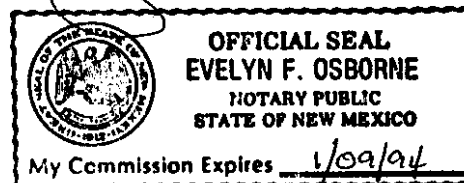


EXHIBIT I

to Minerals Sublease dated December 31, 1990.

135774

Eureka County, Nevada

Acres

Township 33 North, Range 51 East

Section 35: All 640.00

Township 32 North, Range 51 East

Section 1: All 795.12

Section 3: All 797.20

Section 11: All 640.00

Section 13: All 640.00

Township 33 North, Range 52 East

Section 31: All 631.68

Township 32 North, Range 52 East

Section 7: All 644.74

Elko and Eureka Counties, Nevada

Township 32 North, Range 52 East

Section 5: N/2, N/2 SE/4, N/2 SW/4 489.72
 SW/4 SW/4, except 33.06
 acres in R/W.

Containing a total of 5,278.46 acres, more or less.

Subject to matters of record and those conditions an inspection of the property would reveal.