

#20

SENT BY: Thelen, Marrin et al ; 1-31-91 ; 11:52 ; TMJB San Francisco

12129357793;# 2

Draft of 01-31-91

RECORD AND RETURN TO:

Thelen, Marrin, Johnson & Bridges
Two Embarcadero Center
San Francisco, CA 94111
Attention: Allison A. Cheek

135847

ASSIGNMENT AND TRANSFER OF CLAIMS

The undersigned corporation is owed \$ \$23,615.10
("Claim") by U.S. Gold Corporation ("U.S. Gold") and/or Tonkin
Springs Gold Mining Company ("Tonkin").

For good and valuable consideration, receipt and
sufficiency of which are hereby acknowledged, the undersigned hereby
grants, sells, assigns and conveys to Denay Creek Gold Mining
Company, a wholly owned subsidiary of Homestake Mining Company of
California ("Denay"), the undersigned's entire claim and any rights
appurtenant to that claim (including the Mechanics Lien described
below) and any other rights the undersigned may have against U.S.
Gold and Tonkin, known and unknown arising out of the documents
described in Exhibit A hereto (collectively "Claims"). The
undersigned also hereby grants, sells, assigns and conveys to Denay
all right, title and interest in and to all rights of security in
favor of the undersigned with respect to the Claims, including all
such right, title and interest in and under the following
instruments regarding the Claim ("Mechanics Lien") which are of
record in the County Recorder's records of Eureka County, Nevada in
respect of the real properties identified in Exhibit A hereto:

Name of Document

Notice of Lien Claim

Eureka County
Recorder's No.

132014 (File No.)
Book 209, Page 211
Eureka Co., NV.

Date of
Recordation

March 16, 1990

The undersigned agrees to deliver to Denay any notes, contracts,
agreements, security documents and other instruments and documents

FEB 5 1991

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ASSIGNMENT AND TRANSFER OF CLAIMS
PAGE TWO

in respect of the Claims and the Mechanics Lien. The undersigned agrees to execute and deliver any additional documents that Denay may reasonably request to grant, sell, assign and convey to Denay the Claims and the Mechanics Lien and otherwise for the purpose of carrying out this Agreement. The undersigned agrees to provide to Denay, at Denay's expense, such assistance as Denay may reasonably request in enforcing all rights in respect of the Claims and the Mechanics Lien.

The undersigned has not assigned or transferred any part of the Claims, including rights to the Mechanics Lien, the undersigned may have against U.S. Gold and/or Tonkin to any other person, and the undersigned owns and hereby transfers 100% of the Claims and the Mechanics Lien free and clear of all liens, claims and encumbrances and has full right to transfer them as provided in this Agreement. This Agreement is governed by the internal laws of the state of Nevada.

Notwithstanding anything stated herein which may suggest a contrary intent, the undersigned does not warrant or represent, and hereby disclaims any warranty or representation whatsoever, that any of the claims, rights or interests transferred hereby are collectible from U.S. Gold, Tonkin or any other person or entity or that such claims, rights or interests have any worth or value; and this Assignment is made subject to such disclaimer.

Dated: February 8, 1991

Guillermo M. Torres

(sign name)

Guillermo M. Torres, President (print name)

Serrot Corporation

State of Nevada
County of _____

On this _____ day of _____, in the year 1991, before me _____, a Notary Public, State of Nevada, duly commissioned and sworn, personally appeared _____, known to me to be the person who executed the within instrument as _____ of the Corporation therein named, and acknowledged to me that the Corporation executed it pursuant to its bylaws or a resolution of its board of directors.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in the _____ County of _____ on the date set forth above.

RECEIVED
FEB 8 1991

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CORPORATE ACKNOWLEDGMENT

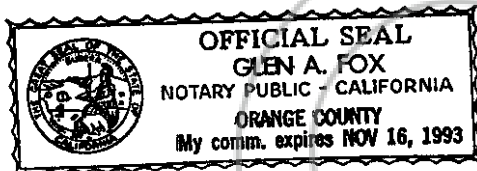
State of California }
 County of Orange } SS.

On this the 8 day of February 1991, before me,

Glen A. Fox
 the undersigned Notary Public, personally appeared

Guillermo M. Torres

☒ personally known to me
☒ proved to me on the basis of satisfactory evidence
 to be the person(s) who executed the within instrument as
President or on behalf of the corporation therein
 named, and acknowledged to me that the corporation executed it.
 WITNESS my hand and official seal.



Glen A. Fox
 Notary's Signature

ATTENTION NOTARY: Although the information requested below is **OPTIONAL**, it could prevent fraudulent attachment of this certificate to another document.

THIS CERTIFICATE
 MUST BE ATTACHED
 TO THE DOCUMENT
 DESCRIBED AT RIGHT:

Title or Type of Document Assignment and Transfer of Claims
 Number of Pages _____ Date of Document _____
 Signer(s) Other Than Named Above _____

135847

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 OFFICIAL RECORDS
 RECORDED AT THE REQUEST OF
Homestake Mining
 '91 FEB 13 P4:53
 Co-

EUREKA COUNTY, NEVADA
 M.N. REBALEATI, RECORDER
 FILE NO. FEE \$700

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