

**TEXCAN CABLES INC.**

13905 MARYTON AVENUE
SANTA FE SPRINGS, CALIFORNIA
U.S.A. 90670
TELEPHONE (213) 921-4421
OMNIFAX (213) 921-4036

HEAD OFFICE: 14211 BURROWS ROAD
RICHMOND, B.C. V6V 1K9
(604) 278-7991 278-4231
FAX (604) 278-3013

FEBRUARY 13, 1991

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

ASSIGNMENT AND TRANSFER OF CLAIMS

The undersigned corporation is owed \$ 54,389.93 ("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 favour 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:

<u>Name of Document</u>	<u>Eureka County Recorder's No.</u>	<u>Date of Recordation</u>
Mechanics Lien (Amendment)	132112 Book 209 Page 420	April 4, 1990
Mechanics Lien	132016 Book 209 Page 214	March 14, 1990

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

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 13, 1991 per: Lois Venetz, Treasurer
Texcan Cables Inc

LOIS VENETZ PER TEXCAN CABLES INC

City of Richmond)
Province of British Columbia)

On this 13th day of February, in the year 1991, before me Brodie Mulholland, a Notary Public, Province of British Columbia duly commissioned and sworn, personally appeared Lois Venetz, known to me to be the person who executed the within instrument as Treasurer 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 City of Richmond in the Province of British Columbia on the date set forth above.

Brodie Mulholland

SEAL
Fixed
BRODIE MULHOLLAND
BARRISTER & SOLICITOR
#600 - NORTH TOWER
5811 COONEY RD.
RICHMOND, B.C. V6X 3M1
TELEPHONE: 273-3741

TEXCAN CABLES INC.

EXHIBIT A

CONTRACT

Tonkin Springs Gold Project
Contract: t-301-054 (cable and materials
for mine improvement)

TOTAL AMOUNT CLAIMED AS OF FEBRUARY 13, 1991

\$54,389.93

INTEREST CLAIMED AS ACCRUING DAILY

\$20.86

BOOK 221 PAGE 139
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Homestaking Mining
91 MAR 13 P2:51

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

136104