

136438

STATE OF NEVADA

CERTIFICATE OF LIMITED PARTNERSHIP

IMPORTANT—Read Instructions Attached Before Completing This Form.

(This certificate is presented for filing pursuant to Chapter 88 of NRS.)

—MUST BE SUBMITTED IN DUPLICATE—

Type or Print

1. Name of Limited Partnership: (Must contain the words Limited Partnership.)
Tonkin Springs Venture Limited Partnership

2. Street address of records office in Nevada: c/o Homestake Mining Company
155 Glendale Avenue City and State Sparks, NV Zip Code 89431

3. Name and street address of Agent for Service of Process:
Name The Corporation Trust Company of Nevada
Address 1 East First Street
City Reno, NEVADA Zip Code 89501

4. Name and address of each general partner: (Use continuation sheet if necessary.)
a. Denay Creek Gold Mining Company - c/o Homestake Mining Company
650 California Street, 9th Floor
San Francisco, CA 94108
b. Tonkin Springs Gold Mining Company - c/o U.S. Gold Corporation
1600 Stout Street, Suite 1600
Denver, CO 80202

5. Latest date upon which limited partnership is to dissolve:
December 31, 2090

6. Any other matters the general partners desire to include in this certificate may be noted on separate pages and incorporated by reference herein is a part of this certificate.

Number of pages attached: 17

7. It is hereby declared that I am (we are) the person(s) who executed this Certificate of Limited Partnership, which execution is may (our) act and deed: (See instructions.)

Denay Creek Gold Mining Company
By: [Signature] 2/12/91
General Partner Date General Partner Date

Tonkin Springs Gold Mining Company
By: [Signature] 2/12/91
General Partner Date General Partner Date

General Partner Date General Partner Date

Form LP-1—FILING FEE: \$75.00. (Approved by the Secretary of State.)

9. This space for Filing Officer use.
(Date of Filing.)
FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA
FEB 12 1991
CHERYL A. LAU SECRETARY OF STATE
[Signature]
No. 110-91

8. RETURN ACKNOWLEDGMENT TO:
NAME Allison A. Cheek, Esq.
ADDRESS Thelen, Marrin, Johnson & Bridges
CITY Two Embarcadero Center
STATE San Francisco, California 94111
ZIP CODE
BOOK 222 PAGE 052

EXHIBIT TO NO. 6 OF

STATE OF NEVADA

CERTIFICATE OF LIMITED PARTNERSHIP

Denay Creek Gold Mining Company, as Managing General Partner, is the only partner authorized to execute contracts, commitments and conveyances of real and personal property or incur liabilities of any kind on behalf of Tonkin Springs Venture Limited Partnership.

The Partnership expects to acquire an interest in those certain real and personal properties and mining leases and agreements more particularly described in Parts 1, 2 and 3 of Exhibit A hereto.

EXHIBIT TO NO. 6 OF

STATE OF NEVADA

CERTIFICATE OF LIMITED PARTNERSHIP

The Claims, Leases, and Water Rights more particularly described on Exhibit A attached hereto and located within the following Area of Interest of the Tonkin Springs Project, Eureka County, Nevada, MDB&M.

Township 23 North, Range 48 East

Section 1: NE/4

Township 23 North, Range 49 East

Sections 1 - 5: All
Section 6: N/2 & SE/4
Section 7: NE/4
Section 8: N/2
Section 9: N/2 & SE/4
Sections 10 - 12: All

Township 23 1/2 North, Range 49 East

Sections 1 - 6: All

Township 24 North, Range 48 East

Section 1: All
Section 11: SE/4
Section 12: All
Section 13: All
Section 14: E/2
Section 23: NE/4
Section 24: All
Section 25: E/2
Section 36: E/2

Township 24 North, Range 48 1/2 East

Section 1: All
Section 12: All
Section 13: All
Section 24: All
Section 25: All
Section 36: All

Township 24 North, Range 49 East

Section 3: W/2
Sections 4 - 10: All
Section 11: SW/4
Section 13: SW/4
Sections 14 - 23: All
Section 24: W/2
Section 25: W/2
Sections 26 - 35: All
Section 36: W/2

Township 25 North, Range 48 1/2 East

Section 12: S/2
Section 13: All
Section 24: All
Section 25: All
Section 36: All

Township 25 North, Range 49 East

Section 7: S/2
Section 8: SW/4
Sections 17 - 20: All
Sections 28 - 33: All

EXHIBIT A

Part One: Claims

All of the unpatented lode mining claims and unpatented mill sites located in Eureka County, Nevada described as follows together with all improvements and fixtures thereon:

<u>Claim Name</u>	<u>Location Date</u>	<u>Recording Book/Page</u>	<u>BLM Serial No.</u>
ROB #55 - 86	02-23-80	80/300-331	150581-150612
Amended	07-22-80	83/345-407	
ROB #109-170	02-22-80	80/332-393	150613-150674
Amended	07-22-80	83/409-531	
ROB #172	02-22-80	80/394	150675
Amended	07-22-80	83/533	
ROB #183-208	02-18-80	80/395-420	150676-150701
Amended	07-22-80	83/535-585	
ROB #209-215	02-17-80	80/421-427	150702-150708
Amended	07-22-80	83/587-599	
ROB #216-256	02-17-80	80/428-468	150709-150749
Amended	07-22-80	84/1-81	
ROB #257-284	02-15-80	80/469-496	150750-150777
Amended	07-22-80	84/83-137	
ROB #285-331	02-16-80	80/497-543	150778-150824
Amended	07-22-80	84/139-231	
ROB #333	02-20-80	80/544	150825
Amended	07-22-80	84/233	
ROB #335	02-20-80	80/545	150826
Amended	07-22-80	84/235	
ROB #337	02-20-80	80/546	150827
Amended	07-22-80	84/237	
ROB #339	02-20-80	80/547	150828
Amended	07-22-80	84/239	
ROB #341-366	02-20-80	80/548-573	150829-150854
Amended	07-22-80	84/241-291	
ROB #367-376	04-15-80	80/574-583	150855-150864
Amended	07-22-80	84/293-311	
ROB #400-409	02-20-80	80/584-593	150865-150874
Amended	07-22-80	84/313-331	
ROB #410-413	06-20-85	137/530-533	346730-346733
Tonkin Mill Site 1 - 4	12-13-88	193/001-008	535529-535532
Tonkin Mill Site 5 - 9	12-09-88	193/009-013	535533-535537
Tonkin Mill Site 10-13	12-13-88	193/014-021	535538-535541
Tonkin Mill Site 14-19	12-09-88	193/022-027	535542-535547
Tonkin Mill Site 20-23	12-13-88	193/028-035	535548-535551
Tonkin Mill Site 24-31	12-09-88	193/036-043	535552-535559
Tonkin Mill Site 32-35	12-13-88	193/044-051	535560-535563
Tonkin Mill Site 36-44	12-12-88	193/052-060	535564-535572

<u>Claim Name</u>	<u>Location Date</u>	<u>Recording Book/Page</u>	<u>BLM Serial No.</u>
Tonkin Mill Site 45-48	12-13-88	193/061-068	535573-535576
Tonkin Mill Site 49-56	12-12-88	193/069-076	535577-535584
Tonkin Mill Site 57-60	12-13-88	193/077-084	535585-535588
Tonkin Mill Site 61-67	12-12-88	193/085-091	535589-535595
Tonkin Mill Site 68-70	12-13-88	193/092-097	535596-535598
Tonkin Mill Site 71-74	12-12-88	193/098-101	535599-535602
Tonkin Mill Site 75-86	12-08-88	193/102-113	535603-535614
Tonkin Mill Site 87-88	12-13-88	193/114-117	535615-535616
TSG #12 - 15	03-23-86	143/363-366	365052-365055
TSG #16 - 19	03-25-86	143/367-370	365056-365059
TSG #36 - 40	03-08-86	143/387-391	365076-365080
TSG #41 - 45	03-09-86	143/392-396	365081-365085
TSG #66 - 67	03-10-86	143/417-418	365106-365107
TSG #81 - 82	03-11-86	143/432-433	365121-365122
TSG #96 - 99	03-12-86	143/447-450	365136-365139
TSG #113-116	03-15-86	143/464-467	365153-365156
TSG #130-133	03-16-86	143/481-484	365170-365173
TSG #153-155	03-22-86	143/504-506	365193-365195
TSG #160-162	03-22-86	143/511-513	365200-365202
TSG #167-170	04-30-86	145/496-499	371733-371736
TSG #208-221	01-16-88	174/330-343	468608-468621
TSG #222-223	01-14-88	174/344-345	468622-468623
TSG #224-232	01-15-88	174/346-354	468624-468632
TSG #233-239	03-05-88	174/355-361	468633-468639
TSG #240-250	01-28-88	174/362-372	468640-468650
TSG #251-252	01-18-88	174/373-374	468651-468652
TSG #253-257	01-17-88	174/375-379	468653-468657
TSG #258-261	01-15-88	174/380-383	468658-468661
TSG #265-282	02-24-88	174/387-404	468665-468682
TSG #283-289	01-18-88	174/405-411	468683-468689
TSG #290-292	01-19-88	174/412-414	468690-468692
TSG #305-327	02-25-88	174/427-449	468705-468727
TSG #328-331	03-08-88	174/450-453	468728-468731
TSG #352-374	02-28-88	174/474-496	468752-468774
TSG #375-378	03-08-88	174/497-500	468775-468778
TSG #401-420	03-02-88	174/523-542	468801-468820
TSG #421-422	02-14-88	174/543-544	468821-468822
TSG #436-449	02-29-88	174/558-571	468836-468849
TSG #450-452	02-13-88	174/572-574	468850-468852
TSG #466-474	02-26-88	174/588-596	468866-468874
TSG #475-476	02-11-88	174/597-598	468875-468876
TSG #490-497	02-15-88	175/012-019	468890-468897
TSG #629-640	03-26-88	175/468-479	470642-470653

Claim Name

Location Date

Recording
Book/Page

BLM
Serial No.

TSG #733-736
TSG #737
TSG #738

12-20-89
12-14-89
12-14-89

206/400-403
206/405
206/404

584898-584901
584902
584903

COPY

Part One: Leases and Agreements

1. That certain Mining Lease dated 11/20/1988 between Aaron and Ethel Buffington and Tonkin Springs Gold Mining Company, a short form of which is recorded in the Official Records of Eureka County, Nevada, in Book 196 at Page 306, which Lease covers the following unpatented mining claims and mill sites:

<u>Claim Name</u>	<u>Location Date</u>	<u>Recording Book/Page</u>	<u>BLM Serial No.</u>
Little Jocker #1 - 5	08-20-78	65/391-395	28479-28483
Little Jocker #6 - 9	10-11-78	65/552-555	39052-39055
Big Joker	08-20-78	65/496	29558
Little Joker #1 - 3 (Mill Sites)	12-10-78	68/241-243	46479-46481

2. That certain Mining Lease dated 8/10/86 between Aaron R. Buffington and Randy Buffington and Tonkin Springs Gold Mining Company, a short form of which is recorded in the Official Records of Eureka County, Nevada, in Book 148 at Page 183, which Lease covers the following unpatented mining claims:

<u>Claim Name</u>	<u>Location Date</u>	<u>Recording Book/Page</u>	<u>BLM Serial No.</u>
Alice	05-03-85	136/357	341844
Alice #1 - 4	05-03-85	136/358-361	341845-341848

3. That certain Mining Lease dated 1/1/86 between Lyle F. Campbell, Julian E. Simpson and Jean C. Simpson and Tonkin Springs Gold Mining Company under which the Lyle Campbell interest has been assigned to The Lyle F. Campbell Trust by form of Assignment of Lease dated 1/14/88 and recorded in Book 122, Page 557.

A short form of the lease is recorded in the Official Records of Eureka County, Nevada, in Book 148 at Page 110. The lease has been amended as follows: First Amendment dated 1/10/86, recorded in Book 214 at Page 113; Second Amendment dated 9/29/86, recorded in Book 153, Page 12; Third Amendment dated 6/10/87, recorded in Book 161, Page 327; Fourth Amendment dated 8/29/88, recorded in Book 185, Page 104; Fifth Amendment dated 1/11/89, recorded in Book 194, Page 450; Sixth Amendment dated 6/29/89, recorded in Book 202, Page 91; and Seventh Amendment dated 4/18/90, recorded in Book 214, Page 109. The claims and mill sites covered under the Lease as amended are more particularly described as follows:

<u>Claim Name</u>	<u>Location Date</u>	<u>Recording Book/Page</u>	<u>BLM Serial No.</u>
Camp #1 - 4	09-01-88	190/33-36	523180-523183

<u>Claim Name</u>	<u>Location Date</u>	<u>Recording Book/Page</u>	<u>BLM Serial No.</u>
Rooster 1 - 26 (Mill Sites)	12-10-88	192/573-598	535617-535642
Snow #1 - 4 (placers)	09-01-88	190/37-40	523184-523187
TSG #1 - 6	02-22-86	143/357-362	365046-365051
TSG #20-25	02-25-86	143/371-376	365060-365065
TSG #26-29	02-25-86	143/377-380	365066-365069
Amended	06-16-86	145/500-506	
TSG #30-35	02-25-86	143/381-386	365070-365075
TSG #46	03-09-86	143/397	365086
TSG #47-65	03-09-86	143/398-416	365087-365105
TSG #67-80	03-10-86	143/418-431	365107-365120
TSG #82-86	03-11-86	143/433-437	365122-365126
TSG #87-95	03-12-86	143/438-446	365127-365135
TSG #99-103	03-12-86	143/450-454	365139-365143
TSG #104-112	03-13-86	143/455-463	365144-365152
TSG #116-120	03-15-86	143/467-471	365156-365160
TSG #121-129	03-16-86	143/472-480	365161-365169
TSG #133-137	03-16-86	143/484-488	365173-365177
TSG #138-152	03-20-86	143/489-503	365178-365192
TSG #156-159	03-22-86	143/507-510	365196-365199
TSG #163-166	03-22-86	143/514-517	365203-365206
TSG #202-206	03-21-88	175/462-466	470636-470640
TSG #207	03-17-88	175/467	470641
TSG #262-264	01-15-88	174/384-386	468662-468664
TSG #293	01-19-88	174/415	468693
TSG #294-296	01-22-88	174/416-418	468694-468696
TSG #297-304	03-07-88	174/419-426	468697-468704
TSG #332-345	03-08-88	174/454-467	468732-468745
TSG #346-351	01-25-88	174/468-473	468746-468751
TSG #379-385	01-22-88	174/501-507	468779-468785
TSG #386-394	01-23-88	174/508-516	468786-468794
TSG #395-400	01-25-88	174/517-522	468795-468800
TSG #423-427	02-14-88	174/545-549	468823-468827
TSG #428-435	02-06-88	174/550-557	468828-468835
TSG #453-457	02-13-88	174/575-579	468853-468857
TSG #458-465	02-07-88	174/580-587	468858-468865
TSG #477-478	02-11-88	174/599-600	468877-468878
TSG #479	02-11-88	175/001	468879
TSG #480-489	02-09-88	175/002-011	468880-468889
TSG #498-500	02-15-88	175/020-022	468898-468900
TSG #501-510	02-10-88	175/023-032	468901-468910
TSG #511-518	02-12-88	175/033-040	468911-468918
TSG #519-529	03-15-88	175/041-051	468919-468929
TSG #641-660	03-18-18	175/480-499	470654-470673

<u>Claim Name</u>	<u>Location Date</u>	<u>Recording Book/Page</u>	<u>BLM Serial No.</u>
TSG #661-668	03-19-88	175/500-507	470674-470681
TSG #669-688	03-22-88	175/508-527	470682-470701
TSG #689-696	03-23-88	175/528-535	470702-470709
TSG #697-710	03-21-88	175/536-549	470710-470723
TSG #711-716	03-23-88	175/550-555	470724-470729
TSG #717-730	03-27-88	175/556-569	470730-470743
TSG #731-732	04-28-88	175/344-345	478706-478707
Pat #1 - 10	06-25-66	12/132-150	89478-89487
Pat #11 - 16	07-25-66	12/152-162	89488-89493
N #39 - 41	09-19-69	33/398-400	89494-89496
N #50 - 53	10-12-66	14/141	89497-89500
Amended	01-09-67	14/475-487	
O #27 - 35	10-11-69	33/401-409	89501-89509
O #39 - 41	09-19-69	33/410-412	89510-89512
O #50 - 53	10-12-66	14/141	89513-89516
Amended	01-09-67	14/535-547	
P #27 - 30	09-19-69	33/413-416	89517-89520
P #31 - 34	09-17-69	33/417-420	89521-89524
P #35 - 40	09-01-69	33/421-426	89525-89530
P #41 - 42	10-11-66	14/137	89531-89532
Amended	01-09-67	14/595-599	
P #43 - 46	10-11-66	14/137	89533-89536
Amended	01-09-67	15/001-013	
P #47 - 49	09-19-69	33/427-429	89537-89539
Q #27	09-19-69	33/430	89540
Q #34	09-17-69	33/437	89541
Q #35 - 40	09-01-69	33/438-443	89542-89547
Q #41 - 44	10-11-66	14/137-139	89548-89551
Amended	01-09-67	15/093-103	
Q #45	10-11-66	14/139	89552
Amended	01-09-67	15/105	
Q #46	10-11-66	14/139	89553
Amended	01-09-67	15/103	
Q #47 - 49	09-19-69	33/444-446	89554-89556
R #41 - 49	09-01-69	33/447-455	89557-89565
S #41 - 49	09-01-69	33/456-464	89566-89574
Summer #1 - 18	09-02-78	67/91-107	37116-40572
T #43 - 46	12-24-78	69/91-94	51841-51844
U #35	12-28-78	69/95	51845
U #36 - 40	12-23-78	69/96-100	51846-51850
U #41 - 46	12-24-78	69/101-106	51851-51856
V #36 - 37	12-26-78	69/107-108	51857-51858
V #38 - 40	12-23-78	69/109-111	51859-51861

<u>Claim Name</u>	<u>Location Date</u>	<u>Recording Book/Page</u>	<u>BLM Serial No.</u>
V #41 - 46	12-24-78	69/112-117	51862-51867
W #36 - 37	12-26-78	69/118-119	51868-51869
W #38 - 40	12-23-78	69/120-122	51870-51872
W #41	12-24-78	69/123	51873
W #42	12-27-78	69/124	51874
W #43 - 46	12-24-78	69/125-128	51875-51878
X #70	11-12-78	68/404	48938
X #71	11-23-78	68/405	48939
X #72	11-12-78	68/406	48940
X #73	11-23-78	68/407	48941
X #74	11-23-78	68/408	48942
X #75	11-12-78	68/409	48943
X #76 - 77	11-23-78	68/410-411	48944-48945
X #78	11-12-78	68/412	48946
X #79 - 80	11-16-78	68/413-414	48947-48948
X #81 - 83	11-23-78	68/415-417	48949-48951
X #84 - 91	11-16-78	68/418-425	48952-48959
X #92 - 93	05-01-79	71/178-179	72907-72908
X #94 - 95	11-14-78	68/426-427	48960-48961
X #96 - 97	11-16-78	68/428-429	48962-48963
X #98	11-12-78	68/430	48964
X #99 -100	05-01-79	71/180-181	72909-72910
X #101-102	11-14-78	68/431-432	48965-48966
X #103-104	11-16-78	68/433-434	48967-48968
X #105	11-12-78	68/435	48969
X #106-107	05-01-79	71/182-183	72911-72912
X #108-109	11-14-78	68/436-437	48970-48971
X #110-111	11-16-78	68/438-439	48972-48973
X #112-113	05-01-79	71/184-185	72913-72914
X #114-115	11-14-78	68/440-441	48974-48975
X #116-117	11-16-78	68/442-443	48976-48977
X #118-119	05-01-79	71/186-187	72915-72916
X #120-121	11-14-78	68/444-445	48978-48979
X #122-123	11-16-78	68/446-447	48980-48981
X #124-125	05-01-79	71/188-189	72917-72918
X #126-127	11-14-78	68/448-449	48982-48983
X #128-129	11-16-78	68/450-451	48984-48985
X #130-131	05-01-79	71/190-191	72919-72920
X #132-133	11-15-78	68/452-453	48986-48987
X #134-135	11-16-78	68/454-455	48988-48989
X #137-138	11-28-78	68/456-457	48990-48991
X #139-140	11-15-78	68/458-459	48992-48993
X #141	11-16-78	68/460	48994

<u>Claim Name</u>	<u>Location Date</u>	<u>Recording Book/Page</u>	<u>BLM Serial No.</u>
X #143-144	11-28-78	68/461-462	48995-48996
X #145-146	11-15-78	68/463-464	48997-48998
X #147	11-16-78	68/465	48999
X #149-150	11-28-78	68/466-467	49000-49001
X #151-152	11-15-78	68/468-469	49002-49003
X #153	11-16-78	68/470	49004
X #155-166	11-27-78	68/471-472	49005-49006
X #157-158	11-15-78	68/473-474	49007-49008
X #161-162	11-27-78	68/475-476	49009-49010
X #163-164	11-15-78	68/477-478	49011-49012
X #167-168	11-27-78	68/479-480	49013-49014
X #169-170	11-15-78	68/481-482	49015-49016
X #173-174	11-27-78	68/483-484	49017-49018
X #175	11-21-78	68/485	49019
X #178-179	11-27-78	68/486-487	49020-49021
X #180	11-21-78	68/488	49022
X #183-184	11-27-78	68/489-490	49023-49024
X #185	11-21-78	68/491	49025
FET #1 - 3	07-14-80	83/315-317	163995-163997
S #101 - 109	03-15-81	94/353-361	193660-193668
Skip #201	01-10-90	208/291	592409
Skip #202-211	01-11-90	208/292-301	592410-592419
Skip #212-213	01-12-90	208/302-303	592420-592421

4. That certain Surface Use Agreement dated 12/5/88 between Edward Devenyns and David Ernest ("Owners"), Hycroft Resources & Development, Inc., and Tonkin Springs Gold Mining Company recorded in the Official Records of Eureka County, Nevada in Book 219 at Page 466.

5. That certain Deed and Agreement dated 11/1/87 between Precambrian Exploration, Inc. and Silver State Mining Corporation recorded in the Official Records of Eureka County, Nevada in Book 170 at Page 436.

6. That certain Assignment and Agreement dated 11/1/87 between Precambrian Exploration, Inc. and Silver State Mining Corporation recorded in the Official Records of Eureka County, Nevada in Book 170 at Page 417.

Part One: Water Rights

The following Nevada State Water Permits for Underground Waters all of which permits are now held in the name of U.S. Gold Corporation:

Permit #48708 issued August 27, 1985

Permit #48893 issued August 27, 1985

Permit #50930 issued February 5, 1988

Permit #50931 issued February 5, 1988

Permit #50932 issued February 5, 1988

Permit #52463 issued March 10, 1989

Permit #52966 issued September 27, 1989

Permit #52968 issued September 27, 1989

Waiver #M/O-191 (Piezometer monitor)

LAB EQUIPMENT - CAPITAL LEASE

PER BNP SALE/LEASEBACK

LARGE CABINET, ACID STORE (VWR)
VFR 3631 ST KMRSN WRK TOP (VWR)
26073-310 CENTRIFUGE (VWR)
PL100-CO BALANCE, TROY OZ (VWR)
TWO EA. 50 PHASE METER W/SART-UP (VWR)
GRIEVES SB-350 OVEN 2 EA. (VWR)
ORBIT ENVIRON SHAKER (VWR)
HACH MODEL DR/2000 LAB SPECTROPHOTOMETER (HACH)
TWO 1000 GAL DVC T316ELC TANKS (VIATEC)
15" X 8' 4" FLAT BELL FEEDER (MACH CENTER)
30 EA. LIGHTNIN MIXER (MACH CENTER)
12" DIA X 9' 4" LAB AUGER-TYPE CLASSIFER (MACH CENTER)
SKID MTD CRUSH & SCREEN PLANT (MACH CENTER)
5 X 5 EIMCO THICKENER (MACH CENTER)
4" X 6" MASSCO LAB JAW CRUSHER (MACH CENTER)
8" BICO UD PULVERIZER (MACH CENTER)
2-1/4 X 3 BICO CHIPMUNK CRUSHER (MACH CENTER)
12" DAMON/IEC CENTRIFUGE (MACH CENTER)
40" X 80" STAIN, TANK W/MIXER (MACH CENTER)
4" X 18" JEFFREY VIB PAN FEEDER (MACH CENTER)
TOLEDO MODEL 2155 SCALE, WHSE (UTAH SCALE)
CAT GEN SET 3406B S/N 5HA01496 (BOISE EQ)
NO 7 HAZEN QUINN FLOAT CELL (MINERALS EQ)
10" X 53" BELT FEEDER (MINERALS EQ)
31" X 36" STAIN STEEL TANK (MINERALS EQ)
2 EA. SULLAIR MOD GE 10.0 AIR COMPRESS (FOLSOM)
36" X 32" USED MARCH BALL MILL (MACH RESERVE)
MOD VD BICO DISC PULVERIZER (MACH RESERVE)
6 EA. SANPIPER DIAPHRAGM PUMPS (MACH RESERVE)
2 EA. 60" X 8" EIMCO THICKENERS (MACH RESERVE)
3 EA. MOD HES-1 LAPP PULSAFEEDER (MACH RESERVE)
30 HP FLUID MIXERS, 3 EA. (MIXING EQUIP)
VIBVRATORY RING PULVERIZER (TM ENGINEER)
PERKIN ELMER AA MACHINE MODEL 2380 (PERKIN ELMER)
OLYMPUS BH2 TRINOCULAR MICROSCOPE SYSTEM (ROCKY MTN MIC)

PART THREE: LEASED PERSONAL PROPERTY

MILL EQUIPMENT - CAPITAL LEASE

BNP LEASING:

CARBON RECOVERY PLANT (BNP SALE/LEASEBACK) EXCLUDING THE FOLLOWING COMPONENTS WHICH ARE RETAINED BY US GOLD:

- A. STEEL SKIDS USED AS BASE FOR CARBON COLUMN SYSTEM
- B. ONE BLUE BOILER, LACKING BURNER SYSTEM
- C. ONE ACID WASH TANK
- D. ONE CARBON CONDITIONER TANK
- E. TWO ELECTROWINNING CELLS LACKING LIDS, BUS BARS & INTERNALS
- F. ONE RECTIFIER
- G. ONE REFINING FURNACE

COMPUTER CONTROL SYSTEM (BNP LEASE #7)
16 LIGHTNING 42" TYPE 6 INLINE STATIC MIXERS (BNP LEASE #8)
OXIDATION AIR FANS (BNP LEASE #9)
MERCURY DISTILLATION (BNP LEASE #10)
PROPANE TANK FARM (BNP LEASE #10)
INTERNAL PARTS BIO-OX THICKENER TANKS (BNP LEASE #11)
INDUCTOTHERM FURNACE (BNP LEASE #6)
MILL LINE HANDLER (BNP SALE/LEASEBACK)
JAW CRUSHER (BNP SALE/LEASEBACK)
BACKUP GENERATOR DETROIT 16V92 S/N 741FSM2360AP-R700W
(BNP LEASE #3)
48" X 25' 1" NICO #FD-4486 APRON FEEDER (BNP LEASE #2)
EIMCO THICKENERS (BNP LEASE #5)

FLEET LEASING:

12 EA. BIO-OX 48" STAINLESS PUMPS (FLEET SCH #3)

LIGHT EQUIPMENT AND VEHICLES - CAPITAL LEASE

PER BNP SALE/LEASEBACK:

1986 FORD AMBULANCE SN 1FDKF37L2GNA52618

FIXED ASSET - OTHER EQUIPMENT CAPITAL LEASE

GRADALL EXTEND FORKLIFT SN 8444263G (BNP SALE/LEASEBACK)
LOADER - TOYOTA SKID S/N 2SDK7-11393 (BNP SALE/LEASEBACK)
FUEL TANKS AND DELIVERY SYSTEM (BNP LEASE #5)
TELEPHONE SYSTEM

SULLAIR COMPRESSOR & TANK
DAYTON HORIZONTAL BAND SAW
8" DAYTON BENCH GRINDER
1", 1/2", 3/8" INGERSALL RAND IMPACT WRENCH
SHOP VACUUM
10 TON OVERHEAD CRANE
TIRE MACHINE & WHEEL BALANCER
WORTHINGTON COMPRESOR
DAYTON NIBCO HEATER, TWO EA.
YAMAHA 4000 WATT PORTABLE GENERATOR
MICRO COMPUTER PROCESSOR FOR CHEVY & FORD
POWERTEAM PORTA POWER & CYLINDER
DUAL LENSE MICROFICHE
OLYMPIA, SHARP & TI CALCULATOR (ONE EA.)
8 GE 2 WAY RADIO & CHARGERS
LIGHTED DRAFTED TABLE
DAYTON 12 VOLT CHARGER
VANGUARD ELECTRIC DRIVE PORTA POWER PUMP

OFFICE FURNITURE & MISC EQUIPMENT:

COMPUTERS:

EVEREX 386/20 PC, 143 MB HD, 2 FLOPPIES, 80387 COPROCESSOR,
VGA GRAPHICS, NANA0 MONITOR
EVEREX 386/20 PC, 143 MB HD, 2 FLOPPIES, 80387 COPROCESSOR,
VGA GRAPHICS, COLOR MONITOR
IBM AT PC
MINTEC SYSTEM-SOFTWARE
1 20 MB BERNOULLI BOX
EPSON EX1000 PRINTER
EPSON LQ1000 PRINTER
PANASONIC KX-P1524 PRINTER

POSTAGE METER

2 EA. IBM WHEELWRITERS
CANNON FAX MACHINE
MINOLTA COPIER EP470Z
MINOLTA COPIER EB2100 (LAB)
PHONE SYSTEM, INCLUDING 15 PHONES
FIRE DETECTION SYSTEM - OFFICE
ISOLINE 4000 PLOTTER, SINGLE PEN
BRUNING PD 404 BLUE LINE COPIER
RADIO ASTRON MLS 2 CHANNEL
ADVANCED COMMUNICATIONS RADIOS, 16 EA.
CALCOMP 9100 TABLE DIGITIZER
1 EA. TOPCON 2B SURVEY STATION & TRIPODS, POLES
(SIX) TRASH DUPMSTERS
VCR & TV (SAFETY TRAILER)

VARIOUS OFFICE FURNISHINGS CONSISTING OF DESKS, CHAIRS,
CREDENZAS, DRAFTING TABLES, FILE CABINETS, PARTITIONS,
MAP CASES, BOOKCASES

12" DAMON/IEC CENTRIFUGE (MACH CENTER)
 TWO EA. CAHN BALANCES
 FOUR EA. THERMOLYNE HOT PLATES
 THERMOLYNE TYPE 10500 FURNACE
 ROTAP MODEL B TESTING SIEVE SHAKER S/N 823
 FIVE EA. METTLER PJ400 SCALES
 FOUR EA. CORNING STIRRER/HOTPLATES
 THREE EA. WET VACUUMS
 SENTRY SAFE
 BARNSTEAD GLASS STILL
 CRYSTALAB DEEMINIZER
 HACH DR100 COLORIMETER
 YSI MODEL 5890 WATER QUALITY INSTRUMENT
 BECHMAN MICROFUGE E
 SEPOR PRESSUR VESSAL, TWO EA.
 MASTERFLEX 7549-30, TWO EA.
 MASTERFLEX 7520-10
 GFC ROLL CRUSHER
 CHATILLON SCALE, MODEL HB1000
 SMALL SEPOR COMPRESSOR
 SEPOR ROLL MIXER

FIXED ASSETS:

<u>EQUIPMENT #</u>	<u>ASSET</u>
27-101	PRS WASHER, S/N 19141
2-101	LOADER-MUSTANG SKID S/N 168784
	CAR HAULER MF-18-4TB S/N 1FWF01926KA008931
2-127	88 WHITE FORD PU 3/4 TON #IFTEF2GN5JPB85125
30-104	85 BAYWOOD HILTON TRAILER 14' X 70' S/N KB1DSN513458
	89 PARKRIDGE 56' X 14' MODEL SD470N #1694706906
	89 PARKRIDGE 64' X 14' MODEL SD343N #1693437045
	8' X 32' OAL MODULAR OFFICE S/N 08128
30-103	74 CENTURY 14' X 70' TILTON S/N ACED7952
30-102	1980 GELCO SAFETY TRAILER S/N 80105 UNIT 110892
30-101	RESORT ROSE TRAILER S/N1RE323123J1143365 326136
25-801	MILLER ARC WELDER, 400 AMP S/N JK530287
3-701	TOYOTA FORKLIFT S/N FGH20-12627
N/A	78 COMMET 42' TRAILER (@ PILOT PLANT)
N/A	UTILITY 43' FLATBED TRAILER

TRUCK SHOP EQUIPMENT:

400 AMP LINCOLN WELDER
 GRIEVE ROD (WELDING OVEN)
 2 EA. ACTOYLINE/OXY TORCH SETS
 90 DEGREE HAND GRINDER

PART TWO: OWNED PERSONAL PROPERTY

All buildings and fixtures including the Bioleach Processing Mill, Administration Office Building, Laboratory, Assay Lab, Warehouse, Shop, Water Treatment Plant, Pilot Plant, Truck Shop, Heap Pad, Tailings Dam, Ponds and Carbon Absorption Plant, together with the following equipment:

MISC. PROCESS/MILL EQUIPMENT:

1 CARBON ABSOR. TANK
 SMALL WATER TANK
 CAUSTIC TANK
 SMALL VERTICAL TANK
 ONE STEEL BIN
 GENERATOR CAT 3304B S/N 38Z04646
 PROCESS SIGNAL CALIBRATOR, GEN RESIST MOD E-35
 BIDDLE DIGITAL MEGGER GROUND RESIST TESTER
 GOLD ROOM SAFE
 LISTER GENERATOR S/N J391713
 PUMP 3" KOHLER, GAS ENGINE
 PUMP 3" MULTIQUIP S/N 800667, (IN PARTS)
 PUMP 8" FAIRBANKS MORSE S/N K3T1-021118 (FIRE SYSTEM)
 PUMP 1-1/2" BRIGGS & STRATON
 WATER WELL & PUMP STATION FOR PLANT (WELL #5)
 WATER WELL & PUMP STATION FOR RV PARK

MILL SHOP:
 HORIZONTAL BAND SAW
 CEMENT MIXER
 ENGINE HOIST
 10" BENCH GRINDER
 THREE TON PRESS
 ONE TON CHAIN HOIST
 30 TON SHOP PRESS
 RIGID PIPE MACHINE
 LINCOLN ARC WELDER
 POW CON WELDER
 TWO EA. CUTOFF SAWS
 ENTERPAC PORTA-POWER & CYLINDER
 1-1/2" DRIVE INGERSALL RAND IMPACT WRENCH
 3 EA. HORIZONTAL GRINDERS
 HILTI GUN
 CUTTING TORCH CART
 CROWN HAND FORKLIFT

LAB EQUIPMENT:

SMALL CABINET, ACID STORE (VWR)
 ORBIT ENVIRON SHAKER (VWR)
 HACH MODEL DR/2000 LAB SPECTROPHOTOMETER (HACH)

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OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Homestake Mining
'91 APR -9 A10:10
Company

EUREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEE \$23.00

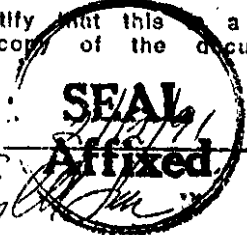
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STATE OF NEVADA
Department of
State

I hereby certify that this is a true
and complete copy of the document
as filed in this office.

DATED:



CHERYL A. LAU
Secretary of State

By

Laqueline D. Hunt