

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED AND ASSIGNMENT, made as of December 23, 1991, is from HIGH DESERT MINERAL RESOURCES OF NEVADA, INC., a Nevada corporation ("Grantor"), whose address is P.O. Box 2008, Elko, Nevada 89801, to NEWMONT GOLD COMPANY, a Delaware corporation ("Grantee"), whose address is One United Bank Center, 1700 Lincoln Street, Denver, Colorado 80203.

Recitals

Grantor and Grantee are parties to the Option Agreement dated as of November 6, 1991 (the "Option Agreement"), pursuant to which Grantor granted to Grantee an option to acquire an interest in, among other properties, the patented and unpatented mining claims identified in Exhibit A hereto (hereinafter collectively referred to as the "Properties") and to enter into a joint venture agreement with Grantor, pursuant to which Grantor and Grantee would explore, develop, and mine the Properties and such other properties.

Grantee exercised its option under the Option Agreement on December 6, 1991. Pursuant to Grantee's exercise of the option, and pursuant to Section 3.2(j) of the Option Agreement, Grantor desires to grant and assign to Grantee an undivided 60% interest in the Properties, subject to Grantee's contribution of such interest to the Newmont Gold and High Desert Venture as required under the Newmont Gold and High Desert Venture Agreement dated as of December 23, 1991 between Grantor and Grantee (the "Venture Agreement").

Deed and Assignment

In consideration of the payments made by Grantee pursuant to the recitals and Sections 2.2 and 3.2(a) of the Option Agreement, the execution and delivery by the parties of the Venture Agreement and other good and valuable consideration, Grantor hereby grants and assigns to Grantee subject to the Venture Agreement an undivided 60% interest in the Properties, together with a corresponding undivided interest in all improvements of every kind and character situated thereon.

TO HAVE AND TO HOLD such undivided 60% interest in the Properties, together with all appurtenances thereto, unto Grantee, and its successors and assigns forever, subject to the obligation of Grantee to contribute such undivided 60% interest in the Properties to the Newmont Gold and High Desert

Venture pursuant to the Venture Agreement. It is the intent of Grantor and Grantee that this Special Warranty Deed and Assignment be given effect prior to the contribution by Grantee of such interest to the Newmont Gold and High Desert Venture.

THIS SPECIAL WARRANTY DEED AND ASSIGNMENT IS MADE WITHOUT REPRESENTATION OR WARRANTY OF ANY KIND, EXPRESS, IMPLIED OR STATUTORY, except that Grantor, for itself and its successors and assigns, warrants to and agrees with Grantee, and its successors and assigns, that the Properties are free and clear of all claims, liens, security interests, burdens, and encumbrances, of any kind or nature, created by, through or under Grantor, and Grantor shall warrant and forever defend the title of Grantee, its successors and assigns, to the Properties against all persons now or hereafter claiming an interest therein by, through or under Grantor, expressly excluding and excepting from such warranties the following:

(i) The rights, if any, of Petrol Oil and Gas Corporation and the Bullion-Monarch Venture with respect to the Universal Gold Mill;

(ii) The royalty and other obligations created by the Deed of Non-Participating Net Smelter Return Royalty from High Desert Mineral Resources, Inc. to the Bullion-Monarch Venture, dated August 7, 1990, a copy of which is recorded in Book 212 at Pages 315-326 of the records of Eureka County, Nevada, as such deed has been corrected by the applicable correction document listed in Exhibit B;

(iii) Those encumbrances and burdens identified in the following instruments, pursuant to which Grantor acquired its interest in certain of the Properties, as such instruments have been corrected by the applicable correction documents listed in Exhibit B:

(A) Deed, effective August 7, 1990, from the Bullion-Monarch Venture to High Desert Mineral Resources, Inc., a copy of which is recorded in Book 212 at Pages 293-299 of the records of Eureka County, Nevada;

(B) Assignment, dated as of August 7, 1990, from the Bullion-Monarch Venture to High Desert Mineral Resources, Inc., a copy of which is recorded in Book 212 at Pages 305-317 of the records of Eureka County, Nevada; 2

(C) Bill of Sale, dated as of August 7, 1990, from the Bullion-Monarch Venture to High Desert Mineral Resources, Inc., a copy of which is recorded in Book 212 at Pages 300-304 of the records of Eureka County, Nevada;

(D) Water Rights Quitclaim Deed, dated as of August 7, 1990, from the Bullion-Monarch Venture to High Desert Mineral Resources, Inc., a copy of which is recorded in Book 212 at Pages 313-314 of the records of Eureka County, Nevada; and

(E) Quitclaim Deed and Assignment, dated August 7, 1990, from the Bullion-Monarch Venture to High Desert Mineral Resources, Inc., a copy of which is recorded in Book 212 at Pages 327-334 of the records of Eureka County, Nevada; and

(iv) Agreement dated March 21, 1991 between Grantor and Grantee.

HIGH DESERT MINERAL RESOURCES  
OF NEVADA, INC., a Nevada  
corporation

ATTEST:

P. Lee Halavais  
P. Lee Halavais,  
Secretary

By:

Ronald T. Halavais  
Ronald T. Halavais,  
Chief Executive Officer

(SEAL)



STATE OF COLORADO )  
 ) ss.  
CITY AND COUNTY OF DENVER )

On this 23rd day of December, 1991, before me the undersigned, a notary public in the City and County of Denver in the State of Colorado duly commissioned and sworn, personally appeared Ronald T. Halavais and P. Lee Halavais, known or proved to me to be the persons who, respectively, executed and attested to the above Special Warranty Deed and Assignment, in their respective capacities as Chief Executive Officer and Secretary of High Desert Mineral Resources of Nevada, Inc., a Nevada corporation, on behalf of said corporation.

Mary Kay Waggoner  
Notary Public

My commission expires:

Sept. 24, 1995

(SEAL)



Exhibit A  
To  
Special Warranty Deed and Assignment  
From  
High Desert Mineral Resources of Nevada, Inc.,  
to  
Newmont Gold Company

As used in the Special Warranty Deed and Assignment to which this Exhibit A is attached, "Properties" means the following patented and unpatented mining claims and all amended locations, amended and additional locations and relocations thereof, and the following contract rights and samples, data and information:

A. UNPATENTED CLAIMS.

Township 35 North, Ranges 50 and  
51 East of the M.D.B. & M.,  
Eureka County, Nevada

<u>Claim</u>	<u>Location Certificate Recording Data</u>		<u>BLM Serial Number(s)</u>
	<u>Book</u>	<u>Page</u>	
Hill Top	C	232	
Hill Top (Amended)	10	104	N-MC-11231
Hill Top No. 1	C	233	
Hill Top No. 1 (Amended)	10	106	N-MC-11232
Hill Top No. 2	C	234	
Hill Top No. 2 (Amended)	10	108	N-MC-11233
Hill Top Fraction	C	428	
Hill Top Fraction (Amended)	10	110	N-MC-11234
Hill Top Fraction No. 1	C	429	
Hill Top Fraction No. 1 (Amended)	10	112	N-MC-11235
Hill Top Fraction No. 2	9	484	N-MC-11228
Hill Top Fraction No. 3	9	486	N-MC-11229
Hill Top Fraction No. 4	9	488	N-MC-11230
Joe	73	367	N-MC-92823
Don	73	368	N-MC-92824
Big Jim	O	45	N-MC-11196
Big Jim No. 1	O	46	N-MC-11197
Big Jim No. 2	O	47	N-MC-11198
Big Jim No. 3	O	48	N-MC-11199
Big Jim No. 4	O	49	N-MC-11200
Big Jim No. 5	O	50	N-MC-11201
Big Jim No. 6	O	51	N-MC-11202
Big Jim No. 7	O	52	N-MC-11203
Big Jim No. 8	O	53	N-MC-11204

<u>Claim</u>	<u>Location Certificate</u>		<u>BLM Serial</u> <u>Number(s)</u>
	<u>Recording Data</u>		
	<u>Book</u>	<u>Page</u>	
Big Jim No. 9	0	54	N-MC-11205
Big Jim No. 10	0	55	N-MC-11206
Big Jim No. 11	0	56	N-MC-11207
Big Jim No. 12	0	57	N-MC-11208
Big Jim No. 13	0	58	N-MC-11209
Big Jim No. 14	0	59	N-MC-11210
Big Jim No. 15	0	60	N-MC-11211
Big Jim No. 16	0	61	N-MC-11212
Big Jim No. 17	0	62	N-MC-11213
Big Jim No. 18	0	63	N-MC-11214
Big Jim No. 19	0	64	N-MC-11215
Big Jim No. 20	0	65	N-MC-11216
Big Jim No. 21	0	66	N-MC-11217
Big Jim No. 22	0	67	N-MC-11218
Big Jim No. 23	0	68	N-MC-11219
Big Jim No. 24	0	69	N-MC-11220
Big Jim No. 25	0	70	N-MC-11221
Big Jim No. 26	0	71	N-MC-11222
Big Jim No. 27	0	72	N-MC-11223
Big Jim No. 28	0	73	N-MC-11224
Big Jim No. 29	0	74	N-MC-11225
Big Jim #30	71	111	N-MC-72757
Big Jim #31	71	112	N-MC-72758
Cracker Jack	0	23	N-MC-11174
Cracker Jack No. 1	0	24	N-MC-11175
Cracker Jack No. 2	0	25	N-MC-11176
Cracker Jack No. 3	0	26	N-MC-11177
Cracker Jack No. 4	0	27	N-MC-11178
Cracker Jack No. 5	0	28	N-MC-11179
Yellow Rose No. 8	0	31	N-MC-11182
Yellow Rose No. 9	0	32	N-MC-11183
Yellow Rose No. 10	0	33	N-MC-11184
Yellow Rose No. 11	0	34	N-MC-11185
Yellow Rose No. 12	0	35	N-MC-11186
Yellow Rose No. 13	0	36	N-MC-11187
Yellow Rose No. 14	0	37	N-MC-11188
Yellow Rose No. 15	0	38	N-MC-11189
Yellow Rose No. 16	0	39	N-MC-11190
Yellow Rose No. 17	0	40	N-MC-11191
Yellow Rose No. 18	0	41	N-MC-11192
Yellow Rose No. 19	0	42	N-MC-11193
Yellow Rose No. 20	0	43	N-MC-11194
Yellow Rose No. 21	0	44	N-MC-11195
Polar #1	54	385	N-MC-11154
Polar #2	54	386	N-MC-11155
Polar #3	54	387	N-MC-11156
Polar #4	54	388	N-MC-11157
Polar #5	54	389	N-MC-11158
Polar #6	54	390	N-MC-11159
Polar #7	54	391	N-MC-11160



<u>Claim</u>	<u>Location Certificate</u> <u>Recording Data</u>		<u>BLM Serial</u> <u>Number(s)</u>
	<u>Book</u>	<u>Page</u>	
Polar #8	54	392	N-MC-11161
Polar #9	54	393	N-MC-11162
Polar #10	54	394	N-MC-11163
Polar #11	54	395	N-MC-11164
Polar #12	54	396	N-MC-11165
Polar #13	54	397	N-MC-11166
Polar #14	54	398	N-MC-11167
Polar #15	54	399	N-MC-11168
Polar #16	54	400	N-MC-11169
Polar #17	54	401	N-MC-11170
Polar #18	54	402	N-MC-11171
Polar #19	54	403	N-MC-11172
Polar #20	54	404	N-MC-11173
RJV	62	318	N-MC-13741
Paragon No. 1	M	216	N-MC-11237
Paragon No. 2	M	217	N-MC-11238
Paragon No. 3	M	218	N-MC-11239
Paragon Fraction	M	215	N-MC-11236
BM #1	132	241	N-MC-333061
BM #2	132	242	N-MC-333062
BM #3	132	243	N-MC-333063
BM #4	132	244	N-MC-333064
BM #5	132	245	N-MC-333065
BM #6	147	79	N-MC-372458
BM #7	147	80	N-MC-372459
BM #8	147	81	N-MC-372460
BM 9	200	175	N-MC-565082
BM 10	200	176	N-MC-565083
BM 11	200	177	N-MC-565084
BM 12	200	178	N-MC-565085
BM 13	200	179	N-MC-565086
BM 14	200	180	N-MC-565087
BM 15	200	181	N-MC-565088
BM 16	200	182	N-MC-565089
BM 17	200	183	N-MC-565090
BM 18	200	184	N-MC-565091
BM 19	200	185	N-MC-565092
BM 20	205	456	N-MC-574082
Discovery #1	205	458	N-MC-574084
Discovery #1 (Amended)	208	491	N-MC-574084
Discovery #2	208	490	N-MC-588702
Ludwig Exploration #1 (also known as LE-1 Placer Claim)	103	49	N-MC-244744
Ludwig Exploration #2 (also known as LE-2 Placer Claim)	103	50	N-MC-244745
Ludwig Exploration #3 (also known as LE-3 Placer Claim)	103	51	N-MC-244746

<u>Claim</u>	<u>Location Certificate</u> <u>Recording Data</u>		<u>BLM Serial</u> <u>Number(s)</u>
	<u>Book</u>	<u>Page</u>	
Ludwig Exploration #4 (also known as LE-4 Placer Claim)	103	52	N-MC-244747
LDX #1	124	386	N-MC-312914
GDX 105	184	340	N-MC-520254
GDX 106	184	341	N-MC-520255
GDX 107	184	342	N-MC-520256
GDX 108	184	343	N-MC-520257
GDX 109	184	344	N-MC-520258
GDE 110	184	540	N-MC-529076
GDE 111	184	541	N-MC-529077
GDE 112	184	542	N-MC-529078
GDE 113	184	543	N-MC-529079
GDE 114	184	544	N-MC-529080
HD1	229	532	
HD2	229	533	
HD3	229	534	
HD4	229	535	
HD5	229	536	
HD6	229	537	
HD7	229	538	
HD8	229	539	
HD9	229	540	
HD10	229	541	
HD11	229	542	
HD12	229	543	
HD13	229	544	
HD14	229	545	
HD15	229	546	
HD16	229	547	
HD17	229	548	
HD18	229	549	
HD19	229	550	
HD20	229	551	
HD21	229	552	
HD22	229	553	
HD26	229	554	

B. PATENTED CLAIMS.

Township 35 North, Range 50 East  
of the M.D.B. & M., Eureka County,  
Nevada

An undivided 77.5% interest in the following  
described patented mining claims, subject to the 1% Net  
Smelter Return Royalty reserved in that certain Warranty Deed



dated September 28, 1988, and recorded at Book 185, Page 73 of the Eureka County, Nevada records:

<u>Claim</u>	<u>United States Patent No.</u>	<u>United States Survey No.</u>
Big Six No. 3	783757	4332
Holt	881735	4422
July	935874	4528
Great Divide	945439	4393
Bald Eagle	946758	4527

Eureka County Assessor Information: Parcel No. 410-00-71;  
Roll No. 03178; District 4.0.

EXHIBIT B  
Attached to Document From  
High Desert Mineral Resources of Nevada, Inc. To  
Newmont Gold Company Dated  
December 23, 1991

Grantor or Assignor	Correction Deed*	Correction Assignment*	Correction Bill of Sale*	Correction Water Rights QCD*	Correction QCD and Assignment*	Correction Non- Participating Net Smelter Return Royalty Deed*
	Book/Page	Book/Page	Book/Page	Book/Page	Book/Page	Book/Page
Westmont Gold, Inc.	229/152-59	229/160-66	229/167-73	229/174-76	229/177-84	229/185-97
The Petrol Oil & Gas Corporation	229/198-205	229/206-12	229/213-19	229/220-22	229/223-30	229/231-43
Lost Dutchman Construction, Inc.	229/244-51	229/252-58	229/259-65	229/266-68	229/269-76	229/277-89
United El Dorado Corporation	229/290-97	229/298-304	229/305-11	229/312-14	229/315-22	229/323-35
Lambert Holdings*, Ltd.	229/336-43	229/344-50	229/351-57	229/358-60	229/361-68	229/369-81
Camsell River Investments, Ltd.	229/382-89	229/390-96	229/397-403	229/404-06	229/407-14	229/415-27
Lambert Management Ltd.	229/428-35	229/436-42	229/443-49	229/450-42	229/453-60	229/461-73

\* All documents were filed for recording on December 18, 1991 in the Official Records of Eureka County, Nevada.

BOOK 230 PAGE 453  
OFFICIAL RECORDS  
RECORDED AT THE REQUEST OF  
*Newmont Gold*  
92 JAN -9 P1:21

EUREKA COUNTY, NEVADA  
M.N. REBALEATI, RECORDER  
FILE NO. FEE \$14-

139270

BOOK 230 PAGE 462

## DECLARATION OF VALUE

Recording Date 1/9/92 Book 230 Page 453 Instrument # 139270

**Full Value of Property Interest Conveyed**      \$ 180,000.00

**Less Assumed Liens & Encumbrances** - \_\_\_\_\_

**Taxable Value (NRS 375.010, Section 4)** \$ \_\_\_\_\_

**Real Property Transfer Tax Due** \$ \_\_\_\_\_

If exempt, state reason. NRS 375.090, Section \_\_\_\_\_ . Explain:

## INDIVIDUAL

Under penalty of perjury, I hereby declare that the above statements are correct.

W. S. M. O'Brien

**Signature of Declarant**

**Bruce J. Christianson**

**Name (Please Print)**

**P.O. Box 669**

## Address

Carlin, Nevada 89822-0669

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

## ESCROW HOLDER

Under penalty of perjury, I hereby declare that the above statements are correct to the best of my knowledge based upon the information available to me in the documents contained in the escrow file.

**Signature of Declarant**

**Name (Please Print)**

Escrow Number

Firm Name

**Address**

City	State	Zip
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