

Atlas Gold Mining Inc.
370 Seventeenth St., Suite 3150
Denver, CO 80202

Eklund Drilling Company
P.O. Box 2786
Elko, NV 89801

5. The total fair and reasonable value of the labor performed and/or improvements made was more than \$1,000.00, at least \$100.00 of which was expended in the development of each of the claims described on Exhibit A, as the annual assessment work. The names and addresses of the persons and/or companies who performed the labor or made the improvements, as known to me, are:

4. The labor performed and/or improvements made consisted of the following:
Description of labor/improvements: Drilling and mining
Date(s) of labor/improvements: September 1, 1991 - August 31, 1992

3. Certain labor and/or improvements required by law were performed or made on or for the benefit of the mining claim(s) which together comprise a group of contiguous claims, located in Eureka County, State of Nevada, which are more particularly described in Exhibit A attached hereto and made a part hereof by this reference, in and for the mining assessment work year ending at noon on September 1, 1992.

2. My mailing address is Atlas Precious Metals Inc., 395 Freeport, Suite 12, Sparks, NV 89431.

1. I am making this Affidavit on behalf of Atlas Precious Metals Inc., a Nevada corporation, lessee of the mining claims referred to herein, at whose expense the labor and/or improvements herein described was performed and made.

I, Frank K. Fenne, being first duly sworn, do depose and state as follows:

STATE OF NEVADA)
(
ss.)
COUNTY OF WASHOE)

AFFIDAVIT OR STATEMENT OF ANNUAL ASSESSMENT WORK
(PROOF OF LABOR)
ON UNPATENTED MINING CLAIMS

142759

Atlas Precious Metals Inc.
Attn: Land Department
370 Seventeenth Street, Suite 3150
Denver, Colorado 80202

Recording Requested By:
ATLAS PRECIOUS METALS INC.
When Recorded, Mail To:

6. The current mailing address and current residence address of the owner of the claims remains as follows:

The Milwhite Co., Inc.
P.O. Box 15038
Houston, TX 77020

ATLAS PRECIOUS METALS INC.

Frank K. Fenne
Agent
Date 10-6-92

STATE OF Colorado
COUNTY OF Bureau
) ss.)

On October 6, 1992, personally appeared before me, a notary public, Frank K. Fenne, personally known to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the instrument.

WITNESS my hand and official seal.

Connie L. Martinez
Notary Public
My Commission Expires Feb. 24, 1994
My Commission Expires

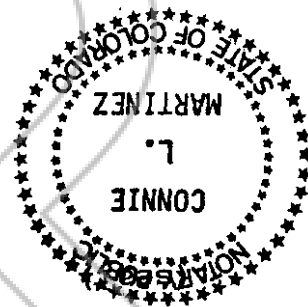


EXHIBIT A

| Claim Name | Section | Twp | Rge | Mer | BLM No | Recording Book/Page |
|------------|---------|-----|-----|------|------------|---------------------|
| Wildflower | 26 | 23N | 49E | MDPM | NMC 268434 | 110 105 |
| Wildflower | 26 | 23N | 49E | MDPM | NMC 268435 | 110 106 |
| Wildflower | 26 | 23N | 49E | MDPM | NMC 268436 | 110 107 |
| Wildflower | 26 | 23N | 49E | MDPM | NMC 268437 | 110 108 |
| Wildflower | 26 | 23N | 49E | MDPM | NMC 268438 | 110 109 |
| Wildflower | 26 | 23N | 49E | MDPM | NMC 268439 | 110 110 |
| Wildflower | 26 | 23N | 49E | MDPM | NMC 268440 | 110 111 |
| Wildflower | 26 | 23N | 49E | MDPM | NMC 268441 | 110 112 |
| Wildflower | 26 | 23N | 49E | MDPM | NMC 268442 | 110 113 |
| Wildflower | 26 | 23N | 49E | MDPM | NMC 268443 | 110 114 |



BOOK 240 PAGE 282
 OFFICIAL RECORDS
 RECORDED AT THE REQUEST OF
Ottav Pucim Metals
 92 OCT 13 P2:17
 EUREKA COUNTY, NEVADA
 M. M. REBALEATI, RECORDER
 FILE NO. 142759
 FEE \$ 17.50

WILD. 92