

RECORDING REQUESTED BY AND

149412

WHEN RECORDED, RETURN TO:

Homestake Mining Company

Attn: V. Flynn

650 California Street, 10th Floor

San Francisco, CA 94108-2788

AMENDMENT NUMBER ONE effective January 11, 1992, to

that certain Mining Lease with Option to Purchase ("Lease") between ARTHUR BIALE AND ELIZABETH BIALE, husband and wife, and ALBERT BIALE, a single man, (collectively "Owner") and HOMESTAKE MINING COMPANY OF CALIFORNIA, a California corporation ("Lessee"), dated May 12, 1992, a short form of which is recorded in Official Records of Eureka County, Nevada, in Book 235 at Page 373.

WHEREAS, Homestake has located the HMC 2 and HMC 5 fractional unpatented lode mining claims ("Claims") on lands originally claimed by Owner as the West, West No. 3 and West Extension claims ("West Claims"), respectively; and

WHEREAS, Owner and Homestake believe the West Claims may have been defective as set forth in that certain letter agreement between Owner and Homestake dated July 17, 1992;

WHEREAS, Owner and Homestake intend that the Claims be conveyed to Owner to be held subject to the terms and conditions of the Lease;

NOW THEREFORE, Homestake and Owner agree as follows:

1. Homestake will convey the Claims to Owner to be held subject to the terms and conditions of the Lease by recording the Quitclaim Deed attached hereto as Exhibit 1.
2. Owner accepts the Claims and waives, and releases against Homestake forever, all claims and causes arising out of or related to the location of the Claims.
3. Exhibit A to the Lease is superseded and replaced by the attached amended exhibit which is attached hereto as Amended Exhibit A. The parties intend that such Amended Exhibit A differ from the original Exhibit A only in that the Claims have been added, and certain other claims have been amended or relocated.
4. Except as herein amended, the Lease remains in full force and effect.

HOMESTAKE MINING COMPANY
OF CALIFORNIA

Dennis B. Goldstein
Assistant Secretary

By

Arthur Biale

Elizabeth Biale

Albert Biale

BOOK 245 PAGE 039

CAPACITY CLAIMED BY SIGNER

INDIVIDUAL(S) SIGNING FOR ONESELF/THEMSELVES

CORPORATE OFFICER(S)

ASSISTANT SECRETARY
TITLE(S)
Home Stake Mining Company of California

PARTNERSHIP

ATTORNEY-IN-FACT

PRINCIPAL(S)

TRUST

OTHER

TITLE(S)

ENTITIES REPRESENTED

ENTITIES REPRESENTED

State of California
County of San Francisco
On Jan. 11, 1993 before me, Valerie D. Flynn, Notary Public, Dennis B. Goldstein (name, title of officer), personally appeared

personally known to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Signature
Valerie D. Flynn

STATE OF NEVADA
COUNTY OF EUREKA
SS.

On December 31, 1992, before me, Linda L. Brown, a Notary Public of said state, duly commissioned and sworn, personally appeared Arthur Blale, Elizabeth Blale, and Albert Blale the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same as his/her/their free and voluntary act and deed, for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above

Witness: LINDAL BROWN
Notary Public - State of Nevada
Appointment Recorded in Eureka County
MY APPOINTMENT EXPIRES JUNE 9, 1994
Residing at: Eureka, Nevada
My Commission Expires: June 9, 1994



My Commission Expires: June 9, 1994

Residing at: Eureka, Nevada

Notary Public in and for said state

Witness: Y. Brown

My Commission Expires: June 9, 1994

Residing at: Eureka, Nevada

Notary Public in and for said state

Witness: Y. Brown

My Commission Expires: June 9, 1994

Residing at: Eureka, Nevada

Notary Public in and for said state

Witness: Y. Brown

My Commission Expires: June 9, 1994

Residing at: Eureka, Nevada

Notary Public in and for said state

Witness: Y. Brown

My Commission Expires: June 9, 1994

Residing at: Eureka, Nevada

Notary Public in and for said state

Witness: Y. Brown

My Commission Expires: June 9, 1994

Residing at: Eureka, Nevada

Notary Public in and for said state

Witness: Y. Brown

My Commission Expires: June 9, 1994

Residing at: Eureka, Nevada

Notary Public in and for said state

Witness: Y. Brown

My Commission Expires: June 9, 1994

Residing at: Eureka, Nevada

Notary Public in and for said state

Witness: Y. Brown

My Commission Expires: June 9, 1994

Residing at: Eureka, Nevada

Notary Public in and for said state

Witness: Y. Brown

My Commission Expires: June 9, 1994

Residing at: Eureka, Nevada

Notary Public in and for said state

Witness: Y. Brown

My Commission Expires: June 9, 1994

Residing at: Eureka, Nevada

Notary Public in and for said state

Witness: Y. Brown

My Commission Expires: June 9, 1994

Residing at: Eureka, Nevada

BOOK 245 PAGE 040

RECORDING REQUESTED BY AND
WHEN RECORDED, RETURN TO:
Homestake Mining Company
650 California Street, 10th Floor
San Francisco, CA 94108-2788
Attn: V. Flynn

QUITCLAIM DEED

HOMESTAKE MINING COMPANY OF CALIFORNIA, a California corporation having its principal place of business at 650 California Street, 10th Floor, San Francisco, California 94108-2788 ("Homestake") does hereby remise, release and quitclaim to ARTHUR AND ELIZABETH BIALE, husband and wife whose address is P. O. Box 480, Eureka, Nevada 89316 and ALBERT BIALE, a single man whose mailing address is P. O. Box 248, Eureka, Nevada 89316 (collectively "Biale"), and their successors and assigns forever to be held pursuant to the terms and conditions of that certain Mining Lease with Option to Purchase dated May 12, 1992, all of Homestake's right, title and interest, in and to those certain unpatented mining claims situate in Section 21, Township 19 North, Range 53 East, Eureka County, Nevada, more particularly described as follows:

Claim Name	Location Date	Book/Page	Recorded	Serial No.
HMC 2	JULY 23, 1992	238/159	661366	661366
HMC 5	JULY 01, 1992	238/165	661369	661369

IN WITNESS WHEREOF, Homestake has executed this deed as of _____, 1992.

HOMESTAKE MINING COMPANY
OF CALIFORNIA

BY:

Dennis B. Goldstein
Assistant Secretary

Albert Biale

Elizabeth Biale

Arthur Biale

AMENDED
EXHIBIT A

Mining Property

Unpatented lode mining claims located in Sections 16 and 21, Township 19 North, Range 53 East, Eureka County, Nevada, more particularly described as follows:

Claim Name	Location Date	Recording Book/Page	BIM Serial #
GOLD QUARTZ	Jul 01, 1945	K/358	72582
AMENDED GOLD QUARTZ NO. 1	Aug 12, 1945	K/382	72583
AMENDED GOLD QUARTZ NO. 2	May 01, 1955	L/202	72584
AMENDED HMC 2	Jul 23, 1992	238/159	661366
HMC 5	Jul 01, 1992	238/165	661369
MERIT	Sep 28, 1946	K/505	72581
AMENDED SWAN	Jul 21, 1953	238/327	72580
WEST	Jul 01, 1946	238/329	72585
AMENDED WEST EXTENSION	Jul 01, 1946	K/447	72591
AMENDED WEST NO. 1	Jul 01, 1946	238/333	72586
AMENDED WEST NO. 2	Jun 24, 1945	K/358	72587
AMENDED WEST NO. 3	Jul 23, 1992	238/315	661796
AMENDED WEST NO. 4	Jul 23, 1992	238/317	661797
WEST NO. 5	Jul 23, 1992	238/319	661798

BOOK 245 PAGE 039
 OFFICIAL RECORDS
 RECORDED AT THE REQUEST OF
 Homestake Mining Co
 93 FEB -4 P4:34
 EUREKA COUNTY, NEVADA
 M.N. REBALCATT, RECORDER
 FILE NO. 199412
 FEE \$ 8.00

BOOK 245 PAGE 042