

150215

RECORD AND RETURN TO:

Parcel, Mauro, Hultin & Spaanstra, P.C.
1801 California Street, Suite 3600
Denver, CO 80202
Attention: Scott M. Reed

DEED OF TRUST

WITH ASSIGNMENT OF RENTS

AND ROYALTIES

THIS DEED OF TRUST WITH ASSIGNMENT OF RENTS AND ROYALTIES ("Deed of Trust") is made as of the 31th day of December, 1993, among gold capital corporation, a Colorado corporation, herein called "Trustor" and whose address is 5525 Erindale Drive, Suite #201, Colorado Springs, Colorado 80918; First American Title Company of Nevada, a Nevada corporation, herein called "Trustee"; and Tonkin Springs Venture Limited Partnership, a Nevada limited partnership, herein called "Beneficiary", and whose address is 55 Madison, Suite 745, Denver, Colorado 80202.

W I T N E S S E T H :

That Trustor irrevocably grants, transfers, and assigns to Trustee in trust with power of sale and right of entry and possession, all right, title and interest which Trustor presently has or may hereafter acquire in and to that property in the County of Eureka, State of Nevada, (the "Property"), more particularly described in Exhibits TS-1 and TS-2 hereto, which is appended hereto and incorporated by reference herein and made a part hereof.

TOGETHER with all structures, improvements, water rights, tenements, hereditaments, and appurtenances thereunto now existing or hereafter belonging or appertaining, and the reversion and reversions, remainders and remainders, rents, royalties, issues and profits thereof; subject, however, to the right, power and authority of Beneficiary during any period of default hereunder and without waiver of such default to collection of said rents, royalties, issues and profits by any lawful means and to apply the same, less costs and expenses of collection, to any indebtedness secured thereby.

FOR THE PURPOSE OF SECURING:

1. Full and timely performance of each and every agreement, covenant, term and condition of Trustor contained herein and in that certain Security Agreement between Trustor and Beneficiary dated as of December 31, 1993, the form of which (without exhibits thereto) is appended hereto as Exhibit B, as it may hereafter be amended, and

2. Payment by Trustor of the full amount of the Secured Debt (as defined in the Security Agreement) and all other amounts which may be owing to Beneficiary under the Security Agreement, including without limitation all amounts owed by Trustor to Beneficiary under that certain promissory note dated December 31, 1993, in the principal amount of \$3,800,000.00.

Grantor hereby grants, conveys and confirms to the Trustee in trust with power of sale, the Property.

Upon any default, Beneficiary may at any time without notice, either in person, by agent or by a receiver to be appointed by a court, and without regard to the adequacy of any security for the indebtedness hereby secured, enter upon and take possession of the Property, in its own name for or otherwise collect such rents, issues and profits, including those past due and unpaid, and apply the same, less costs and expenses of operation and collection, including attorneys' fees, upon any indebtedness secured hereby, and in such order as Beneficiary may determine.

In the event of default:

1. Beneficiary shall execute or cause the Trustee to execute a written notice of such default and of Beneficiary's election to cause the Property to be sold to satisfy all agreements and obligations hereunder, and shall cause such notice to be recorded in the Office of the Recorder of each county wherein the Property or some part thereof is situated.

2. Notice of sale having been given as then required by law, and not less than the time then required by law having elapsed after recordation of such notice of default, Trustee, without demand on Trustor, shall sell the Property at the time and place of sale fixed by it in said Notice of Sale, whether as a whole or in separate parcels and in such order as it may determine, at public auction to the highest bidder for cash in lawful money of the United States of America, payable at time of sale.

3. Trustee may postpone sale of all or any portion of the Property by public announcement at such time and place of sale, and from time to time thereafter may postpone such sale by public announcement at the time fixed by the preceding postponement.

4. Trustee shall deliver to the purchaser its deed conveying the property so sold, but without any covenant or warranty, express or implied. The recitals in such deed of any matters of facts shall be conclusive proof of the truthfulness thereof.

5. Any person, including Trustor, Trustee or Beneficiary as therein defined, may purchase at such sale.

Trustee shall be under no obligation to notify any party hereto of any pending sale hereunder or of action or proceeding of any kind in which Trustor, Beneficiary and or Trustee shall be named as defendant, unless brought by Trustee.

The entering upon and taking possession of said property, the collection of such rents, royalties, issues and profits, and the application thereof as aforesaid, shall not cure or waive any default or notice of default hereunder or invalidate any act done pursuant to such notice.

To the extent not inconsistent herewith, the following covenants: Nos. 5, 6, 7 (reasonable), 8 and 9 of N.R.S. 107.030, are hereby adopted and made a part of this Deed of Trust.

Beneficiary may, from time to time, as provided by statute, or by a writing, signed and acknowledged by Beneficiary and recorded in the office of the county recorder of the county in which the property is situated, appoint another trustee in place and stead of Trustee, and thereupon, the Trustee named shall be discharged and trustee so appointed shall be substituted as Trustee hereunder with the same effect as if originally named Trustee herein.

The rights and remedies hereby granted shall be in addition to any rights or remedies granted by law. A violation of any of the covenants expressly set forth in this Deed of Trust shall have the same effect as the violation of any covenant adopted by reference.

This Deed of Trust applies to, inures to the benefit of, and binds all parties hereto, their heirs, legatees, devisees, administrators, executors, legal representatives, successors and assigns.

Trustee accepts these Trusts when this Deed of Trust, duly executed and acknowledged is made a public record as provided by law, reserving, however, unto the Trustee the right to resign from the duties and obligations imposed herein whenever he deems, at his sold discretion, it to be in the best interest of the Trustee by giving written notice to the Trustor and Beneficiary herein, their successors or assigns.

This Deed of Trust is irrevocable by the Trustor.

DATED: December 31, 1993.

GOLD CAPITAL CORPORATION

BY: Stephen G. Calandrella, President

ATTEST: [Signature]
Secretary

COPY

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COOPY



Notary Public in and for said State

Audith Foster

WITNESS MY HAND AND OFFICIAL SEAL.

On this 31 day of December, in the year 1993, before me, the undersigned, a Notary Public in and for said State, personally appeared Stephen G. Calandrella and RAYMOND E. McELHANEY, personally known to me (or proved to me on the basis of satisfactory evidence) to be the President and Secretary, respectively, of gold capital corporation, and acknowledged to me that the corporation executed it pursuant to its by-laws or a resolution of its board of directors.

STATE OF Colorado)
CITY AND COUNTY OF Chaparral)
ss.)

EXHIBIT JS-1

LIST OF PROPERTIES
(WITH QUALIFICATIONS)

1. List of TSVLP Claims: 317 Lode Claims (Claim Name, Location Date, County Recording Book/Page, BLM NMC Serial Number and subject to PEX Royalty. attached)
2. List of Campbell/Simpson Leased Claims: 136 Lode Claims (Claim Name, Location Date, County Recording Book/Page, BLM NMC Serial Number attached) retained in Tonkin Springs Project and subject to royalties.
3. Mining Lease and Amendments One through Eleven between Campbell/Simpson and Tonkin Springs Gold Mining Company with lease summary attached.
4. Notice to Campbell/Simpson of claims retained and released effective July 30, 1993.
5. List of TSVLP Claims: 59 Lode Claims, 4 Millsites (Claim Name, Location Date, County Recording Book/Page, BLM NMC Serial Number attached) not subject to any royalties.
6. List of Buffington "Joker" Claims: 10 Lode Claims (Claim Name, Location Date, County Recording Book/Page, BLM NMC Serial Number attached) and subject to royalties. Variances may exist of claim descriptions between location certificates and claim maps (attached) and actual claim boundaries in the field.
7. Map with Tonkin Springs Project Area of Interest outlined with legal description (by quarter section) attached.
8. Lode Claim Map Tonkin Springs: Map color coded showing appropriate claim groups (1, 2, 5 and 6 above). The map depicts "gaps" or open areas within the claim block which Homestake has indicated to us that such gaps do not exist in the field. (TSVLP does not know the reality of this situations).
9. Letters To: Members of the Tonkin Springs Venture Management Committee.
From: Margie Winsel (Homestake land person)
1) October 8, 1991
11) April 4, 1992
copies attached
10. Letter To: Lyle F. Campbell
Mr. & Mrs. Julian Simpson
Re: Tonkin Project, NV
1992 Assessment Filings

Date: January 27, 1992
copies attached

11. Series of information from Margie Winsel:

- i) Letter to Dave Reid, June 17, 1991
 - ii) Letter to Lyle Campbell, Julian & Ben Simpson, June 17, 1991
 - iii) Letter to Lyle Campbell, Julian & Ben Simpson, June 12, 1991
 - iv) Teletype Memorandum to Lyle Campbell, June 7, 1991
 - v) Summary report of the due-diligence investigation in August 1990. Conclusions & Recommendations pages 1-42.
- copies attached

12. Memo of David Reid, May 29, 1991, 3:00PM copies attached

13. Letters To: Lyle Campbell & Mr. & Mrs. Julian Simpson, May 22, 1992
From: Margie Winsel
copies attached

14. Letter To: Mersch Ward, Homestake, April 2, 1991
From: David Reid
copies attached

15. a) Deed and Agreement, Precambrian Royalty dated November 1, 1987 and claims covered by it. (Rob group of claims)

b) Deed and Agreement, Precambrian Royalty dated November 1, 1987 and claims covered by it. (Campbell group of claims)

c) Royalty Deed and Agreement, Precambrian Royalty effective January 1, 1992 and claims covered by it.

copies of above attached

16. Since Homestake Mining Company was a majority owner in the Partnership, exercised full control of the project affairs, and was project manager from February 13, 1991, until their withdrawal effective October 9, 1992, the Partnership is not in a position to represent as to activities of Homestake at the project during this period. The Monthly Reports and minutes of the periodic Partner's Quarterly Meetings are attached as follows to provide information to the Purchaser:

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Partner's Meeting Minutes-

March 29, 1991
 April 2, 1991
 July, 1991
 October 8, 1991
 January 14, 1992
 April 14, 1992
 July 7, 1992

Monthly Reports-

April, 1991
 May, 1991
 June, 1991
 July, 1991
 August, 1991
 September, 1991
 October, 1991
 November, 1991
 December, 1991
 January, 1992
 February, 1992
 March, 1992
 April, 1992
 May, 1992
 June, 1992

11. For the information of the purchase and as disclosed in the 1992 Annual Report on Form 10-SB to the Securities and Exchange Commission, under the terms of the Loan Settlement Agreement with French American Banking Corporation ("FABC") dated February 21, 1992, Tonkin Springs Gold Mining Company ("TSGMC") entered into an Agreement to Pay Distributions with FABC. Under the terms of this agreement, TSGMC is required to pay to FABC (i) the first \$30,000 of retained distributions, as defined in such agreement, received by TSGMC from TSVLP, plus (ii) an amount equal to 50% of such retained distributions after TSGMC has first received and retained \$500,000 of such retained distributions. This obligation to FABC shall terminate after FABC has been paid a total of \$2,030,000. Any obligations under this agreement is limited to and triggered by the distribution of cash or assets from TSVLP to TSGMC, which distributions are under effective control of TSGMC, as general partner of TSVLP. THIS AGREEMENT WITH FABC HAS NO IMPACT ON THE TRANSACTIONS CONTEMPLATED HEREIN BETWEEN TSVLP AND GCC AND IS LISTED HERE ONLY TO INSURE FULL AND COMPLETE DISCLOSURE TO GCC.

Exhibit TS-1, Item 1
List of TSVLP Claims with PEX Royalty

BIM	RECORDING	LOCATION DATE	CLAIM NAME
SERIAL #	BOOK/PAGE		Unpatented Lode Claims:
150581	80/300	Feb 23, 1980	ROB #55 AMENDED
150582	80/301	Feb 23, 1980	ROB #56 AMENDED
150583	80/302	Feb 23, 1980	ROB #57 AMENDED
150584	80/303	Feb 23, 1980	ROB #58 AMENDED
150585	80/304	Feb 23, 1980	ROB #59 AMENDED
150587	80/306	Feb 23, 1980	ROB #61 AMENDED
150589	80/308	Feb 23, 1980	ROB #63 AMENDED
150591	80/310	Feb 23, 1980	ROB #65 AMENDED
150593	80/312	Feb 23, 1980	ROB #67 AMENDED
150595	80/314	Feb 23, 1980	ROB #69 AMENDED
150597	80/316	Feb 23, 1980	ROB #71 AMENDED
150599	80/318	Feb 23, 1980	ROB #73 AMENDED
150601	80/320	Feb 23, 1980	ROB #75 AMENDED
150603	80/322	Feb 23, 1980	ROB #77 AMENDED
150605	80/324	Feb 23, 1980	ROB #79 AMENDED
150607	80/326	Feb 23, 1980	ROB #81 AMENDED
150609	80/328	Feb 23, 1980	ROB #83 AMENDED
150611	80/330	Feb 23, 1980	ROB #85 AMENDED
150613	80/332	Feb 22, 1980	ROB #109 AMENDED
150614	80/333	Feb 22, 1980	ROB #110 AMENDED
150615	80/334	Feb 22, 1980	ROB #111 AMENDED
150616	80/335	Feb 22, 1980	ROB #112 AMENDED
150651	80/370	Feb 22, 1980	ROB #147 AMENDED
150652	80/371	Feb 22, 1980	ROB #148 AMENDED

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BIM RECORDING SERIAL #

BOOK/PAGE

LOCATION DATE

CLAIM NAME

150653	80/372	Feb 22, 1980	ROB #149
150654	83/489	Feb 22, 1980	AMENDED
150654	80/373	Feb 22, 1980	ROB #150
150655	83/491	Feb 22, 1980	AMENDED
150655	80/374	Feb 22, 1980	ROB #151
150656	83/493	Feb 22, 1980	AMENDED
150656	80/375	Feb 22, 1980	ROB #152
150657	83/495	Feb 22, 1980	AMENDED
150657	80/376	Feb 22, 1980	ROB #153
150658	83/497	Feb 22, 1980	AMENDED
150658	80/377	Feb 22, 1980	ROB #154
150659	83/499	Feb 22, 1980	AMENDED
150660	80/378	Feb 22, 1980	ROB #155
150660	83/501	Feb 22, 1980	AMENDED
150661	80/379	Feb 22, 1980	ROB #156
150661	83/503	Feb 22, 1980	AMENDED
150662	80/380	Feb 22, 1980	ROB #157
150662	83/505	Feb 22, 1980	AMENDED
150663	80/381	Feb 22, 1980	ROB #158
150663	83/507	Feb 22, 1980	AMENDED
150664	80/382	Feb 22, 1980	ROB #159
150664	83/509	Feb 22, 1980	AMENDED
150665	80/383	Feb 22, 1980	ROB #160
150665	83/511	Feb 22, 1980	AMENDED
150666	80/384	Feb 22, 1980	ROB #161
150666	83/513	Feb 22, 1980	AMENDED
150667	80/385	Feb 22, 1980	ROB #162
150667	83/515	Feb 22, 1980	AMENDED
150668	80/386	Feb 22, 1980	ROB #163
150668	83/517	Feb 22, 1980	AMENDED
150669	80/387	Feb 22, 1980	ROB #164
150669	83/519	Feb 22, 1980	AMENDED
150670	80/388	Feb 22, 1980	ROB #165
150670	83/521	Feb 22, 1980	AMENDED
150671	80/389	Feb 22, 1980	ROB #166
150671	83/523	Feb 22, 1980	AMENDED
150672	80/390	Feb 22, 1980	ROB #167
150672	83/525	Feb 22, 1980	AMENDED
150673	80/391	Feb 22, 1980	ROB #168
150673	83/527	Feb 22, 1980	AMENDED
150674	80/392	Feb 22, 1980	ROB #169
150674	83/529	Feb 22, 1980	AMENDED
150675	80/393	Feb 22, 1980	ROB #170
150675	83/531	Feb 22, 1980	AMENDED
150676	80/394	Feb 22, 1980	ROB #172
150676	83/533	Feb 22, 1980	AMENDED
150677	80/395	Feb 18, 1980	ROB #183
150677	83/533	Feb 18, 1980	AMENDED

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ROB #149
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ROB #151
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ROB #152
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ROB #170
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ROB #172
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ROB #183
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BIM RECORDING

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SERIAL #

150677

80/396

83/535

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80/398

83/539

80/433

84/11

80/434

84/13

80/435

84/15

80/436

84/17

80/437

84/19

80/438

84/21

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84/23

80/440

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84/35

LOCATION DATE

Feb 18, 1980

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80/451

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80/452

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80/453

84/51

CLAIM NAME

ROB #184

AMENDED

ROB #185

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ROB #186

AMENDED

ROB #221

AMENDED

ROB #222

AMENDED

ROB #223

AMENDED

ROB #224

AMENDED

ROB #225

AMENDED

ROB #226

AMENDED

ROB #227

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ROB #228

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ROB #229

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ROB #230

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ROB #231

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ROB #232

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ROB #233

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ROB #234

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ROB #235

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ROB #236

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ROB #237

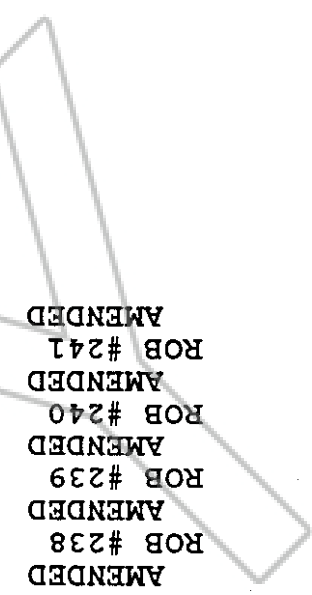
AMENDED

ROB #238

AMENDED

ROB #239

AMENDED



BLM SERIAL #

RECORDING BOOK/PAGE

LOCATION DATE

CLAIM NAME

BLM SERIAL #	RECORDING BOOK/PAGE	LOCATION DATE	CLAIM NAME
150735	80/454	Feb 17, 1980	ROB #242 AMENDED
150736	80/455	Feb 17, 1980	ROB #243 AMENDED
150737	80/456	Feb 17, 1980	ROB #244 AMENDED
150738	80/457	Feb 17, 1980	ROB #245 AMENDED
150739	80/458	Feb 17, 1980	ROB #246 AMENDED
150740	80/459	Feb 17, 1980	ROB #247 AMENDED
150741	80/460	Feb 17, 1980	ROB #248 AMENDED
150742	80/461	Feb 17, 1980	ROB #249 AMENDED
150743	80/462	Feb 17, 1980	ROB #250 AMENDED
150744	80/463	Feb 17, 1980	ROB #251 AMENDED
150745	80/464	Feb 17, 1980	ROB #252 AMENDED
150746	80/465	Feb 17, 1980	ROB #253 AMENDED
150747	80/466	Feb 17, 1980	ROB #254 AMENDED
150748	80/467	Feb 17, 1980	ROB #255 AMENDED
150749	80/468	Feb 17, 1980	ROB #256 AMENDED
150750	80/469	Feb 15, 1980	ROB #257 AMENDED
150751	80/470	Feb 15, 1980	ROB #258 AMENDED
150752	80/471	Feb 15, 1980	ROB #259 AMENDED
150753	80/472	Feb 15, 1980	ROB #260 AMENDED
150806	80/525	Feb 16, 1980	ROB #313 AMENDED
150807	80/526	Feb 16, 1980	ROB #314 AMENDED
150808	80/527	Feb 16, 1980	ROB #315 AMENDED
150809	80/528	Feb 16, 1980	ROB #316 AMENDED
150810	80/529	Feb 16, 1980	ROB #317 AMENDED

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RECORDING BOOK/PAGE

LOCATION DATE

CLAIM NAME

631303	224/480	Aug 08, 1991	ROBR 114
631304	224/482	Aug 08, 1991	ROBR 115
631305	224/484	Aug 08, 1991	ROBR 117
631306	224/486	Aug 08, 1991	ROBR 118
631307	224/488	Aug 08, 1991	ROBR 119
631308	224/490	Aug 08, 1991	ROBR 120
631309	224/492	Aug 08, 1991	ROBR 121
631310	224/494	Jul 25, 1991	ROBR 122
631311	224/496	Jul 25, 1991	ROBR 123
631312	224/498	Jul 26, 1991	ROBR 124
631313	224/500	Jul 26, 1991	ROBR 125
631314	224/502	Jul 26, 1991	ROBR 126
631315	224/504	Jul 26, 1991	ROBR 127
631316	224/506	Jul 26, 1991	ROBR 128
631317	224/508	Jul 26, 1991	ROBR 129
631318	224/510	Jul 26, 1991	ROBR 130
631319	224/512	Jul 26, 1991	ROBR 131
631320	224/514	Jul 25, 1991	ROBR 132
631321	224/516	Jul 25, 1991	ROBR 133
631322	224/518	Jul 25, 1991	ROBR 134
631323	224/520	Jul 25, 1991	ROBR 135
631324	224/522	Jul 25, 1991	ROBR 136
631325	224/524	Jul 25, 1991	ROBR 137
631326	224/526	Jul 25, 1991	ROBR 138
631327	224/528	Jul 25, 1991	ROBR 139
631328	224/530	Jul 25, 1991	ROBR 140
631329	224/532	Jul 25, 1991	ROBR 141
631330	224/534	Jul 26, 1991	ROBR 142
631331	224/536	Jul 26, 1991	ROBR 143
631332	224/538	Jul 26, 1991	ROBR 144
631333	224/540	Jul 26, 1991	ROBR 145
631334	224/542	Aug 09, 1991	ROBR 146
631335	224/544	Aug 09, 1991	ROBR 147
631336	224/546	Jul 12, 1991	ROBR 148
631337	224/548	Jul 12, 1991	ROBR 149
631338	224/550	Jul 12, 1991	ROBR 150
631339	224/552	Jul 12, 1991	ROBR 151
631340	224/554	Jul 12, 1991	ROBR 152
631341	224/556	Jul 12, 1991	ROBR 153
631342	224/558	Jul 12, 1991	ROBR 154
631343	224/560	Jul 12, 1991	ROBR 155
631344	224/562	Jul 12, 1991	ROBR 156
631345	224/564	Jul 12, 1991	ROBR 157
631346	224/566	Jul 12, 1991	ROBR 158
631347	224/568	Jul 12, 1991	ROBR 159
631348	224/570	Jul 12, 1991	ROBR 198
631349	224/572	Jul 12, 1991	ROBR 199
631350	224/574	Jul 12, 1991	ROBR 200
631351	224/576	Jul 12, 1991	ROBR 202

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BIM SERIAL #

RECORDING BOOK/PAGE

LOCATION DATE

CLAIM NAME

631352	224/578	JUL 12, 1991	ROBR 203
631353	224/580	JUL 12, 1991	ROBR 204
631354	224/582	JUL 12, 1991	ROBR 205
631355	224/584	JUL 12, 1991	ROBR 206
631356	224/586	JUL 12, 1991	ROBR 207
631357	224/588	JUL 12, 1991	ROBR 208
631358	224/590	JUL 13, 1991	ROBR 209
631359	224/592	JUL 13, 1991	ROBR 210
631360	224/594	JUL 13, 1991	ROBR 211
631361	224/596	JUL 13, 1991	ROBR 212
631362	224/598	JUL 13, 1991	ROBR 213
631363	224/600	JUL 13, 1991	ROBR 214
631364	225/1	JUL 13, 1991	ROBR 215
631365	225/3	JUL 13, 1991	ROBR 216
631366	225/5	JUL 13, 1991	ROBR 217
631367	225/7	JUL 13, 1991	ROBR 218
631368	225/9	AUG 09, 1991	ROBR 219
631369	225/11	AUG 09, 1991	ROBR 220
631370	225/13	JUL 01, 1991	ROBR 261
631371	225/15	JUL 01, 1991	ROBR 262
631372	225/17	JUL 01, 1991	ROBR 263
631373	225/19	JUL 01, 1991	ROBR 264
631374	225/21	JUL 01, 1991	ROBR 265
631375	225/23	JUL 01, 1991	ROBR 266
631376	225/25	JUL 01, 1991	ROBR 267
631377	225/27	JUL 01, 1991	ROBR 268
631378	225/29	JUL 01, 1991	ROBR 269
631379	225/31	JUL 01, 1991	ROBR 270
631380	225/33	JUL 01, 1991	ROBR 271
631381	225/35	JUL 01, 1991	ROBR 272
631382	225/37	JUL 01, 1991	ROBR 273
631383	225/39	JUL 01, 1991	ROBR 274
631384	225/41	JUL 01, 1991	ROBR 275
631385	225/43	JUL 01, 1991	ROBR 276
631386	225/45	JUL 01, 1991	ROBR 277
631387	225/47	JUL 01, 1991	ROBR 278
631388	225/49	JUL 01, 1991	ROBR 279
631389	225/51	JUL 01, 1991	ROBR 280
631390	225/53	JUL 01, 1991	ROBR 281
631391	225/55	JUL 01, 1991	ROBR 282
631392	225/57	JUL 01, 1991	ROBR 283
631393	225/59	JUL 01, 1991	ROBR 284
631394	225/61	JUL 01, 1991	ROBR 285
631395	225/63	JUL 01, 1991	ROBR 286
631396	225/65	JUL 02, 1991	ROBR 287
631397	225/67	JUL 02, 1991	ROBR 288
631398	225/69	JUL 02, 1991	ROBR 289
631399	225/71	JUL 02, 1991	ROBR 290
631400	225/73	AUG 08, 1991	ROBR 291

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CLAIM NAME

LOCATION DATE

CLAIM NAME	LOCATION DATE	BOOK/PAGE	SERIAL #
ROBR 364	Jun 26, 1991	225/133	631430
ROBR 365	Jun 25, 1991	225/135	631431
ROBR 366	Jun 25, 1991	225/137	631432
ROBR 367	Oct 06, 1991	228/413	636299
ROBR 368	Oct 06, 1991	228/415	636300
ROBR 369	Oct 06, 1991	228/417	636301
ROBR 370	Oct 06, 1991	228/419	636302
ROBR 371	Oct 06, 1991	228/421	636303
ROBR 372	Oct 06, 1991	228/423	636304
ROBR 373	Oct 06, 1991	228/425	636305
ROBR 374	Oct 06, 1991	228/427	636306
ROBR 375	Oct 06, 1991	228/429	636307
ROBR 376	Oct 06, 1991	228/431	636308
ROBR 400	Jun 28, 1991	225/139	631433
ROBR 401	Jun 28, 1991	225/141	631434
ROBR 402	Jun 28, 1991	225/143	631435
ROBR 403	Jun 28, 1991	225/145	631436
ROBR 404	Jun 16, 1991	225/147	631437
ROBR 405	Jun 16, 1991	225/149	631438
ROBR 406	Jun 16, 1991	225/151	631439
ROBR 407	Jun 16, 1991	225/153	631440
ROBR 408	Jun 16, 1991	225/155	631441
ROBR 409	Jun 16, 1991	225/157	631442
ROBR 1001	Jul 28, 1991	225/159	631443
ROBR 1002	Jul 28, 1991	225/161	631444
ROBR 1003	Jul 29, 1991	225/163	631445
ROBR 1004	Jul 29, 1991	225/165	631446
ROBR 1005	Jul 29, 1991	225/167	631447
ROBR 1006	Jul 29, 1991	225/169	631448
ROBR 1007	Oct 07, 1991	228/357	636267
ROBR 1008	Oct 07, 1991	228/359	636268
ROBR 1009	Oct 07, 1991	228/361	636269
ROBR 1010	Oct 07, 1991	228/363	636270
ROBR 1011	Oct 07, 1991	228/365	636271
ROBR 1012	Oct 18, 1991	228/433	636309
ROBR 1013	Oct 18, 1991	228/435	636310
ROBR 1014	Oct 18, 1991	228/437	636311
ROBR 1015	Oct 18, 1991	228/439	636312
ROBR 1016	Oct 18, 1991	228/441	636313
ROBR 1017	Oct 18, 1991	228/443	636314

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Exhibit TS-1, Item 2
 List of Campbell/Simpson
 Leased Claims with Royalties

CLAIM NAME LOCATION DATE Recording BOOK/PAGE BLM SERIAL #

CLAIM NAME	LOCATION DATE	Recording BOOK/PAGE	BLM SERIAL #
EFF NO. 1	Oct 02, 1991	228/445	636315
EFF NO. 2	Oct 02, 1991	228/447	636316
EFF NO. 3	Sep 20, 1991	228/449	636317
N #39	Sep 22, 1991	228/451	636318
N #40	Sep 22, 1991	228/453	636319
N #41	Sep 22, 1991	228/455	636320
N #51	Sep 22, 1991	228/459	636322
O #27	Sep 19, 1991	228/465	636325
O #28	Sep 19, 1991	228/467	636326
O #29	Sep 19, 1991	228/469	636327
O #30	Sep 19, 1991	228/471	636328
O #31	Sep 19, 1991	228/473	636329
O #32	Sep 19, 1991	228/475	636330
O #33	Sep 19, 1991	228/477	636331
O #34	Sep 19, 1991	228/479	636332
O #35	Sep 18, 1991	228/481	636333
O #39	Sep 22, 1991	228/483	636334
O #40	Sep 22, 1991	228/485	636335
O #41	Sep 22, 1991	228/487	636336
O #51	Sep 22, 1991	228/491	636338
O #52	Sep 22, 1991	228/493	636339
P #27	Sep 19, 1991	228/497	636341
P #28	Sep 19, 1991	228/499	636342
P #29	Sep 19, 1991	228/501	636343
P #30	Sep 19, 1991	228/503	636344
P #31	Sep 19, 1991	228/505	636345
P #32	Sep 19, 1991	228/507	636346
P #33	Sep 19, 1991	228/509	636347
P #34	Sep 19, 1991	228/511	636348
P #35	Sep 18, 1991	228/513	636349
P #36	Sep 18, 1991	228/515	636350
P #37	Sep 18, 1991	228/517	636351
P #38	Sep 18, 1991	228/519	636352
P #39	Sep 18, 1991	228/521	636353
P #40	Sep 18, 1991	228/523	636354
P #41	Sep 18, 1991	228/525	636355
P #42	Sep 19, 1991	228/527	636356
P #43	Sep 19, 1991	228/529	636357
P #44	Sep 19, 1991	228/531	636358
P #45	Sep 19, 1991	228/533	636359
PAT #1	Sep 22, 1991	228/543	636364
PAT #2	Sep 22, 1991	228/545	636365
PAT #11	Sep 22, 1991	228/563	636374
PAT #12	Sep 22, 1991	228/565	636375
PAT #13	Sep 22, 1991	228/567	636376

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List of Campbell/Simpson
Leased Claims with Royalties

CLAIM NAME	LOCATION DATE	Recording BOOK/PAGE	BIM SERIAL #
PAT #14	Sep 22, 1991	228/569	636377
PAT #15	Sep 22, 1991	228/571	636378
PAT #16	Sep 22, 1991	228/573	636379
Q #27	Oct 02, 1991	228/575	636380
Q #34	Sep 19, 1991	228/577	636381
Q #35	Sep 20, 1991	228/579	636382
Q #36	Sep 20, 1991	228/581	636383
Q #37	Sep 20, 1991	228/583	636384
Q #38	Sep 20, 1991	228/585	636385
Q #39	Sep 20, 1991	228/587	636386
Q #40	Sep 20, 1991	228/589	636387
Q #41	Sep 20, 1991	228/591	636388
Q #42	Sep 19, 1991	228/593	636389
Q #43	Sep 19, 1991	228/595	636390
Q #44	Sep 19, 1991	228/597	636391
Q #45	Sep 19, 1991	228/599	636392
R #41	Sep 20, 1991	228/609	636397
R #42	Sep 19, 1991	228/611	636398
R #43	Sep 19, 1991	228/613	636399
R #44	Sep 19, 1991	228/615	636400
R #45	Sep 19, 1991	228/617	636401
R #48	Sep 23, 1991	229/1	636404
R #49	Sep 23, 1991	229/3	636405
S #41	Sep 20, 1991	229/5	636406
S #42	Sep 19, 1991	229/7	636407
S #43	Sep 19, 1991	229/9	636408
S #44	Sep 19, 1991	229/11	636409
S #49	Sep 23, 1991	229/3	636405
S #101	Sep 20, 1991	229/23	636415
S #102	Sep 20, 1991	229/25	636416
S #103	Sep 21, 1991	229/27	636417
S #104	Sep 21, 1991	229/29	636418
S #105	Sep 21, 1991	229/31	636419
S #106	Sep 21, 1991	229/33	636420
S #107	Sep 21, 1991	229/35	636421
S #108	Sep 21, 1991	229/37	636422
S #109	Sep 21, 1991	229/39	636423
S #110	Sep 21, 1991	229/41	636424
S #111	Sep 21, 1991	229/43	636425
SUMMER #2	Sep 20, 1991	229/45	636426
SUMMER #3	Sep 20, 1991	229/47	636427
SUMMER #4	Sep 20, 1991	229/49	636428
SUMMER #5	Sep 20, 1991	229/51	636429
SUMMER #7	Sep 20, 1991	229/53	636430
SUMMER #8	Sep 20, 1991	229/55	636431
SUMMER #9	Sep 20, 1991	229/57	636432

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List of Campbell/Simpson
Leased Claims with Royalties

CLAIM NAME	LOCATION DATE	Recording	BIM
SUMMER #10	Sep 20, 1991	229/59	636433
SUMMER #17	Sep 20, 1991	229/69	636438
SUMMER #18	Sep 20, 1991	229/71	636439
TSG #22	Feb 25, 1986	143/373	365062
TSG #23	Feb 25, 1986	143/374	365063
TSG #24	Feb 25, 1986	143/375	365064
TSG #25	Feb 25, 1986	143/376	365065
TSG #27 E	Sep 18, 1991	229/73	636440
TSG #28 E	Sep 18, 1991	229/75	636441
TSG #29 E	Sep 18, 1991	229/77	636442
TSG #30 E	Sep 18, 1991	229/79	636443
TSG #31 E	Sep 18, 1991	229/81	636444
TSG #32 E	Sep 18, 1991	229/83	636445
TSG #33	Sep 18, 1991	229/85	636446
TSG #34	Sep 18, 1991	229/87	636447
TSG #35	Sep 18, 1991	229/89	636448
TSG #55	Mar 09, 1986	143/406	365095
TSG #62	Mar 09, 1986	143/413	365102
TSG #63	Mar 09, 1986	143/414	365103
TSG #64	Mar 09, 1986	143/415	365104
TSG #65	Mar 09, 1986	143/416	365105
TSG #77	Mar 10, 1986	143/428	365117
TSG #78	Mar 10, 1986	143/429	365118
TSG #79	Mar 10, 1986	143/430	365119
TSG #80	Mar 10, 1986	143/431	365120
TSG #158	Sep 21, 1991	229/95	636277
TSG #159	Sep 21, 1991	229/97	636278
TSG #165	Mar 22, 1986	143/516	365205
TSG #166	Mar 22, 1986	143/517	365206
TSG #304	Mar 07, 1988	174/426	468704
TSG #454	Feb 13, 1988	174/576	468854
TSG #455	Feb 13, 1988	174/577	468855
TSG #479	Feb 11, 1988	175/001	468879
TSG #480	Feb 09, 1988	175/002	468880
TSG #675	Mar 22, 1988	175/514	470688
TSG #676	Mar 22, 1988	175/515	470689
TSG #697	Mar 21, 1988	175/536	470710
U #35	Sep 20, 1991	229/99	636449
U #36	Sep 20, 1991	229/101	636450
V #36	Sep 23, 1991	229/113	636456
W #36	Dec 26, 1978	69/118	51868
X #73	Nov 23, 1978	68/407	48941
X #119	May 01, 1979	71/187	72916
X #125	May 01, 1979	71/189	72918
X #131	May 01, 1979	71/191	72920

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Exhibit TS-1, Item 5
List of Claims Not Subject to Any Royalties

BIM RECORDING BOOK/PAGE LOCATION DATE CLAIM NAME

BIM	RECORDING	BOOK/PAGE	LOCATION DATE	CLAIM NAME
636272	228/367	174/339	Sep 21, 1991	TSG #153
636273	228/369	174/337	Sep 21, 1991	TSG #154
636274	228/371	174/335	Sep 21, 1991	TSG #155
636275	229/91	174/334	Sep 21, 1991	TSG #156
636276	229/93	174/333	Sep 21, 1991	TSG #157
365200	143/511	174/332	Mar 22, 1986	TSG #160
365201	143/512	174/331	Mar 22, 1986	TSG #161
365202	143/513	174/330	Mar 22, 1986	TSG #162
365203	143/514	174/329	Mar 22, 1986	TSG #163
365204	143/515	174/328	Mar 22, 1986	TSG #164
365106	143/417	174/327	Mar 22, 1986	TSG #66
365121	143/432	174/326	Mar 22, 1986	TSG #81
365136	143/447	174/325	Mar 22, 1986	TSG #96
365137	143/448	174/324	Mar 22, 1986	TSG #97
365138	143/449	174/323	Mar 22, 1986	TSG #98
365153	143/464	174/322	Mar 22, 1986	TSG #113
365154	143/465	174/321	Mar 22, 1986	TSG #114
365155	143/466	174/320	Mar 22, 1986	TSG #115
365170	143/481	174/319	Mar 22, 1986	TSG #130
365171	143/482	174/318	Mar 22, 1986	TSG #131
365172	143/483	174/317	Mar 22, 1986	TSG #132
371733	145/496	174/316	Mar 22, 1986	TSG #167
371734	145/497	174/315	Mar 22, 1986	TSG #168
371735	145/498	174/314	Mar 22, 1986	TSG #169
371736	145/499	174/313	Mar 22, 1986	TSG #170
470642	175/468	174/312	Mar 26, 1988	TSG #629
470643	175/469	174/311	Mar 26, 1988	TSG #630
470644	175/470	174/310	Mar 26, 1988	TSG #631
470645	175/471	174/309	Mar 26, 1988	TSG #632
470646	175/472	174/308	Mar 26, 1988	TSG #633
470647	175/473	174/307	Mar 26, 1988	TSG #634
470648	175/474	174/306	Mar 26, 1988	TSG #635
470649	175/475	174/305	Mar 26, 1988	TSG #636
470650	175/476	174/304	Mar 26, 1988	TSG #637
470651	175/477	174/303	Mar 26, 1988	TSG #638
470652	175/478	174/302	Mar 26, 1988	TSG #639
470653	175/479	174/301	Mar 26, 1988	TSG #640
468608	174/330	174/300	Jan 16, 1988	TSG #208
468609	174/331	174/299	Jan 16, 1988	TSG #209
468610	174/332	174/298	Jan 16, 1988	TSG #210
468611	174/333	174/297	Jan 16, 1988	TSG #211
468612	174/334	174/296	Jan 16, 1988	TSG #212
468613	174/335	174/295	Jan 16, 1988	TSG #213
468614	174/336	174/294	Jan 16, 1988	TSG #214
468615	174/337	174/293	Jan 16, 1988	TSG #215
468616	174/338	174/292	Jan 16, 1988	TSG #216
468617	174/339	174/291	Jan 16, 1988	TSG #217

CLAIM NAME	LOCATION DATE	BOOK/PAGE	SERIAL #
TSG #218	Jan 16, 1988	174/340	468618
TSG #219	Jan 16, 1988	174/341	468619
TSG #220	Jan 16, 1988	174/342	468620
TSG #221	Jan 16, 1988	174/343	468621
TSG #222	Jan 14, 1988	174/344	468622
TSG #223	Jan 14, 1988	174/345	468623
TSG #224	Jan 15, 1988	174/346	468624
TSG #225	Jan 15, 1988	174/347	468625
TSG #226	Jan 15, 1988	174/348	468626
TSG #227	Jan 15, 1988	174/349	468627
TSG #233	Mar 05, 1988	174/355	468633
TSG #234	Mar 05, 1988	174/356	468634
TSG #235	Mar 05, 1988	174/357	468635
TSG #236	Mar 05, 1988	174/358	468636
TSG #237	Mar 05, 1988	174/359	468637
TSG #238	Mar 05, 1988	174/359	468637
TSG #239	Mar 05, 1988	174/360	468638
TSG #240	Mar 05, 1988	174/361	468639
TSG #241	Jan 28, 1988	174/362	468640
TSG #242	Jan 28, 1988	174/363	468641
TSG #243	Jan 28, 1988	174/364	468642
TSG #244	Jan 28, 1988	174/365	468643
TSG #245	Jan 28, 1988	174/366	468644
TSG #246	Jan 28, 1988	174/367	468645
TSG #247	Jan 28, 1988	174/368	468646
TSG #248	Jan 28, 1988	174/369	468647
TSG #249	Jan 28, 1988	174/370	468648
TSG #250	Jan 28, 1988	174/371	468649
TSG #251	Jan 28, 1988	174/372	468650
TSG #252	Jan 18, 1988	174/373	468651
TSG #253	Jan 18, 1988	174/374	468652
TSG #254	Jan 17, 1988	174/375	468653
TSG #255	Jan 17, 1988	174/376	468654
TSG #256	Jan 17, 1988	174/377	468655
TSG #257	Jan 17, 1988	174/378	468656
TSG #258	Jan 17, 1988	174/379	468657
TSG #259	Jan 15, 1988	174/380	468658
TSG #265	Jan 15, 1988	174/381	468659
TSG #266	Feb 24, 1988	174/387	468665
TSG #267	Feb 24, 1988	174/388	468666
TSG #268	Feb 24, 1988	174/389	468667
TSG #269	Feb 24, 1988	174/390	468668
TSG #270	Feb 24, 1988	174/391	468669
TSG #271	Feb 24, 1988	174/392	468670
TSG #272	Feb 24, 1988	174/393	468671
TSG #273	Feb 24, 1988	174/394	468672
TSG #273	Feb 24, 1988	174/395	468673

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RECORDING
BIM

SERIAL #

LOCATION DATE

BOOK/PAGE

CLAIM NAME

CLAIM NAME	LOCATION DATE	BOOK/PAGE	SERIAL #
TSG #736	Dec 20, 1989	206/403	584901
TSG #737	Dec 14, 1989	206/405	584902
TSG #738	Dec 14, 1989	206/404	584903
TSG #12	Mar 23, 1986	143/363	365052
TSG #13	Mar 23, 1986	143/364	365053
TSG #14	Mar 23, 1986	143/365	365054
TSG #15	Mar 23, 1986	143/366	365055
TSG #16	Feb 25, 1986	143/367	365056
TSG #17	Feb 25, 1986	143/368	365057
TSG #18	Feb 25, 1986	143/369	365058
TSG #19	Feb 25, 1986	143/370	365059
TSG #36	Mar 08, 1986	143/387	365076
TSG #37	Mar 08, 1986	143/388	365077
TSG #38	Mar 08, 1986	143/389	365078
TSG #39	Mar 08, 1986	143/390	365079
TSG #40	Mar 08, 1986	143/391	365080
TSG #41	Mar 09, 1986	143/392	365081
TSG #42	Mar 09, 1986	143/393	365082
TSG #43	Mar 09, 1986	143/394	365083
TSG #44	Mar 09, 1986	143/395	365084
TSG #45	Mar 09, 1986	143/396	365085
ICE 179		170/308	453975
ICE 181		170/310	453977
ICE 202		170/331	453998
ICE 204		170/333	454000
Milites:			
DEN 29	Oct 20, 1991	228/326	636221
DEN 36	Oct 20, 1991	228/333	636228
DEN 43	Oct 20, 1991	228/340	636235
DEN 49	Oct 20, 1991	228/346	636241

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List of Buttington "Joker" Claims Subject to Royalties

CLAIM NAME	LOCATION DATE	RECORDING BOOK/PAGE	SERIAL #
BIG JOKER 1	Aug 20, 1978	65/496	29558
LITTLE JOKER #1	Aug 20, 1978	65/391	28479
LITTLE JOKER #2	Aug 20, 1978	65/392	28480
LITTLE JOKER #3	Aug 20, 1978	65/393	28481
LITTLE JOKER #4	Aug 20, 1978	65/394	28482
LITTLE JOKER #5	Aug 20, 1978	65/395	28483
LITTLE JOKER #6	Oct 11, 1978	66/552	39052
LITTLE JOKER #7	Oct 11, 1978	66/553	39053
LITTLE JOKER #8	Oct 11, 1978	66/554	39054
LITTLE JOKER #9	Oct 11, 1978	66/555	39055

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 OFFICIAL RECORDS
 RECORDED AT THE REQUEST OF
 Tappson & Lee
 94 JAN 27 P2:20

EUREKA COUNTY, NEVADA
 M.N. REBAL EATH. RECORDER
 FILE NO. FEE \$ 3/100

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