

THIS MEMORANDUM, dated as of the 28th day of January, 1994, discloses of record that for the term and on the terms and conditions of that certain Option to Purchase Agreement dated October 29, 1993 whereby RUBICON RESOURCES INC., referred to as "Optionor" granted, and does hereby grant an exclusive Option to Purchase, for good and valuable consideration, to CANDELA RESOURCES LTD., referred to as "Optionee", those certain unpatented mining claims generally located in Eureka County, Nevada, more particularly described in Exhibit A attached hereto and made a part hereof.

The Optionee, under the terms of the Option to Purchase Agreement, shall have the exclusive right to enter upon the property for mining, milling and related purposes and may erect and maintain buildings thereof, and such use is to continue through the term of the Option to Purchase Agreement without further consideration, except as set forth in said Option to Purchase Agreement.

All of the terms and conditions of the Option to Purchase Agreement are incorporated herein and made a part hereof as if set forth in full, and the consideration for such is recited therein.

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A copy of the complete Option to Purchase Agreement shall be available for inspection by interested and qualified persons at the offices of Rubicon's counsel:

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands as of the day and year first above written.

OPTIONOR:

*David R. Shindler*

*President, Rubicon Resources*

OPTIONEE:

BY: *[Signature]*

TITLE: President, Candela Resources Ltd.

BY: *[Signature]*

TITLE: Director, Candela Resources Ltd.

/JM

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SCHEDULE "A"

Description of property

G.V. CLAIMS 1 - 80

Section 1 T.24N, R48E MDBM  
Sections 24, 25, 36 T.25N  
R48E MDBM, Eureka County, Nevada  
Located 7/30/93 - 7/31/93  
Expiry date 8/31/94  
Tie: The S.E. corner of GV 51  
is located at the SE corner of  
section 36, T25N, R48E, MDBM.

151017  
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EUREKA COUNTY, NEVADA  
M.N. REBALANCE RECORDER  
FILE NO. FEE \$900

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OFFICIAL RECORDS  
RECORDED AT THE REQUEST OF  
*Krubicon Resources*  
94 MAR - 3 18:26

