

**MEMORANDUM OF OPTION TO PURCHASE AGREEMENT**

**151018**

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 August 20, 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 ROCKET 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.

This option shall expire on December 31st, 1995. 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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/JM

TITLE: Director, Rocket Resources Ltd.

BY: *[Signature]*

TITLE: President, Rocket Resources Ltd.

BY: *[Signature]*

OPTIONEE:

*[Signature]*  
President, Rubicon Resources Inc.

*[Signature]*

OPTIONOR:

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

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:

SCHEDULE "A"

Description of Property

GT 1 - GT 66 Lode Mining Claims (total of 66 claims)

ALL CLAIMS ARE LOCATED IN T25N R48E MOUNT DIABLO BASE & MERIDIAN, EUREKA COUNTY, NEVADA, USA

- GT 1 - NW1/4 SEC 3, NE1/4 SEC 4
- GT 2 - W1/2 SEC 3, E1/2 SEC 4
- GT 3 - NW1/4 SEC 3
- GT 4 - W1/2 SEC 3
- GT 5 - NW1/4 SEC 3
- GT 6 - W1/2 SEC 3
- GT 7 - NW1/4 SEC 3
- GT 8 - W1/2 SEC 3
- GT 9 - NW1/4 SEC 3
- GT 10 - W1/2 SEC 3
- GT 11 - N1/2 SEC 3
- GT 12 - ALL 1/4 SEC 3
- GT 13 - NE1/4 SEC 3
- GT 14 - E1/2 SEC 3
- GT 15 - NE1/4 SEC 3
- GT 16 - E1/2 SEC 3
- GT 17 - NE1/4 SEC 3
- GT 18 - E1/2 SEC 3
- GT 19 - NE1/4 SEC 3, NW1/4 SEC 2
- GT 20 - E1/2 SEC 3, W1/2 SEC 2
- GT 21 - NW1/4 SEC 2
- GT 22 - W1/2 SEC 2
- GT 23 - NW1/4 SEC 2
- GT 24 - W1/2 SEC 2
- GT 25 - NW1/4 SEC 2
- GT 26 - W1/2 SEC 2
- GT 27 - N1/2 SEC 2
- GT 28 - ALL 1/4 SEC 2
- GT 29 - NE1/4 SEC 2
- GT 30 - E1/2 SEC 2
- GT 31 - NE1/4 SEC 2
- GT 32 - E1/2 SEC 2
- GT 33 - NE1/4 SEC 2
- GT 34 - E1/2 SEC 2
- GT 35 - NE1/4 SEC 2
- GT 36 - E1/2 SEC 2
- GT 37 - SW1/4 SEC 1
- GT 38 - SW1/4 SEC 1, NW1/4 SEC 12
- GT 39 - SW1/4 SEC 1
- GT 40 - SW1/4 SEC 1, NW1/4 SEC 12
- GT 41 - SE1/4 SEC 2
- GT 42 - SE1/4 SEC 2, NE1/4 SEC 11
- GT 43 - SE1/4 SEC 2
- GT 44 - SE1/4 SEC 2, NE1/4 SEC 11
- GT 45 - SE1/4 SEC 2
- GT 46 - SE1/4 SEC 2, NE1/4 SEC 11
- GT 47 - SE1/4 SEC 2
- GT 48 - SE1/4 SEC 2, NE1/4 SEC 11
- GT 49 - S1/2 SEC 2
- GT 50 - S1/2 SEC 2, N1/2 SEC 11
- GT 51 - SW1/4 SEC 2
- GT 52 - SW1/4 SEC 2, NW1/4 SEC 11
- GT 53 - SW1/4 SEC 2

GT 64 - SW1/4 SEC 2, NW1/4 SEC 11  
 GT 55 - SW1/4 SEC 2, NW1/4 SEC 11  
 GT 56 - SW1/4 SEC 2, NW1/4 SEC 11  
 GT 57 - SW1/4 SEC 2, SE1/4 SEC 3  
 GT 58 - SW1/4 SEC 2, SE1/3 SEC 3, NE1/4 SEC 10, NW1/4 SEC 11  
 GT 59 - SE1/4 SEC 3  
 GT 60 - SE1/4 SEC 3, NE1/4 SEC 10  
 GT 61 - SE1/4 SEC 3  
 GT 62 - SE1/4 SEC 3, NE1/4 SEC 10  
 GT 63 - SE1/4 SEC 3  
 GT 64 - SE1/4 SEC 3, NE1/4 SEC 10  
 GT 65 - S1/2 SEC 3  
 GT 66 - S1/2 SEC 3, N1/2 SEC 10

COPY

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 OFFICIAL RECORDS  
 RECORDED AT THE REQUEST OF  
*Subcom Resources*  
 94 MAR -3 A8:26  
 EUREKA COUNTY, NEVADA  
 M.N. REBALANCE RECORDER  
 FILE NO. 151018  
 FEE \$ 100-

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