

CORRECTED ASSIGNMENT OF INTEREST

W. S. Gray & Co., Inc.
333 Greenwich Avenue
Greenwich, CT 06830

a Delaware Corporation Party of the First Part-Grantor

and

International Metals & Energy Corp.
1585 NW Emperor Drive
Corvallis, OR 97330

a Utah Corporation Party of the Second Part-Grantee

do hereby stipulate and agree as follows:

1. Grantor owns a certain "sales interest" as specifically identified in the Official Records of Eureka County, Nevada under No. 13207 in Book 209, Pages 405-413, No. 140248 in Book 232, Pages 516-522, and No. 139041 in Book 230, Pages 92-97, such interest being 6% of 20% in said rights identified in the above listed recordings.

2. In consideration of the sum of ten dollars (\$10.00) and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor does hereby give, grant, assign, transfer and convey unto Grantee, its successors and assigns, such "sales interest" of 6% of 20%, to have and to hold forever.

3. This assignment is made and accepted without covenants of warranty whatsoever, and replaces the assignment recorded in Eureka County, Nevada, under No. 146109, in Book 249, Page 573 on August 16, 1993.

Executed this 11th day of April, 1994.

W. S. Gray & Co., Inc.
333 Greenwich Avenue
Greenwich, CT 06830
by *William A. Gray*
President.



State of Connecticut)
County of Fairfield)

On this 11th day of April, 1994, personally appeared before me, William S. Gray, Notary Public, who, being by me duly sworn did say that he is the President of W. S. Gray & Co., Inc. and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said resolution is as follows: acknowledged to me that said corporation executed the same.

My Commission expires: May 31 1998

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Notary Public



Residing at: Greenwich, CT



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OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
International Metals
94 APR 29 P 3:09

EUREKA COUNTY, NEVADA
M.M. REBALZANTI, RECORDER
FILE NO. 152512
FEE \$8.00

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152512

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