

SPECIAL WARRANTY DEED AND ASSIGNMENT

THIS SPECIAL WARRANTY DEED AND ASSIGNMENT, made effective August 17, 1994, is from HIGH DESERT MINERAL RESOURCES OF NEVADA, INC., a Nevada corporation ("High Desert"), whose address is P.O. Box 2008, Elko, Nevada 89801, and NEWMONT GOLD COMPANY, a Delaware corporation ("Newmont"), whose address is 1700 Lincoln Street, Denver, Colorado 80203 (High Desert and Newmont are collectively referred to herein as "Grantors"), to Newmont ("Grantee").

Recitals

High Desert and Newmont are parties to the Newmont Gold and High Desert Venture Agreement dated as of December 23, 1991 (the "Venture Agreement"), a memorandum of which is recorded in Book 230 at Pages 487-500 of the records of Eureka County, Nevada.

Pursuant to Special Warranty Deed dated as of December 23, 1991, a copy of which is recorded in Book 230 (Official Records) at Pages 453-62 of the records of Eureka County, Nevada, High Desert granted and assigned to Newmont an undivided 60% interest in, among other properties, the HD unpatented mining claims described in Exhibit A hereto (such claims, including any additional interest in such claims acquired pursuant to the judgment dated March 21, 1994, entered in the action styled High Desert Mineral Resources of Nevada, Inc. and Newmont Gold Company v. G.R. Adams, et al., in the Seventh Judicial District of the State of Nevada, in and for the county of Eureka, a copy of which is recorded in Book 266 (Official Records) at Pages 584-605 of the records of Eureka County, Nevada, are herein referred to as the "HD Claims"), effective prior to and subject to Newmont's contribution of such interest to the Venture Agreement.

Pursuant to the Venture Agreement, High Desert contributed its undivided 40% interest, and Newmont contributed its undivided 60% interest, in the HD Claims to the purposes of the Venture Agreement.

Pursuant to an amendment of even date to the Venture Agreement (the "First Amendment"), grantors desire to grant and assign to grantee the entire right, title and interest in and to the HD claims insofar, and only insofar, as the HD claims include land that is outside of the Area 1 Area of Interest described in Exhibit B hereto (such portions of the HD claims outside of the Area 1 Area of Interest are herein referred to as the "HD Non-Venture Interests"), free and clear of the Venture Agreement.

Special Warranty Deed and Assignment

In consideration of the execution and delivery by the parties of the First Amendment and other good and valuable consideration, grantors hereby grant and assign to grantee the HD Non-Venture Interests.

TO HAVE AND TO HOLD the HD Non-Venture Interests, together with all appurtenances thereto, unto grantee, and its successors and assigns forever, free and clear of the Venture Agreement. It is the intent of grantor and grantee that this Special Warranty Deed and Assignment be given effect prior to giving effect to the First Amendment.

THIS SPECIAL WARRANTY DEED AND ASSIGNMENT IS MADE

WITHOUT REPRESENTATION OR WARRANTY OF ANY KIND, EXPRESS, IMPLIED OR STATUTORY, except that High Desert, for itself and its successors and assigns, warrants to and agrees with grantee, its successors and assigns, that the undivided interest in the HD Non-Venture Interests granted and assigned herein by High Desert is free and clear of all claims, liens, security interests, burdens, and encumbrances, of any kind or nature, created by, through or under High Desert, and High Desert shall warrant and forever defend the title of grantee, its successors and assigns, to such interest in the

HD Non-Venture Interests against all persons now or hereafter claiming an interest therein by, through or under High Desert.

GRANTORS:

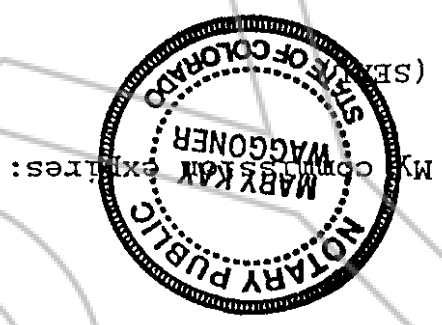
HIGH DESERT MINERAL RESOURCES
OF NEVADA, INC., a Nevada
corporation

By: Ronald Halavais
Ronald Halavais
Chief Executive Officer
Date Executed: August 17, 1994

By: P. Lee Halavais
P. Lee Halavais
Vice President
Date Executed: August 17, 1994

NEWMONT GOLD COMPANY,
a Delaware corporation
By: Graham M. Clark, Jr.
Graham M. Clark, Jr.
Senior Vice-President
and General Counsel
Date Executed: August 16, 1994

Dep. 24, 1995
Mary Kay Waggoner
Notary Public

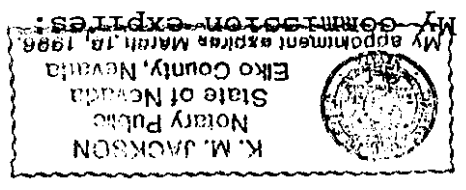


On this 16th day of August, 1994, before me the undersigned, a notary public in the City and County of Denver in the State of Colorado duly commissioned and sworn, personally appeared Graham M. Clark, Jr., known or proved to me to be the person who executed the above Special Warranty Deed and Assignment, in his capacity as Senior Vice President of Newmont Gold Company, a Delaware corporation, on behalf of said corporation.

STATE OF COLORADO
CITY AND COUNTY OF DENVER
)
) ss.
)

(SEAL)

Witnessed 18, 1996
Kim Jackson
Notary Public



On this 17th day of August, 1994, before me the undersigned, a notary public in the County of Elko in the State of Nevada duly commissioned and sworn, personally appeared Ronald Halavais and P. Lee Halavais, known or proved to me to be the persons who executed the above Special Warranty Deed and Assignment, in their respective capacities as Chief Executive Officer and Vice President of High Desert Mineral Resources of Nevada, Inc., a Nevada corporation, on behalf of said corporation.

STATE OF NEVADA
COUNTY OF ELKO
)
) ss.
)

Exhibit A
to
Special Warranty Deed and Assignment
from
High Desert Mineral Resources of Nevada, Inc.
and
Newmont Gold Company
to
Newmont Gold Company

HD CLAIMS

The following unpatented mining claims and all amended locations, amended and additional locations and relocations thereof, located in Sections 11 and 12, Township 35 North, Range 50 East, and Section 18, Township 35 North, Range 51 East, of the M.D.B. & M., Eureka County, Nevada.

Claim	Location Certificate	Recording Data	BIM Serial Number(s)
HD 1	229	532	638603
HD 2	229	533	638604
HD 3	229	534	638605
HD 4	229	535	638606
HD 5	229	536	638607
HD 6	229	537	638608
HD 7	229	538	638609
HD 8	229	539	638610
HD 9	229	540	638611
HD 10	229	541	638612
HD 11	229	542	638613
HD 12	229	543	638614
HD 13	229	544	638615
HD 14	229	545	638616
HD 15	229	546	638617
HD 16	229	547	638618
HD 17	229	548	638619
HD 18	229	549	638620
HD 19	229	550	638621
HD 20	229	551	638622
HD 21	229	552	638623
HD 22	229	553	638624
HD 26	229	554	638625

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Exhibit B
to
Special Warranty Deed and Assignment
from
High Desert Mineral Resources of Nevada, Inc.
and
Newmont Gold Company
to
Newmont Gold Company

The Area 1 Area of Interest
Boundary Description

DESCRIPTION OF AREA 1 AREA OF INTEREST BOUNDARY

PARCEL 1:

A parcel of land located in Sections 1, 2, 10, 11 and 12, T 35 N, R 50 E, MDB & M., and Section 18, T 35 N, R 51 E, MDB & M., Eureka County, Nevada, more particularly described as follows:

Beginning at corner no. 1, a point being the Northwest corner of said Section 10, the true point of beginning,

thence N 89° 51' 21" E, 2632.17 feet along the Northernly line of said Section 10 to corner no. 2, a point being the North 1/4 corner of said Section 10,

thence N 89° 57' 47" E, 2633.61 feet along the Northernly line of said Section 10 to corner no. 3, a point being the Northeast corner of said Section 10,

thence N 00° 03' 47" E, 1500.44 feet along the Westernly line of said Section 2 to corner no. 4,

thence S 89° 53' 00" E, 2400.00 feet to corner no. 5, thence S 0° 07' 00" W, 1493.45 feet to corner no. 6, a point on the Northernly line of said Section 11,

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thence N 89° 56' 59" E, 252.65 feet along the said
 Northernly line of Section 11 to corner no. 7, a point being
 the North 1/4 corner of said Section 11,
 thence N 89° 56' 44" E, 1242.00 feet along the said
 Northernly line of Section 11 to corner no. 8,
 thence South, 389.78 feet to corner no. 9,
 thence S 89° 51' 38" E, 275.70 feet to corner no. 10,
 a point on the Northwesternly line of the Bald Eagle Lode
 Mining claim, Mineral Survey No. 4527, Patent No. 946758,
 recorded in the office of the Eureka County Recorder, Eureka,
 Nevada, in Book 20, at page 58 of Eureka County Deed Records,
 thence N 31° 56' 05" E, 1072.41 feet along the said
 Northwesternly line of the Bald Eagle Lode Mining claim to
 corner no. 11, a point being the most Northernly corner of said
 Bald Eagle Lode Mining claim,
 thence S 38° 25' 55" E, 513.30 feet along the
 Northernly line of the said Bald Eagle Lode Mining claim to
 corner no. 12, a point on the Northwesternly line of the
 unpatented gold \$ No. 1 Lode Mining claim, Mineral Survey No.
 4478, recorded in the said office of the Eureka County
 Recorder, Eureka, Nevada, as Document No. 146889,
 thence S 28° 03' 48" W, 153.45 feet along the
 Northwesternly line of the said gold \$ No. 1 Lode Mining claim
 to corner no. 13, a point on the Northwesternly line of the
 patented great Divide Lode Mining claim, Mineral Survey No.
 4393, Patent No. 945439, recorded in the said office of the
 Eureka County Recorder, Eureka, Nevada, in Book 20 at page 57
 of Eureka County Deed Records,
 thence N 31° 56' 05" E, 163.20 feet along the said
 Northwesternly line of the great Divide Lode Mining claim to
 corner no. 14, a point being the most Northernly corner of the
 said great Divide Lode Mining claim,
 thence S 23° 44' 46" E, 564.49 feet along the
 Northernly line of the said great Divide Lode Mining claim
 to corner no. 15,
 thence N 89° 57' 10" E, 555.83 feet to corner no. 16,
 thence N 31° 09' 03" E, 133.20 feet to corner no. 17,

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thence S 58° 14' 27" E, 179.27 feet to corner no. 18,
thence S 32° 37' 35" W, 346.42 feet to corner no. 19,
thence South, 430.20 feet to corner no. 20,

thence N 46° 30' 00" E, 999.33 feet to corner no. 21,
thence S 43° 30' 00" E, 268.09 feet to corner no. 22,
thence N 31° 30' 00" E, 371.23 feet to corner no. 23,
thence S 58° 30' 00" E, 17.39 feet to corner no. 24,
thence North, 295.21 feet to corner no. 25, a point
on the Northernly line of said Section 12,

thence S 89° 53' 43" E, 924.96 feet along the said
Northernly line of Section 12 to corner no. 26, a point being
the North 1/4 corner of said Section 12,

thence S 89° 52' 04" E, 1607.36 feet along the said
Northernly line of Section 12 to corner no. 27, a point on the
Northwesternly line of the patented Holt Lode Mining Claim,
Mineral Survey No. 4422, Patent No. 881735, recorded in the
said office of the Eureka County Recorder, Eureka, Nevada, in
Book 20, at Page 55, of Eureka County Deed Records,

thence N 24° 07' 55" E, 122.63 feet along the said
Northwesternly line of the Holt Lode Mining Claim to corner no.
28, a point being the most Northernly corner of the said Holt
Lode Mining Claim,

thence S 65° 52' 05" E, 235.00 feet along the
Northeasternly line of the said Holt Lode Mining Claim to
corner no. 29, a point being the most Easterly corner of the
said Holt Lode Mining Claim,

thence S 24° 07' 55" W, 18.00 feet along the
Southeasternly line of the said Holt Lode Mining Claim to
corner no. 30, a point on the said Northernly line of Section
12,

thence S 89° 52' 04" E, 513.63 feet along the said
Northernly line of Section 12 to corner no. 31,

thence South, 381.45 feet to corner no. 32,

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thence East, 297.43 feet to corner no. 33, a point on the Easterly line of said Section 12,

thence S 00° 08' 27" W, 318.53 feet along the said Easterly line of Section 12 to corner no. 34, a point being the Northwest corner of said Section 18,

thence S 89° 53' 47" E, 2940.86 feet along the Northerly line of said Section 18 to corner no. 35, a point being the North 1/4 corner of said Section 18,

thence S 89° 55' 12" E, 2642.57 feet along the said Northerly line of Section 18 to corner no. 36, a point being the Northeast corner of said Section 18,

thence S 01° 16' 25" W, 1338.63 feet along the Easterly line of said Section 18 to corner no. 37, a point being the North 1/16 corner on the Easterly line of said Section 18,

thence S 89° 58' 57" W, 2643.03 feet along the North 1/16 line of said Section 18 to corner no. 38, a point being the Center-North 1/16 corner of said Section 18,

thence S 01° 17' 20" W, 1343.15 feet along the North-South 1/4 Section line of said Section 18 to corner no. 39, a point being the Center 1/4 corner of said Section 18,

thence S 89° 53' 06" W, 2887.53 feet along the East-West 1/4 Section line of said Section 18 to corner no. 40, a point being the West 1/4 corner of said Section 18,

thence S 00° 10' 32" W, 1889.37 feet along the Westerly line of said Section 18 to corner no. 41, a point being the Southeast corner of said Section 12,

thence N 89° 53' 07" W, 2668.11 feet along the Southerly line of said Section 12, to corner no. 42, a point being the South 1/4 corner of said Section 12,

thence N 89° 56' 59" W, 2644.99 feet along the said Southerly line of Section 12 to corner no. 43, a point being the Southwest corner of said Section 12,

thence N 00° 04' 40" E, 661.31 feet along the Westerly line of said Section 12 to corner no. 44, a point being the Southeast corner of the NE1/4 SE1/4 SE1/4, of said Section 11,

thence S 89° 57' 39" W, 450.83 feet along the
Southernly line of the said NE1/4 SE1/4 of Section 11 to
corner no. 45,

thence N 11° 00' 00" E, 479.04 feet to corner no. 46,
thence S 78° 50' 13" E, 13.17 feet to corner no. 47,

thence N 11° 12' 04" E, 1500.00 feet to corner no. 48,

thence N 78° 43' 45" W, 118.88 feet to corner no. 49,

thence N 46° 30' 00" E, 220.26 feet to corner no. 50,

thence N 43° 30' 00" W, 599.02 feet to corner no. 51,

thence S 47° 00' 00" W, 235.34 feet to corner no. 52,

thence S 0° 01' 27" E, 341.02 feet to corner no. 53,

thence N 78° 43' 45" W, 48.63 feet to corner no. 54,

thence N 76° 52' 35" W, 585.47 feet to corner no. 55,

thence S 12° 15' 22" W, 771.81 feet to corner no. 56,

thence S 11° 13' 14" W, 749.49 feet to corner no. 57,

thence S 78° 50' 13" E, 187.77 feet to corner no. 58,

thence S 47° 58' 04" W, 263.08 feet to corner no. 59,

thence S 0° 07' 36" W, 644.62 feet to corner no. 60,

thence West, 2249.57 feet to corner no. 61,

thence South, 120.00 feet to corner no. 62,

thence West, 1370.68 feet to corner no. 63,

thence S 0° 07' 00" W, 387.09 feet to corner no. 64,
a point on the Southernly line of said Section 11,

thence S 89° 57' 53" W, 130.16 feet along the said
Southernly line of Section 11 to corner no. 65, a point being
the Southeast corner of said Section 10,

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thence S 89° 56' 29" W, 2632.89 feet along the southerly line of said Section 10 to corner no. 66, a point being the South 1/4 corner of said Section 10, thence N 89° 55' 16" W, 2636.46 feet along the southerly line of said Section 10 to corner no. 67, a point being the Southwest corner of said Section 10, thence N 00° 07' 43" E, 2638.34 feet along the southerly line of said Section 10 to corner no. 68, a point being the West 1/4 corner of said Section 10, thence N 00° 06' 45" E, 2639.59 feet along the southerly line of said Section 10 to corner no. 1, the point of beginning.

PARCEL 2:

A parcel of land located in Section 2, T35N - R50E, MDB & M, Eureka County, Nevada, being all of the Patented July Lode Mining Claim, Mineral Survey No. 4528, Patent No. 935874, patented April 7, 1924, recorded in the office of the Eureka County Recorder, Eureka, Nevada, in Book 20 at Page 54 of Eureka County, Deed Records, and more particularly described as follows:

Commencing at the South 1/4 corner of Section 33, T 36 N, R 50 E, MDB & M, thence S 87° 38' 40" E, 794.93 feet to the Northwest corner of the said Patented July Lode Mining Claim, a point being corner no. 1, the true point of beginning,

thence S 87° 28' 31" E, 600.00 feet along the southerly line of the said Patented July Lode Mining Claim to corner no. 2, a point being the Northeast corner of the said Patented July Lode Mining Claim,

thence S 02° 24' 45" W, 1500.00 feet along the Easterly line of the said Patented July Lode Mining Claim to corner no. 3, a point being the Southeast corner of the said Patented July Lode Mining Claim,

thence N 87° 28' 31" W, 600.00 feet along the southerly line of the said Patented July Lode Mining Claim to corner no. 4, a point being the Southwest corner of the said Patented July Lode Mining Claim,

thence N 02° 24' 45" E, 1500.00 feet along the
Westerly line of the said Patented July Lode Mining claim to
corner no. 1, the point of beginning.

* * * * *

The Basis of Bearings for the parcels described as
PARCEL 1 and PARCEL 2 is the line between the West 1/4 corner
and the Northwest corner of said Section 10 taken as N 00° 06'
45" E.

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OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
NEWMONT GOLD COMPANY
94 SEP 16 AM 11:12
EUREKA COUNTY NEVADA
M.N. REBALANCE RECORDER
FILE NO. FEES /800
155148

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