

Ross E. de Lipkau
P. O. Box 2790
Reno, NV 89505-2790

155157

AGREEMENT AND ASSIGNMENT OF MINERAL INTERESTS

This Agreement and Assignment of Minerals Interests is made this 12th day of September, 1994, by and between PETER E. GALLI and MICHAEL N. GALLI, as follows:

RECITALS

- A. Peter E. Galli is a general partner in the partnership known as General Mineral Development Company, a Nevada limited partnership (hereinafter "GMDC").
- B. Peter E. Galli, as a general partner in GMDC, owns a certain percentage interest in GMDC.
- C. GMDC is the owner of certain patented and unpatented mining claims located in Eureka County, Nevada.
- D. Peter E. Galli is desirous of conveying a fifty percent (50%) interest in his ownership in GMDC to Michael N. Galli; and Michael N. Galli is desirous of acquiring the fifty percent (50%) interest offered to him by Peter E. Galli.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, the receipt of which is hereby acknowledged, the parties hereby agree as follows:

1. Peter E. Galli hereby assigns, releases quitclaims, conveys and transfers to Michael N. Galli, an undivided fifty percent (50%) interest of any and all interest that he may own in the partnership interest of GMDC, consisting of certain patented and unpatented mining claims located in Eureka County, Nevada, described on Exhibit "A" attached hereto.

IN WITNESS WHEREOF, the parties hereto have executed this document as of the day and year first above written.

Peter E. Galli
PETER E. GALLI

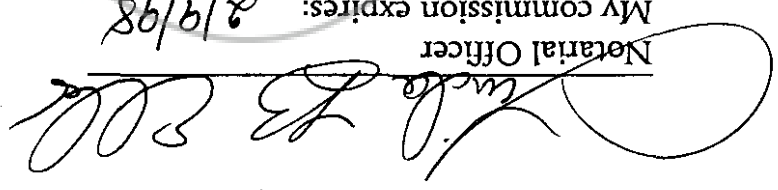
Michael N. Galli
MICHAEL N. GALLI

State of Nevada.

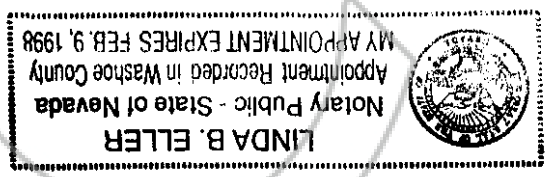
County of Washoe.

PETER E. GALLI.

This instrument was acknowledged before me on September 12, 1994, by


Notarial Officer

My commission expires: 2/9/98

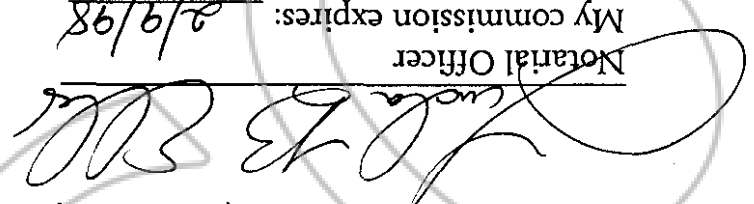


State of Nevada.

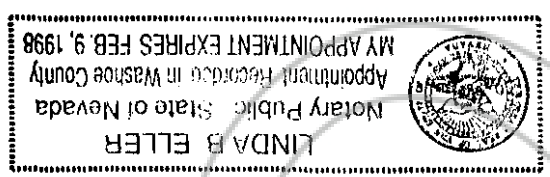
County of Washoe.

MICHAEL N. GALLI.

This instrument was acknowledged before me on September 12, 1994, by


Notarial Officer

My commission expires: 2/9/98



GDMC claims

PART I: The following unpatented lode and mill site claims located in Sections 25, 26, 27, 34, 35 and 36 of Township 18 North, Range 53 East; in Sections 1, 2 and 3 of Township 18 North, Range 53 East; and in Section 6 of Township 18 North, Range 54 East, Eureka County, Nevada:

BLM
RECORDING

SERIAL #

BOOK/PAGE

LOCATION DATE

CLAIM NAME

81226	48/317	May 29, 1974	GEI NO. 1
81227	48/318	Mar 24, 1974	GEI NO. 2
81228	48/319	Mar 25, 1974	GEI NO. 3
81229	48/320	Mar 25, 1974	GEI NO. 4
81230	48/321	Mar 25, 1974	GEI NO. 5
81231	48/322	Mar 25, 1974	GEI NO. 6
81232	48/323	Mar 25, 1974	GEI NO. 7
81233	48/324	Mar 25, 1974	GEI NO. 8
81234	48/325	May 29, 1974	GEI NO. 9
81235	48/326	Mar 25, 1974	GEI NO. 10
81236	48/327	Jun 06, 1974	GEI NO. 11
81237	48/328	May 29, 1974	GEI NO. 12
81238	48/329	May 29, 1974	GEI NO. 13
81239	48/330	May 29, 1974	GEI NO. 14
81240	48/331	May 29, 1974	GEI NO. 16
81241	48/332	Mar 24, 1974	GEI NO. 17
81242	48/333	Apr 06, 1974	GEI NO. 18
81243	48/334	Apr 06, 1974	GEI NO. 19
81244	49/226	May 29, 1974	GEI NO. 20
81245	49/227	May 29, 1974	GEI NO. 21
81246	52/248	Jun 19, 1974	GEI NO. 22
81247	48/335	Jun 07, 1974	GEI NO. 23
81248	48/336	Apr 06, 1974	GEI NO. 24
81249	49/228	May 29, 1974	GEI NO. 25
81250	49/229	May 29, 1974	GEI NO. 26
81251	48/230	May 29, 1974	GEI NO. 27
81252	48/337	Jun 12, 1974	GEI NO. 28
81253	48/338	May 29, 1974	GEI NO. 29
81254	48/339	May 24, 1974	GEI NO. 30
81255	48/340	May 24, 1974	GEI NO. 31
81256	48/341	Jun 01, 1974	GEI NO. 32
81257	48/342	May 22, 1974	GEI NO. 33
81258	49/231	May 24, 1974	GEI NO. 34
81259	49/232	May 24, 1974	GEI NO. 35
81260	49/233	May 24, 1974	GEI NO. 36
81261	52/234	Jun 01, 1974	GEI NO. 37
81262	52/249	Jun 19, 1975	GEI NO. 39
81263	52/250	Jun 19, 1975	GEI NO. 40
81264	52/251	Jun 19, 1975	GEI NO. 41
127439	75/366	Aug 21, 1979	GEI NO. 42

CLAIM NAME
RECORDING
BOOK/PAGE
BIM
SERIAL #

127440	75/367	Aug 21, 1979	GEI NO.	43
127441	75/368	Aug 21, 1979	GEI NO.	44
95256	79/289	Jan 11, 1980	GEI NO.	45
95257	79/290	Jan 11, 1980	GEI NO.	46
95258	79/291	Jan 11, 1980	GEI NO.	47
95259	79/292	Jan 11, 1980	GEI NO.	48
95260	79/293	Jan 25, 1980	GEI NO.	49
95261	79/294	Jan 25, 1980	GEI NO.	50
95262	79/295	Jan 25, 1980	GEI NO.	51
95263	79/296	Jan 25, 1980	GEI NO.	52
167131	87/354	Jun 30, 1980	GEI NO.	53
167132	87/355	Jun 30, 1980	GEI NO.	54
167133	87/356	Jun 30, 1980	GEI NO.	55
167134	87/357	Jun 30, 1980	GEI NO.	56
167135	87/358	Jul 17, 1980	GEI NO.	57
167136	87/359	Jul 17, 1980	GEI NO.	58
167137	87/360	Jul 24, 1980	GEI NO.	59
167138	87/361	Jul 24, 1980	GEI NO.	60
167139	87/362	Jul 24, 1980	GEI NO.	61
167140	87/363	Jul 29, 1980	GEI NO.	62
629889	224/293	Jun 15, 1991	GEI NO.	63A
167142	87/365	Jul 29, 1980	GEI NO.	64
167143	87/366	Jul 29, 1980	GEI NO.	65
167144	87/367	Jul 29, 1980	GEI NO.	66
167145	87/368	Jul 29, 1980	GEI NO.	67
167146	87/369	Jul 29, 1980	GEI NO.	68
167147	87/370	Jul 30, 1980	GEI NO.	69
167148	87/371	Jul 30, 1980	GEI NO.	70
167149	87/372	Jul 30, 1980	GEI NO.	71
167150	87/373	Jul 30, 1980	GEI NO.	72
167151	87/374	Jul 30, 1980	GEI NO.	73
167152	87/375	Jul 30, 1980	GEI NO.	74
167153	87/376	Jul 30, 1980	GEI NO.	75
167154	87/377	Jul 30, 1980	GEI NO.	76
167155	87/378	Jul 30, 1980	GEI NO.	77
203305	95/528	Apr 14, 1981	GEI NO.	78
203306	95/529	Apr 14, 1981	GEI NO.	79
203307	95/530	Apr 14, 1981	GEI NO.	80
203308	95/531	Apr 15, 1981	GEI NO.	81
203309	95/532	Apr 15, 1981	GEI NO.	82
599908	211/92	May 03, 1990	ROB	1
599909	211/93	May 03, 1990	ROB	2
599910	211/94	May 03, 1990	ROB	3
599911	211/95	May 03, 1990	ROB	4
599912	211/96	May 03, 1990	ROB	5
599913	211/97	May 03, 1990	ROB	6
599914	211/98	May 03, 1990	ROB	7

CLAIM NAME LOCATION DATE RECORDING SERIAL #

ROB	8	May 03, 1990	211/99	599915
ROB	9	May 03, 1990	211/100	599916
ROB	10	May 03, 1990	211/101	599917
ROB	11	May 04, 1990	211/102	599918
ROB	12	May 04, 1990	211/103	599919
ROB	13	May 04, 1990	211/104	599920
ROB	14	May 04, 1990	211/105	599921
ROB	15	May 10, 1990	211/106	599922
ROB	16	May 10, 1990	211/107	599923
ROB	17	May 04, 1990	211/108	599924
ROB	18	May 04, 1990	211/109	599925
ROB	19	May 04, 1990	211/110	599926
ROB	20	May 04, 1990	211/111	599927
ROB	21	May 04, 1990	211/112	599928
ROB	22	May 04, 1990	211/113	599929
ROB	23	May 04, 1990	211/114	599930
ROB	24	May 04, 1990	211/115	599931
ROB	25	May 04, 1990	211/116	599932
ROB	26	May 04, 1990	211/117	599933
ROB	27	May 04, 1990	211/118	599934
ROB	28	May 04, 1990	211/119	599935
ROB	29	May 04, 1990	211/120	599936
ROB	30	May 04, 1990	211/121	599937
ROB	31	May 04, 1990	211/122	599938
ROB	32	May 04, 1990	211/123	599939
ROB	33	May 04, 1990	211/124	599940
ROB	34	May 04, 1990	211/125	599941
ROB	35	May 04, 1990	211/126	599942
ROB	36	May 04, 1990	211/127	599943
ROB	37	May 04, 1990	211/128	599944
ROB	38	May 04, 1990	211/129	599945
ROB	39	May 03, 1990	211/130	599946
ROB	40	May 04, 1990	211/131	599947
ROB	41	May 03, 1990	211/132	599948
ROB	42	May 04, 1990	211/133	599949
ROB	43	May 03, 1990	211/134	599950
ROB	44	May 03, 1990	211/135	599951
ROB	45	May 03, 1990	211/136	599952
ROB	46	May 03, 1990	211/137	599953
ROB	47	May 03, 1990	211/138	599954
ROB	48	May 03, 1990	211/139	599955
ROB	49	May 03, 1990	211/140	599956
ROB	50	May 03, 1990	211/141	599957
ROB	51	May 03, 1990	211/142	599958
ROB	52	May 03, 1990	211/143	599959
ROB	53	May 03, 1990	211/144	599960
ROB	54	May 03, 1990	211/145	599961

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ROB	55	May 03, 1990	211/146	599962
ROB	56	May 03, 1990	211/147	599963
ROB	57	May 03, 1990	211/148	599964
ROB	58	May 03, 1990	211/149	599965
ROB	59	May 03, 1990	211/150	599966
ROB	60	May 03, 1990	211/151	599967
ROB	61	May 03, 1990	211/152	599968
ROB	62	May 03, 1990	211/153	599969
ROB	63	May 03, 1990	211/154	599970
ROB	64	May 03, 1990	211/155	599971
ROB	65	May 03, 1990	211/284	599972
JAMIE	#1 MILLSITE	Jan 10, 1980	78/344	139066
JAMIE	#2 MILLSITE	Jan 10, 1980	78/345	139067
JAMIE	#3 MILLSITE	Jan 10, 1980	78/346	139068
JAMIE	#4 MILLSITE	Jan 10, 1980	78/347	139069
JAMIE	#5 MILLSITE	Jan 10, 1980	78/348	139070
JAMIE	#6 MILLSITE	Jan 10, 1980	78/349	139071
JAMIE	#7 MILLSITE	May 13, 1980	81/491	154092
JAMIE	#8 MILLSITE	May 13, 1980	81/492	154093
JAMIE	#9 MILLSITE	May 13, 1980	81/493	154094
JAMIE	#10 MILLSITE	May 13, 1980	81/494	154095
JAMIE	#11 MILLSITE	May 13, 1980	81/495	154096
JAMIE	#12 MILLSITE	May 13, 1980	81/496	154097
JAMIE	#13 MILLSITE	May 13, 1980	81/497	154098
JAMIE	#14 MILLSITE	May 13, 1980	81/498	154099
JAMIE	#15 MILLSITE	May 13, 1980	81/499	154100
JAMIE	#16 MILLSITE	May 13, 1980	81/500	154101

PART II: The following patented mining claims located in Eureka County, Nevada:

Claim Name	Patent Number	Mineral Survey Number	Gross Acres
Liberty	6870	257	5.10
Hambury	627	62	13.77
Southern Pacific	2076	103	8.61
Uncle Sam	3714	130	14.28
Helena Mortimer	625	63	3.62
NII Desperandum	6991	254	13.77
Magnet	2512	118	6.89
El Dorado (und 3/8 interest)	2094	53	8.26
Charleston Mine	2586	123	2.23
Dolly Varden	4059	121	8.42
Diablo	16516	83	6.89

PART III: Without representation of any kind by GMDC as to its ownership interest, all right, title and interest, if any, held by GMDC in and to the following described real property located in Eureka County, Nevada:

1. The Southern Pacific Millsite, sometimes described as Mineral Survey No. 104P & 2094, being 5 acres, more or less;

2. The Roslyn Furnace Tract;

3. The Habury (aka Hamburg) Tract; and

4. An undivided 1/8 interest in and to the Eureka Tunnel.

Lease

That certain Mining Lease dated September 27, 1979 between Willis A. and Arlene M. Depaoli and Calli Mineral Associates, a short form of which Lease is recorded in Book 99 at Page 373 of the official records of Eureka County, Nevada. The Lease covers the following patented and unpatented mining claims:

Name of Patented Claim Patent No. MS No. Gross Acres

Alexandria	28850	1745	8.20
Atlas	1339	81	6.72
Bald Eagle	2154	99	3.38
Belle	11633	253	.81
Black Eagle	2589	126	4.38
Blossom	4619	155	6.89
California	4214	180	2.17
Chatanooga, Pioneer	11917	252	8.64
& Kitty Price	5746	256	1.69
Connelly	9109	67	7.35
Dunderberge	626	61	4.04
Elise	2588	124	6.89
Eagle's Nest	2587	125	4.30
Grey Eagle	4833	207	1.41
Home Ticket	16442	247	6.40
London	21237	315	6.53
Malcolm	4020	172	4.00
Silver King	879	55	1.84
Tacoma	4717	205	6.39
Sunset (und 1/2 Int)			

Name of Unpatented Claim Location Date Recording Date N MC No.

Croesus 9/29/73 BK 46 Pg 377 105010

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OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Marshall, Hill, Cassas & de la Paz
94 SEP 19 AM 11:39
EUREKA COUNTY NEVADA
M.N. REBALANCE ORDER
FILE NO. FEES
14.00

155157

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