

APPENDUM
TO
PURCHASE AGREEMENT

THIS ADDENDUM TO PURCHASE AGREEMENT ("Addendum") is between RUBY HILL MINING COMPANY, a Nevada corporation ("Ruby Hill"), and HOMESTAKE MINING COMPANY OF CALIFORNIA, a California corporation ("Homestake").

RECITALS

1. The parties entered into that certain Purchase Agreement ("Agreement") effective June 29, 1994 in which Ruby Hill agrees to sell and Homestake agrees to purchase described patented and unpatented mining claims. The Agreement requires Ruby Hill to execute and deposit into escrow a warranty deed ("Deed") to the property to be conveyed, which Deed is to be delivered following Homestake's payment of the required purchase price.
 2. It has been determined that there are certain matters arising under or not addressed by the Agreement for which clarification is required and the parties have agreed to do so on the terms and conditions hereinafter set forth.
- NOW, THEREFORE, for and in consideration of the mutual benefits to be received by the parties it is hereby agreed as follows:

A. The Lupita patented Mill Site (Lot M.S. No. 49B) and the Geraldine patented Mill Site (Lot M.S. No. 284B) are hereby deleted from Exhibit A to both the Agreement and the Deed.

B. Homestake's current intent is to proceed with patent applications in the name of Ruby Hill, the present owner of record, for selected unpatented lode mining claims described in the Agreement and the Deed. Ruby Hill agrees that when patent subsequently issues from the United States to Ruby Hill as to all or any part of the unpatented mining claims described in the Agreement and Deed, it will, at Homestake's request, convey its interest in the subsequently patented claims to Homestake, subject to the same reserved royalty as currently set forth in the Deed.

C. Portions of the following described patented and unpatented mining and mill site claims described in the Agreement and the Deed are contained within an approximate 14 acre area used by Ruby Hill as a head leach pad for its Project Clister gold recovery operations in 1989 and 1990:

<u>Name of Claim</u>	<u>Patented Claims</u>	<u>Lot No. or Mineral Survey No.</u>
Brown Mill Site		139
Buckeye Mill Site		113
Carson Mill Site		137
Champion Mill Site		114
Fad Lode		2323
Peach Lode		2869
Porter Mill Site		138

Unpatented Claims

Original Certificate of Location and Recording and Filing Data	Relocation Certificate of Location and Recording and Filing Data																												
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The Project Glistler heap leach pad has been partially reclaimed by Ruby Hill under a Reclamation Permit Application filed August 17, 1993 with the State of Nevada, Bureau of Regulation and Reclamation, Division of Environmental Protection. The Permit has not yet been issued.

The parties agree that the portions of the described claims within the Project Glistler head leach pad area are transferred by the Deed to Homestake subject to the following:

(1) Ruby Hill shall assign to Homestake the Reclamation Permit Application, effective this date, in the form of Attachment 1 hereto;

(2) Ruby Hill represents that reclamation on the subject heap leach pad area to date has been performed in accordance with rules and regulations promulgated by Federal, State and local agencies and Ruby Hill will hold Homestake

harmless and indemnify it against claims of Federal, State and local regulatory agencies and other third parties out of the performance of reclamation

by Ruby Hill to the date hereof; and

(3) Homestake accepts the Assignment of the described Reclamation Permit Application and agrees to perform all remaining reclamation and will hold Ruby Hill harmless and indemnify it against any claims by Federal, State and local regulatory agencies and other third parties relative to the completion of the performance of the reclamation required for the Project Glistler heap leach pad.

(4) The parties will execute any additional documents required by Federal, State and local regulatory agencies to transfer the rights and obligations under the Reclamation Permit Application and the Permit, when issued, to Homestake; provided, however, that this paragraph shall not be construed to prevent Homestake from amending or abandoning the described Reclamation Permit Application and the Permit, when issued, in lieu of another reclamation permit for the Project Glistler heap leachpad approved by Federal, State and local regulatory agencies with jurisdiction.

Executed effective as of the 5th day of August, 1994.

RUBY HILL MINING COMPANY

HOMESTAKE MINING COMPANY
OF CALIFORNIA

By: Walter J. Barber, President

By: R.H. Ransom
VICE PRESIDENT

Approved by
Legal Dept.
JES

date: 8/1/94

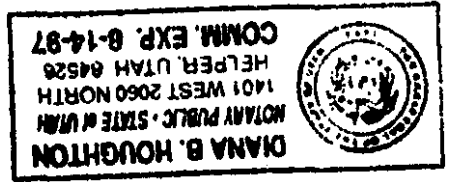
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C

My Commission Expires:



Notary Public
Residing at: Helper, UT 84528

Diana B. Houghton

The foregoing instrument was acknowledged before me this 5 day of August, 1994 by Gary L. Barker, President of RUBY HILL MINING COMPANY, a Nevada corporation, by authority of a resolution of the Board of Directors of said corporation.

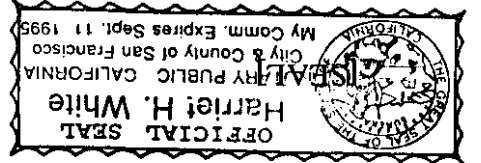
STATE OF UTAH)
)
COUNTY OF SALT LAKE)
ss:)

STATE OF _____
COUNTY OF _____
} ss. }
San Francisco

On August 2, 1994, before me, Harriet H. White a Notary Public
in and for said state, personally appeared A. H. Ransom

[X] personally known to me - OR - [] proved
to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed
to the within instrument and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



-CAPACITY CLAIMED BY SIGNER-

[] Individual(s) signing for oneself/themselves

[X] Corporate Officer(s)

Vice President

Title(s)

Homestake Mining Company of California

Company

[] Other (Describe)

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OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Homestake Mining Company

94 OCT -3 PM 4: 53

EUREKA COUNTY NEVADA
M.N. REBALVALI, RECORDER
FILE NO. FEES

155389

12.00

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