

GENERAL CONVEYANCE, BILL OF SALE AND ASSIGNMENT

KNOW ALL MEN BY THESE PRESENTS that for good and valuable

consideration, the receipt and sufficiency of which is hereby acknowledged, COBRE MINING

COMPANY, a New Mexico corporation ("Cobre"), does by these presents sell, convey,

assign and transfer unto HANOVER LAND AND CATTLE COMPANY, a New Mexico

corporation ("Hanover"), whose address is 303 Fierro Road, Post Office Box 424, Hanover,

New Mexico 88041, all of Cobre's rights, titles, and interests in and to the property

described in Exhibit "A" hereto (the "Property"), to have and to hold the same unto

Hanover, its successors and assigns, forever.

AND, for the consideration aforesaid, Cobre hereby constitutes and appoints

Hanover, its successors and assigns, the true and lawful attorney and attorneys of Cobre,

with full power of substitution, for Cobre and in Cobre's and stead or otherwise, by and on

the behalf of and for the benefit of Hanover, its successors and assigns, to demand and

receive from time to time any and all of the Property, and to give receipts and releases for

and in time to institute and prosecute in the name of Cobre, its successors and assigns, any

and all proceedings at law, in equity or otherwise, which Hanover, its successors or assigns,

may deem proper in order to collect, assert, or enforce any claim, right or title to any of the

Property, and to do all such acts and things in relation thereto that Hanover, its successors

or assigns, shall deem desirable; Cobre hereby declaring that the appointment hereby made

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General Conveyance
Bureka County

and the powers hereby granted are coupled with an interest and are and shall be irrevocable
by Cobre in any manner or for any reason.

AND, for the consideration aforesaid, Cobre, for itself and its successors and assigns,

has covenanted and by this General Conveyance, Bill of Sale and Assignment does covenant,

with Hanover, its successors and assigns, that Cobre will do, execute and deliver, or will

cause to be done, executed or delivered, all such further acts, transfers, assignments and

conveyances, powers of attorney and assurances for the better assuring, conveying and

confirming to Hanover, its successors and assigns, all and singular the Property as Cobre,

its successors and assigns, shall reasonably require.

IT WITNESS WHEREOF, Cobre has caused this General Conveyance, Bill of Sale

and Assignment to be executed by a duly authorized officer this 25 day of July, 1995.

COBRE MINING COMPANY

By Richard D. McNeely
Richard D. McNeely, President

STATE OF NEW MEXICO

)
) ss.
) COUNTY OF BERNALILLO

The foregoing instrument was acknowledged before me on July 25, 1995, by
Richard D. McNeely, President of COBRE MINING COMPANY, a New Mexico
corporation, on behalf of the corporation.

Maurel A. ...
Notary Public

My commission expires:

June 10, 1998

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EXHIBIT A

Attached to and made a part of General Conveyance, Bill of Sale and Assignment

from COBRE MINING COMPANY to HANOVER LAND AND CATTLE COMPANY,

dated July 25, 1995.

PART I

B. The Monica Group of unpatented lode mining claims situated in Eureka County, Nevada, as follows:

Name of Claim	Location Recorded in	Book	Page	BLM Serial Number
DV-1	199	547	547	N-MC 566471
DV-2	199	548	548	N-MC 566472
DV-3	199	549	549	N-MC 566473
DV-4	199	550	550	N-MC 566474
DV-5	199	551	551	N-MC 566475
DV-6	199	552	552	N-MC 566476
DV-7	199	553	553	N-MC 566477
DV-8	199	554	554	N-MC 566478
DV-9	199	555	555	N-MC 566479
DV-10	199	556	556	N-MC 566480
DV-11	199	557	557	N-MC 566481
DV-12	199	558	558	N-MC 566482
DV-13	199	559	559	N-MC 566483
DV-14	199	560	560	N-MC 566484
DV-15	199	561	561	N-MC 566485
DV-16	199	562	562	N-MC 566486
DV-17	199	563	563	N-MC 566487
DV-18	199	564	564	N-MC 566488
DV-19	199	565	565	N-MC 566489
DV-20	199	566	566	N-MC 566490
DV-21	199	567	567	N-MC 566491

568	199	N-MC 566492
569	199	N-MC 566493
570	199	N-MC 566494
571	199	N-MC 566495
572	199	N-MC 566496
573	199	N-MC 566497
574	199	N-MC 566498
575	199	N-MC 566499
370	222	N-MC 566500
369	222	N-MC 566501
581	199	N-MC 566502
582	199	N-MC 566503
583	199	N-MC 566504
584	199	N-MC 566505
585	199	N-MC 566506
586	199	N-MC 566507
593	199	N-MC 566510
594	199	N-MC 566511
595	199	N-MC 566512
596	199	N-MC 566513
597	199	N-MC 566514
598	199	N-MC 566515
599	199	N-MC 566516
600	199	N-MC 566517
602	199	N-MC 566518
603	199	N-MC 566519
604	199	N-MC 566520
605	199	N-MC 566521
606	199	N-MC 566522
607	199	N-MC 566523
608	199	N-MC 566524
609	199	N-MC 566525
610	199	N-MC 566526
611	199	N-MC 566527
612	199	N-MC 566528
613	199	N-MC 566529
614	199	N-MC 566530
615	199	N-MC 566531
616	199	N-MC 566532
617	199	N-MC 566533
618	199	N-MC 566534
601	199	N-MC 566535
590	199	N-MC 566536
588	199	N-MC 566537
589	199	N-MC 566538
587	199	N-MC 566539
578	199	N-MC 566540
577	199	N-MC 566541
576	199	N-MC 566542
568	199	DV-22
569	199	DV-23
570	199	DV-24
571	199	DV-25
572	199	DV-26
573	199	DV-27
574	199	DV-28
575	199	DV-29
576	199	DV-30
577	199	DV-31
578	199	DV-32
579	199	DV-33
580	199	DV-34
581	199	DV-35
582	199	DV-36
583	199	DV-37
584	199	DV-40
585	199	DV-41
586	199	DV-42
587	199	DV-43
588	199	DV-44
589	199	DV-45
590	199	DV-46
591	199	DV-47
592	199	DV-48
593	199	DV-49
594	199	DV-50
595	199	DV-51
596	199	DV-52
597	199	DV-53
598	199	DV-54
599	199	DV-55
600	199	DV-56
601	199	DV-57
602	199	DV-58
603	199	DV-59
604	199	DV-60
605	199	DV-61
606	199	DV-62
607	199	DV-63
608	199	DV-64
609	199	Sharon
610	199	Jim
611	199	Vince
612	199	Tim
613	199	Bob
614	199	Monica
615	199	Richard
616	199	Owen

A. Property used or useful for and in connection with producing, transporting, storing and/or using water, and/or mining, milling and processing metal bearing materials and/or producing metal concentrates, including (but not limited to) any well; pump; reservoir; mill; crushing, grinding, flotation, filtering, drying and other mill equipment; ore bins; unloading facilities; shop and office equipment; transformers and transformer substation equipment; locomotive cranes; existing tailings lines required for the discharge of tailings; and hoists, compressors, tanks, pipelines, timber, explosives, trolley lines, power lines, mine cars, locomotives, track and any other mining, water or electrical equipment, machinery, tools, supplies, office furniture, furnishings and records situated on any or used in connection with property described in Part I of this Exhibit "A"; and all other tangible personal property and fixtures situated upon or used in connection with any such property, including (but not limited to) inventories of warehouse parts, supplies and materials; and

B. Improvements, including (but not limited to) all buildings situated on or used in connection with any property described in Part I of this Exhibit "A"; and

C. Intangible Property, including (but not limited to) leases of personal property, contracts, environmental permits, other permits, and licenses, permits, easements, authorizations and applications which relate to or are used in connection with property described in Part I of this Exhibit "A" and all applications for, or for modifications of, any of the foregoing; and

D. Technical Data and Information, including (but not limited to) hydrological, engineering and geological data, permits, maps, surveys, mine planning records and data, drawings, studies, reports, interpretations, and projections, together with any and all other data pertaining to exploration, development and production of water, ores and/or concentrates which applies to property described in Part I of this Exhibit "A"; and

E. All Ore Stockpiles, tailings ponds, dumps and product inventories located on property described in Part I of this Exhibit "A".

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OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Roby, Decker, Allen, & Robt
95 AUG - 1 AM 11: 34
EUREKA COUNTY NEVADA
M.N. REBALVALI, RECORDER
FILE NO. FEES // .00

158320

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DECLARATION OF VALUE

Recording Date 8/1/95 Book 284 Page 255 Instrument # 158320

Full Value of Property Interest Conveyed \$ _____

Less Assumed Liens & Encumbrances _____

Taxable Value (NRS 375.010, Section 2) _____

Real Property Transfer Tax Due _____

.00

If exempt state reason, NRS 375.090, Section 2 unpatented mining claims Explain: _____

INDIVIDUAL

Under penalty of perjury, I hereby declare that

the above statements are correct.

By Richard D. McNeely
Signature of Declarant

Richard D. McNeely, President

Name (Please Print)

PO Box 424

Address

Hanover, New Mexico 88041

State

Zip

City

ESCROW HOLDER

Under penalty of perjury, I hereby declare that

the above statements are correct to the best of

my knowledge based upon the information available

file.

Signature of Declarant

Name (Please Print)

Escrow Number

Firm Name

Address

City

State

Zip

TOTAL P.02