

SECOND AMENDMENT TO MINERAL LEASE

Algan Mineral Prospect

THIS SECOND AMENDMENT to the Mineral Lease is executed this 20th day of November 1995, between Lyle F. Campbell, Sole Trustee of the Lyle F. Campbell Trust under an Agreement dated August 5, 1986 and amended on May 21, 1987, August 19, 1987 and April 29, 1991, hereinafter referred to as "Campbell" and Great Basin Exploration & Mining Co., Inc., a Nevada corporation, hereinafter referred to as "GBEM".

RECITALS

- A. Campbell and GBEM are parties to a certain Mineral Lease Agreement dated effective November 8, 1993 and amended on May 19, 1994.
- B. GBEM, for purposes of forming a Joint Venture Agreement between GBEM and Cominco American, Inc. ("CAI") to conduct exploration on the Algan Mineral Prospect, desires to amend that Mineral Lease.
- C. GBEM is the owner of the Kobe group of unpatented lode mining claims situated in Eureka County, Nevada, and more particularly described in Exhibit A of this Amendment hereby attached.

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing and of the mutual benefits to be derived, Campbell and GBEM agree as follows:
1. The Mineral Lease is hereby amended to reduce the Advance Minimum Royalty payment schedule as follows:

Due Date of Advance Minimum Royalty Payment	Reduction of Advance Minimum Royalty Payment
On or before January 5, 1996 but not prior to January 1, 1996	\$120,000.00 to \$25,000.00
On or before January 5, 1997 but not before January 1, 1997	\$120,000.00 to \$40,000.00
On or before January 5, 1998 but not before January 1, 1998	\$120,000.00 to \$50,000.00

BOOK 292 PAGE 005

Algan/Amend2/EXA
11/20/95 - 1

By Lyle F. Campbell, sole Trustee
Lyle F. Campbell

THE LYLE F. CAMPBELL TRUST

By A.P. Teylor, President
A.P. Teylor

GREAT BASIN EXPLORATION
& MINING CO., INC.

4. Except as stated in the preceding three paragraphs, all of the terms and conditions of the Mineral Lease remain in full force and effect.
3. GBM hereby agrees to quitclaim the Kobeh claims to Campbell - prior to GBM's abandoning their interest in said claims. Notification of abandonment shall be made to Campbell not later than June 30 of any year. GBM agrees not to advise any party other than Campbell that GBM is abandoning the Kobeh claims.

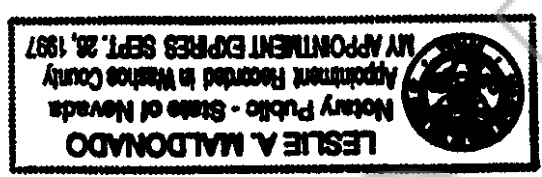
Year	Afgan Claim Block Only	Afgan and/or Kobeh Claim Blocks
1996	\$ 25,000.00	\$175,000.00
1997	\$ 50,000.00	\$150,000.00
1998	\$100,000.00	\$100,000.00
1999	\$150,000.00	\$ 50,000.00
2000 and each year thereafter	The greater of \$200,000 or the U.S. Dollar Equivalent of 590.67 ounces of gold as provided in Article 5 of the Afgan Mineral Lease dated November 3, 1995.	

MINIMUM YEARLY WORK EXPENDITURES

2. Campbell agrees to accept the cumulative expenditures by GBM, to date, for the Afgan and Kobeh claim blocks, together with the completion of a Controlled Source Audio-frequency Magneto Tellurics (CSAMT) survey by CAI by current year end, in satisfaction of all Afgan work commitments to the end of 1995. Thereafter, the Minimum Yearly Work Expenditures will be:
- On or before January 5, 1999 and each year thereafter but not prior to January 1 of the year payment is due
- The greater of \$120,000.00 or 354.00 ounces of gold

BOOK 292 PAGE 007

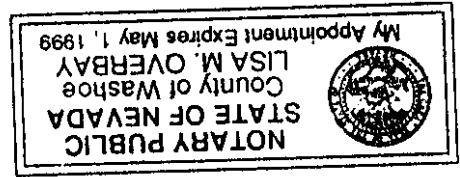
Algon/Amend/ExA
11/20/95 - 3



Leslie A. Maldonado
NOTARY PUBLIC

On this 30th day of November, 1995, personally appeared before me, a Notary Public, in and for the state and county aforesaid, A.R. Taylor, the President of GREAT BASIN EXPLORATION & MINING CO., INC., a Nevada corporation, who acknowledged that he executed the within instrument on behalf of said corporation for purposes expressed therein.

STATE OF NEVADA)
) ss.)
COUNTY OF WASHOE)



Lisa M. Overbay
NOTARY PUBLIC

On this 14th day of December, 1995, personally appeared before me, a Notary Public, in and for the state and county aforesaid, Lyle F. Campbell, the Sole Trustee of THE LYLE F. CAMPBELL TRUST, under an Agreement dated August 5, 1986 and amended on May 21, 1987, August 19, 1987 and April 29, 1991, who acknowledged that he executed the within instrument on behalf of said corporation for purposes expressed therein.

STATE OF NEVADA)
) ss.)
COUNTY OF WASHOE)

EXHIBIT A
to
SECOND AMENDMENT TO MINERAL LEASE
Algan Mineral Prospect

Unpatented lode mining claims located in Sections 4, 5, 9, 16, 28, 29, 32, and 33, T21N and 22N, R51E, MDB&M, Eureka County, Nevada.

Name of claim(s) or site(s)	Date of Location	County Book and Page	BLM Serial No(s)
Kobeh 936 - through	9/02/94	278/440 - through	708237 - through 708244
Kobeh 1036 - through	9/02/94	278/448 - through	708245 - through 708252
Kobeh 1136 - through	9/01/94	278/456 - through	708253 - through 708259
Kobeh 1236 - through	9/01/94	278/463 - through	708260 - through 708266
Kobeh 1326 - through	1/26/95	282/373 - through	715418 - through 715426
Kobeh 1335 - through	10/16/91	230/212 - through	637402 - through 637407
Kobeh 1426 - through	1/26/95	282/382 - through	715427 - through 715434
Kobeh 1434 - through	10/16/91	230/226 - through	637416 - through 637422
Kobeh 1526 - through	1/26/95	282/390 - through	715435 - through 715441
Kobeh 1533 - through	10/16/95	230/240 - through	637430 - through 637437
Kobeh 1623 - through	1/26/95	282/397 - through	715442 - through 715450
Kobeh 1632 - through	10/16/91	230/260 - through	637450 - through 637458
Kobeh 1723 - through	1/26/95	282/406 - through	715451 - through 715458
Kobeh 1731 - through	10/16/91	230/280 - through	637470 - through 637477
Kobeh 1823 - through	1/26/95	282/414 - through	715459 - through 715465
Kobeh 1830 - through	10/16/91	230/298 - through	637488 - through 637494
Kobeh 1923 - through	3/05/94	267/1262 - through	698070 - through 698075
Kobeh 1929 - through	10/15/91	230/314 - through	637504 - through 637511
Kobeh 2020 - through	3/05/94	267/1268 - through	698076 - through 698083
Kobeh 2028 - through	10/15/91	230/330 - through	637520 - through 637527
Kobeh 2120 - through	3/05/94	267/1276 - through	698084 - through 698086
Kobeh 2130 - through	10/15/91	230/348 - through	637538 - through 637543
Kobeh 2220 - through	3/05/94	267/1279 - through	698087 - through 698089
Kobeh 2230 - through	10/15/91	230/364 - through	637554 - through 637559

(R) denotes relocation

BOOK 292 PAGE 005
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Gust Babin, Exploration
96 JAN - 9 AM 11: 54
EUREKA COUNTY NEVADA
M.H. REBALEATI, RECORDER
FILE NO. 160679
FEES \$10.00

BOOK 292 PAGE 008

Algan/Amend/ExA
11/20/95 - 4