

THIS AGREEMENT is made as of the 6th day of December, 1995

BETWEEN:

ROCKET RESOURCES LTD., a body corporate duly incorporated under the laws of the Province of British Columbia and having an office at 11th Floor - 808 West Hastings Street, Vancouver, in the Province of British Columbia, V6C 2X4

(hereinafter referred to as "Rocket")

OF THE FIRST PART

AND:

RUBICON RESOURCES INC., a body corporate duly incorporated under the laws of the State of Nevada and having an office at 4390 Reggie Road, Reno, Nevada, USA, 89502

(hereinafter referred to as "Rubicon")

OF THE SECOND PART

WHEREAS:

A. Rocket and Rubicon entered into an Option Agreement made as of the 20th day of August, 1993, as amended by letter dated November 22, 1993 (collectively the "Agreement") with respect to Rocket's proposed acquisition of a 100% interest in those certain mineral claims located in Eureka County, Nevada and being more particularly known and described in Schedule "A" attached; and

B. Rubicon and Rocket desire to terminate the Agreement as of December 6, 1995;

NOW THEREFORE THIS AGREEMENT WITNESSETH that in consideration of the mutual covenants, agreements and promises herein contained the parties hereto covenant, agree, represent and promise each with the other as follows:

1. The Agreement is hereby terminated.

2. Rocket shall execute and deliver to Rubicon a Quit Claim Deed in the form attached hereto as Schedule "B" and Rubicon does hereby release and forever discharge Rocket, its directors, officers, employees, agents and their respective successors, assigns and legal representatives of and from any and all actions, proceedings, costs, charges, damages, claims and demands howsoever arising.

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3. This agreement shall be governed and interpreted in accordance with the laws of the Province of British Columbia.

4. This agreement contains the whole agreement between the parties and there are no warranties, representations, terms, conditions or collateral agreements whether expressed, implied or otherwise other than expressly set forth in this agreement.

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

SIGNED, SEALED AND DELIVERED
by RUBICON RESOURCES INC. by
its authorized signatories:

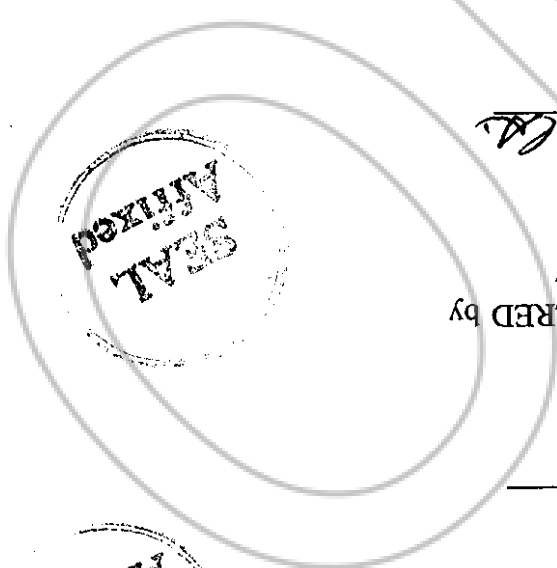
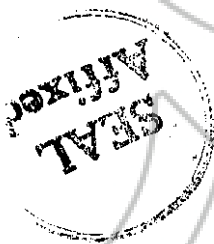
[Signature]
Authorized Signatory

Authorized Signatory

SIGNED, SEALED AND DELIVERED by
ROCKET RESOURCES LTD. by
its authorized signatories:

[Signature]
Authorized Signatory

Authorized Signatory



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SCHEDULE "A"

Description of Property

GT 1 - GT 66 Lode Mining Claims (total of 66 claims)

ALL CLAIMS ARE LOCATED IN T25N R48E MOUNT DIABLO BASE & MERIDIAN, EUREKA COUNTY, NEVADA, USA

GT 1 - NW1/4 SEC 3, NE1/4 SEC 4

GT 2 - W1/2 SEC 3, E1/2 SEC 4

GT 3 - NW1/4 SEC 3

GT 4 - W1/2 SEC 3

GT 5 - NW1/4 SEC 3

GT 6 - W1/2 SEC 3

GT 7 - NW1/4 SEC 3

GT 8 - W1/2 SEC 3

GT 9 - NW1/4 SEC 3

GT 10 - W1/2 SEC 3

GT 11 - N1/2 SEC 3

GT 12 - ALL 1/4 SEC 3

GT 13 - NE1/4 SEC 3

GT 14 - E1/2 SEC 3

GT 15 - NE1/4 SEC 3

GT 16 - E1/2 SEC 3

GT 17 - NE1/4 SEC 3

GT 18 - E1/2 SEC 3

GT 19 - NE1/4 SEC 3, NW1/4 SEC 2

GT 20 - E1/2 SEC 3, W1/2 SEC 2

GT 21 - NW1/4 SEC 2

GT 22 - W1/2 SEC 2

GT 23 - NW1/4 SEC 2

GT 24 - W1/2 SEC 2

GT 25 - NW1/4 SEC 2

GT 26 - W1/2 SEC 2

GT 27 - N1/2 SEC 2

GT 28 - ALL 1/4 SEC 2

GT 29 - NE1/4 SEC 2

GT 30 - E1/2 SEC 2

GT 31 - NE1/4 SEC 2

GT 32 - E1/2 SEC 2

GT 33 - NE1/4 SEC 2

GT 34 - E1/2 SEC 2

GT 35 - NE1/4 SEC 2

GT 36 - E1/2 SEC 2

GT 37 - NW1/4 SEC 1

GT 38 - SW1/4 SEC 1, NW1/4 SEC 12

GT 39 - SW1/4 SEC 1

GT 40 - SW1/4 SEC 1, NW1/4 SEC 12

GT 41 - SE1/4 SEC 2

GT 42 - SE1/4 SEC 2, NE1/4 SEC 11

GT 43 - SE1/4 SEC 2

GT 44 - SE1/4 SEC 2, NE1/4 SEC 11

GT 45 - SE1/4 SEC 2

GT 46 - SE1/4 SEC 2, NE1/4 SEC 11

GT 47 - SE1/4 SEC 2

GT 48 - SE1/4 SEC 2, NE1/4 SEC 11

GT 49 - S1/2 SEC 2

GT 50 - S1/2 SEC 2, N1/2 SEC 11

GT 51 - SW1/4 SEC 2

GT 52 - SW1/4 SEC 2, NW1/4 SEC 11

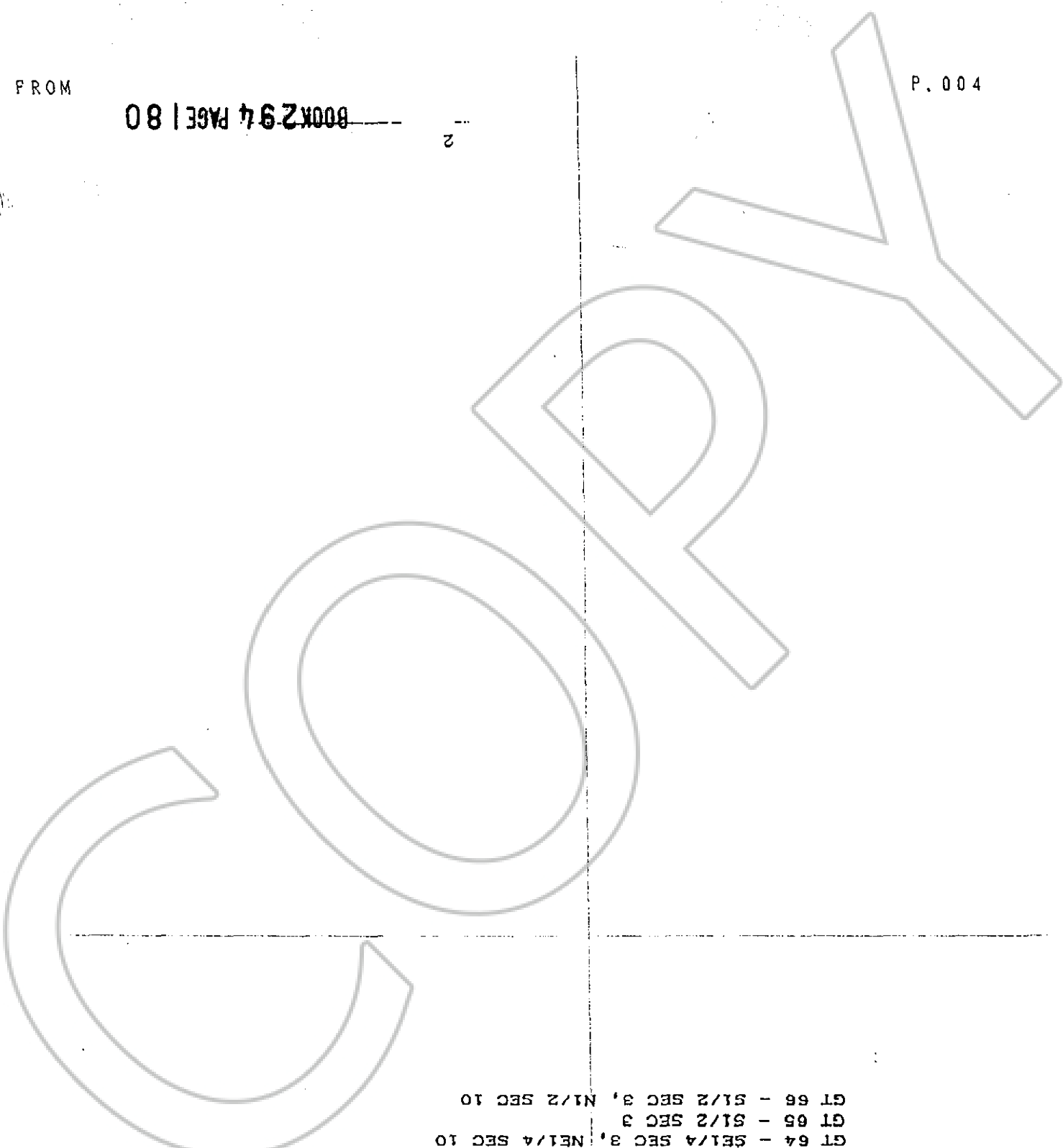
GT 53 - SW1/4 SEC 2

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GT 64 - SW1/4 SEC 2, NW1/4 SEC 11
 GT 55 - SW1/4 SEC 2, NW1/4 SEC 11
 GT 56 - SW1/4 SEC 2, NW1/4 SEC 11
 GT 57 - SW1/4 SEC 2, SE1/4 SEC 3
 GT 58 - SW1/4 SEC 2, SE1/3 SEC 3, NE1/4 SEC 10, NW1/4 SEC 11
 GT 59 - SE1/4 SEC 3
 GT 60 - SE1/4 SEC 3, NE1/4 SEC 10
 GT 61 - SE1/4 SEC 3
 GT 62 - SE1/4 SEC 3, NE1/4 SEC 10
 GT 63 - SE1/4 SEC 3
 GT 64 - SE1/4 SEC 3, NE1/4 SEC 10
 GT 65 - S1/2 SEC 3
 GT 66 - S1/2 SEC 3, N1/2 SEC 10

SCHEDULE B

QUITCLAIM DEED

THIS INSTRUMENT made the 9th day of FEBRUARY, 1996.

BETWEEN Rocket Resource Ltd. 1185 West Georgia Street, 17th Floor Vancouver, British Columbia, Canada V6E 4Z6

and Rubicon Resources Inc. 10040 Waterford Circle Reno, Nevada, USA 89523

THE PARTY OF THE SECOND PART

WITNESSETH: that the party of the first part, in consideration of the sum of TEN dollars lawful money of the United States of America, in hand paid by the parties of the second part, the receipt whereof is hereby acknowledged, does hereby release and forever QUITCLAIM unto the party of the second part, and to their heirs and assigns, all interest in those certain lots, pieces, or parcels of land situated in the county of Eureka, State of Nevada, USA as follows, to wit:

80 unpatented mining claims located in Sections 1, 2, 3, 4, 10, 11, and 21 T25N R48E AND Sections 33, 34, and 35 T26N R48E MDB&M, GT 1 - GI 66, NMC # 680268 - 680333 AND GI 67 - GI 80, NMC # 702491 - 702504

Subject to all conditions of the OPTION AGREEMENT dated August 20, 1993 and amended by the letter dated November 22, 1993 between the party of the first part and the party of the second part.

TOGETHER with the tenements, hereditaments and appurtenances thereunto belonging or appertaining and the reversion and reversions, remainder and remainders, rents, issues, and profits thereof. TO HAVE AND TO HOLD the said premises, together with the appurtenances, unto the parties of the second part and to their heirs and assigns forever.

IN WITNESS WHEREOF, the authorized representative of the party of the second part has hereunto set his hand the day and year first above written.

Signed:

[Signature]
Rocket Resources Ltd.

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OFFICIAL RECORDS OF
RECORDED AT THE REQUEST OF
Rubicon Resources
96 MAR 11 AM 8:35
EUREKA COUNTY NEVADA
M.N. REBAL/EA/II, RECORDER
FILE NO. FEES 11.00

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