

**ASSIGNMENTS OF PARTICIPATING INTERESTS AND LEASEHOLD INTERESTS  
ASSUMPTION OF OBLIGATIONS**

For and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Barrick Goldstrike Mines Inc., a Colorado corporation, whose address is Post Office Box 29, Elko, Nevada 89803 ("BGMI") does hereby assign and transfer to Barrick Gold Exploration Inc., an Ohio corporation with offices at 293 Spruce Road, Elko, Nevada 89801 ("BGE"), all of its rights, titles and interests in and to the following:

(i) as Tenants in Common, and not as joint tenants, all of its rights, titles and interests, in and to that certain Mining Lease and Option to Purchase Agreement (the "Agreement"), dated effective as of November 4, 1991 by and between Robert L. Farley and Georgia Lynn Farley, husband and wife, of 4916 Allamar Drive, Boise, Idaho 83704; Carl A Farley and Donna L. Farley, husband and wife, of Route 2, Box 702, Ontario, Oregon 97914 and Barrick Gold Exploration Inc., an Ohio corporation, as amended and extended by that certain First Amendment to Mining Lease and Option to Purchase Agreement dated effective as of September 1, 1996 between the Farleys and Barrick Goldstrike Mines Inc. a Colorado corporation and the successor to Barrick Gold Exploration Inc., and whose address is P.O. Box 29, Elko, Nevada 89803 and Gold Ventures, Inc., a Nevada corporation whose address is P.O. Box 2008, Elko, Nevada 89803 covering the unpatented lode mining claims described in Schedule One of such Agreement.

(ii) all of its Participating Interest in and to that certain High Desert and Barrick Gold Venture Agreement between BGMI and Gold Ventures, Inc., Effective May 1, 1994, as amended (the "Venture Agreement"), including all of its interests in the Venture Agreement and the "Assets", as defined therein, including without limitation the right, upon certain conditions, to obtain a majority of the Participating Interests under the Venture Agreement.

By a Mining Claim Quitclaim Deed and Assignment dated December 18, 1996, BGMI has conveyed an undivided 69% of BGMI's rights, titles and interests in the Venture Agreement and the properties subject to the Venture Agreement, to Gold Ventures, Inc., a Nevada corporation. The remaining undivided 31% of BGMI's rights, titles and interests in such Venture Agreement and such properties, are being transferred by this instrument and that Mining Claim Quitclaim Deed granted to BGE of even date herewith. As a consequence, BGMI has transferred all of its interests in the Venture Agreement, the Assets (as defined therein), and its Participating Interest therein. Provided, however, that the foregoing Assignment does not release BGMI from its obligations under the Venture Agreement prior to the date hereof. BGE hereby agrees to assume and perform those obligations and to hold BGMI harmless from any and all liabilities and claims arising from those obligations and further agrees, from and after the date hereof, to be bound by the Venture Agreement as a Participant and to be same extent as BGMI was bound as a Participant.

**THIS ASSIGNMENT IS MADE WITHOUT ANY COVENANTS OF WARRANTY  
WHATSOEVER.**

Executed as of this 19th day of December, 1996.

Barrick Goldstrike Mines Inc.

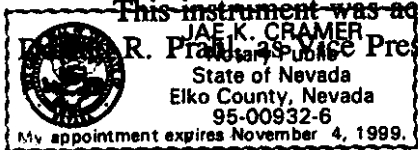
By: Donald R. Prael  
Donald R. Prael  
Vice President and General Manager

Barrick Gold Exploration Inc.

By: [Signature]  
Print Name:  
Title:

STATE OF NEVADA )  
 ) ss.  
COUNTY OF ELKO )

This instrument was acknowledged before me this 19th day of December, 1996 by R. Prael as Vice President of Barrick Goldstrike Mines Inc.



Jack K. Cramer  
Notary Public

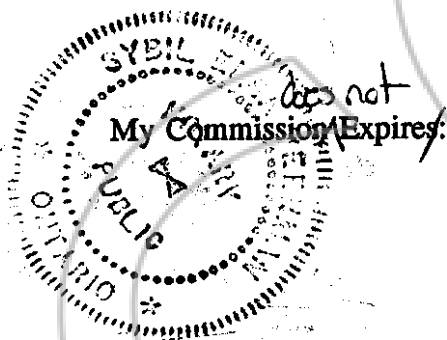
My Commission Expires: 04-NOV-99

Province Ontario )  
STATE OF Ontario )  
Municipality Metropolitan ) ss.  
COUNTY OF Toronto )

This instrument was acknowledged before me this 30th day of December, 1996 by

Alex Davidson as Vice President of Barrick Gold Exploration Inc.

[Signature]  
Notary Public



Schedule One  
to  
Assignment between Barrick Goldstrike Mines Inc.  
and  
Barrick Gold Exploration Inc.

<u>Claim Name:</u>	<u>Date of Location</u>	<u>Eureka Co Book/Page</u>	<u>BLM Serial #:</u>
Golden Boy 1	11/07/63	2/120	56975 or 92092
Golden Boy 2	11/07/63	2/121	56976 or 92093
Golden Boy 3	11/07/63	2/122	56977 or 92094
Golden Boy 4	11/07/63	2/123	56978 or 92095
Golden Boy 5	11/07/63	2/124	56979 or 92096
Golden Boy 13	11/07/63	2/132	56987 or 92097
Golden Boy 14	11/07/63	2/133	56988 or 92098
Golden Boy 15	11/07/63	2/134	56989 or 92099
Golden Boy 16	11/07/63	2/135	56990 or 92100
Golden Boy 17	11/07/63	2/136	56991 or 92101
Golden Boy 18	11/07/63	2/137	56992 or 92102

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OFFICIAL RECORDS  
RECORDED AT THE REQUEST OF  
*Barrick Gold Exploration*  
97 JAN 23 PM 2:55  
EUREKA COUNTY NEVADA  
M.N. REBALEATI, RECORDER  
FILE NO. FEES 9.00

**165915**