

166311

SPECIAL WARRANTY DEED

(Reconveyance)

THIS DEED ("Deed"), dated as of February 1, 1997, is between:

"GRANTOR"

RAYROCK MINES, INC., a Nevada corporation
573 East Second Street
Reno, NV 89502

"GRANTEE"

ATLAS PRECIOUS METALS INC., Nevada corporation
370 Seventeenth Street, Suite 3050
Denver, CO 80202

FOR TEN DOLLARS and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Grantor, Grantor grants, conveys, transfers, assigns and sells to Grantee:

The unpatented mining claims described in Exhibit A attached to and incorporated into this Deed (the "Property"), all of which are situated in Eureka County, Nevada;

Together with all improvements of every kind and character situated thereon;

Together with any and all water, water rights, right to use of the water, dams, ditches, canals, pipelines, reservoirs, wells and other means for the conversion or use of water appurtenant to the Property, or any part thereof, or used or enjoyed in connection therewith, including, but without limitation, the water adjudicated as appurtenant to the Property or any part thereof; and

Together with all extralateral rights, all minerals, metals and ores on the Property, and all tenements, hereditaments, and appurtenances belonging or appertaining to the Property.

Grantor warrants that there are no persons or entities lawfully claiming an interest in the Property by, through, or under Grantor, subject to the paramount title of the United States of America.

EXHIBIT A

The following unpatented lode mining claims situated in Sections 30 & 31, T 23 N - R 50 E,
MDM, Eureka County, Nevada:

<u>CLAIM NAME</u>	BLM	EUREKA COUNTY	
	<u>NMC #</u>	<u>BOOK</u>	<u>PAGE</u>
K 1	723017	287	591
K 2	723018	287	592
K 3	723019	287	593
K 4	723020	287	594
K 5	723021	287	595

BOOK 306 PAGE 363
* OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Cordex Exploration
97 MAR 13 PM 12:51
EUREKA COUNTY NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEES 10.00
166311