

166799

GRANT, BARGAIN AND SALE DEED

THIS INDENTURE, made and entered into this 5th day of May 1997, by and

between Augustine P. Rapone, surviving Trustee of THE RAPONE FAMILY TRUST established August 22, 1989 and amended December 30, 1992, First Party, and WISECO, Inc.,

a Montana corporation, Second Party,

WITNESSETH:

That the said First Party, for and in consideration of the sum of TEN DOLLARS

(\$10.00), lawful money of the United States of America, to him in hand paid by the said Second

Party, and other good and valuable consideration, receipt whereof is hereby acknowledged, does

by these presents grant, bargain, sell and convey unto the said Second Party, and to its successors

and assigns, all that certain real property situate in the Counties of Eureka, White Pine, Lander

and Nye, State of Nevada, more particularly described as follows:

See Exhibit A attached hereto and made a part hereof.

TOGETHER WITH all improvements situate thereon.

TOGETHER WITH all water, water rights, rights to the use of water, dams, ditches, canals, pipelines, reservoirs, and all other means for the diversion or use of waters appurtenant to said property or any part thereof, or used or enjoyed in connection therewith, and together with all stockwatering rights used or enjoyed in connection with the use of any of said lands, including but not limited to the following numbered proofs and permits:

See Exhibit B attached hereto for a list of proofs and permits.

TOGETHER WITH the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof.

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972102418

TO HAVE AND TO HOLD the said premises, together with the appurtenances,

unto the said Second Party, and to its successors and assigns forever.

IN WITNESS WHEREOF, the said First Party has hereunto set his hand as of the

day and year first hereinabove written.

August P. Rapone, surviving Trustee

of THE RAPONE FAMILY TRUST

established August 22, 1989 and amended

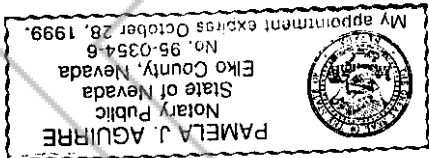
December 30, 1992

) STATE OF NEVADA,

) ss.

) COUNTY OF ELKO.

On May 5, 1997, personally appeared before me, a Notary Public, Augustine P. Rapone, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the above instrument as surviving Trustee of THE RAPONE FAMILY TRUST.



Pamela J. Aguirre
NOTARY PUBLIC

Mailing Address for Grantee:

WISECO, Inc.
2961 Industrial Road #500
Las Vegas, NV 89109-1188

Assessor's Parcel Nos:

- ~~08-320-02--Eureka Co.~~
- 08-320-02--Eureka Co.
- 06-130-02--Lander Co.
- 09-270-01--White Pine Co.
- 07-371-02--Nye Co.
- 09-371-03--Nye Co.
- 09-371-01--Nye Co.
- 11-161-01--Nye Co.
- 11-161-02--Nye Co.

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APR 28, 1997

LEGAL DESCRIPTION

The land referred to herein is situated in the State of Nevada, County of LANDER, WHITE PINE & EUREKA, described as follows:

PARCEL 1: (EUREKA COUNTY)

TOWNSHIP 16 NORTH, RANGE 53 EAST, M.D.B.&M.

- Section 7: SE1/4NE1/4;
- Section 8: E1/2; NW1/4NW1/4; S1/2NW1/4; N1/2SW1/4; SE1/4SW1/4;
- Section 9: NE1/4NE1/4; S1/2NE1/4; NW1/4NW1/4; S1/2NW1/4; S1/2;
- Section 10: N1/2; N1/2S1/2; SW1/4SE1/4; S1/2SW1/4;
- Section 11: S1/2NE1/4; NW1/4; N1/2SW1/4;
- Section 12: N1/2;

EXCEPTING FROM the SW1/4SE1/4 and S1/2SW1/4 of Section 10, TOWNSHIP 16 NORTH, RANGE 53 EAST, M.D.B.&M., all uranium, thorium or any other material which is or may be determined to be peculiarly essential to the production of fissionable materials, whether or not of commercial value as reserved in Patent executed by the State of Nevada, recorded March 21, 1952, in Book 24 of Deeds at Page 189, Eureka County, Nevada records.

TOWNSHIP 16 NORTH, RANGE 54 EAST, M.D.B.&M.

- Section 6: S1/2SW1/4;
- Section 7: Lots 1 and 2 of the NW1/4;

TOWNSHIP 17 NORTH, RANGE 49 EAST, M.D.B.&M.

Section 24: Homestead Entry No. 174, comprising Tracts A and B, embracing a portion of, approximately Section 24 in TOWNSHIP 17 NORTH, RANGE 49 EAST, M.D.B.&M., Nevada, more particularly bounded and described as follows:

Beginning for the description of Tract A at Corner No. 1, identical with the Southwest Corner to Section 19 in TOWNSHIP 17 NORTH, RANGE 50, EAST, M.D.B.&M.;

THENCE North 87° West 43.66 chains to Corner No. 2;

THENCE North 2°40' West 3.44 chains to Corner No. 3;

THENCE North 73°35' East 22.53 chains to Corner No. 4;

Continued on next page



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SCHEDULE A
CLTA PRELIMINARY REPORT
(7/88)

THENCE South 63°30' East 10.92 chains to Corner No. 5;
THENCE South 84°24' East, 12.41 chains to Corner No. 6;
THENCE South 0°4' East, 5.98 chains to Corner No. 1, the
place of beginning;

Beginning for the description of Tract B at Corner No. 7,
from which Corner No. 2 of said Tract A bears South 87°
East 50 links distant;

THENCE North 87° West 27.75 chains to Corner No. 8;
THENCE North 39°12' East 12.76 chains to Corner No. 9;
THENCE North 39°29' West 16.96 chains to Corner No. 10;
THENCE North 47° East 4.48 chains to Corner No. 11;
THENCE South 33°44' East 4.99 chains to Corner No. 12;
THENCE South 48°30' East 30.75 chains to Corner No. 13;
THENCE North 73°35' East 1.24 chains to Corner No. 14;
THENCE South 2°40' East 3.28 chains to Corner No. 7,
the place of beginning.

TOWNSHIP 17 NORTH, RANGE 50 EAST, M.D.B.&M.

Sections 7 and 8: H. E. SURVEY NO. 98, embracing a portion of
Sections 7 and 8 more particularly described
as follows:

Beginning at Corner No. 1 from which the quarter
corner to Sections 8 and 9 in TOWNSHIP 17 NORTH,
RANGE 50 EAST, M.D.B.&M., bears North 82°35' East,
57.53 chains distant;

THENCE South 73°52' West, 17.72 chains to Corner
No. 2;

THENCE North 76°18' West 27.40 chains to Corner No. 3;

THENCE South 66°29' West 3.30 chains to Corner No. 4;

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THENCE North 76°43' West 30.88 chains to Corner No. 5;
 THENCE North 56°9' East 5.40 chains to Corner No. 6;
 THENCE South 79°52' East 55.00 chains to Corner No. 7;
 THENCE North 76°59' East 15.21 chains to Corner No. 8;
 THENCE South 37°41' East 5.41 chains to Corner No. 1,
 the place of beginning.

Section 19: Lot 4; SE1/4SW1/4;
 Section 29: N1/2NW1/4; W1/2NE1/4;
 Section 30: NE1/4NW1/4; N1/2NE1/4; E1/2SW1/4; N1/2SE1/4;
 Section 31: W1/2NE1/4; NE1/4NE1/4;

TOWNSHIP 18 NORTH, RANGE 49 EAST, M.D.B.&M.

Section 25: N1/2NE1/4;

TOWNSHIP 18 NORTH, RANGE 50 EAST, M.D.B.&M.

Section 28: SW1/4NE1/4; NW1/4SE1/4;
 Section 30: NW1/4NE1/4; NE1/4NW1/4;

TOWNSHIP 18 NORTH, RANGE 51 EAST, M.D.B.&M.

Section 18: W1/2NE1/4; E1/2NW1/4; W1/2SE1/4; SW1/4;
 Section 19: NW1/4NE1/4; W1/2; W1/2SE1/4;
 Section 30: N1/2; N1/2S1/2;

EXCEPTING FROM Lots 1, 2, 3 and 4; SE1/4NW1/4 of Section 19 and
 Lots 1, 2 and 3; NE1/4SW1/4; SW1/4NE1/4 and NW1/4SE1/4 of
 Section 30, TOWNSHIP 18 NORTH, RANGE 51 EAST, M.D.B.&M., all
 uranium, thorium or any other material which is or may be
 determined to be peculiarly essential to the production of
 fissionable materials, whether or not of commercial value as
 reserved in patent executed by the STATE OF NEVADA, recorded
 March 14, 1975, in Book 51 of Official Records at Page 102,
 Eureka County, Nevada records.

TOWNSHIP 18 NORTH, RANGE 54 EAST, M.D.B.&M.

Section 18: SE1/4NW1/4; NE1/4SW1/4; NW1/4SE1/4; S1/2SE1/4; Lot 2;

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Section 19: NE1/4; SE1/4NW1/4; N1/2SE1/4;
 Section 20: W1/2NW1/4; N1/2SW1/4; SE1/4NW1/4; Lot 1;
 EXCEPTING FROM all those parcels shown in TOWNSHIP 18 NORTH,
 RANGE 54 EAST, M.D.B.&M., except the NE1/4NE1/4 of Section 19,
 the SE1/4NW1/4, Lot 1, NW1/4NW1/4 and the NE1/4SW1/4 of Section
 20, all the coal and other minerals as reserved in Patent
 executed by THE UNITED STATES OF AMERICA, recorded August 17,
 1932 in Book 21 of Deeds at Page 89, Eureka County, Nevada,
 records.

TOWNSHIP 19 NORTH, RANGE 50 EAST, M.D.B.&M.

Section 16: W1/2NE1/4; E1/2NW1/4; SW1/4NW1/4; NW1/4SW1/4;
 Section 17: SE1/4NE1/4; NE1/4SE1/4;

TOWNSHIP 18 NORTH, RANGE 48 EAST, M.D.B.&M.

Section 14: E1/2SW1/4NW1/4SW1/4; W1/2SE1/4NW1/4SW1/4;
 SE1/4SE1/4NW1/4SW1/4; SW1/4SE1/4SW1/4;
 SW1/4SE1/4SE1/4SW1/4; S1/2NW1/4SE1/4SW1/4;
 NW1/4NW1/4SE1/4SW1/4; SE1/4SE1/4SW1/4;
 N1/2SE1/4SW1/4SW1/4; NE1/4SW1/4SW1/4;
 NE1/4NW1/4SW1/4SW1/4;
 Section 23: NE1/4SW1/4NE1/4NW1/4; NW1/4SE1/4NE1/4NW1/4;

Sections 27 and 34: H.E. Survey No. 86 embracing a portion of S1/2 of

Section 27 and the N1/2 of Section 34, more particularly described as follows:

Beginning at Corner No. 1, from which U.S. Location Monument
 No. 253 bears South 26°42', East 1.56 chains distant;

THENCE North 26°42', West 69.97 chains to Corner No. 2;

THENCE North 9°13', West 17.37 chains to Corner No. 3;

THENCE North 87°44', East 7.72 chains to Corner No. 4;

THENCE South 22°51', East 86.81 chains to Corner No. 5;

THENCE West 7.36 chains to Corner No. 1, the place of
 beginning, and being the same parcel conveyed by THE UNITED
 STATES OF AMERICA to GEORGE WILLIAMS by Land Patent dated May
 19, 1916, and recorded in Book 18 of Deeds at Page 159, Eureka

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County, Nevada, records.

TOWNSHIP 18 NORTH, RANGE 49 EAST, M.D.B.&M.

Section 5: NW1/4SW1/4; SW1/4SW1/4;

Section 6: NE1/4SE1/4; SE1/4SE1/4;

Section 8: NW1/4NW1/4; S1/2NW1/4; NE1/4SW1/4;

TOWNSHIP 19 NORTH, RANGE 49 EAST, M.D.B.&M.

Section 5: W1/2E1/2; E1/2W1/2; W1/2SW1/4; SW1/4NW1/4;

Section 6: SE1/4; SE1/4NE1/4;

EXCEPTING FROM all the subject property in Sections 5 and 6, TOWNSHIP 19 NORTH, RANGE 49 EAST, M.D.B.&M. all other valuable minerals as reserved in Patent executed by THE UNITED STATES OF AMERICA, recorded July 6, 1950, in Book 24 of Deeds at Page 79, Eureka County, Nevada records.

Section 18: NW1/4NE1/4; NE1/4SW1/4; SE1/4NW1/4; SW1/4SE1/4;

Section 19: E1/2SE1/4; NW1/4SE1/4; NE1/4;

EXCEPTING FROM all of the subject property in Section 18 and the N1/2NE1/4, SW1/4NE1/4 and NW1/4SE1/4 of Section 19, all the oil and gas as reserved in Patent executed by THE UNITED STATES OF AMERICA, recorded October 5, 1966, in Book 12 of Official Records at Page 209, Eureka County, Nevada.

Section 20: W1/2SW1/4; SW1/4NW1/4;

EXCEPTING FROM the SE1/4SE1/4 of Section 19 and the SW1/4SW1/4 of Section 20, TOWNSHIP 19 NORTH, RANGE 49 EAST, M.D.B.&M. all mineral deposits as reserved in Patent executed by THE UNITED STATES OF AMERICA, recorded January 2, 1969, in Book 26 of Official Records at Page 534, Eureka County, Nevada.

EXCEPTING FROM the SW1/4NW1/4 and NW1/4SW1/4 of Section 20, TOWNSHIP 19 NORTH, RANGE 49 EAST, M.D.B.&M, all uranium, thorium or any other material which is or may be determined to be peculiarly essential to the production of fissionable materials, whether or not of commercial value as reserved in Patent executed by the State of Nevada, recorded October 18, 1949, in Book 24 of Deeds at Page 4, Eureka County, Nevada records.

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Section 29: SW1/4NW1/4; NW1/4SW1/4; SW1/4SW1/4;
Section 30: E1/2NE1/4; NE1/4SE1/4;

EXCEPTING FROM all of the subject property in Sections 29 and 30, TOWNSHIP 19 NORTH, RANGE 49 EAST, M.D.B.&M. all the oil and gas as reserved in Patent executed by THE UNITED STATES OF AMERICA, recorded February 21, 1969, in Book 28 of Official Records at Page 12, Eureka County, Nevada.

EXCEPTING FROM all of the subject property in TOWNSHIP 18 NORTH, RANGE 48 EAST, TOWNSHIP 18 NORTH, RANGE 49 EAST and TOWNSHIP 19 NORTH, RANGE 49 EAST, except all property in Section 18; SW1/4SW1/4 of Section 20; all property in Sections 29 and 30 of TOWNSHIP 19 NORTH, RANGE 49 EAST, M.D.B.&M. an undivided one-half of all oil, petroleum, gas and minerals as reserved in Deed executed by CONLAN LAND & LIVESTOCK, INC., recorded November 7, 1962, in Book 26 of Deeds at Page 300, Eureka County Nevada.

PARCEL 2: (LANDER COUNTY)

TOWNSHIP 18 NORTH, RANGE 48 EAST, M.D.B.&M.

Section 7: SE1/4NW1/4; SW1/4NE1/4; W1/2SE1/4;
Section 18: NW1/4NE1/4;

EXCEPTING THEREFROM an undivided one-half of all oil, petroleum, gas and minerals as reserved in Deed executed by

CONLAN LAND & LIVESTOCK, INC., recorded November 13, 1962, in Book 69 of Deeds at Page 250, Lander County, Nevada.

PARCEL 3: (White Pine County)

TOWNSHIP 17 NORTH, RANGE 54 EAST, M.D.B.&M.

Section 1: NW1/4SW1/4;

EXCEPTING FROM all of the above described parcels all of VALIANT FARMS-EUREKA, INC.'S right, title, equity, and interest of any and all nature in and to the mineral rights and interest including coal, oil, gas, and other hydrocarbons, and all other metallic and non-metallic minerals ores and substances, and geothermal steam, hot water, hot brines, thermal energy, and gasses lying in and under said land as conveyed to APAL, a Limited Partnership by Deed recorded January 22, 1981, in Book 90, page 437, Official Records, Eureka County, Nevada, recorded January 21, 1981, in Book 190, Page 43, Official Records, Lander County, Nevada and recorded January 20, 1981, in Book 34, page 230, Official Records, White Pine County, Nevada.

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TOWNSHIP 14 NORTH, RANGE 48 EAST, M.D.B. & M.

Section 23: West Half (W1/2) Southeast Quarter (SE1/4)

TOWNSHIP 14 NORTH, RANGE 51 EAST, M.D.B. & M.

Section 10: North Half (N1/2) Northeast Quarter (NW1/4)
Section 11: North Half (N1/2) Northwest Quarter (NW1/4)
Section 24: West Half (W1/2) Southwest Quarter (SW1/4);
Northeast Quarter (NE1/4) Southwest
Quarter (SW1/4) Northwest Quarter (NW1/4)
Southeast Quarter (SE1/4)

TOWNSHIP 15 NORTH, RANGE 53 EAST, M.D.B. & M.

Section 23: Southwest Quarter (SW1/4) Northeast
Quarter (NE1/4)
Section 28: Northeast Quarter (NE1/4) Northwest
Quarter (NW1/4)

EXCEPTING FROM THE WEST HALF (W1/2) Southeast Quarter
(SE1/4) of Section 23, Township 14 North, Range 48 East,
M.D.B. & M., and the Southwest Quarter (SW1/4) Northeast
Quarter (NE1/4) of Section 23 and the Northeast Quarter (NE1/4)
Northwest Quarter (NW1/4) of Section 28, Township 15 North,
Range 53 East, M.D.B. & M., an undivided 1/6 of all minerals,
oil, gas, and hydrocarbon substances, as granted to JOHN I.
BROWN by deed recorded February 20, 1954 in Book 56 of Deeds
page 70, Nye County, Nevada records.

ALSO EXCEPTING FROM THE WEST HALF (W1/2) Southwest
Quarter (SW1/4) of Section 23, Township 14 North, Range 48
East, M.D.B. & M., and the Southwest Quarter (SW1/4) Northeast
Quarter (NE1/4) of Section 23, and the Northeast Quarter
(NE1/4) Northwest Quarter (NW1/4) of Section 28, Township 15
North, Range 53 East, M.D.B. & M., an undivided 23-1/3 interest
in and to all oil gas, hydrocarbon substances within said land,
as granted to SAM RUDNICK by deed recorded March 11, 1957 in
Book 18 of Official Records at page 190, Nye County, Nevada
records.

ALSO EXCEPTING FROM THE WEST HALF (W1/2) Southwest
Quarter (SW1/4) of Section 23, Township 14 North, Range 48
East, M.D.B. & M., and the Southwest Quarter (SW1/4) Northeast
Quarter (NE1/4) of Section 23, and the Northeast Quarter
(NE1/4) Northwest Quarter (NW1/4) of Section 28 in Township 15

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North, Range 53 East, M.D.B. & M., an undivided 40% interest in and to all mineral rights, including but not limited to, "crude oil", petroleum, gas, gas, asphaltum, or any kindred substance with and underlying as reserved in the deed executed by EURSKA LIVESTOCK COMPANY, recorded in Book 25 of Official Records, page 482, Nye County, Nevada records.

EXCEPTING FROM the above described parcels, all mineral rights and interest, including coal oil, gas and other hydrocarbons, and all other metallic and non-metallic mineral ores and substances, and geothermal steam, hot water, hot brines, thermal energy and gases as conveyed by VALIANT FARMS-EURSKA, INC., to APAL, a limited partnership, by various documents of record.

The above interest in minerals by means of conveyances was transferred to DANIEL H. RUSSELL, by deed recorded April 1, 1988 in Book 624 of Official Records, page 337 as file No. 206511, Nye County, Nevada records.

ASSESSOR'S PARCEL NUMBER FOR 1996 - 1997: 07-371-02

09-371-03

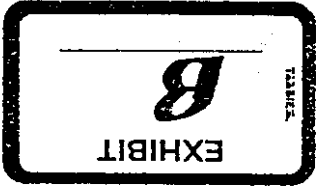
09-371-01

11-161-01

11-161-02

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BOOK 308 PAGE 38

166799

BOOK 308 PAGE 38
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
William J. ...
MAY -7 PM 3:07
EUREKA COUNTY NEVADA
M.N. REBAL EATI. RECORDER
FEES 17.00
FILE NO.

- 01160
- 01326
- 02086
- 02455
- 02457
- 02458
- 02459
- 02460
- 02461
- 02462
- 02464
- 02465
- 02965

Permit Nos.

- 12207
- 12208
- 12209
- 12210
- 12211
- 12212
- 12213
- 12416
- 11065
- 11072
- 11382
- 11700
- 11790
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23951

23952

- 10859
- 10904
- 10906
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- 11016
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- 11064
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- 11072
- 11382
- 11700
- 11790
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- 11836
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- 8329
- 8330
- 8331
- 8514
- 8516
- 8753
- 9095
- 9095
- 9456
- 9682
- 10426

Permit Nos.

7888

6902

3081

3080

DECLARATION OF VALUE

Recording Date 5/9/97

Book 308

Page 28

Instrument # 166799

Full Value of Property Interest Conveyed

\$ 1,428,000.00

Less Assumed Liens & Encumbrances

Taxable Value (NRS 375.010, Section 2)

\$ 1,428,000.00

Real Property Transfer Tax Due

\$ 1,856.40

If exempt, state reason. NRS 375.090, Section _____ Explain: _____

APN#:

<p style="text-align: center;">INDIVIDUAL</p> <p>Under penalty of perjury, I hereby declare that the above statements are correct.</p> <p>Signature of Declarant _____</p> <p>Name (Please Print) _____</p> <p>Address _____</p> <p>City _____ State _____ Zip _____</p>	<p style="text-align: center;">ESCROW HOLDER</p> <p>Under penalty of perjury, I hereby declare that the above statements are correct to the best of my knowledge based upon the information available to me in the documents contained in the escrow file.</p> <p>Signature of Declarant <i>Pamela J. Aguirre</i></p> <p>Name (Please Print) Pamela J. Aguirre</p> <p>Escrow Number <u>97210748</u></p> <p>Firm Name Stewart Title of Northeastern Nevada</p> <p>Address 810 IDAHO STREET</p> <p>City Reno, Nevada State Nevada Zip 89801</p>
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