

SHORT FORM DEED OF TRUST AND ASSIGNMENT OF RENTS

THIS DEED OF TRUST, made this September 17, 1997 between Dominick J. Pieretti, herein called TRUSTOR, whose address is C/O Gary E. Di Graza (Goicoechea and Di Graza, LTD.), 530 Idaho Street, Elko, Nevada 89801. and Nevada Land and Resource Company, herein called BENEFICIARY, whose address is 1755 East Plumb Lane, Suite 151, Reno, Nevada 89502. and UNITED TITLE OF NEVADA, A NEVADA CORPORATION herein called TRUSTEE,

WITNESSETH: That Trustor IRREVOCABLY GRANTS, TRANSFERS AND ASSIGNS TO TRUSTEE IN TRUST, WITH POWER OF SALE, that property in Elko and Eureka counties, Nevada described as:

See Exhibit "A" attached hereto and made a part hereof by reference

TOGETHER WITH the rents, issues and profits thereof, SUBJECT, HOWEVER, to the right, power and authority given to and conferred upon Beneficiary by paragraph (10) of the provisions incorporated herein by reference to collect and apply such rents, issues and profits.

FOR THE PURPOSE OF SECURING: 1. Performance of each agreement of Trustor incorporated by reference or contained herein. 2. Payment of the indebtedness evidenced by one promissory note of even date herewith, and any extension or renewal thereof, in the principal sum of \$ 301,772.47 executed by Trustor in favor of Beneficiary or order. 3. Payment of such additional sums as may hereafter be borrowed from beneficiary by the then record owner of said property, when evidenced by another promissory note (or notes) reciting it is so secured.

TO PROTECT THE SECURITY OF THIS DEED OF TRUST, TRUSTOR AGREES: By the execution and delivery of the Deed of Trust and the Note secured hereby, that provisions (1) to (16) inclusive of the Deed of Trust recorded in the Book and at the Page, or Document No. of Official records in the Office of the County Recorder of the County where said property is located, noted below opposite the name of such county, viz:

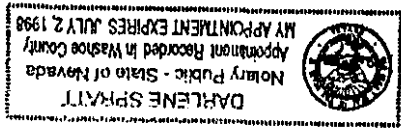
COUNTY	DOC NO	BOOK	PAGE	COUNTY	PAGE	BOOK	PAGE	COUNTY	DOC NO	BOOK	PAGE
Clark	413967	514		Nye	83						
Churchill	104132	34 migs	591	Ormsby	758	3					
Douglas	24496	22	415	Pershing	467	0 migs					
Eiko	14831	43	343	Storey	221	31 migs	449				
Esmeralda	26291	3H deeds	138-141	White Pine	449	31 migs	449				
Eureka	39602	3	263			10 migs	534-537				
				Humboldt	116966	3	83				
				Lander	41172	3	758				
				Lincoln	41292	0 migs	467				
				Washoe	407205	734	221				
				Lyon	55488	31 migs	449				
				Mineral	78848	10 migs	534-537				

(which provisions, identical in all counties, are printed on the reverse hereof) hereby are adopted and incorporated herein and made a part hereof as fully as though set forth herein at length; that he will observe and perform said provisions; and that the references to property, obligations, and parties in said provisions shall be construed to refer to the property, obligations, and parties set forth in this Deed of Trust. The undersigned Trustor request that a copy of any Notice of Default and of any Notice of Sale hereunder be mailed to him at his address herein before set forth.

STATE OF NEVADA)
COUNTY OF WASHOE)

This instrument was acknowledged before me on Sept. 17, 1997 by Dominick J. Pieretti.

Notary Public
My commission expires on 7-2-98
[Signature]
WHEN RECORDED MAIL TO:
John M. Petrosky
Nevada Land & Resource Co.
1755 E. Plumb Lane #151
Reno, NV 89502



Escrow No. 97104006-DS

Dominick J. Pieretti

[Signature]

Exhibit A

PARCEL 1:

All of Section 35, Township 30 North, Range 52 East. Said parcel being further described as Assessor's Parcel Number 05-030-06.

PARCEL 2:

All of Section 3, Township 29 North, Range 52 East. Said parcel being further described as Assessor's Parcel Number 05-570-04 (Eureka) and Parcel Number 05-020-01 (Elko).

PARCEL 3:

The East Half (E 1/2) of Section 9, Township 29 North, Range 52 East. Said parcel being further described as Assessor's Parcel Number 05-570-07.

PARCEL 4:

The West Half (W 1/2) of Section 15, Township 29 North, Range 52 East. Said parcel being further described as Assessor's Parcel Number 05-570-12.

PARCEL 5:

All of Section 21, except the Northwest Quarter (NW 1/4) Township 29 North, Range 52 East. Said parcel being further described as Assessor's Parcel Number 05-580-05.

PARCEL 6:

All of Section 33, Township 29 North, Range 52 East. Said parcel being further described as Assessor's Parcel Number 05-580-17.

Excepting from the above described land:

All those portions lying within the boundaries of the Southern Pacific Railroad and the Union Pacific Railroad, and the Western Pacific Railroad, and the Oregon Short Line Railroad rights of way also excepting all those portions deduced to the State of Nevada and the United States of America for highway purposes.

BOOK 313 PAGE 354

OFFICIAL RECORDS

RECORDED AT THE REQUEST OF

Wanda J. Co.

97 SEP 19 PM 1:53

EUREKA COUNTY NEVADA
M.N. REBAL/ATL. RECORDER
FILE NO. FEES \$8.00

168645

BOOK 313 PAGE 355