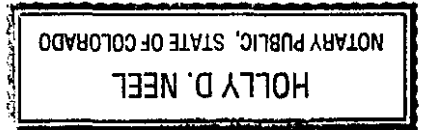


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(SEAL)

My Commission Expires: Dec 8, 1997

Notary Public

Signed and sworn to before me on August 14th, 1997, by Gregg B. Shafter as Agent for Atlas Corporation and Owner.

As Agent on behalf of Atlas Corporation and Owner
Gregg B. Shafter

Affiant executes this Affidavit on the 14th day of August, 1997.

5. There are 15 Claims listed on Exhibit A.
4. Pursuant to and in compliance with Federal mining laws and regulations, Atlas has paid to the appropriate state office of the United States Bureau of Land Management on or before August 31, 1996, a maintenance fee in the amount of \$100.00 for each of the Claims, and Atlas (or Atlas on behalf of the Owner) intends to hold the Claims in good standing through the assessment year ending September 1, 1998.
3. Atlas hereby certifies that, on its own behalf or on behalf of the Owner, it timely paid the required Federal claim maintenance fees to maintain the Claims in good standing for the assessment year ending September 1, 1997.

Atlas Precious Metals Inc.
370 Seventeenth Street, Suite 3050
Denver, CO 80202-5610

2. The Owner(s) of the Claims and the Owner's address is/are:
1. Affiant is the agent of Atlas Corporation ("Atlas"), whose address is 370 Seventeenth Street, Suite 3050, Denver, CO 80202-5610, who owns, leases or otherwise controls the unpatented mining claims more particularly described in Exhibit A attached hereto ("the Claims").

The undersigned Affiant, being first duly sworn, under penalty of perjury, states as follows:

STATE OF COLORADO)
)
COUNTY OF DENVER)

**AFFIDAVIT OF PAYMENT OF MAINTENANCE FEE
NOTICE OF INTENTION TO HOLD MINING CLAIMS AND/OR MILL SITES**

Atlas Corporation
370 Seventeenth St., Suite 3050
Denver, CO 80202-5610

After Recording please return to:

168675

EXHIBIT A

The following unpatented lode mining claims situated in Sections 4 and 5, T 22 N - R 50 E, and in Sections 32 and 33, T 23 N - R 50 E, MDM, in Eureka County, Nevada:

CLAIM NAME	BLM	BOOK	PAGE
R #9	164131	85	49
R #12	164134	85	52
R #13, as amended	164135	201	557
R #14, as amended	164136	201	558
R #21	290778	117	603
R #22	290779	117	604
R #27, as amended	328748	201	559
R #28	328749	131	254
R #51	361637	142	155
R #52, as amended	361638	201	561
R #53, as amended	361639	201	562
R #54, as amended	361640	201	563
RC	567865	201	554
RD	567866	201	555
RF	567867	201	556

BOOK 313 PAGE 438
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Atwood & Sons Metal
97 SEP 25 PM 1:17
EUREKA COUNTY NEVADA
M.M. REBALEATI, RECORDER
FILE NO.
FEES \$2.50

168675

BOOK 313 PAGE 439

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7/30/97