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Randall E. Hubbard
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BOOK 325 PAGE 520
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Thomas P. Erwin
99 MAR -1 AM 11:31
EUREKA COUNTY NEVADA
M.N. REBALEATI, RECORDER
FILE NO. 171954
FEES \$ 00

Substitution of Trustee

Globex Mining Enterprises, Inc., a Quebec corporation ("Globex"), is the legal owner and holder of (i) that Promissory Note made in accordance with that Loan Agreement dated as of January 16, 1997, by and among Globex, Gold Capital Corporation, a Colorado corporation ("GCC"), Tonkin Springs Venture Limited Partnership and U.S. Gold Corporation, the Promissory Note having been executed and made by GCC, in the principal sum of \$415,000, and (ii) all other indebtedness secured by that Deed of Trust, Security Agreement, Financing Statement and Assignment of Production and Proceeds (the "Deed of Trust"), executed and made by GCC as Trustor, to Stewart Title of Northeastern Nevada, as Trustee, and recorded on January 21, 1997, in the Office of Eureka County Recorder, Official Records, Document No. 165911, Book 305, Page 066.

Globex, as the legal owner and holder of the Promissory Note and the present beneficiary of the Deed of Trust, desires to change the Trustee named in the Deed of Trust. Globex hereby appoints Globex Mining Enterprises, Inc., a Quebec corporation, as the Trustee under the Deed of Trust in the place of Stewart Title of Northeastern Nevada with the power to perform all obligations and to exercise all rights of the Trustee in and under the Deed of Trust.

Dated February 11, 1999.

Globex Mining Enterprises, Inc.

By: 
Jack Stoch, President

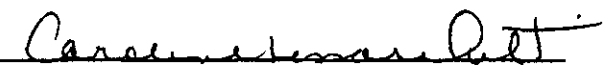
PROVINCE OF QUEBEC)

MUNICIPALITY OF ROUYN-NORANDA)

ss.

This Substitution of Trustee was acknowledged before me on February 11, 1999, by Jack Stoch, as President of Globex Mining Enterprises, Inc.

Witness my hand and official seal.


Notary Public

Lifetime Commission