

172105

DECLARATION OF MERGER OF MINERALS SUBLEASE

Santa Fe Pacific Gold Corporation (“SFPG”) hereby declares as follows:

1. Effective January 1, 1988, SFP Minerals Corporation and Santa Fe Pacific Mining, Inc. entered into a Minerals Sublease (the "Minerals Sublease") covering the real property described in Annex A hereto, a Memorandum of which was recorded April 4, 1988 at Book 175, Page 193 in the official records of Eureka County, Nevada.
2. On March 24, 1993, SFP Minerals Corporation was merged into Western Rock Products, Inc.
3. On April 13, 1993, Western Rock Products, Inc. was merged into Santa Fe Pacific Minerals Corporation. By name change effective June 30, 1993, Santa Fe Pacific Minerals Corporation changed its name to SFPG.
4. On July 1, 1994, Santa Fe Pacific Mining, Inc. merged into SFPG.
5. By operation of the doctrine of merger, SFPG succeeded to all right, title and interest in the Minerals Sublease.

THEREFORE, SFPG declares the Minerals Sublease to be of no further effect and validity.

SANTA FE PACIFIC GOLD CORPORATION,
a Delaware corporation

By:

Name: Bruce D. Hansen

Title: Vice President

Date: March 19, 1999

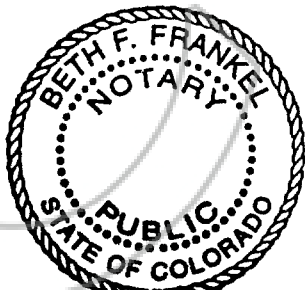
STATE OF COLORADO)
) ss.
CITY & COUNTY OF DENVER)

Subscribed and sworn to before me this 19th day of March, 1999, by Bruce D. Hansen, as Vice President of Santa Fe Pacific Gold Corporation.

My commission expires: August 2, 1999.

Witness my hand and official seal.

[S E A L]



Beth J. Franke
Notary Public

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2:LAN\SFPMC&MI into SFPG\OSP-0010.doc

ANNEX A

EUREKA COUNTY, NEVADA

Township 33 North, Range 51 East

Section 17: NW/4 SE/4

Township 31 North, Range 51 East

Section 7 All, Except 43.34 acres R/W

Which Property is subject to a Minerals Lease between Lessor
and Southern Pacific Land Company dated October 11, 1985.

BOOK 326 PAGE 317
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Santa Fe Pacific Gold
99 MAR 29 PM 1:19
EUREKA COUNTY NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEES 8.00

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