

173221

**WHEN RECORDED RETURN TO:**

CAI Incorporated  
Post Office Box 3087  
Spokane, Washington 99220

**ASSIGNMENT AND ASSUMPTION OF CONTRACT**

This **ASSIGNMENT AND ASSUMPTION OF CONTRACT**, is made effective as of September 30, 1999, between COMINCO AMERICAN INCORPORATED, a Washington corporation, whose address is Post Office Box 3087, Spokane, Washington 99220 (the "Assignor") and CAI INCORPORATED, a Washington corporation, whose address is Post Office Box 3087, Spokane, Washington 99220 (the "Assignee").

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby irrevocably convey, transfer and assign all of its rights, title and interest and Assignee does assume and agree to pay and perform all of the obligations of Assignor after the effective date hereof, in and to that certain agreement titled Joint Venture and Operating Agreement dated effective March 7, 1983, as amended, between Hecla Mining Company and Placer Dome U.S. Inc. (collectively, successors in interest to Pembina Minerals Inc.) and Cominco American Incorporated for property located in Eureka County, Nevada, as more particularly described in the following listed instruments recorded in the public records of Eureka County, Nevada:

1. That certain Assignment and Novation Agreement dated May 16, 1997, by and among Pathfinder Mines Corporation, Hecla Mining Company and Cominco American, recorded July 21, 1997, in Book 310 at Page 124;
2. That certain Assignment and Bill of Sale dated June 6, 1997, by Pathfinder Mines Corporation to Placer Dome U.S. Inc., recorded August 22, 1997, in Book 311 at page 166;
3. That certain Quitclaim Deed dated June 6, 1997, by and between Pathfinder Mines Corporation and Placer Dome U.S. Inc., recorded August 22, 1997, in Book 311 at page 178;
4. That certain Assignment and Bill of Sale dated June 10, 1997, by Hecla Mining Company to Placer Dome U.S. Inc., recorded September 15, 1997, in Book 313 at page 171; and
5. That certain Quitclaim Deed dated June 10, 1997, by and between Hecla Mining Company and Placer Dome U.S. Inc., recorded September 15, 1997, in Book 313 at page 173.

Dated to be effective the 30<sup>th</sup> day of September, 1999.

**COMINCO AMERICAN INCORPORATED (Assignor)**

By: \_\_\_\_\_

C. Bruce DiLuzio

Vice President, Law and Administration

**CAI INCORPORATED (Assignee)**

By: \_\_\_\_\_

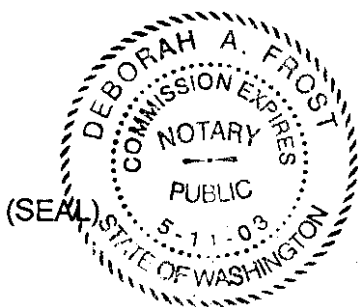
C. Bruce DiLuzio

President

STATE OF WASHINGTON )  
 ) :ss  
COUNTY OF SPOKANE )

On this 30<sup>th</sup> day of September, 1999, before me personally appeared C. BRUCE DiLUZIO, to me known to be the Vice President, Law and Administration of COMINCO AMERICAN INCORPORATED, the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute the said instrument on behalf of said corporation.

Given under my hand and official seal the day and year in this certificate first above written.



Deborah A. Frost

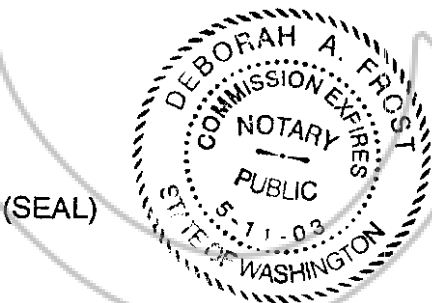
Deborah A. Frost  
Notary Public in and for the State of  
Washington, residing at Spokane

My Commission Expires: May 11, 2003

STATE OF WASHINGTON )  
 ) :ss  
COUNTY OF SPOKANE )

On this 30<sup>th</sup> day of September, 1999, before me personally appeared C. BRUCE DiLUZIO, to me known to be the President of CAI INCORPORATED, the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute the said instrument on behalf of said corporation.

Given under my hand and official seal the day and year in this certificate first above written.



Deborah A. Frost

Deborah A. Frost  
Notary Public in and for the State of  
Washington, residing at Spokane

My Commission Expires: May 11, 2003

BOOK 331 PAGE 69  
OFFICIAL RECORDS  
RECORDED AT THE REQUEST OF  
Cominco American Inc.  
99 NOV -4 PM 1:18

EUREKA COUNTY NEVADA  
M.N. REBALEATI, RECORDER  
FILE NO. FEES 8.00