

174356

DECLARATION OF MERGER OF
MINERALS SUBLEASE

Newmont Gold Company ("NGC") hereby declares as follows:

1. Effective November 1, 1977, Santa Fe Pacific Gold Corporation, successor in interest to Southern Pacific Land Company, and Newmont Gold Company, formerly Carlin Gold Company entered into a Lease of Mining Rights (the "Lease"), as amended, covering the real property described in Exhibit I hereto.
2. On December 29, 1999, Santa Fe Pacific Gold Corporation was merged into Newmont Gold Company.
3. By operation of the doctrine of merger, NGC succeeded to all right, title and interest in the Minerals Sublease.

THEREFORE, NGC declares the Lease to be of no further effect and validity.

Newmont Gold Company,
a Delaware corporation

By: *Timothy J. Schmitt*
Name: Timothy J. Schmitt
Title: Vice President
Date: March 23rd, 2000

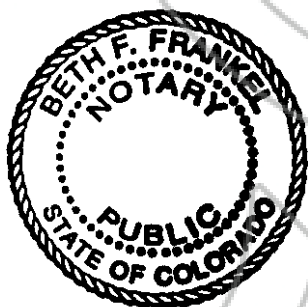
STATE OF COLORADO)
) ss.
CITY & COUNTY OF DENVER)

Subscribed and sworn to before me this 23rd day of March, 2000, by Timothy J. Schmitt, as Vice President of Newmont Gold Company.

My commission expires: August 2, 2003.

Witness my hand and official seal.

[S E A L]



Beth F. Frankel
Notary Public

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EXHIBIT I

The following property situated in Eureka County, Nevada:

Township 33 North -- Range 51 East, MDM

Section 3: Lots 1, 2, 3, & 4 (being the N½ of the N½)

Containing 157.00 acres, more or less.

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OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Newmont Gold Co.
00 MAR 27 PM 2:06

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

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