

RETURN TO:

WESTERN TITLE CO
1501 N CARSON STREET
CARSON CITY, NV 89701

ELKO COUNTY

174374

APN: 0-390-14
TO Clear title

Order No. _____

Escrow No. 183243-MC

WHEN RECORDED, MAIL TO:

GRANTEE

c/o Western Water Company
4660 La Jolla Village Dr., #680 San Diego, Ca. 92122 Attn: Peter Jensen
SPACE ABOVE THIS LINE FOR RECORDER'S USE

R.P.T.T. \$6,893.90

SPECIAL WARRANTY DEED

SEE EXHIBIT "B" ATTACHED HERETO FOR TAX PARCELS

FOR VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, The Atchison, Topeka and Santa Fe Railway Company ("Grantor"), a Delaware corporation, does hereby GRANT, BARGAIN and SELL to Silver State Land Company LLC ("Grantee"), a Delaware limited liability company, all of Grantor's right, title and interest in the real property owned by Grantor and situated in the Counties of Elko, Eureka, Lander, Churchill, Lyon, Storey, Pershing, Washoe and Humboldt, State of Nevada, including the real property more particularly described as follows:

see Exhibit "A", which is attached hereto and, by this reference, made a part hereof,

TOGETHER with all tenements, hereditaments and appurtenances, including easements and water rights, including Permit to Appropriate Waters Nos. 41510, 49488, 49741, 50059, 56823, 46908, 46906, 42608, 45042 and all other water rights appurtenant to the land described in Exhibit "A" attached hereto, if any, thereto belonging or appertaining, and any reversions, remainders, rents, issues or profits thereof.

Dated: October 4, 1995

THE ATCHISON, TOPEKA AND SANTA
FE RAILWAY COMPANY

By: Jeffrey K. Moreland

Title: Vice President-Law
and General Counsel

ATTEST:

[SEAL]

By: Assistant Secretary

(WESTERN TITLE SALE/RECORDS)



BOOK 334 PAGE 001

BOOK 911 PAGE 582

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STATE OF ILLINOIS }

COUNTY OF COOK }

ss.

On October 4th, 1995, personally appeared before me, a Notary Public, Jeffrey R. Moreland, Vice President-Law and General counsel, who acknowledged that he executed the above instrument.

Julie Jordan
Notary Public

My commission expires:

2/3/97

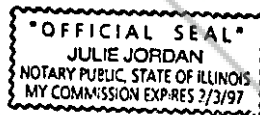


EXHIBIT "A"

CHURCHILL COUNTY, NEVADA

ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF CHURCHILL, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date Recorded:	Grantor :	Official Records INSTRUMENT No. :	ATSF Deed No. :
January 8, 1990	Santa Fe Pacific Reality Corporation	249820	50580
January 8, 1990	Santa Fe Pacific Reality Corporation	249819	50581
January 2, 1992	Catellus Development Corporation	284753	51085
January 2, 1992	Catellus Development Corporation	284754	51086
January 2, 1992	Catellus Development Corporation	284755	51087
January 2, 1992	Catellus Development Corporation	284756	51089
January 2, 1992	Catellus Development Corporation	284757	51090
January 2, 1992	Catellus Development Corporation	284758	51091

LYON COUNTY, NEVADA

ALSO

ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF LYON, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date Recorded:	Grantor :	Official Records INSTRUMENT No. :	ATSF Deed No. :
January 8, 1990	Santa Fe Pacific Reality Corporation	Bk.341 / Pg.112	50901

ELKO COUNTY

EXHIBIT 'A' continued

EUREKA COUNTY, NEVADA

ALSO

ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF EUREKA, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date Recorded:	Grantor :	Official Records BOOK / PAGE :	ATSF Deed No. :
February 25, 1991	Catellus Development Corporation	Bk.221 / Pg.9	50778
January 12, 1990	Santa Fe Pacific Realty Corporation	Bk.207 / Pg.118	50898
January 12, 1990	Santa Fe Pacific Realty Corporation	Bk.207 / Pg.109	50899
February 4, 1992	Catellus Development Corporation	Bk.231 / Pg.475	51093

EXCEPT ALL THOSE CERTAIN PARCELS OF LAND LYING IN THE COUNTY OF EUREKA, STATE OF NEVADA, AS CONVEYED TO THE FOLLOWING BY THE DEEDS LISTED AS FOLLOWS:

Date Recorded:	Grantee :	Official Records BOOK / PAGE :	ATSF Deed No. :
March 7, 1995	Santa Fe Pacific Gold Corporation	Bk.281 / Pg.248	52078
May 19, 1995	Santa Fe Pacific Gold Corporation	Bk.283 / Pg. 23	52187

ALSO EXCEPT A PARCEL OF LAND IN THE COUNTY OF EUREKA, STATE OF NEVADA LYING IN THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SECTION 35, TOWNSHIP 32 NORTH, RANGE 51 EAST, MOUNT DIABLO MERIDIAN, BEING THAT PORTION OF LAND WITHIN SAID SECTION, NOW AND FOR MANY YEARS PAST, OCCUPIED BY THE "PALISADE CEMETERY", AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT CORNER #1 OF SAID PARCEL, THE WESTERLY FENCE CORNER OF THE DESCRIBED CEMETERY SITE, FROM WHICH THE 1/4-SECTION CORNER COMMON TO SECTIONS 35 AND 36, OF SAID TOWNSHIP, BEARS S.50°44'E., 147.7 FEET THENCE ALONG SAID FENCELINE N.34°51'E., 161.5 FEET TO A FENCE CORNER AT THE NORTHERLY CORNER OF SAID CEMETERY SITE;
THENCE ALONG SAID FENCELINE N.57°38'E., 25.39 FEET TO A POINT ON THE EASTERLY SECTION LINE OF SAID SECTION 35;
THENCE ALONG SAID SECTION LINE S.0°10'E., 190.17 FEET TO A POINT ON THE SOUTHWESTERLY FENCELINE OF SAID CEMETERY SITE;
THENCE ALONG SAID FENCELINE N.58°04'W., 134.87 FEET TO CORNER #1, THE POINT OF BEGINNING FOR THE PARCEL HEREIN DESCRIBED.

THE "CEMETERY SITE" CONTAINS AN AREA OF 0.296 OF AN ACRE, MORE OR LESS

ELKO COUNTY

EXHIBIT 'A' continued

HUMBOLDT COUNTY, NEVADA

ALSO

ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF HUMBOLDT, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date Recorded:	Grantor :	Official Records BOOK / PAGE :	ATSF Deed No. :
January 10, 1990	Santa Fe Pacific Reality Corporation	Bk.284 / Pg.469	50571
January 10, 1990	Santa Fe Pacific Reality Corporation	Bk.284 / Pg.470	50572
February 25, 1991	Catellus Development Corporation	Bk.298 / Pg.595	50573
February 25, 1991	Catellus Development Corporation	Bk.298 / Pg.594	50574
January 2, 1992	Catellus Development Corporation	Bk.307 / Pg.570	51082
January 2, 1992	Catellus Development Corporation	Bk.307 / Pg.571	51084
April 6, 1992	Catellus Development Corporation	Bk.310 / Pg.631	51157

EXCEPT ALL THOSE CERTAIN PARCELS OF LAND LYING IN THE COUNTY OF HUMBOLDT, STATE OF NEVADA, AS CONVEYED TO THE FOLLOWING BY THE DEEDS LISTED AS FOLLOWS:

Date Recorded:	Grantee :	Official Records BOOK / PAGE :	ATSF Deed No. :
May 20, 1993	Western Rock Product, Inc.	Bk.322 / Pg.503	51520
July 13, 1993	Santa Fe Pacific Minerals Corporation	Bk.323 / Pg.588	51719
July 24, 1995	Santa Fe Pacific Gold Corporation	Bk.343 / Pg.805	52187
June 13, 1995	Santa Fe Pacific Gold Corporation	Bk.343 / Pg.204	52188

September 19, 1996

Exhibit Page 3 of 6 Pages

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BOOK 334 PAGE 005 ^{BOOK} 911 PAGE 586

ELKO COUNTY

EXHIBIT A continued

LANDER COUNTY, NEVADA

ALSO

ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF LANDER, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date Recorded:	Grantor :	Official Records BOOK / PAGE :	ATSF Deed No. :
February 25, 1991	Catellus Development Corporation	Bk.356 / Pg.412	50775
February 25, 1991	Catellus Development Corporation	Bk.356 / Pg.405	50778
January 11, 1990	Santa Fe Pacific Reality Corporation	Bk.341 / Pg.115	50900
January 11, 1990	Santa Fe Pacific Reality Corporation	Bk.341 / Pg.112	50901
January 3, 1992	Catellus Development Corporation	Bk.366 / Pg.101	51092
April 28, 1992	Catellus Development Corporation	Bk.370 / Pg.574	51156

EXCEPT ALL THOSE CERTAIN PARCELS OF LAND LYING IN THE COUNTY OF LANDER, STATE OF NEVADA, AS CONVEYED TO THE FOLLOWING BY THE DEEDS LISTED AS FOLLOWS:

Date Recorded:	Grantee :	Official Records BOOK / PAGE :	ATSF Deed No. :
August 16, 1993	Santa Fe Pacific Minerals Corporation	Bk.397 / Pg.658	51719
June 2, 1995	Santa Fe Pacific Gold Corporation	Bk.417 / Pg.632	52187
May 24, 1995	Santa Fe Pacific Gold Corporation	Bk.417 / Pg.460	52168

STOREY COUNTY, NEVADA

ALSO

ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF STOREY, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date Recorded:	Grantor :	Official Records BOOK / PAGE :	ATSF Deed No. :
January 8, 1990	Santa Fe Pacific Reality Corporation	Bk. 75 / Pg.165	50578

September 10, 1998

Exhibit Page 4 of 6 Pages

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BOOK 334 PAGE 006

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ELKO COUNTY

EXHIBIT "A" continued

PERSHING COUNTY, NEVADA

ALSO

ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF PERSHING, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date Recorded:	Grantor :	Official Records BOOK / PAGE :	ATSF Deed No. :
January 1, 1990	Santa Fe Pacific Reality Corporation	Bk.240 / Pg.248	50558
January 1, 1990	Santa Fe Pacific Reality Corporation	Bk.240 / Pg.410	50569
January 1, 1990	Santa Fe Pacific Reality Corporation	Bk.240 / Pg.413	50570
February 25, 1991	Catellus Development Corporation	Bk.253 / Pg. 1	50770
February 25, 1991	Catellus Development Corporation	Bk.253 / Pg. 32	50777
January 2, 1992	Catellus Development Corporation	Bk.261 / Pg.336	51079
January 2, 1992	Catellus Development Corporation	Bk.261 / Pg.340	51080
January 2, 1992	Catellus Development Corporation	Bk.261 / Pg.344	51081
April 6, 1992	Catellus Development Corporation	Bk.263 / Pg.202	51159

EXCEPT ALL THOSE CERTAIN PARCELS OF LAND LYING IN THE COUNTY OF PERSHING, STATE OF NEVADA, AS CONVEYED TO THE FOLLOWING BY THE DEEDS LISTED AS FOLLOWS:

Date Recorded:	Grantee :	Official Records BOOK / PAGE :	ATSF Deed No. :
June 21, 1993	Western Rock Product, Inc.	Bk.273 / Pg.472	51520

September 19, 1996

Exhibit Page 5 of 6 Pages

September 19, 1996

BOOK 911 PAGE 588

BOOK 334 PAGE 007

ELKO COUNTY

EXHIBIT A - Continued

ELKO COUNTY, NEVADA

ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF ELKO, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date Recorded:	Grantor :	Official Records BOOK / PAGE :	ATSF Deed No. :
February 25, 1991	Catellus Development Corporation	Bk.746 / Pg.862	50779
February 25, 1991	Catellus Development Corporation	Bk.746 / Pg.851	50780
January 11, 1990	Santa Fe Pacific Reality Corporation	Bk.711 / Pg.92	50902
January 11, 1990	Santa Fe Pacific Reality Corporation	Bk.711 / Pg.89	50903
January 31, 1992	Catellus Development Corporation	Bk.774 / Pg.448	51094
April 6, 1992	Catellus Development Corporation	Bk.780 / Pg.10	51158

WASHOE COUNTY, NEVADA

ALSO

ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF WASHOE, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date Recorded:	Grantor :	Official Records BOOK / PAGE :	ATSF Deed No. :
January 19, 1991	Santa Fe Pacific Reality Corporation	Bk.3019 / Pg.760	50591
February 22, 1991	Catellus Development Corporation	Bk.3216 / Pg.531	50771
February 22, 1991	Catellus Development Corporation	Bk.3216 / Pg.526	50772
January 3, 1992	Catellus Development Corporation	Bk.3391 / Pg.840	51216

September 19, 1995

Exhibit Page 6 of 6 Pages

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BOOK 911 PAGE 589

BOOK 334 PAGE 008

ELKO COUNTY

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EXHIBIT "B"

Special Warranty Deed

by

The Atchison, Topeka and Santa Fe Railway Company

Elko County

Assessor Parcel Numbers:

04-010-01

04-010-02

04-010-04

04-020-01

04-020-05

04-020-07

04-020-08

04-020-09

04-030-05

04-011-01

04-011-03

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05-030-01

ELKO COUNTY

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Elko County
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BOOK 911 PAGE 591

ELKO COUNTY

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Elko County
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BOOK 334 PAGE 11

BOOK 911 PAGE 592

ELKO COUNTY

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Elko County
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ELKO COUNTY

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Elko County
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BOOK 911 PAGE 594

BOOK 334 PAGE 13

ELKO COUNTY

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Elko County
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ELKO COUNTY

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Elko County
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Elko County
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ELKO COUNTY

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Elko County
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BOOK 334 PAGE 017
BOOK 911 PAGE 598

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Elko County
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BOOK 334 PAGE 018

BOOK 911 PAGE 599

ELKO COUNTY

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Elko County
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BOOK 334 PAGE 019 BOOK 911 PAGE 600

ELKO COUNTY

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Elko County
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Elko County
Page 13

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08-058-14
09-015-07

CERTIFICATION OF COPY
STATE OF NEVADA
COUNTY OF ELKO)SS.

I, JERRY D. REYNOLDS, the duly elected and qualified Recorder of Elko County, in the State of Nevada, do hereby certify that this is a true, full and correct copy of the instrument now on record in this office. IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of my office in Elko, Nevada this

14th day of March A.D. 2000
JERRY D. REYNOLDS, COUNTY RECORDER

By *[Signature]*
(SEAL)

INDEXED

375087

FEE 27.00 FILE #
FILED FOR RECORD
AT REQUEST OF

First American Title Co. Of Nev

95 OCT 19 A9:15

RECORDED BK 911 PG 582
JERRY D. REYNOLDS
ELKO CO. RECORDER

BOOK 334 PAGE 021

375087

BOOK 911 PAGE 602

BOOK 334 PAGE 001
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Stewart Tuttle
00 APR 10 AM 9:08

EUREKA COUNTY NEVADA
M.H. REBALEATI, RECORDER
FILE NO. FEES *28.00*

174374

Y900704007/011110

THIS DOCUMENT CONTAINS
UNCLASSIFIED INFORMATION
DATE 10/10/2001 BY 60322 UCBAW/STP
REASON: 25X(1) EXEMPTED FROM
DISCLOSURE UNDER E.O. 13526
AUTHORITY: 25X(1) EXEMPTED FROM
DISCLOSURE UNDER E.O. 13526
DATE 10/10/2001 BY 60322 UCBAW/STP

UNCLASSIFIED INFORMATION
DATE 10/10/2001 BY 60322 UCBAW/STP

BOOK 334 PAGE 022

State of Nevada
Declaration of Value

- 1. Assessor Parcel Number(s)
a) 04-390-14
b)
c)
d)
2. Type of Property:
a) [X] Vacant Land b) [] Single Fam. Res.
c) [] Condo/Twnhse d) [] 2-4 Plex
e) [] Apt. Bldg. f) [] Comm'l/Ind'l
g) [] Agricultural h) [] Mobile Home
i) [] Other

FOR RECORDERS OPTIONAL USE ONLY
Document/Instrument #: 174374
Book: 334 Page: 001
Date of Recording: 4-10-00
Notes:

3. Total Value/Sales Price of Property: \$ -0-
Deduct Assumed Liens and/or Encumbrances:
(Provide recording information: Doc/Instrument #: Book: Page:)
Transfer Tax Value per NRS 375.010, Section 2: \$
Real Property Transfer Tax Due: \$ -0-

4. If Exemption Claimed:
a. Transfer Tax Exemption per NRS 375.090, Section: 3
b. Explain Reason for Exemption: to clear title of Southern Pacific Transportation Company's interest

5. Partial Interest: Percentage being transferred: %

The undersigned Seller (Grantor)/Buyer (Grantee), declares and acknowledges, under penalty of perjury, pursuant to NRS 375.060 and NRS 375.110, that the information provided is correct to the best of their information and belief, and can be supported by documentation if called upon to substantiate the information provided herein. Furthermore, the parties agree that disallowance of any claimed exception, or other determination of additional tax due, may result in a penalty of 10% of the tax due plus interest at 1-1/2% per month. Pursuant to NRS 375.030, the Buyer and Seller shall be jointly and severally liable for any additional amount owed.

SELLER (GRANTOR) INFORMATION

Seller Signature:
Print Name: Dorothy A. Timian-Palmer
Address: 3264 Goni Rd, Ste 153
City: Carson City
State: NV Zip: 89706
Telephone (775) 885-5006
Capacity: Chief operating officer

BUYER (GRANTEE) INFORMATION

Buyer Signature:
Print Name:
Address:
City:
State: Zip:
Telephone ()
Capacity:

COMPANY REQUESTING RECORDING

Co. Name: Western Title Company, Inc. Esc. #: 00020689-501-JWN/00010274
(AS A PUBLIC RECORD THIS FORM MAY BE RECORDED/MICROFILMED)