### 179385

# SORT FORM OF OPTION AGREEMENT

This SHORT RM OF OPTION AGREEMENT is made as of the 16th day of October, 2002 (the "Effective 12"), by and among Tom and Volina Connolly, husband and wife, whose address is HC66 Box. Crescent Valley, Nevada 89821 (collectively, "Connolly") and Placer Dome U.S. Inc, a Calinia corporation, whose address for purposes hereof is HC 66 Box 1250 Crescent Valley, Neva 89821 ("PDUS").

#### RECITALS

- A. Connolowns the entire and undivided interest in and to the surface estate within certain fee lands locatin Eureka County, Nevada, as more particularly described on Exhibit A attached hereto and importated herein by reference (the "Property").
- B. Connol and PDUS have entered into an Option Agreement covering the Property dated effective tober 16, 2002 (the "Agreement").
- C. Connoland PDUS desire to enter into this Short Form of Option Agreement (the "Short Form") for purpose of placing of record a notice of the Agreement.

#### **AGREEMENT**

NOW THERERE, for good and valuable consideration, the receipt and sufficiency of which is hereby consed and acknowledged, Connolly and PDUS have agreed and do hereby agree as follow

- 1. Grant option to Purchase the Property. Connolly has granted and hereby grants and leases excludely unto PDUS an option to purchase the Property together with all of the rights, privileges, a casements thereto incident or appurtenant (including, without limitation, any water, ackwatering and reservoir rights associated with the Property and all easements and rights-ovay appurtenant thereto) (the "Option"). PDUS may exercise the Option at any time dur, the period between the effective date of the Agreement and 5:00 p.m. Pacific time on Octobe 6, 2007 (the "Option Period").
- 2. <u>Activition the Property During the Option Period</u>. The Property is subject to a Mining Lease among Deanette L. Baumann Trust, the Connollys and PDUS of even date with the Option Agreement of pursuant to that Mining Lease PDUS has certain rights to use the Property. In addition, suant to the Agreement, the Connollys have retained certain limited rights to use the Prope for grazing purposes.
- 3. <u>Success and Assigns</u>. The Agreement and this Short Form are, and shall be, binding upon and inura the benefit of the heirs, representatives, successors and assigns of the

parties thereto and any rd party acquiring any interest in the Property. No assignment by PDUS of any interest ter the Agreement or this Short Form shall be made without the prior written consent of the unollys, which consent shall not be unreasonably withheld. Notwithstanding the foroing, however, PDUS will not be required to obtain the Connollys' consent to any assignments of it interest in the Agreement to its affiliates or subsidiaries, or to certain third parties puant to existing contractual arrangements. In addition, no such consent shall be required in corction with a corporate reorganization, merger or other consolidation involving PDUS, or a g of all or substantially all of PDUS's assets, or in connection with the granting of a security i rest in PDUS's interest in the Agreement.

- 4. <u>Right oirst Refusal</u>. Pursuant to the Agreement, for a period of time set forth in the Agreement, the Coollys have granted and hereby grant to PDUS a right of first refusal to purchase the producticoyalty payable to the Connollys under the Agreement (the "Production Royalty"), if the Connol desire to sell all or any portion of their interest in the Production Royalty (subject to the hts of the Connollys to make certain assignments and conveyances for bona fide estate plannipurposes without triggering that right of first refusal).
- 5. Additio Terms. The Agreement contains clauses pertaining to the Production Royalty, the Connolly razing rights, and various other provisions, and reference is made to the Agreement for such of terms and conditions as govern the Agreement, which terms and conditions are by referre made a part hereof. Nothing in this Short Form shall limit or affect the rights and duties of parties under the Agreement. Information regarding the Agreement can be obtained from FJS at the address set forth above.

IN WIESS WHEREOF, the parties have executed this Short Form of Option Agreement effective at the date first above written.

Tom Connolly

Volina Connolly

PLACER DOME U.S. INC., a California corporation

By: A Jensen

Title: Cortez Joint Venture

Mine General Manager

## **ACKNOWLEDGMENTS**

| STATE OF NEVADA )  |
|--|
| COUNTY OF Eus ) ss.  |
| This instrumewas acknowledged before me on October 16, 2002, by Tom Connolly.  |
| Witness my hand and icial seal.  |
| My Commission expir  PAULA HORSLEY  NOTARY PUBLIC • STATE of NEVADA Elko County • Nevada CERTIFICATE # 98-0541-6 APPT. EXP. FEB. 5, 2006                         |
| STATE OF NEVADA )  |
| COUNTY OF Sech ) ss.   |
| This instruments acknowledged before me on October 16, 2002, by Volina Connolly.   |
| Witness my hand and icial seal.  |
| My Commission expir  |
| PAULA HORSLEY  NOTARY PUBLIC • STATE of NEVADA Elko County • Nevada CERTIFICATE # 98-0541-6 APPT. EXP. FEB. 5, 2006  Notary Public  Notary Public  Notary Public |
| ss.  |
| COUNTY OF Some )   |
| This instruments acknowledged before me on October 16 2002, by Jour A. Jeuse   |
| as Jane John Wille Placer Dome U.S. Inc., a California corporation.  |
| Witness my hand and icial seal   |
| My Commission expi:  Authorized Notary Public  |
| PAULA HORSLEY  NOTARY PUBLIC • STATE of NEVADA  Elko County • Nevada  CERTIFICATE # 98-0541-6  APPT. EXP. FEB. 5, 2006   |

#### EXHIBIT A

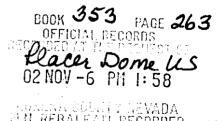
### The Property

The surface ese within the following fee lands located in Eureka County, Nevada.

### PARCEL 2:

### TOWNSHIP 26 NO'H, RANGE 49 EAST, MDB&M

Section 6: Lots 6, and 8 Section 7: Lots 1.3 and 4



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