

179387

**ASSIGNMENT OF MINING LEASE
AND BILL OF SALE**

THIS ASSIGNMENT OF MINING LEASE AND BILL OF SALE ("Assignment") is dateffective as of August 26, 2002 (the "Effective Date"), by and between **Buckhorn Mes Co.**, a Nevada corporation whose address is 12516 Tennant Road, Macdoel, Califcia 96058, **Vivion Schmitz** (a/k/a Vivion Schmidt), a single person whose address 505 Mescal Circle, Truth or Consequences, New Mexico 87935, and **James E. rk** and **Dudley Ann Kirk**, his wife, whose address is 11927 Menaul Blvd., NE, Su 201, Albuquerque, New Mexico 87112 (collectively, "Assignors"), and **Plac Dome U.S. Inc.**, a California corporation, whose address for purposes hereof is HC, Box 1250, Crescent Valley, Nevada 89821-1250 ("Assignee").

RECITALS

A. Assignocollectively own an undivided 91.67% of the lessors' interest in that certain Mining Loe dated January 15, 1979, among Buckhorn Mines Co. and Hennes-Westex Corption, as Lessor, and Bar Resources, Inc., as Lessee, together with all amendments treof and agreements relating thereto including, without limitation (1) the Extcion of Mining Lease dated October 10, 1986, among Buckhorn Mines Company, Hens-Westex Corporation and Bar Resources, Inc., a copy of which is recorded in Book 1 at Page 164 of the Eureka County, Nevada records; and (2) the Amendment to Miningases dated effective as of August 1, 1993, among Buckhorn Mines Co., Medard Scitz, Martha True Schmitz, Keleher & McLeod, P.A., James E. Kirk, Cominco Amerin Resources Incorporated, Equinox Resources, Inc. and Bar Resources, Inc. (as arded, the "Buckhorn Lease"), which covers the patented and unpatented mining clas and mill sites located in Eureka County, Nevada that are listed in Exhibit A, atthed hereto and by this reference made a part hereof (the "Property"); and

B. Assigne desire to assign all their right, title and interest in and under the Buckhorn Lease to Agnee, and Assignee desires to acquire the same.

ASSIGNMENT

NOW THERE'RE, for and in consideration of Ten Dollars (\$10.00) and other good and valuable coderation, the receipt and sufficiency of which is hereby acknowledged, Assignrs do hereby assign and convey unto Assignee all of all of their right, title and interest and under the Buckhorn Lease including, without limitation, the following:

all of Assignors' rights to receive production royalty (whether in cuncy or gold bullion), minimum annual royalty and any other payment undere Buckhorn Lease;

b all interest of Assignors in the area of interest established in Section c. on page 2 of the Buckhorn Lease, including all rights created by said provision as it originally appeared and as it subsequently has been amended (the "Area of Interest"), and in and to mining claims, mill sites and other mineral interests located within the Area of Interest (whether or not they are within the exterior boundaries of the Property and whether or not possessory title is in the name of the Assignors); and

c all of Assignors' right, title and interest in and to all materials, equipment, tools, machinery and facilities located on or about the Property or Area of Interest.

TO HAVE AND TO HOLD, all and singular, the above-mentioned and described property unto Assignor its successors and assigns forever. This Assignment shall bind and inure to the benefit of Assignor and Assignee and their respective successors and assigns.

Assignors warrant title to an undivided 91.67% of the lessors' interest in the Buckhorn Lease from and against all persons claiming the same or any part thereof by, through or under Assignors, but not otherwise.

Assignors will execute and deliver all such other and additional instruments, notices and other documents, and will do all such other acts and things as may be necessary more fully assure to Assignee or its successor and assigns all of the respective rights and interests conveyed herein or intended to be so conveyed.

This Assignment may be executed in any number of counterparts, and each counterpart hereof shall be deemed to be an original instrument, but all such counterparts shall constitute but one assignment.

IN WITNESS WHEREOF, this Assignment has been executed as of the Effective Date.

ASSIGNORS:

BUCKHORN MINES CO.,
a Nevada corporation

By: Donna Beckett, Receiver
Donna Beckett, Receiver

VIVION SCHMITZ (a/k/a Vivion
Schmidt)

JAMES E. KIRK

DUDLEY ANN KIRK

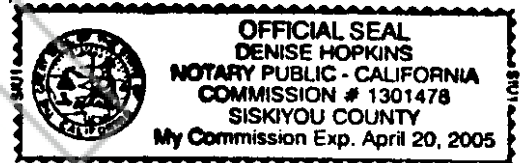
STATE OF CALIFORNIA)
) ss.
COUNTY OF Siskiyou)

This Assignment was acknowledged before me, a notary public, on this 03 day of September, 2002, by Donna Beckett, as Receiver of Buckhorn Mines Co., a Nevada corporation, who is personally known or ~~has been identified~~ to me to be the person whose name is subscribed to the above instrument.

Witness my hand and official seal.

Denise Hopkins
Notary Public

My commission expires: April 20, 2005



STATE OF NEW MEXICO)
) ss.
COUNTY OF _____)

This Assignment was acknowledged before me, a notary public, on this ____ day of _____, 2002, by Vivion Schmitz, who is personally known or has been identified to me to be person whose name is subscribed to the above instrument.

Witness my hand and official seal.

Notary Public

My commission expires: _____

b all interest of Assignors in the area of interest established in Section c. on pe 2 of the Buckhorn Lease, including all rights created by said provision as it ginally appeared and as it subsequently has been amended (the "Area of Intere"), and in and to mining claims, mill sites and other mineral interests locatowithin the Area of Interest (whether nor not they are within the exterior boundes of the Property and whether or not possessory title is in the name of the Asnors); and

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This Assignme may be executed in any number of counterparts, and each counterpart hereof sh be deemed to be an original instrument, but all such counterparts shall coitute but one assignment.

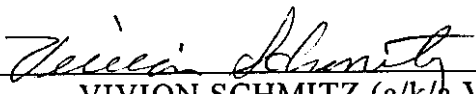
IN WITNESS HEREOF, this Assignment has been executed as of the Effective Date.

ASSIGNORS:

BUCKHORN MINES CO.,
a Nevada corporation

By: _____

Donna Beckett, Receiver



VIVION SCHMITZ (a/k/a Vivion
Schmidt)

JAMES E. KIRK

DUDLEY ANN KIRK

STATE OF CALIFORNA)
) ss.
COUNTY OF _____)

This Assignment was acknowledged before me, a notary public, on this ____ day of _____, 02, by Donna Beckett, as Receiver of Buckhorn Mines Co., a Nevada corporation, who is personally known or has been identified to me to be the person whose name is subscribed to the above instrument.

Witness my hand and official seal.

Notary Public

My commission expires: _____

STATE OF NEW MEXICO)
) ss.
COUNTY OF Silver)

This Assignment was acknowledged before me, a notary public, on this 29 day of August, 02, by Vivion Schmitz, who is personally known or has been identified to me to be a person whose name is subscribed to the above instrument.

Witness my hand and official seal.

Mary F. Uzzetta

Notary Public

My commission expires: May 19, 2005

James E. Kirk
JAMES E. KIRK

Dudley Ann Kirk
DUDLEY ANN KIRK

STATE OF CALIFORNIA)
) ss.
COUNTY OF _____)

This Assignme was acknowledged before me, a notary public, on this ____ day of _____, 02, by Donna Beckett, as Receiver of Buckhorn Mines Co., a Nevada corporation, so is personally known or has been identified to me to be the person whose name isbscribed to the above instrument.

Witness my ha and official seal.

Notary Public

My commissio:pires: _____

STATE OF NEW MICO)
) ss.
COUNTY OF _____)

This Assignme was acknowledged before me, a notary public, on this ____ day of _____, 02, by Vivion Schmitz, who is personally known or has been identified to me to bee person whose name is subscribed to the above instrument.

Witness my ha and official seal.

Notary Public

My commissio:pires: _____

STATE OF NEW MEXICO)
) ss.
COUNTY OF BERNALILLO)

This Assignment was acknowledged before me, a notary public, on this 29th day of August, 2002, by James E. Kirk and Dudley Ann Kirk, husband and wife, who are personally known or have been identified to me to be the persons whose names are subscribed to the above instrument.

Witness my hand and official seal.

Barbara C. Murray
Notary Public

My commission expires: 6/27/06

EXHIBIT A

Property

Claim Name

BLM Serial Number

Lode Claims

| | |
|----------|------------|
| Aspen 2 | NMC 116388 |
| Aspen 3 | NMC 116389 |
| Aspen 4 | NMC 116390 |
| Aspen 12 | NMC 116398 |
| Aspen 13 | NMC 116399 |
| Aspen 14 | NMC 116400 |
| Aspen 15 | NMC 116401 |
| Aspen 17 | NMC 116403 |
| Aspen 18 | NMC 116404 |
| Aspen 20 | NMC 116406 |
| Aspen 21 | NMC 116407 |
| Aspen 22 | NMC 116408 |
| Aspen 23 | NMC 116409 |
| Aspen 24 | NMC 116410 |
| Aspen 25 | NMC 116411 |
| Aspen 26 | NMC 116412 |
| Aspen 27 | NMC 116413 |
| Aspen 28 | NMC 116414 |
| Aspen 34 | NMC 116420 |
| Aspen 35 | NMC 116421 |
| Aspen 36 | NMC 116422 |
| Aspen 37 | NMC 116423 |
| Aspen 38 | NMC 116424 |
| Aspen 39 | NMC 116425 |
| Aspen 40 | NMC 116426 |
| Aspen 41 | NMC 116427 |
| Aspen 42 | NMC 116428 |
| Aspen 43 | NMC 116429 |
| Aspen 44 | NMC 116430 |
| Aspen 45 | NMC 116431 |
| Aspen 46 | NMC 116432 |
| Aspen 47 | NMC 116433 |

Claim Name

BLM Serial Number

| | |
|--------------------|------------|
| Aspen 48 | NMC 116434 |
| Aspen 57 | NMC 116443 |
| Buckhorn Fraction | NMC 116451 |
| Citizen Fraction 1 | NMC 116452 |
| Humboldt 3 | NMC 116453 |
| Lame Bull Fraction | NMC 116454 |
| Oro | NMC 116455 |
| Oro 1 | NMC 116456 |
| Oro 2 | NMC 116457 |
| Oro 3 | NMC 116458 |
| Oro 4 | NMC 116459 |
| Oro 5 | NMC 116460 |
| Oro 6 | NMC 116461 |
| Oro 7 | NMC 116462 |
| Oro Fino | NMC 116463 |
| Santa Fe Fraction | NMC 116464 |
| Tufa | NMC 116465 |
| UP 2 | NMC 116466 |
| UP 3 | NMC 116467 |
| UP 4 | NMC 116468 |
| UP 5 | NMC 116469 |
| UP 6 | NMC 116470 |
| UP 7 | NMC 116471 |
| UP 8 | NMC 116472 |
| UP 9 | NMC 116473 |
| UP 10 | NMC 116474 |
| Jughead Placer | NMC 116475 |
| Buckaroo 1 | NMC 116476 |
| Buckaroo 2 | NMC 116477 |
| Buckaroo 3 | NMC 116478 |
| Buckaroo 4 | NMC 116479 |
| Buckaroo 5 | NMC 116480 |
| Buckaroo 6 | NMC 116481 |
| Buckaroo 7 | NMC 116482 |
| Buckaroo 8 | NMC 116483 |
| Buckaroo 9 | NMC 116484 |
| Buckaroo 10 | NMC 116485 |

Claim Name

BLM Serial Number

| | |
|--------------|------------|
| Buckaroo 11 | NMC 116486 |
| Buckaroo 12 | NMC 116487 |
| Buckaroo 13 | NMC 116488 |
| Buckaroo 14 | NMC 116489 |
| Buckaroo 15 | NMC 116490 |
| Buckaroo 16 | NMC 116491 |
| Buckaroo 17 | NMC 116492 |
| Buckaroo 18 | NMC 116493 |
| Buckaroo 19 | NMC 116494 |
| Buckaroo 20 | NMC 116495 |
| Buckaroo 21 | NMC 116496 |
| Buckaroo 22 | NMC 116497 |
| Buckaroo 23 | NMC 116498 |
| Buckaroo 24 | NMC 116499 |
| Buckaroo 25 | NMC 116500 |
| Buckaroo 26 | NMC 116501 |
| Buckaroo 27 | NMC 116502 |
| Buckaroo 28 | NMC 116503 |
| Buckaroo 29 | NMC 116504 |
| Buckaroo 30 | NMC 116505 |
| Buckaroo 31 | NMC 116506 |
| Buckaroo 32 | NMC 116507 |
| Buckaroo 33 | NMC 116508 |
| Buckaroo 34 | NMC 116509 |
| Buckaroo 221 | NMC 116600 |
| Buckaroo 222 | NMC 116601 |
| Buckaroo 225 | NMC 116604 |
| Buckaroo 226 | NMC 116605 |
| Buckaroo 229 | NMC 116608 |
| Buckaroo 230 | NMC 116609 |
| Buckaroo 361 | NMC 116639 |
| Buckaroo 362 | NMC 116640 |
| Buckaroo 374 | NMC 116652 |
| Pinon 1 | NMC 247024 |
| Pinon 2 | NMC 247025 |
| Sage 100 | NMC 287515 |
| Sage 101 | NMC 287516 |

Claim Name

BLM Serial Number

| | |
|----------------------|------------|
| Sage 102 | NMC 287517 |
| Sage 103 | NMC 287518 |
| Sage 104 | NMC 287519 |
| Sage 105 | NMC 287520 |
| Sage 106 | NMC 287521 |
| Sage 107 | NMC 287522 |
| Sage 108 | NMC 287523 |
| Sage 109 | NMC 287524 |
| Sage 110 | NMC 287525 |
| Sage 111 | NMC 287526 |
| Sage 112 | NMC 287527 |
| Sage 113 | NMC 287528 |
| Sage 114 | NMC 287529 |
| Sage 115 | NMC 287530 |
| Sage 116 | NMC 287531 |
| Sage 117 | NMC 287532 |
| Sage 118 | NMC 287533 |
| Sage 119 | NMC 287534 |
| Sage 120 | NMC 287535 |
| Sage 125 | NMC 287540 |
| Sage 130 | NMC 287545 |
| New Citizens Fractio | NMC 293033 |
| Buc 1 | NMC 368060 |
| Buc 2 | NMC 368061 |
| Buc 3 | NMC 368062 |
| Buc 4 | NMC 368063 |
| Buc 5 | NMC 368064 |
| Buc 6 | NMC 368065 |
| Buc 7 | NMC 368066 |
| Buc 8 | NMC 368067 |
| Buc 9 | NMC 368068 |

Millsite Claims

| | |
|---------------------|------------|
| Buckhorn 1 Millsite | NMC 293862 |
| Buckhorn 2 Millsite | NMC 293863 |
| Buckhorn 3 Millsite | NMC 293864 |

Claim Name

BLM Serial Number

Buckhorn 4 Millsite
Buckhorn 5 Millsite
Buckhorn 6 Millsite
Buckhorn 7 Millsite
Buckhorn 8 Millsite
Buckhorn 9 Millsite
Buckhorn 10 Millsite
Buckhorn 11 Millsite
Buckhorn 12 Millsite
Buckhorn 13 Millsite
Buckhorn 14 Millsite
Buckhorn 15 Millsite
Buckhorn 16 Millsite
Buckhorn 17 Millsite
Buckhorn 18 Millsite
Buckhorn 19 Millsite
Buckhorn 20 Millsite

NMC 293865
NMC 293866
NMC 293867
NMC 293868
NMC 293869
NMC 293870
NMC 293871
NMC 293872
NMC 293873
NMC 293874
NMC 293875
NMC 293876
NMC 293877
NMC 293878
NMC 293879
NMC 293880
NMC 293881

Claim Name

Mineral Survey

Patented Claims

Monarch
 Buckhorn No. 10
 Buckhorn No. 1-9
 E and P Fraction
 Narrow Gage Lode
 Fraction
 Humboldt No. 1 & 2
 Sunset
 Easter No. 1 & 2
 D.P.M. Fraction
 Eagle
 Eva Lee
 Huntington Mine
 J.B. Rouig
 Lame Bull No. 1, 2 &
 Fraction
 Lone Star Fraction
 M & M Fraction No.
 Noonday Fraction
 North Side Mine
 One Hundred Proof
 Red Ant
 Sunday Fraction

M.S. 3818, Recorded July 18, 1912
 M.S. 3819, Recorded May 8, 1913
 M.S. 3866, Recorded June 7, 1913
 M.S. 3866, Recorded June 7, 1913

 M.S. 3866, Recorded June 7, 1913
 M.S. 3883, Recorded May 9, 1913
 M.S. 3883, Recorded May 9, 1913
 M.S. 3919, Recorded Dec. 23, 1912
 M.S. 4130, Recorded Sept. 15, 1919
 M.S. 4130, Recorded Sept. 15, 1919
 M.S. 4130, Recorded Sept. 15, 1919
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 OFFICIAL RECORDS
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LURENS COUNTY, NEVADA
 M.H. REBALEATI, RECORDER
 FILE NO. FEES 26⁰⁰

179387

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