

APN: UNPATENTED MINING CLAIMS

RECORDING REQUESTED BY:

Century Gold  
285 Spring Creek Pkwy. #1  
Spring Creek, NV 89815

BOOK 374 PAGE 258-265  
OFFICIAL RECORDS  
RECORDED AT THE REQUEST OF  
*Century Gold*  
2004 FEB -4 AM 9:34

EUREKA COUNTY, NEVADA  
M.H. REBALEATI, RECORDER  
FILE NO. FEES 21<sup>00</sup>

185189

SPECIAL WARRANTY DEED  
(New York Canyon Group)

THIS DEED, dated the 27 day of January, 2004, by and between Windfall Venture, a Colorado general partnership, whose address is P. O. Box 2183, Grand Junction, Colorado, 81502, (the "Grantor"), and Century Gold, LLC, a Nevada limited liability company, whose address is 285 Spring Creek Parkway, Spring Creek, Nevada 89815, ("Grantee").

The Grantor, for Ten Dollars in hand, paid by Grantee to Grantor, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Grantor, hereby grants, bargains, sells, transfers, and conveys unto Grantee, its successors and assigns, all of Grantor's right, title, interest, possession, claim, and demand, whatsoever, subject, however to the reservations specified below, in and to the unpatented lode mining claims located within the Eureka Mining District, Eureka County, Nevada, as more particularly described in Schedule I attached hereto and by this reference made a part hereof (the "Property"), and all interest in and to the Property hereafter acquired by Grantor, its successors or assigns, together with all and singular the mines, minerals, lodes, veins, dips, spurs, angles, water rights, if any, tenements, hereditaments, rights, privileges, and appurtenances to the same belonging, or in anywise appertaining, without condition or qualification, except as to the conveyances and reservations of royalties, reversionary right and areas of interests described below.

TO HAVE AND TO HOLD, all and singular the interests herein assigned unto Grantee, its successors and assigns, forever.

Grantor warrants and represents that it has not assigned or conveyed its interest or any of its rights in and to the Property to any other party and that Grantor will defend title to the Property against, but only against, any persons claiming the whole or any part of the Property by, through or under Grantor, excepting only the royalty interests, reversionary rights and areas of interest created pursuant to the following deeds and documents (all recording information refers to the Official Records in the Office of the Recorder of Eureka County, Nevada):

1. The following documents affect the royalty interests which pertain to the Property:

DEED A: "Royalty Deed" from Idaho Mining Corporation to A. K. Wilson, Jr., and others, dated September 15, 1979, and recorded in Book 75 of Official Records at Pages 86-91, inclusive;

DEED B: "Supplemental Royalty Deed" from Idaho Mining Corporation to A. K. Wilson, Jr., and others, dated December 20, 1979, and recorded in Book 77 at Pages 362-367, inclusive;

DEED C: "Supplemental Royalty Deed" from Idaho Mining Corporation to JoAnn K. Wilson, executrix, and others, dated October 30, 1980, and recorded in Book 89 at Pages 245-249, inclusive;

DEED D: "Royalty Deed" from Windfall Venture to St. James Holdings, LTD., dated August 31, 1980, and recorded in Book 90 at Pages 311-317, inclusive;

DEED E: "Partial Relinquishment, Release and Reduction of Overriding Royalty" between Idaho Shareholders and Western-Windfall, LTD., dated July 9, 1982, recorded in Book 114 at Pages 464-466, inclusive;

DEED F: "Partial Relinquishment, Release and Reduction of Overriding Royalty" between St. James Holdings, LTD. and Western-Windfall, LTD., dated July 27, 1982, recorded in Book 114 at Pages 462 and 463;

DEED G: "Royalty Deed" dated August 24, 1982, from St. James Holdings, LTD. to Windfall Venture, recorded in Book 114 at Pages 049 through 055, inclusive;

DEED H: "Royalty Deed" from Windfall Venture to W. L. Wilson, Kenneth E. Johnson, Robert G. Wilson and Chan Edmonds, dated September 8, 1983, and recorded in Book 114 at Pages 056 to 063, inclusive;

DEED I: "Royalty Deed" from W. L. Wilson to William Brent Wilson and Suzanne Kelly Wilson dated September 8, 1983, and recorded in Book 114 at Pages 064 through 071, inclusive;

DEED J: "Royalty Deed" from W. L. Wilson to John N. Basic, trustee for the benefit of Juliet Ross Wilson and Hollis Carolyn Wilson, dated September 8, 1983, and recorded in Book 114 at Pages 072 through 079, inclusive;

DEED K: Deed to Royalty Interests from Kenneth E. Johnson to Margaret E. Foster, Personal Representative of the Estate of William E. Foster, dated April 13, 1988 and recorded in Book 211 at Pages 377 through 387, inclusive;

DEED L: Deed to Royalty Interests from Chan Edmonds to Margaret E. Foster, Personal Representative of the Estate of William E. Foster, dated April 13, 1988, and recorded in Book 211 at Pages 388 through 398, inclusive;

DEED M: Deed to Royalty Interests from Robert G. Wilson to Margaret E. Foster, Personal Representative of the Estate of William E. Foster, dated April 13, 1988, and recorded in Book 211 at Pages 399 through 409, inclusive;

DEED N: Royalty Deed from Kenneth E. Johnson to Robert G. Wilson, Trustee, dated April 13, 1988, and recorded in Book 211 at Pages 410 through 420, inclusive;

DEED O: Royalty Deed from John N. Basic, Trustee of the Windfall Royalty Trust, to Juliet Ross Wilson and Hollis Carolyn Wilson, dated June 21, 1990 and recorded in Book 211 at Pages 433 through 444, inclusive;

DEED P: "Supplemental Royalty Deed" from Windfall Venture to W. L. Wilson, et al., dated June 20, 1990, and recorded in Book 211 at Pages 421 through 426, inclusive;

DEED Q: "Supplemental Royalty Deed" from Windfall Venture to Robert G. Wilson, et al., dated June 20, 1990, and recorded in Book 211 at Pages 427 through 432, inclusive;

DOCUMENT R: "Agreement" (the "1990 Agreement") between W. L. Wilson, Joan Wilson, JoAnn K. Wilson, Suzanne K. Wilson, William Brent Wilson, Juliet R. Wilson, Hollis C. Wilson, Robert G. Wilson, Margaret E. Foster, as Personal Representative of the Estate of William E. Foster, Deceased, Chan Edmonds, and Robert G. Wilson, Trustee and Windfall Venture, dated July 1, 1990, and recorded in Book 211 at Pages 445 through 478, inclusive;

DEED S: "DEED TO ROYALTY INTERESTS" from Margaret E. Foster, Personal Representative of the Estate of William E. Foster, Deceased, to M. E. Foster, dated November 28, 1990, and recorded in Book 237 at Page 311 through 324, inclusive;

DOCUMENT T: "Agreement" (the "1992 Agreement") between Suzanne K. Wilson, William Brent Wilson, Juliet R. Wilson, Hollis C. Wilson, Robert G. Wilson, M. E. Foster, Chan Edmonds, and Robert G. Wilson, Trustee, W. L. Wilson, Joan Wilson, JoAnn W. Curtis, formerly known as JoAnn K. Wilson, and Windfall Venture, dated July 27, 1992, and recorded in Book 239 at Pages 553 through 568, inclusive;

DOCUMENT U: "1994 Agreement" between Suzanne K. Wilson, William Brent Wilson, Juliet R. Wilson, Hollis C. Wilson, Robert G. Wilson, M. E. Foster, Chan Edmonds, and Robert G. Wilson, Trustee, W. L. Wilson, Joan Wilson, JoAnn W. Curtis, formerly JoAnn K. Wilson, and Windfall Venture, dated July 27, 1994, and recorded in Book 278 at Pages 232 through 242, inclusive;

DOCUMENT V: "1996 Agreement" between Suzanne K. Wilson, William Brent Wilson, Juliet R. Wilson, Hollis C. Wilson, Robert G. Wilson, M. E. Foster, Chan Edmonds, and Robert G. Wilson, Trustee, W. L. Wilson, Joan Wilson, JoAnn W. Curtis, formerly JoAnn K. Wilson, and Windfall Venture, dated August 31, 1996, and recorded in Book 301 at Pages 280 through 289, inclusive;

DEED W: "Royalty Deed" from Windfall Venture to Suzanne K. Wilson, William Brent Wilson, Juliet R. Wilson, Hollis C. Wilson, Robert G. Wilson, M. E. Foster, Chan Edmonds, and Robert G. Wilson, Trustee, W. L. Wilson, Joan Wilson, JoAnn W. Curtis, formerly known as JoAnn K. Wilson, dated June 30, 1999, and recorded in Book 327 at Pages 536 through 548, inclusive.

DEED X; "Royalty Deed" from W. L. Wilson and Joan Wilson to Suzanne K. Wilson, William Brent Wilson, Juliet R. Wilson, Hollis C. Wilson, dated July 10, 1999, and recorded in Book 328 at Pages 547 through 557, inclusive. This deed conveys all royalty interests in the Eureka Mining District held by Grantors to Grantees.

DEED Y; "Royalty Deed" from JoAnn Wreisner Curtis, TTEE of the JoAnn Wreisner Curtis 1988 Trust, as amended December 11, 1996, to JoAnn Wreisner Curtis, a married woman, but as her separate property, dated May 11, 2001, and recorded in Book 343 at pages 185 through 196, inclusive. This deed conveys all of the royalty interests in the Eureka Mining District held by the Trust to JoAnn Wreisner Curtis, individually.

DEED Z; "Royalty Deed" from JoAnn Wreisner Curtis, a married woman holding the royalty interests as her separate property, which conveys an undivided 1/2 interest in the royalties subject to Deed AF to each Timothy K. Wilson and Gregory A. Wilson. This Deed is dated May 11, 2001 and is recorded in Book 343 at Pages 197 through 208.

2. Section XI of a former Mining Lease With Option To Purchase dated July 1, 1996, ("Lease"), created an Area of Interest, within which if additional claims were located by Lessor or Lessee within the exterior (peripheral) boundaries of the claims forming the Subject Claims of the Lease, the newly located claim or claims were to become a part of the Subject Claims and subject to the obligation to pay the overriding royalty as specified in 1. above.

3. Reversionary rights to the claims, should Grantee elect to either not perform assessment work or pay required claim maintenance fees to the Bureau of Land Management in lieu of assessment work, as specified in Royalty Deed from Idaho Mining Corporation to A. K. Wilson, Jr., et al, recorded in Book 75 at Page 86 et seq. in the Official Records in the office of the Recorder of Eureka County, Nevada. By terms of that deed, if Grantor therein or its successors in interest elect to cease the performance of assessment work with respect to unpatented mining claims subject to that deed, or any amended locations or relocations of such claims, it shall quitclaim its title and interest to Grantees of that deed at least 60 days prior to the date that such assessment work (or payment of claim maintenance fees) is due. The successors in interest to the original grantees of that deed, and the relative percentages of ownership to which each would be entitled, should Grantee convey the claims pursuant to these provisions, are:

Suzanne K. Wilson	12.5%
William B. Wilson	12.5%
Juliet R. Wilson	12.5%
Hollis C. Wilson	12.5%
Timothy K. Wilson	25.0%
Gregory A. Wilson	25.0%
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Total	100.0%

Except for the Special Warranty of title specified above, Grantor makes no other warranties of title, express or implied.

IN WITNESS WHEREOF, Grantor has executed this Deed as of the date first set forth above.

WINDFALL VENTURE  
a Colorado General Partnership

By: W. L. Wilson  
W. L. Wilson, Managing Partner

STATE OF CALIFORNIA     )  
  ) ss.  
COUNTY OF SAN DIEGO    )

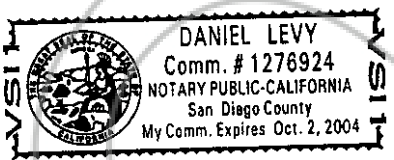
On the 23 day of January, 2004, W. L. Wilson, a General Partner of Windfall Venture, who being duly sworn, acknowledged that he executed the foregoing instrument on behalf of Windfall Venture, for all of the purposes herein mentioned.

WITNESS my hand and official seal.

My commission expires: Oct 2, 2004

Daniel Levy

Notary Public in and for said County and State



**SCHEDULE I  
TO  
SPECIAL WARRANTY DEED  
(New York Canyon Group)**

The following unpatented lode mining claims, situate in Township 17 North, Range 53 East and/or Township 18 North, Range 53 East; MDB&M, County of Eureka, State of Nevada:

1. Unpatented Lode Mining Claims: Those certain unpatented lode mining claims, the names of which together with the book and page of the location certificates thereof, are, respectively, as follows: (The abbreviation AO.R.@ used below means AOfficial Records.@)

<u>CLAIM NAME</u>	<u>BLM NMC#</u>	<u>BOOK</u>	<u>PAGE</u>
New York 1	107867	75 O.R.	029
New York 2	107868	75 O.R.	030
New York 3	126811	75 O.R.	525
HC 1	153780	81 O.R.	233
HC 2	153781	81 O.R.	234
HC 7	153786	81 O.R.	239
HC 8	153787	81 O.R.	240
HC 9	153788	81 O.R.	241
HC 10	153789	81 O.R.	242
HC 19	153798	81 O.R.	251
HC 20	153799	81 O.R.	252
HC 21	153800	81 O.R.	253
HC 22	153801	81 O.R.	254
HC 23	153802	81 O.R.	255
HC 24	153803	81 O.R.	256
HC FRACTION	153804	81 O.R.	257
IM 6	153810	81 O.R.	263
IM 7	153811	81 O.R.	264
IM 8	153812	81 O.R.	265
IM 9	153813	81 O.R.	266
IM 10	153814	81 O.R.	267
IM 11	153815	81 O.R.	268
IM 12	153816	81 O.R.	269
IM 18	153822	84 O.R.	275
IM 19	603667	213 O.R.	094
IM 1	685026	255 O.R.	464
IM 2	685027	255 O.R.	465
IM 3	685028	255 O.R.	466
IM 13	685029	255 O.R.	467

CLAIM NAME

BLM NMC#

BOOK

PAGE

IM 14	685030	255 O.R.	468
IM 15	685031	255 O.R.	469
MAY 1	722791	288 O.R.	041
MAY 2	722792	288 O.R.	042
MAY 3	722793	288 O.R.	043
MAY 4	722794	288 O.R.	044
HC 3	733247	293 O.R.	588
HC 4	733248	293 O.R.	589
HC 5	733249	293 O.R.	590
HC 6	733250	293 O.R.	591
HC 11	733251	293 O.R.	592
HC 12	733252	293 O.R.	593
BONES 1	789811	318 O.R.	281
BONES 2	789812	318 O.R.	282
BONES 3	789813	318 O.R.	283
BONES 4	789814	318 O.R.	284

C:\MK\MK W\Schedule I to NYC Special Warranty Deed.wpd