

APN: 41000120
LITTLE ROSA PATENT 11634

RECORDING REQUESTED BY:

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

SEND TAX STATEMENTS TO:

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

BOOK 374 PAGE 275-283
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Century Gold
2004 FEB -4 AM 9:44

EUREKA COUNTY, NEVADA
M.N. REDEVELOPMENT RECORDER
FILE NO. FEES 22⁰⁰

185191

SPECIAL WARRANTY DEED
(Hoosac Group)

THIS DEED ("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 patented and 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 rights, areas of interests and an active mining lease, all as 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 active mining lease, 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;

DOCUMENT S: Disclaimer and Release executed by Windfall Venture on June 21, 1990, relinquishing any portion of the W-21, W-22, W-23, H-56, H-58, H-60 and H-62 claims which lie within the boundaries of the MS 1 through MS 5, inclusive, millsite claims, the location certificates for which are recorded in Book 47 at Pages 580 through 584, inclusive, Eureka County, Nevada Records and the MS 22 through MS 27, inclusive, millsite claims, the location certificates for which are recorded in Book 152 at Pages 421 through 426, inclusive.

DEED T: Special Warranty Deed dated August 28, 1986 from Windfall Venture to Norse Minerals, Inc., recorded in Book 175 at Pages 83, et seq.

DEED U: "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 V: "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 W: "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 X: "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 Y: "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 Z; "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 AA; "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 AB; "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. A mining lease with option to purchase, entitled, "Mining Lease With Option To Purchase", dated July 1, 1992 between Grantor and DFH Company of Nevada, ("Lease"), affects the mining claims subject to this Deed. The Lease, as amended by Amendments Nos. 1 and 2, and a Letter Agreement dated June 7, 2001, provides for periodic payments to maintain the Lease. This Deed is expressly made subject to the Lease. Section XII of the Lease created an Area of Interest, within which if additional claims were located by Lessor or Lessee, 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%

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
(Hoosac Group)**

The following patented lode mining claims, and 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. Patented Lode Mining Claim: That certain patented lode mining claim, the name of which together with the U.S. Mineral Survey Number is as follows:

CLAIM NAME

LITTLE ROSA

U.S. MINERAL
SURVEY NUMBER

301

2. 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 A.O.R.@ used below means AOfficial Records;@ the abbreviation A.O.D.M.L.@ used below means AOutside District Mining Locations.@)

<u>CLAIM NAME</u>	<u>BLM NMC#</u>	<u>BOOK</u>	<u>PAGE</u>
H-7	80982	71 O.R.	404
H-8	209743	118 O.R.	133
H-9	209744	118 O.R.	134
H-10	209745	118 O.R.	135
H-11	209746	118 O.R.	136
H-12	209747	118 O.R.	137
H-13	209748	118 O.R.	138
H-14	209749	118 O.R.	139
H-15	209750	118 O.R.	140
H-16	209751	118 O.R.	141
H-17	209752	118 O.R.	142
H-18	317654	128 O.R.	35
H-19	317655	128 O.R.	36
H-20	317656	128 O.R.	37
H-21	317657	128 O.R.	38
H-22	317658	128 O.R.	39
H-23	317659	128 O.R.	40
H-24	317660	128 O.R.	41
H-25	317661	128 O.R.	42

<u>CLAIM NAME</u>	<u>BLM NMC#</u>	<u>BOOK</u>	<u>PAGE</u>
H-26	317662	128 O.R.	43
H-27	317663	128 O.R.	44
H-28	317664	128 O.R.	45
H-29	317665	128 O.R.	46
H-30	317666	128 O.R.	47
H-31	317667	128 O.R.	48
H-32	317668	128 O.R.	49
H-33	317669	128 O.R.	50
H-35	317670	128 O.R.	51
H-37	317671	128 O.R.	52
H-39	317672	128 O.R.	53
H-40	317673	128 O.R.	54
H-41	317674	128 O.R.	55
H-42	317675	128 O.R.	56
H-43	317676	128 O.R.	57
H-44	317677	128 O.R.	58
H-45	317678	128 O.R.	59
H-46	317679	128 O.R.	60
H-47	317680	128 O.R.	61
H-48	317681	128 O.R.	62
H-49	317682	128 O.R.	63
H-50	317683	128 O.R.	64
H-51	317684	128 O.R.	65
H-52	317685	128 O.R.	66
H-53	317686	128 O.R.	67
H-54	317687	128 O.R.	68
H-55	317688	128 O.R.	69
H-56	317689	128 O.R.	70
H-57	317690	128 O.R.	71
H-58	317691	128 O.R.	72
H-59	317692	128 O.R.	73
H-60	317693	128 O.R.	74
H-61	317694	128 O.R.	75
H-62	317695	128 O.R.	76
H-63	317696	128 O.R.	77
H-83	711237	279 O.R.	358
H-84	711238	279 O.R.	339
W-21	123136	33 O.R.	106
W-22	123137	33 O.R.	107
W-23	123138	33 O.R.	108
W-24	123139	33 O.R.	109

<u>CLAIM NAME</u>	<u>BLM NMC#</u>	<u>BOOK</u>	<u>PAGE</u>
W-25	123140	33 O.R.	110
W-26	123141	33 O.R.	111
W-27	123142	33 O.R.	112
W-102	169095	88 O.R.	150
W-104	169097	88 O.R.	152
EJ-1	713033	280 O.R.	565
EJ-2	713034	280 O.R.	566
EJ-3	713035	280 O.R.	567
EJ-4	713036	280 O.R.	568
EJ-5	713037	280 O.R.	569
EJ-6	713038	280 O.R.	570
EJ-7	713039	280 O.R.	571
EJ-8	713040	280 O.R.	572
EJ-9	713041	280 O.R.	573
EJ-10	713042	280 O.R.	574
EJ-12	713044	280 O.R.	576
EJ-13	713045	280 O.R.	577
EJ-14	713046	280 O.R.	578
EJ-15	713047	280 O.R.	579
EJ-16	713048	280 O.R.	580
EJ-17	713049	280 O.R.	581
EJ-18	713050	280 O.R.	582
EJ-19	713051	280 O.R.	583
EJ-20	713052	280 O.R.	584
EJ-21	713053	280 O.R.	585
EJ-22	713054	280 O.R.	586
EJ-23	713055	280 O.R.	587
EJ-24	713056	280 O.R.	588
EJ-25	713057	280 O.R.	589
EJ-26	713058	280 O.R.	590
EJ-27	713059	280 O.R.	591
EJ-28	713060	280 O.R.	592
EJ-29	713061	280 O.R.	593
EJ-30	713062	280 O.R.	594
Jasper #1	292718	118 O.R.	530
Jasper #2	292719	118 O.R.	531
Jasper #3	292720	118 O.R.	532
Jasper #4	292721	118 O.R.	533

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

STATE OF NEVADA DECLARATION OF VALUE

1. Assessor Parcel Number (s)

- a) 41000120
b) _____
c) _____
d) _____

FOR RECORDERS OPTIONAL USE ONLY

Document/Instrument#: 185191
Book: 374 Page: 275-283
Date of Recording: 2-4-04
Notes: _____

2. Type of Property:

- | | | | |
|--|--------------|-----------------------------|-----------------|
| a) <input type="checkbox"/> | Vacant Land | b) <input type="checkbox"/> | Single Fam Res. |
| c) <input type="checkbox"/> | Condo/Twnhse | d) <input type="checkbox"/> | 2-4 Plex |
| e) <input type="checkbox"/> | Apt. Bldg. | f) <input type="checkbox"/> | Comm'l/Ind'l |
| g) <input type="checkbox"/> | Agricultural | h) <input type="checkbox"/> | Mobile Home |
| i) <input checked="" type="checkbox"/> | Other | | |

3. Total Value/Sales Price of Property:

Deed in Lieu of Foreclosure Only (value of property) \$ 500.00
Transfer Tax Value: \$ _____
Real Property Transfer Tax Due: \$ 1.95

4. If Exemption Claimed:

- a. Transfer Tax Exemption, per NRS 375.090, Section: _____
b. Explain Reason for Exemption: _____

5. Partial Interest: Percentage being transferred: _____ %

The undersigned 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 disallowance of any claimed exemption, or other determination of additional tax due, may result in a penalty of 10% of the tax due plus interest at 1% per month.

Pursuant to NRS 375.030, the Buyer and Seller shall be jointly and severally liable for any additional amount owed.

Signature _____ Capacity _____
Signature _____ Capacity _____

SELLER (GRANTOR) INFORMATION

(REQUIRED)

Print Name: _____
Address: _____
City: _____
State: _____ Zip: _____

BUYER (GRANTEE) INFORMATION

(REQUIRED)

Print Name: CENTURY GOLD LLC
Address: 285 SPRING CREEK PKWY. SUITE 1
City: SPRING CREEK
State: NV Zip: 89815

COMPANY/PERSON REQUESTING RECORDING

(REQUIRED IF NOT THE SELLER OR BUYER)

Print Name: CHRISTOPHER L. PRATT Escrow # _____
Address: 285 SPRING CREEK PKWY. SUITE 1
City: SPRING CREEK State: NEVADA Zip: 89815

(AS A PUBLIC RECORD THIS FORM MAY BE RECORDED)