

Return to:

Nevada North Resources (U.S.A.), Inc.
501 South 1st Ave., Suite N
Arcadia, CA 91006

BOOK **399** PAGE **13-21**
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Nevada North Resources
2004 OCT 28 AM 10:09

EUREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEES **22.00**

193555

**REVOCATION AND CLARIFICATION
OF MEMORANDUM AND AMENDED AND RESTATED
MEMORANDUM OF MINING LEASE AND AGREEMENT**

Notice is hereby given by NEVADA NORTH RESOURCES (U.S.A.), INC., a Nevada corporation ("Nevada North"), MIRANDA U.S.A., INC., a Nevada corporation ("Miranda"), and the directors of MIRANDA U.S.A., INC., formerly a Wyoming corporation, in their individual capacities and acting as trustees ("Miranda Wyoming") of the following:

1. Nevada North and Miranda Wyoming executed a Memorandum of Mining Lease and Agreement dated effective May 27, 2004, which was recorded in the official records of Eureka County, Nevada on October 4, 2004, in Book 396 at Page 374, File No. 192868 (the "Memorandum"). In that Memorandum, Nevada North and Miranda Wyoming gave notice of a purported Mining Lease and Agreement between them dated effective May 27, 2004, covering certain property in Eureka County, Nevada described in "Exhibit A" attached hereto (the "Property").

2. In fact, Nevada North and Miranda Wyoming never executed and delivered, and hereby confirm and agree that they never executed and delivered the Mining Lease and Agreement referred to in the Memorandum. Instead, Nevada North and Miranda entered into a Mining Lease and Agreement dated effective May 27, 2004, covering the Property (the "Mining Lease").

3. Nevada North and Miranda executed an Amended and Restated Memorandum of Mining Lease and Agreement dated effective May 7, 2004, which was recorded in the official records of Eureka County, Nevada on October 19, 2004, in Book 397 at Page 320, File No. 193144 (the "Amended Memorandum"). In that Amended Memorandum, Nevada North and Miranda intended, and hereby confirm and agree that they intended, to give notice of the Mining Lease.

4. Nevada North, Miranda Wyoming, and Miranda hereby agree and give notice that the Memorandum is hereby revoked and replaced in its entirety by the Amended Memorandum.

IN WITNESS WHEREOF, this Revocation and Clarification of Memorandum and Amended and Restated Memorandum of Mining Lease and Agreement has been executed this effective as of the date first above written.

NEVADA NORTH:
Nevada North Resources (U.S.A.), Inc.

By: [Signature]

Name: Larrie K. Richardson

Title: President

MIRANDA:
Miranda U.S.A., Inc.

By: _____

Name: _____

Title: _____

MIRANDA WYOMING:
Miranda U.S.A., Inc., formerly a
Wyoming corporation, by its directors
acting as trustees and in their individual
capacities

By: _____

By: _____

By: _____

LR

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

This Revocation and Clarification of Memorandum and Amended and Restated Memorandum of Mining Lease and Agreement was acknowledged before me on the 22 day of OCTOBER, 2004, by LARUE RICHARDSON as PRESIDENT of Nevada North Resources (U.S.A.), Inc.

Witness my hand and official seal.

Harold K. Jacky
Notary Public

My commission expires: 7/27/06

[SEAL]



Attached document bears this embossed seal

LR

IN WITNESS WHEREOF, this Revocation and Clarification of Memorandum and Amended and Restated Memorandum of Mining Lease and Agreement has been executed this effective as of the date first above written.

NEVADA NORTH:
Nevada North Resources (U.S.A.), Inc.

By: _____

Name: _____

Title: _____

MIRANDA:
Miranda U.S.A., Inc.

By: Kenneth D. Cunningham

Name: Kenneth D. Cunningham

Title: President

MIRANDA WYOMING:
Miranda U.S.A., Inc., formerly a
Wyoming corporation, by its directors
acting as trustees and in their individual
capacities

By: William Lloyd

By: [Signature]

By: Kenneth D. Cunningham

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

This Revocation and Clarification of Memorandum and Amended and Restated Memorandum of Mining Lease and Agreement was acknowledged before me on the ____ day of _____, 2004, by _____ as _____ of Nevada North Resources (U.S.A.), Inc.

Witness my hand and official seal.

Notary Public

My commission expires: _____

[SEAL]

STATE OF NEVADA)
COUNTY OF Washoe) ss.

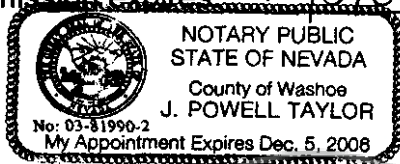
This Revocation and Clarification of Memorandum and Amended and Restated Memorandum of Mining Lease and Agreement was acknowledged before me on the 25th day of October, 2004, by Kenneth Cunningham as President of Miranda U.S.A., Inc., a Nevada corporation.

Witness my hand and official seal.

[Signature]
Notary Public

My commission expires: 12/5/06

[SEAL]



STATE OF NEVADA)
COUNTY OF Washoe) ss.

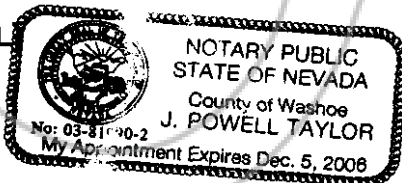
This Revocation and Clarification of Memorandum and Amended and Restated Memorandum of Mining Lease and Agreement was acknowledged before me on the 25th day of October, 2004, by Kenneth Cunningham, individually and as director/trustee of Miranda U.S.A., Inc., formerly a Wyoming corporation.

Witness my hand and official seal.

[Signature]
Notary Public

My commission expires: 12/5/06

[SEAL]



Province of British Columbia _____) ss.

This Revocation and Clarification of Memorandum and Amended and Restated Memorandum of Mining Lease and Agreement was acknowledged before me on the 22 day of OCTOBER, 2004, by Aileen Lloyd, individually and as director/trustee of Miranda U.S.A., Inc., formerly a Wyoming corporation.

Witness my hand and official seal.

P D -
Notary Public

My commission expires: N/A

[SEAL]



PHIL DITOMASO
McKECHNIE & COMPANY
BARRISTERS & SOLICITORS
#300 - 1122 MAINLAND STREET
VANCOUVER, B.C. V6B 5L1
604-669-7705 FAX: 604-669-7715

Province of British Columbia _____) ss.

This Revocation and Clarification of Memorandum and Amended and Restated Memorandum of Mining Lease and Agreement was acknowledged before me on the 22 day of OCTOBER, 2004, by DENNIS HIGGS, individually and as director/trustee of Miranda U.S.A., Inc., formerly a Wyoming corporation.

Witness my hand and official seal.

P D -
Notary Public

My commission expires: N/A

[SEAL]



PHIL DITOMASO
McKECHNIE & COMPANY
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EXHIBIT A
TO THAT MINING LEASE
BY AND BETWEEN
NEVADA NORTH RESOURCES (U.S.A.), INC.
AND
MIRANDA U.S.A. Inc.
THE PROPERTY

The following unpatented lode mining claims.

RED HILL PROPERTY CLAIM LIST					
Claim Name	BLM-NMC	Loc. Date	County	Book	Page
RH # 17	831379	19-Jun-02	Eureka	350	1
RH # 18	831380	19-Jun-02	Eureka	350	2
RH # 19	831381	19-Jun-02	Eureka	350	3
RH # 20	831382	19-Jun-02	Eureka	350	4
RH # 21	831383	19-Jun-02	Eureka	350	5
RH # 22	831384	19-Jun-02	Eureka	350	6
RH # 23	831385	19-Jun-02	Eureka	350	7
RH # 24	831386	19-Jun-02	Eureka	350	8
RH # 25	831387	19-Jun-02	Eureka	350	9
RH # 26	831388	19-Jun-02	Eureka	350	10
RH # 27	831389	19-Jun-02	Eureka	350	11
RH # 28	831390	19-Jun-02	Eureka	350	12
RH # 29	831391	19-Jun-02	Eureka	350	13
RH # 30	831392	19-Jun-02	Eureka	350	14
RH # 31	831393	19-Jun-02	Eureka	350	15
RH # 32	831394	19-Jun-02	Eureka	350	16
RH # 33	831395	19-Jun-02	Eureka	350	17
RH # 34	831396	19-Jun-02	Eureka	350	18
RH # 35	831397	19-Jun-02	Eureka	350	19
RH # 36	831398	19-Jun-02	Eureka	350	20
RH # 37	831399	19-Jun-02	Eureka	350	21
RH # 38	831400	19-Jun-02	Eureka	350	22
RH # 39	831401	19-Jun-02	Eureka	350	23
RH # 40	831402	19-Jun-02	Eureka	350	25
RH # 41	831403	19-Jun-02	Eureka	350	26
RH # 42	831404	19-Jun-02	Eureka	350	27
RH # 43	831405	19-Jun-02	Eureka	350	28

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RED HILL PROPERTY CLAIM LIST

Claim Name	BLM-NMC	Loc. Date	County	Book	Page
RH # 44	831406	19-Jun-02	Eureka	350	29
RH # 45	831407	19-Jun-02	Eureka	350	30
RH # 46	831408	19-Jun-02	Eureka	350	31
RH # 71	831409	19-Jun-02	Eureka	350	32
RH # 72	831410	19-Jun-02	Eureka	350	33
RH # 73	831411	19-Jun-02	Eureka	350	34
RH # 74	831412	19-Jun-02	Eureka	350	35
RH # 75	831413	19-Jun-02	Eureka	350	36
RH # 76	831414	19-Jun-02	Eureka	350	37
RH # 77	831415	19-Jun-02	Eureka	350	38
RH # 78	831416	19-Jun-02	Eureka	350	39
RH # 79	831417	19-Jun-02	Eureka	350	40
RH # 80	831418	19-Jun-02	Eureka	350	41
RH # 102	831419	19-Jun-02	Eureka	350	42
RH # 104	831420	19-Jun-02	Eureka	350	43
RH # 106	831421	19-Jun-02	Eureka	350	44
RH # 108	831422	19-Jun-02	Eureka	350	45
RH # 110	831423	19-Jun-02	Eureka	350	46
RH # 112	831424	19-Jun-02	Eureka	350	47
RH # 114	831425	19-Jun-02	Eureka	350	48
RH # 116	831426	19-Jun-02	Eureka	350	49
RH # 118	831427	19-Jun-02	Eureka	350	50
RH # 120	831428	19-Jun-02	Eureka	350	51
RH # 122	831429	19-Jun-02	Eureka	350	52
RH # 124	831430	19-Jun-02	Eureka	350	53
RP # 27	831504	19-Jun-02	Eureka	350	54
RP # 36	831505	19-Jun-02	Eureka	350	55
RP # 37	831506	19-Jun-02	Eureka	350	56
RP # 38	831507	19-Jun-02	Eureka	350	57
RP # 39	831508	19-Jun-02	Eureka	350	58
RP # 40	831509	19-Jun-02	Eureka	350	59
RP # 41	831510	19-Jun-02	Eureka	350	60
RP # 42	831511	19-Jun-02	Eureka	350	61
RP # 51	831512	19-Jun-02	Eureka	350	62
RP # 52	831513	19-Jun-02	Eureka	350	63
RP # 53	831514	19-Jun-02	Eureka	350	64
RP # 54	831515	19-Jun-02	Eureka	350	65
RP # 69	831516	19-Jun-02	Eureka	350	66
RP # 70	831517	19-Jun-02	Eureka	350	67
RP # 71	831518	19-Jun-02	Eureka	350	68

Claim Name	BLM-NMC	Loc. Date	County	Book	Page
RP # 86	831519	19-Jun-02	Eureka	350	69
RP # 87	831520	19-Jun-02	Eureka	350	70
RP # 88	831521	19-Jun-02	Eureka	350	71
RP # 216	831522	20-Jun-02	Eureka	350	72
RP # 224	831523	20-Jun-02	Eureka	350	73
RP # 226	831524	20-Jun-02	Eureka	350	74
RP # 240	831525	20-Jun-02	Eureka	350	75
RP # 242	831526	20-Jun-02	Eureka	350	76
RP # 244	831527	20-Jun-02	Eureka	350	77
RP # 248	831528	20-Jun-02	Eureka	350	78
RP # 250	831529	20-Jun-02	Eureka	350	79
RP # 43	847956	12-Mar-03	Eureka	361	276

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