

BOOK 399 PAGE 121-135
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Placer Dome Expl.
2004 NOV -2 PM 4:41

**SHORT FORM OF EXPLORATION AND
DEVELOPMENT AGREEMENT**

Recording Requested by:

WHEN RECORDED MAIL TO:

Brian G. Iverson
Placer Dome America
PO Box 1250
Crescent Valley, NV 89801

EUREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEES \$28.00

193596

Space Above This Line For Recorder's Use

THIS SHORT FORM OF EXPLORATION AND DEVELOPMENT AGREEMENT (the "Short Form") is made and entered into effective as of September 7, 2004 by and among NEVADA PACIFIC GOLD LTD., a British Columbia corporation, whose address is Suite 750 - 625 Howe Street, Vancouver, British Columbia, Canada V6C 2T6 ("Nevada Pacific"), NEVADA PACIFIC GOLD (US), INC., a Nevada corporation, whose address is 275 Third Street, Suite 208, Elko, Nevada U.S.A. 89803 ("NPG"), and Placer Dome U.S. Inc., a California corporation, whose address for purposes hereof is 1125 17th Street, Suite 2310, Denver, Colorado U.S.A. 80202 ("PDUS").

RECITALS

A. NPG is the owner of certain patented and unpatented mining claims in Eureka County, Nevada, as more particularly described in Exhibit A attached hereto and incorporated by reference (the "Claims"). NPG's interest in the Unpatented Claims, together with all water and water rights, easements and rights-of-way, and other appurtenances attached thereto or associated therewith, are collectively referred to hereinafter as the "Property."

B. Nevada Pacific, NPG and PDUS entered into a letter agreement dated effective September 7, 2004 (the "Agreement"), wherein NPG granted to PDUS the right to explore and develop the Property and, if PDUS so desires, the right for PDUS to earn a 60% participating interest in a joint venture covering the Property.

C. Nevada Pacific, NPG and PDUS desire to enter into this Short Form of Agreement for purposes of placing of record a notice of the Agreement.

AGREEMENT

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Grant of Exploration, Development and Related Rights. NPG has granted and hereby grants to PDUS, for the term of the Agreement, the exclusive right to enter upon and use all or any part of the Property during the Earn-In Period (as defined in the Agreement) for the purposes of determining ore reserves and mineralization, and for purposes of development of valuable minerals from the Property, including the right to enter upon the Property for purposes of surveying, exploring, testing, sampling, trenching, bulk sampling, prospecting and drilling for valuable minerals, and to use and construct buildings, roads, power and communication lines, and to use so much of the surface of the Property in such manner as is necessary to the enjoyment of any of the rights or privileges of PDUS hereunder or otherwise reasonably necessary to effect the purposes of the Agreement.

2. Grant of Right to Acquire an Interest in the Property. NPG has granted and hereby grants to PDUS, during the Earn-In Period, the exclusive right to acquire an undivided 60% interest in the Property upon the completion of certain obligations set forth in the Agreement.

3. Grant of Right to Enter into Joint Venture Agreement. In addition to the rights granted in the Agreement as described in paragraph 2 above, NPG and PDUS have agreed and do hereby agree that, subject to the terms and conditions set forth in the Agreement, upon PDUS's acquisition of an undivided 60% interest in the Property they will enter into a Joint Venture Agreement (as described in the Agreement) governing operations at the Property.

4. Term. Unless sooner terminated as provided in the Agreement, the term of the Agreement (the "Earn-In Period") shall run until such time as PDUS timely incurs required minimum amounts of Work Expenditures (as defined in the Agreement) and the parties execute the Joint Venture Agreement, or until sooner terminated as set forth in the Agreement, but in any event not later than September 7, 2014.

5. Title to After-Acquired and Additional Interests. The Agreement applies and extends to any further or additional right, title, interest or estate heretofore or hereafter acquired during the Earn-In Period by (i) NPG in or to the Property or within the exterior boundaries of the Property, or (ii) PDUS within the exterior boundaries of the Property.

6. Successors and Assigns. Subject to the provisions of paragraph 7 below, all of the terms, provisions and conditions of the Agreement and this Short Form are, and shall be, binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

7. Assignability. None of the parties shall have the right to assign its interest in the Agreement, other than (i) to an affiliate or a subsidiary, (ii) in connection with a pledge of

assets for financing purposes, or (iii) in connection with a corporate merger or reorganization or a sale of all or substantially all of either party's assets, without the prior written consent of the non-assigning parties, which consent shall not be unreasonably withheld. Any third party to whom any interest in the Agreement or the Property is assigned or conveyed shall agree in writing to be bound by all of the terms and conditions contained in the Agreement, including without limitation the tax partnership applicable thereto.

8. Additional Terms. The Agreement contains additional clauses and various other provisions, and reference is made to the Agreement for such other terms and conditions as govern the Agreement, which terms and conditions are by reference made a part hereof. Nothing in this Short Form shall limit or affect the rights and duties of the parties under the Agreement. Requests for information regarding the Agreement should be made to the parties at the addresses set forth above.

9. Counterparts. This Short Form may be extended in multiple counterparts, and all such counterparts taken together shall be deemed to constitute a single document.

IN WITNESS WHEREOF, the parties have executed this Short Form of Agreement effective as of September 7, 2004.

NEVADA PACIFIC GOLD LTD.,
a British Columbia corporation

By: _____

Name: _____

Its: _____

NEVADA PACIFIC GOLD (US), INC.,
a Nevada corporation

By: _____

Name: _____

Its: _____

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

By: *[Signature]*

Name: *William C. Howell*

Its: *Regional Exploration Manager*

COPY

PROVINCE OF British Columbia)
CITY OF Vancouver) ss.

The foregoing instrument was acknowledged before me this 8th day of September, 2004, by Joe Kajszo, as President of Nevada Pacific Gold Ltd., a British Columbia corporation.

Witness my hand and official seal.

My commission does not expires: _____

[Signature]
Notary Public

BERNARD G. POZNANSKI
19th FLOOR
885 WEST GEORGIA STREET
VANCOUVER, B.C. V6C 3H4
Barrister & Solicitor

PROVINCE OF British Columbia)
CITY OF Vancouver) ss.

The foregoing instrument was acknowledged before me this 8th day of September, 2004, by Joe Kajszo, as Director of Nevada Pacific Gold (US), Inc., a Nevada corporation.

Witness my hand and official seal.

My commission does not expires: _____

[Signature]
Notary Public

BERNARD G. POZNANSKI
19th FLOOR
885 WEST GEORGIA STREET
VANCOUVER, B.C. V6C 3H4
Barrister & Solicitor

STATE OF Nevada)
COUNTY OF Washoe) ss.

The foregoing instrument was acknowledged before me this 7th day of September, 2004, by William C. Howard, as Regional Exploration of Placer Dome U.S. Inc., a California corporation. Manager

Witness my hand and official seal.

My commission expires: 6/11/08

Cheri R. Reimann
Notary Public

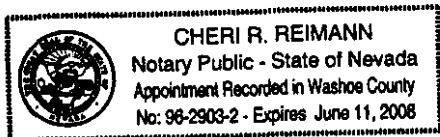


Exhibit A

The Unpatented Claims

The following unpatented mining claims located in
Eureka County, Nevada:

Claim	#	BLM Serial #	Eureka County Recording Information		
			File #	Book	Page
KEY	9	NMC 806714	172622	329	1
KEY	10	NMC 806715	172623	329	2
KEY	11	NMC 806716	172624	329	3
KEY	12	NMC 806717	172625	329	4
KEY	13	NMC 806718	172626	329	5
KEY	14	NMC 806719	172627	329	6
KEY	15	NMC 806720	172628	329	7
KEY	16	NMC 806721	172629	329	8
KEY	17	NMC 806722	172630	329	9
KEY	18	NMC 806723	172631	329	10
KEY	19	NMC 806724	172632	329	11
KEY	20	NMC 806725	172633	329	12
KEY	21	NMC 806726	172634	329	13
KEY	22	NMC 806727	172635	329	14
KEY	23	NMC 806728	172636	329	15
KEY	24	NMC 806729	172637	329	16
KEY	25	NMC 806730	172638	329	17
KEY	26	NMC 806731	172639	329	18
KEY	27	NMC 806732	172640	329	19
KEY	28	NMC 806733	172641	329	20
KEY	29	NMC 806734	172642	329	21
KEY	30	NMC 806735	172643	329	22
KEY	31	NMC 806736	172644	329	23
KEY	32	NMC 806737	172645	329	24
KEY	33	NMC 806738	172646	329	25
KEY	34	NMC 806739	172647	329	26
KEY	35	NMC 806740	172648	329	27
KEY	36	NMC 806741	172649	329	28
KEY	45	NMC 806742	172650	329	29
KEY	46	NMC 806743	172651	329	30
KEY	47	NMC 806744	172652	329	31
KEY	48	NMC 806745	172653	329	32
KEY	49	NMC 806746	172654	329	33
KEY	50	NMC 806747	172655	329	34
KEY	51	NMC 806748	172656	329	35

**Eureka County Recording
Information**

Claim	#	BLM Serial #	File #	Book	Page
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KEY	54	NMC 806751	172659	329	38
KEY	55	NMC 806752	172660	329	39
KEY	56	NMC 806753	172661	329	40
KEY	57	NMC 806754	172662	329	41
KEY	58	NMC 806755	172663	329	42
KEY	59	NMC 806756	172664	329	43
KEY	60	NMC 806757	172665	329	44
KEY	61	NMC 806758	172666	329	45
KEY	62	NMC 806759	172667	329	46
KEY	63	NMC 806760	172668	329	47
KEY	64	NMC 806761	172669	329	48
KEY	65	NMC 806762	172670	329	49
KEY	66	NMC 806763	172671	329	50
KEY	67	NMC 806764	172672	329	51
KEY	68	NMC 806765	172673	329	52
KEY	69	NMC 806766	172674	329	53
KEY	70	NMC 806767	172675	329	54
KEY	71	NMC 806768	172676	329	55
KEY	72	NMC 806769	172677	329	56
KP	1	NMC 807625	173056	330	22
KP	2	NMC 807626	173057	330	23
KP	3	NMC 807627	173058	330	24
KP	4	NMC 807628	173059	330	25
KP	5	NMC 807629	173060	330	26
KP	6	NMC 807630	173061	330	27
KP	7	NMC 807631	173062	330	28
KP	8	NMC 807632	173063	330	29
KP	9	NMC 807633	173064	330	30
KP	10	NMC 807634	173065	330	31
KP	11	NMC 807635	173066	330	32
KP	12	NMC 807636	173067	330	33
KP	13	NMC 807637	173068	330	34
KP	14	NMC 807638	173069	330	35
KP	15	NMC 807639	173070	330	36
KP	16	NMC 807640	173071	330	37
KP	17	NMC 807641	173072	330	38
KP	18	NMC 807642	173073	330	39
KP	19	NMC 807643	173074	330	40

**Eureka County Recording
Information**

Claim	#	BLM Serial #	File #	Book	Page
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KP	21	NMC 807645	173076	330	42
KP	22	NMC 807646	173077	330	43
KP	23	NMC 807647	173078	330	44
KP	24	NMC 807648	173079	330	45
KP	25	NMC 807649	173080	330	46
KP	26	NMC 807650	173081	330	47
KP	27	NMC 807651	173082	330	48
KP	28	NMC 807652	173083	330	49
KP	29	NMC 807653	173084	330	50
SB	1	NMC 829661	178196	347	454
SB	2	NMC 829662	178197	347	455
SB	3	NMC 829663	178198	347	456
SB	5	NMC 829664	178199	347	457
SB	9	NMC 829665	178200	347	458
SB	10	NMC 829666	178201	347	459
SB	11	NMC 829667	178202	347	460
SB	12	NMC 829668	178203	347	461
SB	13	NMC 829669	178204	347	462
SB	14	NMC 829670	178205	347	463
SB	15	NMC 829671	178206	347	464
SB	16	NMC 829672	178207	347	465
Au	1	NMC 829673	178182	347	442
Au	2	NMC 829674	178183	347	443
Au	3	NMC 829675	178184	347	444
Au	4	NMC 829676	178185	347	445
Au	5	NMC 829677	178186	347	446
Au	6	NMC 829678	178187	347	447
Au	7	NMC 829679	178188	347	448
Au	8	NMC 829680	178189	347	449
Au	9	NMC 829681	178190	347	450
Au	10	NMC 829682	178191	347	451
Au	11	NMC 829683	178192	347	452
Au	12	NMC 829684	178193	347	453
Au	68	NMC 847802	181895	361	353

**Eureka County Recording
Information**

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Au	70	NMC 847804	181897	361	355
Au	71	NMC 847805	181898	361	356
Au	72	NMC 847806	181899	361	357
Au	73	NMC 847807	181900	361	358
Au	74	NMC 847808	181901	361	359
Au	75	NMC 847809	181902	361	360
Au	76	NMC 847810	181903	361	361
Au	77	NMC 847811	181904	361	362
Au	78	NMC 847812	181905	361	363
Au	79	NMC 847813	181906	361	364
Au	80	NMC 847814	181907	361	365
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Au	82	NMC 847816	181909	361	367
Au	83	NMC 847817	181910	361	368
Au	84	NMC 847818	181911	361	369
Au	85	NMC 847819	181912	361	370
Au	86	NMC 847820	181913	361	371
Au	87	NMC 847821	181914	361	372
Au	88	NMC 847822	181915	361	373
Au	89	NMC 847823	181916	361	374
Au	90	NMC 847824	181917	361	375
Au	91	NMC 847825	181918	361	376
Au	92	NMC 847826	181919	361	377
Au	93	NMC 847827	181920	361	378
CHS	1	NMC865233	186251	377	308
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CHS	6	NMC865237	186256	377	313
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CHS	8	NMC865239	186258	377	315
CHS	9	NMC865240	186259	377	316
CHS	10	NMC865241	186260	377	317
CHS	11	NMC865242	186261	377	318
CHS	12	NMC865243	186262	377	319
CHS	13	NMC865244	186263	377	320
CHS	14	NMC865245	186264	377	321
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CHS	16	NMC865247	186266	377	323
CHS	17	NMC865248	186267	377	324

**Eureka County Recording
Information**

Claim	#	BLM Serial #	File #	Book	Page
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CHS	21	NMC865252	186271	377	328
CHS	22	NMC865253	186272	377	329
CHS	23	NMC865254	186273	377	330
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CHS	26	NMC865257	186276	377	333
CHS	27	NMC865258	186277	377	334
CHS	28	NMC865259	186278	377	335
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CHS	31	NMC865262	186281	377	338
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CHS	35	NMC865266	186285	377	342
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CHS	37	NMC865268	186287	377	344
CHS	38	NMC865269	186288	377	345
CHS	39	NMC865270	186289	377	346
CHS	40	NMC865271	186290	377	347
CHS	41	NMC865272	186291	377	348
CHS	42	NMC865273	186292	377	349
CHS	193	NMC865274	186293	377	350
CHS	194	NMC865275	186294	377	351
CHS	195	NMC865276	186295	377	352
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CHS	197	NMC865278	186297	377	354
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CHS	51	NMC865284	186303	377	360
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CHS	54	NMC865287	186306	377	363
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**Eureka County Recording
Information**

Claim	#	BLM Serial #	File #	Book	Page
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CHS	59	NMC865292	186311	377	368
CHS	60	NMC865293	186312	377	369
CHS	61	NMC865294	186313	377	370
CHS	62	NMC865295	186314	377	371
CHS	63	NMC865296	186315	377	372
CHS	64	NMC865297	186316	377	373
CHS	65	NMC865298	186317	377	374
CHS	66	NMC865299	186318	377	375
CHS	67	NMC865300	186319	377	376
CHS	68	NMC865301	186320	377	377
CHS	69	NMC865302	186321	377	378
CHS	70	NMC865303	186322	377	379
CHS	71	NMC865304	186323	377	380
CHS	72	NMC865305	186324	377	381
CHS	73	NMC865306	186325	377	382
CHS	74	NMC865307	186326	377	383
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CHS	77	NMC865310	186329	377	386
CHS	78	NMC865311	186330	377	387
CHS	79	NMC865312	186331	377	388
CHS	80	NMC865313	186332	377	389
CHS	81	NMC865314	186333	377	390
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CHS	210	NMC865329	186351	367	12
CHS	211	NMC865330	186352	366	13

**Eureka County Recording
Information**

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CHS	222	NMC865341	186363	355	24
CHS	223	NMC865342	186364	354	25
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CHS	225	NMC865344	186366	352	27
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CHS	255	NMC865356	186378	378	39
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CHS	257	NMC865358	186380	378	41
CHS	258	NMC865359	186381	378	42
CHS	259	NMC865360	186382	378	43
CHS	260	NMC865361	186383	378	44
CHS	261	NMC865362	186384	378	45
CHS	262	NMC865363	186385	378	46
CHS	85	NMC875999	191743	392	246
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CHS	87	NMC876001	191745	392	248
CHS	88	NMC876002	191746	392	249
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CHS	92	NMC876006	191750	392	253

**Eureka County Recording
Information**

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CHS	101	NMC876015	191759	392	262
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CHS	105	NMC876019	191763	392	266
CHS	106	NMC876020	191764	392	267
CHS	107	NMC876021	191765	392	268
CHS	108	NMC876022	191766	392	269
CHS	109	NMC876023	191767	392	270
CHS	110	NMC876024	191768	392	271
CHS	111	NMC876025	191769	392	272
CHS	112	NMC876026	191770	392	273
CHS	113	NMC876027	191771	392	274
CHS	114	NMC876028	191772	392	275
CHS	115	NMC876029	191773	392	276
CHS	116	NMC876030	191774	392	277
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CHS	122	NMC876036	191780	392	283
CHS	123	NMC876037	191781	392	284
CHS	124	NMC876038	191782	392	285
CHS	125	NMC876039	191783	392	286
CHS	126	NMC876040	191784	392	287
CHS	127	NMC876041	191785	392	288
CHS	128	NMC876042	191786	392	289
CHS	129	NMC876043	191787	392	290
CHS	130	NMC876044	191788	392	291
CHS	131	NMC876045	191789	392	292
CHS	132	NMC876046	191790	392	293
CHS	133	NMC876047	191791	392	294
CHS	134	NMC876048	191792	392	295
CHS	135	NMC876049	191793	392	296

**Eureka County Recording
Information**

Claim	#	BLM Serial #	File #	Book	Page
CHS	136	NMC876050	191794	392	297
CHS	137	NMC876051	191795	392	298
CHS	138	NMC876052	191796	392	299
CHS	139	NMC876053	191797	392	300
CHS	140	NMC876054	191798	392	301
CHS	141	NMC876055	191799	392	302
CHS	142	NMC876056	191800	392	303
CHS	143	NMC876057	191801	392	304
CHS	144	NMC876058	191802	392	305
CHS	145	NMC876059	191803	392	306
CHS	146	NMC876060	191804	392	307
CHS	147	NMC876061	191805	392	308
CHS	148	NMC876062	191806	392	309
CHS	149	NMC876063	191807	392	310
CHS	150	NMC876064	191808	392	311
CHS	151	NMC876065	191809	392	312
CHS	152	NMC876066	191810	392	313
CHS	153	NMC876067	191811	392	314
CHS	154	NMC876068	191812	392	315
CHS	155	NMC876069	191813	392	316
CHS	156	NMC876070	191814	392	317
CHS	157	NMC876071	191815	392	318
CHS	158	NMC876072	191816	392	319
CHS	159	NMC876073	191817	392	320
CHS	160	NMC876074	191818	392	321
CHS	161	NMC876075	191819	392	322
CHS	162	NMC876076	191820	392	323
CHS	163	NMC876077	191821	392	324
CHS	164	NMC876078	191822	392	325
CHS	165	NMC876079	191823	392	326
CHS	166	NMC876080	191824	392	327
CHS	5	NMC878639	192537	395	15
CHS	264	NMC878640	192538	395	16
CHS	265	NMC878641	192539	395	17
CHS	266	NMC878642	192540	395	18
CHS	267	NMC878643	192541	395	19
CHS	268	NMC878644	192542	395	20
CHS	269	NMC878645	192543	395	21
CHS	270	NMC878646	192544	395	22
CHS	271	NMC878647	192545	395	23

Eureka County Recording
Information

Claim	#	BLM Serial #	File #	Book	Page
CHS	272	NMC878648	192546	395	24
CHS	273	NMC878649	192547	395	25
CHS	274	NMC878650	192548	395	26
CHS	275	NMC878651	192549	395	27
CHS	276	NMC878652	192550	395	28
CHS	277	NMC878653	192551	395	29
CHS	278	NMC878654	192552	395	30
CHS	279	NMC878655	192553	395	31
CHS	280	NMC878656	192554	395	32
CHS	281	NMC878657	192555	395	33
CHS	282	NMC878658	192556	395	34
CHS	283	NMC878659	192557	395	35
CHS	284	NMC878660	192558	395	36
CHS	285	NMC878661	192559	395	37

193596