

APN:

Recorded at the request of
and when recorded return to:
Montezuma Mines Inc.
559 W. Silver St., Suite 301
Elko, NV 89801

BOOK 402 PAGE 212-215
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Montezuma Mines Inc
2004 DEC 23 PM 1:07

EUREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEES \$17.00

194673

MEMORANDUM OF MINING LEASE AND OPTION TO PURCHASE AGREEMENT

NOTICE IS HEREBY GIVEN that, BEOVAWE LAND COMPANY, INC., a Nevada corporation ("Owner"), as lessor and MONTEZUMA MINES INC., a Nevada corporation ("Montezuma"), as lessee, have entered into a Mining Lease and Option to Purchase Agreement, dated November 1, 2004, covering certain rights in and to those certain lands described in Exhibit A hereto (the "Property").

Said Mining Lease and Option to Purchase Agreement, in consideration of the covenants and agreements set forth therein, provides that Owner has leased to Montezuma all of Owner's right, title and interest in and to the Property and granted to Montezuma an option to purchase the Property.

Further, said Mining Lease and Agreement reserves to Owner a royalty from the production of any and all metals, ores, minerals, mineral substances and materials of all kinds in, under, upon and that may be produced from the Property.

It is the purpose of this Memorandum to give notice of record of said Mining Lease and Option to Purchase Agreement; and further, to give notice that Montezuma will be engaged in a lawful business upon the above described property.

Copies of said Mining Lease and Option to Purchase Agreement are in the possession of Montezuma at its address of 559 W. Silver St., #301, Elko, Nevada, 89801 and Owner at its address of P. O. Box 159, Eureka, NV 89316.

IN WITNESS WHEREOF, this Memorandum of Mining Lease and Option to Purchase Agreement has been executed as of the date first above written.

MONTEZUMA MINES INC.


John M. Hogg
John M. Hogg
Vice President, Exploration

BEOWAWE LAND COMPANY, INC.

Ronald A. Carrion
Ronald A. Carrion
President

ATTEST:

Anthony Foster
Anthony Foster
Secretary


Jose L. Reyes
JOSE L. REYES
Notary Public, State of Nevada
Appointment No. 92-26551-1
My Appt. Expires Mar 6, 2005

STATE OF NEVADA)

ss.

COUNTY OF)

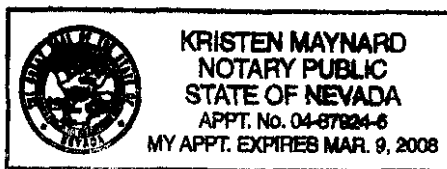
This Memorandum of Mining Lease and Option to Purchase Agreement was acknowledged before me on November 8th, 2004, by Ronald A. Carrion as President of Beowawe Land Company, Inc.

CHERRISSE A. HAYWARD
Notary Public - State of Nevada
Appointment Recorded in Eureka County
No: 98-2303-8 - Expires April 20, 2006

Cherisse A. Hayward
Notary Public

STATE OF NEVADA)
 ss.
COUNTY OF ELKO)

This Memorandum of Mining Lease and Option to Purchase Agreement was
acknowledged before me on Dec. 21st, 2004, by John M. Hogg as Vice
President, Exploration of Montezuma Mines Inc.





Notary Public

EXHIBIT A

to that Memorandum of Mining Lease and Option to Purchase Agreement, dated November 1, 2004, by and between Beowawe Land Company, Inc. and Montezuma Mines Inc.

The Property consists of the east one-half of the northwest quarter of Section 7, Township 31 North, Range 49 East, MDB&M, Eureka County, Nevada.