

After Recording Return to:
C. Suda
Teck Cominco American Incorporated
15918 East Euclid Avenue
Spokane, Washington 99216-1815

BOOK 407 PAGE 278-294
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Teck Cominco
2005 MAR -7 PM 2:21

EUREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEES 30.00

196424

**NOTICE AND MEMORANDUM OF PROPERTY
ACQUISITION AGREEMENT**

Effective December 1, 2004, White Knight Resources Ltd., a British Columbia corporation, of 922 - 510 Hastings St. W., Vancouver, British Columbia, Canada V6B 1L8, and White Knight Gold (U.S.) Inc., a Delaware corporation, of Suite 140, 121 Woodland Ave., Reno, Nevada, USA 89523 (hereafter collectively referred to as "WKR") and Teck Cominco American Incorporated (hereafter "TCAI"), a Washington corporation, of 15918 East Euclid Avenue, Spokane, Washington, USA 99216-1815, executed a written Property Acquisition Agreement ("Agreement"). The Agreement provides that in consideration for the payment of certain sums to WKR and the incurring of certain expenditures on the properties designated in Schedule A1 hereto by TCAI, TCAI may earn a direct interest in those properties. The other terms and conditions contained in the Agreement are not set forth in this Notice and Memorandum of Property Acquisition Agreement.

The undersigned hereby confirm that the Agreement remains in full force and effect.

White Knight Resources Ltd.

By: [Signature]
Its: DIRECTOR + CORP. SEC.

White Knight Gold (U.S.) Inc.

By: [Signature]
Its: DIRECTOR + CORP. SEC.

Teck Cominco American Incorporated

By: [Signature]
Its: Vice President, Law & Administration

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PROVINCE
STATE OF BRITISH COLUMBIA
County of Vancouver) : ss.

On this 9th day of FEBRUARY, 2005, before me personally appeared MEGAN CAMERON-JONES to me known to be the DIRECTOR + CORP. SEC. of White Knight Resources Ltd., the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute the said instrument on behalf of said corporation.

Given under my hand and official seal the day and year in this certificate first above written.

Notary Public in and for the State Province
of British Columbia,
residing at Vancouver BC

My Commission Expires: December 31, 2005

PROVINCE BRITISH COLUMBIA
STATE OF)
County of Vancouver) : ss.

JAMES COMPARELLI
BARRISTER & SOLICITOR
704 STANDARD BLDG.
510 WEST HASTINGS ST.
VANCOUVER, BC V6B 1L8
PHONE: 604-683-6888

A NOTARY PUBLIC IN AND FOR THE PROVINCE OF BRITISH COLUMBIA

On this 9th day of FEBRUARY, 2005, before me personally appeared MEGAN CAMERON-JONES to me known to be the DIRECTOR + CORP. SEC. of White Knight Gold (U.S.) Inc., the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute the said instrument on behalf of said corporation.

Given under my hand and official seal the day and year in this certificate first above written.

Notary Public in and for the Province
State of British Columbia
residing at Vancouver BC

My Commission Expires: December 31, 2005

JAMES COMPARELLI
BARRISTER & SOLICITOR
704 STANDARD BLDG.
510 WEST HASTINGS ST.
VANCOUVER, BC V6B 1L8
PHONE: 604-683-6888

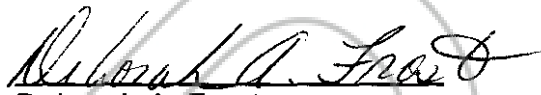
A NOTARY PUBLIC IN AND FOR THE PROVINCE OF BRITISH COLUMBIA

STATE OF WASHINGTON)

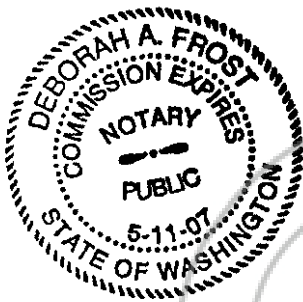
County of Spokane) : ss.

On this 13th day of January 2005, before me personally appeared C. Bruce DiLuzio, to me known to be the Vice President, Law and Administration of Teck Cominco American Incorporated the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute the said instrument on behalf of said corporation.

Given under my hand and official seal the day and year in this certificate first above written.



Deborah A. Frost
Notary Public in and for the
State of Washington, residing
at Spokane.



My Commission Expires: 5/11/07

This is **SCHEDULE "A1"** to the Property Acquisition Agreement between
TECK COMINCO AMERICAN INCORPORATED,
WHITE KNIGHT RESOURCES LTD. and WHITE KNIGHT GOLD (U.S.) INC.
dated for reference December 1, 2004

Celt Property

The Celt Property consists of the following mining claims owned by White Knight Gold (US) Inc. All are located in portions of Townships 22 and 23 North, Ranges 49 and 50 East, Mount Diablo Base and Meridian, all in Eureka County, Nevada.

A 100% interest in the KILT 1-47, 50-64, consisting of 62 claims; CELT 1-70: consisting of 70 claims; COT 1-121, consisting of 121 claims; KEL 1-136 and 138 -148, consisting of 147 claims; AMT 1 to 69, and 76 to 77, consisting of 71 claims; CSAMT 1-95, consisting of 95 claims; and ASS 1-42, consisting of 42 claims.

Total of 608 claims.

<u>Claim Name</u>	<u>BLM Serial No.</u>	<u>Book</u>	<u>Page</u>
KILT 1	852265	367	298
KILT 2	852266	367	299
KILT 3	852267	367	300
KILT 4	852268	367	301
KILT 5	852269	367	302
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KILT 8	852272	367	305
KILT 9	852273	367	306
KILT 10	852274	367	307
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KILT 13	852277	367	310
KILT 14	852278	367	311
KILT 15	852279	367	312
KILT 16	852280	367	313
KILT 17	852281	367	314
KILT 18	852282	367	315
KILT 19	852283	367	316
KILT 20 Amended	852284	378	224
KILT 21	852285	367	318
KILT 22	852286	367	319
KILT 23	852287	367	320
KILT 24	852288	367	321
KILT 25	852289	367	322

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KILT 26	852290	367	323
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KILT 60	852324	367	357
KILT 61	852325	367	358
KILT 62	852326	367	359
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KILT 64	852328	367	361
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CELT 9	852337	367	236
CELT 10	852338	367	237
CELT 11	852339	367	238

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CELT 59	852387	367	286

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COT 85	872573	383	458

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ASS 42	885174	402	54

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