

Assessor's Parcel No. n/a unpatented mining claims

Recorded at the request of
and when recorded return to:
Agnico-Eagle (USA) Ltd.
Attention Mark Abrams
5470 Louie Lane, #102
Reno, Nevada 89511

BOOK 421 PAGE 364-368
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Agnico-Eagle USA
2005 AUG 26 PM 1:12
EUREKA COUNTY, NEVADA
M.H. REGALEATI, RECORDER
FILE NO. FEES \$800

200886

**Memorandum of Exploration and Option to
Enter Joint Venture Agreement**

This Memorandum of Exploration and Option to Enter Joint Venture Agreement is made and entered into by and between Miranda (U.S.A.), Inc., a Nevada corporation ("Miranda"), and Agnico-Eagle (USA) Ltd., a Colorado corporation ("Agnico").

Miranda and Contact entered into the Exploration and Option to Enter Joint Venture Agreement (the "Agreement") pursuant to which Miranda has granted to Agnico the right to explore and the option to enter into a joint venture agreement for the mutual exploration, development and production of minerals from the unpatented mining claims which are located in Eureka County, Nevada, and which are more particularly described in Exhibit A attached to and by this reference incorporated in this Memorandum.

For purposes of the Agreement and this Memorandum, the addresses of the parties are:

If to Miranda: Miranda (U.S.A.), Inc.
5900 Philoree Lane
Reno, Nevada 89511

and Miranda Gold Corp.
1140 Homer Street, Suite 306
Vancouver, British Columbia, Canada V6B 2X6

If to Agnico: Agnico-Eagle (USA) Ltd.
5470 Louie Lane, #102
Reno, Nevada 89511

and Agnico-Eagle (USA) Ltd.
145 King Street East, Suite 500
Toronto, Ontario, Canada M5C 2Y7

Dated August 9, 2005.

Miranda (U.S.A.), Inc.

By

Kenneth D. Cunningham, President

Agnico-Eagle (USA) Ltd.

By

Sean Boyd, President

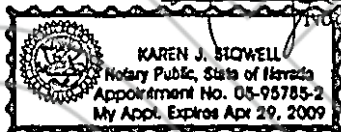
STATE OF NEVADA)

ss.

COUNTY OF WASHOE)

This Memorandum of Exploration and Option to Enter Joint Venture Agreement was acknowledged before me on August 9, 2005, by Kenneth D. Cunningham as President of Miranda (U.S.A.). Inc.

)
ss.
)



This Memorandum of Exploration and Option to Enter Joint Venture Agreement was acknowledged before me on _____, 2005, by Sean Boyd as President of Agnico-Eagle (USA) Ltd.

Notary Public

**EXHIBIT A
BPV CLAIM LIST**

Claim Name	BLM-NMC	Loc. Date	County	Book	Page
BPV 1	838260	02-Nov-02		356	118
BPV 2	838261	02-Nov-02	Eureka	356	119
BPV 3	838262	02-Nov-02	Eureka	356	120
BPV 4	838263	02-Nov-02	Eureka	356	121
BPV 5	838264	02-Nov-02	Eureka	356	122
BPV 8	838265	01-Nov-02	Eureka	356	123
BPV 9	838266	01-Nov-02	Eureka	356	124
BPV 10	838267	01-Nov-02	Eureka	356	125
BPV 11	838268	01-Nov-02	Eureka	356	126
BPV 12	838269	01-Nov-02	Eureka	356	127
BPV 13	838270	01-Nov-02	Eureka	356	128
BPV 14	838271	31-Oct-02	Eureka	356	129
BPV 15	838272	31-Oct-02	Eureka	356	130
BPV 16	838273	31-Oct-02	Eureka	356	131
BPV 17	838274	31-Oct-02	Eureka	356	132
BPV 18	838275	31-Oct-02	Eureka	356	133
BPV 19	838276	31-Oct-02	Eureka	356	134
BPV 20	838277	31-Oct-02	Eureka	356	135
BPV 21	838278	31-Oct-02	Eureka	356	136
BPV 22	838279	31-Oct-02	Eureka	356	137
BPV 23	838280	31-Oct-02	Eureka	356	138
BPV 24	838281	31-Oct-02	Eureka	356	139
BPV 25	838282	31-Oct-02	Eureka	356	140
BPV 26	838283	31-Oct-02	Eureka	356	141
BPV 27	838284	31-Oct-02	Eureka	356	142
BPV 28	838285	01-Nov-02	Eureka	356	143
BPV 29	838286	01-Nov-02	Eureka	356	144
BPV 30	838287	01-Nov-02	Eureka	356	145
BPV 31	838288	01-Nov-02	Eureka	356	146
BPV 54	838289	09-Dec-02	Eureka	356	147
BPV 56	838290	03-Nov-02	Eureka	356	148
BPV 63	838291	03-Nov-02	Eureka	356	149
BPV 64	838292	03-Nov-02	Eureka	356	150
BPV 76	838293	09-Dec-02	Eureka	356	151
BPV 77	838294	03-Nov-02	Eureka	356	152
BPV 78	838295	09-Dec-02	Eureka	356	153
BPV 79	838296	09-Dec-02	Eureka	356	154
BPV 80	838297	01-Nov-02	Eureka	356	155
BPV 81	838298	01-Nov-02	Eureka	356	156
BPV 82	838299	01-Nov-02	Eureka	356	157
BPV 83	838300	01-Nov-02	Eureka	356	158
BPV 6	847954	13-Mar-03	Eureka	361	277
BPV 7	847955	13-Mar-03	Eureka	361	278

**EXHIBIT A
CONO CLAIM LIST**

Claim Name	BLM-NMC	Loc. Date	County	Book	Page
CONO # 9	831431	18-Jun-02	Eureka	349	336
CONO # 10	831432	18-Jun-02	Eureka	349	337
CONO # 11	831433	18-Jun-02	Eureka	349	338
CONO # 12	831434	18-Jun-02	Eureka	349	339
CONO # 13	831435	18-Jun-02	Eureka	349	340
CONO # 14	831436	18-Jun-02	Eureka	349	341
CONO # 15	831437	18-Jun-02	Eureka	349	342
CONO # 16	831438	18-Jun-02	Eureka	349	343
CONO # 17	831439	18-Jun-02	Eureka	349	344
CONO # 18	831440	18-Jun-02	Eureka	349	345
CONO # 19	831441	18-Jun-02	Eureka	349	346
CONO # 20	831442	18-Jun-02	Eureka	349	347
CONO # 21	831443	18-Jun-02	Eureka	349	348
CONO # 22	831444	18-Jun-02	Eureka	349	349
CONO # 23	831445	18-Jun-02	Eureka	349	350
CONO # 24	831446	18-Jun-02	Eureka	349	351
CONO # 25	831447	18-Jun-02	Eureka	349	352
CONO # 26	831448	18-Jun-02	Eureka	349	353
CONO # 27	831449	18-Jun-02	Eureka	349	354
CONO # 28	831450	18-Jun-02	Eureka	349	355
CONO # 29	831451	18-Jun-02	Eureka	349	356
CONO # 44	831452	18-Jun-02	Eureka	349	357
CONO # 45	831453	18-Jun-02	Eureka	349	358
CONO # 46	831454	18-Jun-02	Eureka	349	359
CONO # 47	831455	18-Jun-02	Eureka	349	360
CONO # 48	831456	18-Jun-02	Eureka	349	361
CONO # 49	831457	18-Jun-02	Eureka	349	362
CONO # 50	831458	18-Jun-02	Eureka	349	363
CONO # 51	831459	18-Jun-02	Eureka	349	364
CONO # 52	831460	18-Jun-02	Eureka	349	365
CONO # 53	831461	18-Jun-02	Eureka	349	366
CONO # 54	831462	18-Jun-02	Eureka	349	367
CONO # 55	831463	18-Jun-02	Eureka	349	368
CONO # 56	831464	18-Jun-02	Eureka	349	369
CONO # 57	831465	18-Jun-02	Eureka	349	370
CONO # 86	831466	18-Jun-02	Eureka	349	371
CONO # 87	831467	18-Jun-02	Eureka	349	372
CONO # 88	831468	18-Jun-02	Eureka	349	373

**EXHIBIT A
CONO CLAIM LIST**

page 2

Claim Name	BLM-NMC	Loc. Date	County	Book	PAGE
CONO # 89	831469	18-Jun-02	Eureka	349	374
CONO # 90	831470	18-Jun-02	Eureka	349	375
CONO # 91	831471	18-Jun-02	Eureka	349	376
CONO # 92	831472	18-Jun-02	Eureka	349	377
CONO # 93	831473	18-Jun-02	Eureka	349	378
CONO # 94	831474	18-Jun-02	Eureka	349	379
CONO # 95	831475	18-Jun-02	Eureka	349	380
CONO # 96	831476	18-Jun-02	Eureka	349	381
CONO # 97	831477	18-Jun-02	Eureka	349	382
CONO # 98	831478	18-Jun-02	Eureka	349	383
CONO # 99	831479	18-Jun-02	Eureka	349	384
CONO # 116	831480	18-Jun-02	Eureka	349	385
CONO # 117	831481	18-Jun-02	Eureka	349	386
CONO # 118	831482	18-Jun-02	Eureka	349	387
CONO # 119	831483	18-Jun-02	Eureka	349	388
CONO # 120	831484	18-Jun-02	Eureka	349	389
CONO # 121	831485	18-Jun-02	Eureka	349	390
CONO # 122	831486	18-Jun-02	Eureka	349	391
CONO # 123	831487	18-Jun-02	Eureka	349	392
CONO # 124	831488	18-Jun-02	Eureka	349	393
CONO # 125	831489	18-Jun-02	Eureka	349	394
CONO # 126	831490	18-Jun-02	Eureka	349	395
CONO # 127	831491	18-Jun-02	Eureka	349	396
CONO # 128	831492	18-Jun-02	Eureka	349	397
CONO # 129	831493	18-Jun-02	Eureka	349	398
CONO # 130	831494	18-Jun-02	Eureka	349	399
CONO # 131	831495	18-Jun-02	Eureka	349	400
CONO # 132	831496	18-Jun-02	Eureka	349	401
CONO # 133	831497	18-Jun-02	Eureka	349	402
CONO # 134	831498	18-Jun-02	Eureka	349	403
CONO # 135	831499	18-Jun-02	Eureka	349	404
CONO # 136	831500	18-Jun-02	Eureka	349	405
CONO # 137	831501	18-Jun-02	Eureka	349	406
CONO # 138	831502	18-Jun-02	Eureka	349	407
CONO # 139	831503	18-Jun-02	Eureka	349	408

200886

BOOK 42 | PAGE 368