

APN # _____

Recording Requested By:

Name Thomas P. Erwin

Address One E. Liberty Street
Suite 424

City/State/Zip Reno, NV 89501

BOOK 437 PAGE 248-25
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Thomas P. Erwin
2006 JUN -8 PM 12:00

EUREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEES 19.00

205185

Special Warranty Deed (Rock Creek Unpatented Claims)
(Title of Document)

This page added to provide additional information required by NRS 111.312 Sections 1-2. (Additional recording fees applies)

Assessor's Parcel Number: n/a - unpatented mining claims

Mail Tax Statements to:

NewWest Gold Corporation
1658 Cole Blvd., Bldg No. 6, Suite 210
Lakewood, CO 80401

Recorded at the request of
and when recorded return to:

Thomas P. Erwin
Erwin & Thompson LLP
One E. Liberty Street, Suite 424
Reno, NV 89501

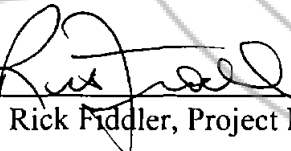
The undersigned affirms that this document
contains no social security numbers.

Special Warranty Deed
(Rock Creek Unpatented Mining Claims/Lander County)

Made by and between Western States Minerals Corporation, a Utah corporation, and
NewWest Gold Corporation, a Delaware corporation.

Dated May 9, 2006.

By


Rick Fiddler, Project Manager

Lander County - NV
Idonna M. Trevino - Recorder
Page: 1 of 6 Fee: 44.00
BK-557 PG- 040 RPTT: 0.00



When recorded, please return to:

Erwin & Thompson LLP

One East Liberty, Suite 424

Reno, NV 89504

Attention: Thomas P. Erwin, Esq.

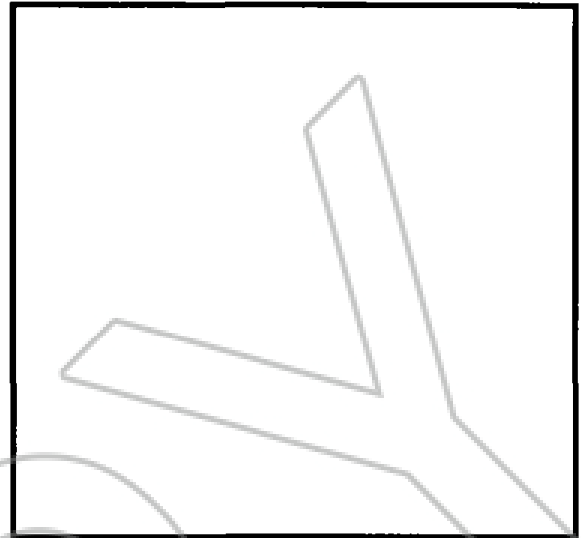
For tax statements, please send to:

NewWest Gold Corporation

1658 Cole Blvd., Building No. 6

Suite 210

Lakewood, CO 80401



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**SPECIAL WARRANTY DEED
(ROCK CREEK UNPATENTED MINING CLAIMS/LANDER COUNTY)**

THIS SPECIAL WARRANTY DEED (the "Deed") is made effective as of June 30, 2005, by and between Western States Minerals Corporation, a Utah corporation, whose address is 1658 Cole Boulevard, Building No. 6, Suite 210, Lakewood, Colorado 80401 ("WSMC"), and NewWest Gold Corporation, a Delaware corporation, whose address is 1658 Cole Boulevard, Building No. 6, Suite 210, Lakewood, Colorado 80401 ("NWGC").

FOR GOOD AND VALUABLE consideration, the receipt and sufficiency of which are hereby acknowledged, WSMC does hereby grant, bargain and sell unto NWGC, its successors and assigns forever, all of its undivided right, title and interest in and to those unpatented mining claims situated in Lander County, Nevada, as more particularly described in Exhibit A attached hereto and incorporated herein by reference (the "Unpatented Claims").

TOGETHER WITH all of the undivided right, title and interest in all lodes, ledges, veins and mineral bearing rock, both known and unknown, lying within the boundaries of the Unpatented Claims, all extralateral rights related thereto, all dips, spurs, and angles, and all the ores, mineral-bearing quartz, rock and earth or other deposits in or on the Unpatented Claims and all of the rights, privileges and franchises incident to the Unpatented Claims, and all and singular the tenements and hereditaments thereunto or in anywise appertaining, and the rents, issues and profits thereof; and also all of the undivided right, title, interest, property, possession, claim and demand whatsoever, as well in law as in equity of WSMC, of, in or to the Unpatented Claims and every part and parcel thereof, including all after acquired title, and all easements, rights-of-way, water and water rights associated therewith.


TO HAVE AND TO HOLD all and singular the entire undivided interest in the Unpatented Claims, unto NWGC, its successors and assigns forever. The parties acknowledge and agree that the conveyance of the Unpatented Claims from WSMC to NWGC made pursuant to this Deed is made subject to all exceptions, limitations and reservations of record and

pertaining to the Unpatented Claims, and that the Unpatented Claims are burdened by the obligation to pay a production royalty to Western States Royalty Corporation, a Delaware corporation ("WSRC") pursuant to that Royalty Deed from WSMC to WSRC of dated June 27, 2005.


[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties have executed this Special Warranty Deed as of the date first set forth above.

**WESTERN STATES MINERALS
CORPORATION**, a Utah corporation

By: 
Stephen D. Alfors, President

NEWEST GOLD CORPORATION, a
Delaware corporation

By: 
Stephen D. Alfors, President

STATE OF COLORADO)
CITY AND) ss.
COUNTY OF DENVER)

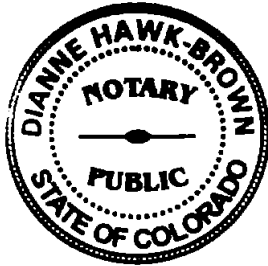
The foregoing instrument was acknowledged before me on this 30th day of June, 2005, by Stephen D. Alfes as President of Western States Minerals Corporation, a Utah corporation.

Witness my hand and official seal.

Dianne Hawk-Brown
Notary Public

My Commission expires:

6-1-07



[SEAL]

STATE OF COLORADO)
CITY AND) ss.
COUNTY OF DENVER)

The foregoing instrument was acknowledged before me on this 30th day of June, 2005, by Stephen D. Alfes as President of NewWest Gold Corporation, a Delaware corporation.

Witness my hand and official seal.

Dianne Hawk-Brown
Notary Public

My Commission expires:

6-1-07



[SEAL]

EXHIBIT A

The Unpatented Claims

The following unpatented lode mining claims in Township 34 North, Range 48 East, and Township 35 North, Range 48 East, Lander County, Nevada, the location certificates for which are recorded in the Lander County Recorder's Office and the Nevada State Office of the Bureau of Land Management as follows:

<u>LANDER COUNTY</u>			
<u>Claim Name</u>	<u>Book</u>	<u>Page</u>	<u>BLM Serial #</u>
ROGER #1	259	356	352213
ROGER #3	259	357	352214
ROGER #9	259	358	352215
ROGER #11	259	359	352216
ROGER #13	259	360	352217
ROGER #15	259	361	352218
ROGER #17	259	362	352219
ROGER G 19	341	88	584173
ROGER G 20	341	89	584174
ROGER G 21	341	90	584175
ROGER G 22	341	91	584176
ROGER G 23	341	92	584177
ROGER G 24	341	93	584178
ROGER 43	341	94	584179
ROGER 44	341	95	584180
ROGER 45	341	96	584181
ROGER 46	341	97	584182
ROGER 47	341	98	584183
ROGER 48	341	99	584184

Total: 19

205185