

When recorded, please return to:

Erwin & Thompson LLP

One East Liberty, Suite 424

Reno, NV 89504

Attention: Thomas P. Erwin, Esq.

BOOK *441* PAGE *237-245*
OFFICIAL RECORDS
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Erwin & Thompson
2006 AUG 28 AM 11:01

EUREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEES *22.00*

205928

For tax statements, please send to:

NewWest Gold LLC

1658 Cole Blvd., Building No. 6

Suite 210

Lakewood, CO 80401

The undersigned affirms that this document does not include the social security number of any person.

CORRECTION OF SPECIAL WARRANTY DEEDS

THIS CORRECTION OF SPECIAL WARRANTY DEEDS is made and entered into this 25th day of August, 2006, by and among Western States Minerals Corporation, a Utah corporation, whose address is 1658 Cole Boulevard, Building No. 6, Suite 210, Lakewood, Colorado 80401 ("WSMC"), NewWest Gold Corporation, a Delaware corporation, whose address is 1658 Cole Boulevard, Building No. 6, Suite 210, Lakewood, Colorado 80401 ("NWGC") and NewWest Gold LLC, a Delaware limited liability company, whose address is 1658 Cole Boulevard, Building No. 6, Suite 210, Lakewood, Colorado 80401 ("NewWest LLC").

PURSUANT TO two separate Special Warranty Deeds dated June 30, 2005 between WSMC and NWGC, as recorded in the official records of Eureka and Lander Counties, Nevada, respectively, WSMC conveyed to NWGC a group of unpatented mining claims including certain Roger Claims. Pursuant to two separate Special Warranty Deeds dated June 19, 2006, as recorded in the official records of Lander and Eureka Counties, Nevada, respectively, NWGC conveyed those same Roger Claims to NewWest LLC.

IT HAS COME to the parties' attention that there may have been some technical defects in the descriptions of the Roger Claims contained in those Special Warranty Deeds.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, WSMC and NWGC confirm that they intended to convey, pursuant to the Special Warranty Deeds referred to above, all of their right, title and interest in and to the Claims (as defined below), and WSMC does hereby grant, bargain and sell unto NWGC, its successors and assigns forever, effective as of June 30, 2005, and NWGC does hereby grant, bargain and sell unto NewWest LLC, its successors and assigns forever, effective

as of June 19, 2006, all of their respective undivided right, title and interest in and to those unpatented mining claims situated in Eureka and Lander Counties, Nevada, as more particularly described in **Exhibit A** attached hereto and incorporated herein by reference (the "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 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 Claims and all of the rights, privileges and franchises incident to the 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 and NWGC, of, in or to the 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 Claims, unto NewWest LLC, its successors and assigns forever. The parties acknowledge and agree that the conveyance of the Claims made pursuant to this Correction of Special Warranty Deeds is made subject to all exceptions, limitations and reservations of record and pertaining to the Claims, and that the Claims are burdened by the obligation to pay a production royalty pursuant to those Royalty Deeds from Western States Minerals Corporation, a Utah corporation, to Western States Royalty Corporation dated June 27, 2005, as recorded in Eureka and Lander Counties, Nevada, respectively.

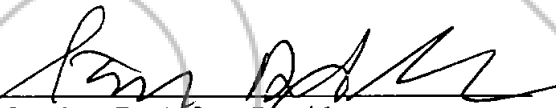
[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties have executed this Correction of Special Warranty Deeds effective as of the dates 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

NEWEST GOLD LLC, a Delaware limited liability company

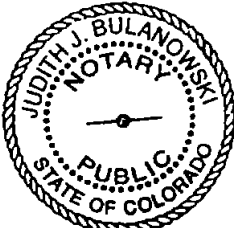
By: **NEWEST GOLD CORPORATION**, a Delaware corporation, its Manager

By: 
Stephen D. Alfors, President

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

The foregoing instrument was acknowledged before me on this 25th day of August, 2006, by Stephen D. Alfors as President of Western States Minerals Corporation, a Utah corporation.

Witness my hand and official seal.



[SEAL]

MY COMMISSION
EXPIRES 10/14/2009

Judith J. Bulanowski
Notary Public

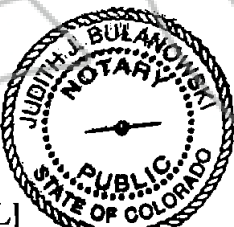
My Commission expires:

10/14/2009

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

The foregoing instrument was acknowledged before me on this 25th day of August, 2006, by Stephen D. Alfors as President of New West Gold Corporation, a Delaware corporation.

Witness my hand and official seal.



[SEAL]

MY COMMISSION
EXPIRES 10/14/2009

Judith J. Bulanowski
Notary Public

My Commission expires:

10/14/2009

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

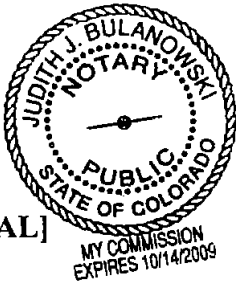
The foregoing instrument was acknowledged before me on this 25th day of August, 2006, by Stephen D. Alfes as President of NewWest Gold Corporation, a Delaware corporation, Manager of NewWest Gold LLC, a Delaware limited liability company.

Witness my hand and official seal.

Judith J. Bulanowski
Notary Public

My Commission expires:

10/14/2009



[SEAL]

**EXHIBIT A
EUREKA COUNTY, NEVADA**

<u>BLM NMC#</u>	<u>Claim Name</u>	<u>County</u>	<u>Book</u>	<u>Page</u>	<u>Document #</u>	<u>TWP</u>	<u>RGE</u>	<u>SEC</u>	<u>MER</u>
886810	ROGER #1	Eureka	402	197	194662	35N	48E	32	MDB&M
						34N	48E	5	MDB&M
886811	ROGER #3	Eureka	402	198	194663	35N	48E	32	MDB&M
		Lander	537	291	235054	35N	48E	31	MDB&M
351520	ROGER #2	Eureka	139	515		35N	48E	32	MDB&M
		Eureka	139	515		34N	48E	5	MDB&M
351521	ROGER #4	Eureka	139	516		35N	48E	32	MDB&M
351522	ROGER #6	Eureka	139	517		35N	48E	32	MDB&M
351523	ROGER #8	Eureka	139	518		35N	48E	32	MDB&M
886812	ROGER #9	Eureka	402	199	194664	35N	48E	32	MDB&M
351524	ROGER #10	Eureka	139	519		35N	48E	32	MDB&M
886813	ROGER #11	Eureka	402	200	194665	35N	48E	32	MDB&M
		Lander	537	292	235055	35N	48E	31	MDB&M
351525	ROGER #12	Eureka	139	520		35N	48E	32	MDB&M
		Eureka	139	520		35N	48E	32	MDB&M
886814	ROGER #13	Eureka	402	201	194666	35N	48E	32	MDB&M
		Lander	537	293	235056	35N	48E	31	MDB&M
351526	ROGER #14	Eureka	139	521		35N	48E	32	MDB&M
886815	ROGER #15	Eureka	402	202	194667	35N	48E	32	MDB&M
		Lander	537	294	235057	35N	48E	31	MDB&M
351527	ROGER #16	Eureka	139	522		35N	48E	32	MDB&M
886816	ROGER #17	Eureka	402	203	194668	35N	48E	32	MDB&M
		Lander	537	295	235058	35N	48E	31	MDB&M
						35N	48E	30	MDB&M
						35N	48E	29	MDB&M
351528	ROGER #18	Eureka	139	523		35N	48E	32	MDB&M
351529	ROGER #25	Eureka	139	524		35N	48E	32	MDB&M
		Eureka				34N	48E	5	MDB&M
351530	ROGER #26	Eureka	139	525		35N	48E	32	MDB&M
						34N	48E	5	MDB&M
						35N	48E	33	MDB&M
						34N	48E	4	MDB&M

Transfer Exhibit, RKCRK NWG EUREKA COUNTY

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<u>BLM NMC#</u>	<u>Claim Name</u>	<u>County</u>	<u>Book</u>	<u>Page</u>	<u>Document #</u>	<u>TWP</u>	<u>RGE</u>	<u>SEC</u>	<u>MER</u>
351531	ROGER #27	Eureka	139	526		35N	48E	32	MDB&M
351532	ROGER #28	Eureka	139	527		35N	48E	32	MDB&M
						35N	48E	33	MDB&M
351533	ROGER #29	Eureka	139	528		35N	48E	33	MDB&M
351534	ROGER #30	Eureka	139	529		35N	48E	34	MDB&M
						35N	48E	33	MDB&M
351535	ROGER #31	Eureka	139	530		35N	48E	35	MDB&M
351536	ROGER #32	Eureka	139	531		35N	48E	36	MDB&M
						35N	48E	33	MDB&M
351537	ROGER #33	Eureka	139	532		35N	48E	37	MDB&M
351538	ROGER #34	Eureka	139	533		35N	48E	38	MDB&M
						35N	48E	33	MDB&M
351539	ROGER #35	Eureka	139	534		35N	48E	39	MDB&M
351540	ROGER #36	Eureka	139	535		35N	48E	40	MDB&M
						35N	48E	33	MDB&M
351541	ROGER #37	Eureka	139	536		35N	48E	41	MDB&M
351542	ROGER #38	Eureka	139	537		35N	48E	42	MDB&M
						35N	48E	33	MDB&M
351543	ROGER #39	Eureka	139	538		35N	48E	43	MDB&M
351544	ROGER #40	Eureka	139	539		35N	48E	44	MDB&M
						35N	48E	33	MDB&M
351545	ROGER #41	Eureka	139	540		35N	48E	45	MDB&M
351546	ROGER #42	Eureka	139	541		35N	48E	46	MDB&M
						35N	48E	33	MDB&M
584137	RKS 1	Eureka	206	582		34N	48E	4	MDB&M
						34N	48E	5	MDB&M
584138	RKS 2	Eureka	206	583		34N	48E	4	MDB&M
584139	RKS 3	Eureka	206	584		34N	48E	4	MDB&M
						34N	48E	5	MDB&M
584140	RKS 4	Eureka	206	585		34N	48E	4	MDB&M
584141	RKS 5	Eureka	206	586		34N	48E	4	MDB&M
						34N	48E	5	MDB&M
584142	RKS 6	Eureka	206	587		34N	48E	4	MDB&M
584143	RKS 7	Eureka	206	588		34N	48E	4	MDB&M
						34N	48E	5	MDB&M
584144	RKS 8	Eureka	206	589		34N	48E	4	MDB&M
584145	RKS 9	Eureka	206	590		34N	48E	4	MDB&M
						34N	48E	5	MDB&M
584146	RKS 10	Eureka	206	591		34N	48E	4	MDB&M
584147	RKS 11	Eureka	206	592		34N	48E	4	MDB&M
						34N	48E	5	MDB&M
584148	RKS 12	Eureka	206	593		34N	48E	4	MDB&M

Transfer Exhibit, RKCRK NWG EUREKA COUNTY

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<u>BLM NMC#</u>	<u>Claim Name</u>	<u>County</u>	<u>Book</u>	<u>Page</u>	<u>Document #</u>	<u>TWP</u>	<u>RGE</u>	<u>SEC</u>	<u>MER</u>
584149	RKS 13	Eureka	206	594		34N	48E	4	MDB&M
						34N	48E	5	MDB&M
584150	RKS 14	Eureka	206	595		34N	48E	4	MDB&M
584151	RKS 15	Eureka	206	596		34N	48E	4	MDB&M
						34N	48E	5	MDB&M
584152	RKS 16	Eureka	206	597		34N	48E	4	MDB&M
584153	RKS 17	Eureka	206	598		34N	48E	4	MDB&M
						34N	48E	5	MDB&M
						34N	48E	8	MDB&M
						34N	48E	9	MDB&M
584154	RKS 18	Eureka	206	599		34N	48E	4	MDB&M
						34N	48E	9	MDB&M
584155	RKS 19	Eureka	206	600		34N	48E	4	MDB&M
584156	RKS 20	Eureka	207	1		34N	48E	4	MDB&M
						34N	48E	3	MDB&M
584157	RKS 21	Eureka	207	2		34N	48E	4	MDB&M
584158	RKS 22	Eureka	207	3		34N	48E	4	MDB&M
						34N	48E	3	MDB&M
584159	RKS 23	Eureka	207	4		34N	48E	4	MDB&M
584160	RKS 24	Eureka	207	5		34N	48E	4	MDB&M
						34N	48E	3	MDB&M
584161	RKS 25	Eureka	207	6		34N	48E	4	MDB&M
584162	RKS 26	Eureka	207	7		34N	48E	4	MDB&M
						34N	48E	3	MDB&M
584163	RKS 27	Eureka	207	8		34N	48E	4	MDB&M
584164	RKS 28	Eureka	207	9		34N	48E	4	MDB&M
						34N	48E	3	MDB&M
584165	RKS 29	Eureka	207	10		34N	48E	4	MDB&M
584166	RKS 30	Eureka	207	11		34N	48E	4	MDB&M
						34N	48E	3	MDB&M
584167	RKS 31	Eureka	207	12		34N	48E	4	MDB&M
584168	RKS 32	Eureka	207	13		34N	48E	4	MDB&M
						34N	48E	3	MDB&M
584169	RKS 33	Eureka	207	14		34N	48E	4	MDB&M
584170	RKS 34	Eureka	207	15		34N	48E	4	MDB&M
						34N	48E	3	MDB&M
584171	RKS 35	Eureka	207	16		34N	48E	4	MDB&M
						34N	48E	9	MDB&M
584172	RKS 36	Eureka	207	17		34N	48E	4	MDB&M
						34N	48E	9	MDB&M
						34N	48E	3	MDB&M
						34N	48E	10	MDB&M
70 Total									

Transfer Exhibit, RKCRK NWG EUREKA COUNTY

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**EXHIBIT A
LANDER COUNTY, NEVADA**

<u>BLM NMC#</u>	<u>Claim Name</u>	<u>County</u>	<u>Book</u>	<u>Page</u>	<u>Document #</u>	<u>TWP</u>	<u>RGE</u>	<u>SEC</u>	<u>MER</u>
886811	ROGER #3	Eureka	402	198	194663	35N	48E	32	MDB&M
		Lander	537	291	235054	35N	48E	31	MDB&M
886813	ROGER #11	Eureka	402	200	194665	35N	48E	32	MDB&M
		Lander	537	292	235055	35N	48E	31	MDB&M
886814	ROGER #13	Eureka	402	201	194666	35N	48E	32	MDB&M
		Lander	537	293	235056	35N	48E	31	MDB&M
886815	ROGER #15	Eureka	402	202	194667	35N	48E	32	MDB&M
		Lander	537	294	235057	35N	48E	31	MDB&M
886816	ROGER #17	Eureka	402	203	194668	35N	48E	32	MDB&M
		Lander	537	295	235058	35N	48E	31	MDB&M
584173	ROGER G 19	Lander	341	88		35N	48E	30	MDB&M
						35N	48E	29	MDB&M
						34N	48E	6	MDB&M
584174	ROGER G 20	Lander	341	89		34N	48E	7	MDB&M
						34N	48E	6	MDB&M
584175	ROGER G 21	Lander	341	90		34N	48E	6	MDB&M
584176	ROGER G 22	Lander	341	91		34N	48E	6	MDB&M
584177	ROGER G 23	Lander	341	92		34N	48E	6	MDB&M
584178	ROGER G 24	Lander	341	93		34N	48E	6	MDB&M
						35N	48E	31	MDB&M
584179	ROGER 43	Lander	341	94		34N	48E	6	MDB&M
						35N	48E	31	MDB&M
584180	ROGER 44	Lander	341	95		34N	48E	6	MDB&M
						35N	48E	31	MDB&M
584181	ROGER 45	Lander	341	96		34N	48E	6	MDB&M
584182	ROGER 46	Lander	341	97		34N	48E	6	MDB&M
584183	ROGER 47	Lander	341	98		34N	48E	6	MDB&M
						34N	48E	7	MDB&M
584184	ROGER 48	Lander	341	99		34N	48E	6	MDB&M

Total: 17

State of Nevada Declaration of Value

1. Assessor Parcel Number(s)
 a) n/a
 b) _____
 c) _____
 d) _____

FOR RECORDERS OPTIONAL USE ONLY	
Document/Instrument #:	<u>205928</u>
Book:	<u>441</u> Page: <u>237-245</u>
Date of Recording:	<u>8-28-06</u>
Notes:	_____

2. Type of Property:
 a) Vacant Land b) Single Fam. Res.
 c) Condo/Twnhse d) 2-4 Plex
 e) Apt. Bldg. f) Comm'l/Ind'l
 g) Agricultural h) Mobile Home
 i) Other unpatented mining claims

3. Total Value/Sales Price of Property: \$ 0
 Deed in Lieu of Foreclosure Only (value of property) \$ _____
 Transfer Tax Value: \$ 0
 Real Property Transfer Tax Due: \$ 0

4. If Exemption Claimed:
 a. Transfer Tax Exemption, per NRS 375.090, Section: 8
 b. Explain Reason for Exemption: unpatented mining claims

5. Partial Interest: Percentage being transferred: 0 %

The undersigned declares and acknowledges, under penalty of perjury, pursuant to NRS 375.060 and NRS 375.110, that the information provided is correct to the best of their information and belief, and can be supported by documentation if called upon to substantiate the information provided herein. Furthermore, the disallowance of any claimed exemption, or other determination of additional tax due, may result in a penalty of 10% of the tax due plus interest at 1% per month.

Pursuant to NRS 375.030, the Buyer and Seller shall be jointly and severally liable for any additional amount owed.

Signature [Signature] Capacity Seller
 Signature [Signature] Capacity Buyer

SELLER (GRANTOR) INFORMATION
 Print Name: Western States Mineral Corp.
 Address: 1658 Cole Blvd., Bldg. 6, Suite 210
 City: Lakewood
 State: CO Zip: 80401

BUYER (GRANTEE) INFORMATION
 (REQUIRED)
 Print Name: NewWest Gold LLC
 Address: 1658 Cole Blvd., Bldg. 6, Suite 210
 City: Lakewood
 State: CO Zip: 80401

COMPANY/PERSON REQUESTING RECORDING
 (REQUIRED IF NOT THE SELLER OR BUYER)
 Print Name: _____ Escrow# _____
 Address: _____
 City: _____ State: _____ Zip: _____