

DOC # 0211644

02/11/2008

01:45 PM

Official Record

Recording requested By
BARRICK GOLD EXPLORATION INC

Eureka County - NV

Mike Rebaleati - Recorder

Fee: \$48.00

Page 1 of 10

RPTT:

Recorded By FES

Book- 0469 Page- 0142



0211644

When Recorded Return To:

Bob Brock
Barrick Gold Exploration Inc.
293 Spruce Road
Elko, NV 89801

To Exploration Agreement
dated effective January 24, 2008 between Barrick Gold Exploration Inc.
and Rye Patch Gold US Inc.

**MEMORANDUM OF
AGREEMENT**

NOTICE IS HEREBY GIVEN that Barrick Gold Exploration, Inc., a Delaware company having offices at 293 Spruce Road, Elko, Nevada, 89801 ("Barrick") and Rye Patch Gold US Inc., a Nevada corporation having offices at Suite 9 - 220 South Rock Blvd., Reno, Nevada 89502 ("Rye Patch") have entered into an Exploration Agreement ("Agreement") effective as of January 24th, 2008 with respect to the real property and the area of interest described in Schedule "A" attached to this Memorandum (the "Property"). Rye Patch Gold Corp. has joined in the Agreement as guarantor.

Under the terms of the Agreement, Barrick has granted to Rye Patch the right to enter the Property to explore and prospect and to conduct ancillary activities and, for the entire term of the Agreement, the sole, exclusive and irrevocable option to acquire an undivided 60.00% of Barrick's interest in the Property and to enter into a Mining Venture Agreement with Barrick with respect to such interest, all upon the terms and conditions set forth in the Agreement.

The Agreement shall continue in force for a period of four years.

The Agreement is incorporated herein by this reference and made a part hereof. Copies of the Agreement are in the possession of the parties at the addresses shown above. If there is any conflict between this Memorandum and the Agreement, the Agreement shall govern.

Dated to be effective as of the date first written above.

Barrick Gold Exploration Inc.

By: [Signature]
Print Name: Edward L. Cope
Title: Vice President Exploration

Rye Patch Gold US Inc.

By: [Signature]
Print Name: William C. Howard
Title: President

Rye Patch Gold Corp.

By: [Signature]
Print Name: William C. Howard
Title: CEO + President

Province
STATE OF British Columbia
City
COUNTY OF Vancouver)

ACKNOWLEDGMENTS

The foregoing instrument was acknowledged before me this 30th day of January, 2008 by William Howald, the President of Rye Patch Gold US Inc. and by William Howald, the President of Rye Patch Gold Corp.

[Signature]
NOTARY PUBLIC

My Commission Expires:

My Commission does not expire

Calvin C.W. Leong
Barrister and Solicitor
1900 - 885 West Georgia St.
Vancouver, BC V6C 3H4
Telephone: 604-891-3609

STATE OF Nevada)
COUNTY OF Elko)

The foregoing instrument was acknowledged before me this 4th day of Feb., 2008 by Ed Cope, the VP Exploration NA of Barrick Gold Exploration Inc.

[Signature]
NOTARY PUBLIC

My Commission Expires:

2/25/09



0211644

Book 469 02/11/2008
Page 144 Page. 3 of 10

Exhibit "A-1"

Claim Name	BLM		Location		Twn.	Range	Sec.	County	State	Book	Page
	Prefix	BLM #	Date								
KYS 1	NMC	877759	6/30/2004		23N	49E	31	Eureka	NV	394	14
KYS 2	NMC	877760	6/30/2004		23N	49E	31	Eureka	NV	394	15
KYS 3	NMC	877761	6/30/2004		23N	49E	31	Eureka	NV	394	16
KYS 4	NMC	877762	6/30/2004		23N	49E	31	Eureka	NV	394	17
KYS 5	NMC	877763	6/30/2004		23N	49E	31	Eureka	NV	394	18
KYS 6	NMC	877764	6/30/2004		23N	49E	31	Eureka	NV	394	19
KYS 7	NMC	877765	6/30/2004		23N	49E	31	Eureka	NV	394	20
KYS 8	NMC	877766	6/30/2004		23N	49E	31	Eureka	NV	394	21
KYS 9	NMC	877767	6/30/2004		23N	49E	30	Eureka	NV	394	22
KYS 10	NMC	877768	6/30/2004		23N	49E	31	Eureka	NV	394	23
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KYS 11	NMC	877769	6/30/2004		23N	49E	31	Eureka	NV	394	24
KYS 12	NMC	877770	6/30/2004		23N	49E	30	Eureka	NV	394	25
KYS 13	NMC	877771	6/30/2004		23N	49E	30	Eureka	NV	394	26
KYS 14	NMC	877772	6/30/2004		23N	49E	30	Eureka	NV	394	27
KYS 15	NMC	877773	6/30/2004		23N	49E	30	Eureka	NV	394	28
KYS 16	NMC	877774	6/30/2004		23N	49E	30	Eureka	NV	394	29
KYS 17	NMC	877775	6/30/2004		23N	49E	30	Eureka	NV	394	30
KYS 18	NMC	877776	6/30/2004		23N	49E	30	Eureka	NV	394	31
KYS 19	NMC	877777	6/30/2004		23N	49E	30	Eureka	NV	394	32
KYS 20	NMC	877778	6/30/2004		23N	49E	30	Eureka	NV	394	33
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KYS 23	NMC	877781	6/30/2004		23N	49E	30	Eureka	NV	394	36
KYS 24	NMC	877782	6/30/2004		23N	49E	30	Eureka	NV	394	37
KYS 25	NMC	877783	6/30/2004		23N	49E	30	Eureka	NV	394	38
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KYS 28	NMC	877786	6/30/2004		23N	49E	30	Eureka	NV	394	41
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KYS 92	NMC	877838	6/24/2004		23N	49E	6	Eureka	NV	394	93
KYS 93	NMC	877839	6/24/2004		23N	49E	6	Eureka	NV	394	94
KYS 94	NMC	877840	6/24/2004		23N	49E	6	Eureka	NV	394	95
KYS 95	NMC	877841	6/24/2004		23N	49E	6	Eureka	NV	394	96



Claim Name	Prefix	BLM #	Location Date	Twn.	Range	Sec.	County	State	Book	Page
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KYS 97	NMC	877843	6/24/2004	23N	49E	6	Eureka	NV	394	98
KYS 98	NMC	877844	6/24/2004	23N	49E	6	Eureka	NV	394	99
KYS 124	NMC	877846	6/29/2004	23N	49E	30	Eureka	NV	394	101
KYS 126	NMC	877848	6/29/2004	23N	49E	30	Eureka	NV	394	103
KYS 128	NMC	877850	6/29/2004	23N	49E	30	Eureka	NV	394	105
KYS 130	NMC	877852	6/29/2004	23N	49E	30	Eureka	NV	394	107
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KYS 183	NMC	877905	6/26/2004	23N	48E	12	Eureka	NV	394	160
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KYS 185	NMC	877907	6/26/2004	23N	48E	1	Eureka	NV	394	162
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KYS 189	NMC	877911	6/26/2004	23N	48E	1	Eureka	NV	394	166
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KYS 191	NMC	877913	6/26/2004	23N	48E	1	Eureka	NV	394	168
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KYS 201	NMC	877923	6/26/2004	23N	48E	1	Eureka	NV	394	178
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Claim Name	BLM		Location		Twn.	Range	Sec.	County	State	Book	Page
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KYS 246	NMC	877967	6/26/2004	23N	48E	13	Eureka	NV	394	223	
KYS 247	NMC	877968	6/26/2004	23N	48E	12	Eureka	NV	394	224	
KYS 248	NMC	877969	6/26/2004	23N	48E	13	Eureka	NV	394	225	
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KYS 256	NMC	877977	6/26/2004	23N	48E	12	Eureka	NV	394	233	
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KYS 260	NMC	877981	6/25/2004	23N	48E	12	Eureka	NV	394	237	
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KYS 277	NMC	877997	6/25/2004	23N	48E	1	Eureka	NV	394	254	
KYS 278	NMC	877998	6/25/2004	23N	48E	1	Eureka	NV	394	255	
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KYS 280	NMC	878000	6/25/2004	23N	48E	1	Eureka	NV	394	257	
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KYS 282	NMC	878002	6/25/2004	23N	48E	1	Eureka	NV	394	259	
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KYS 327	NMC	878037	7/7/2004	23N	48E	14	Eureka	NV	394	294	
				23N	48E	14					
KYS 328	NMC	878038	7/7/2004	23N	48E	11	Eureka	NV	394	295	
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KYS 329	NMC	878039	7/7/2004	23N	48E	11	Eureka	NV	394	296	
KYS 330	NMC	878040	7/7/2004	23N	48E	11	Eureka	NV	394	297	
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Claim Name	BLM		Location		Twn.	Range	Sec.	County	State	Book	Page
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				23N	48E	12					
KYS 344	NMC	878042	6/26/2004	23N	48E	1	Eureka	NV		394	299
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KYS 352	NMC	878046	6/26/2004	23N	48E	1	Eureka	NV		394	303
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KYS 362	NMC	878050	6/26/2004	23N	48E	1	Eureka	NV		394	308
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				24N	48E	36					
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KYS 393	NMC	878081	7/1/2004	23N	48E	11	Eureka	NV		394	339
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KYS 395	NMC	878083	7/1/2004	23N	48E	11	Eureka	NV		394	341
KYS 396	NMC	878084	7/1/2004	23N	48E	11	Eureka	NV		394	342
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Claim Name	BLM		Location		Twn.	Range	Sec.	County	State	Book	Page
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KYS 426	NMC	878114	7/5/2004	23N	48E	10	Eureka	NV	394	372	
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KYS 427	NMC	878115	7/5/2004	23N	48E	10	Eureka	NV	394	373	
KYS 428	NMC	878116	7/5/2004	23N	48E	10	Eureka	NV	394	374	
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KYS 504	NMC	878120	6/30/2004	22N	49E	6	Eureka	NV	394	378	
KYS 505	NMC	878121	6/30/2004	22N	49E	6	Eureka	NV	394	379	
KYS 506	NMC	878122	6/30/2004	22N	49E	6	Eureka	NV	394	380	
KYS 507	NMC	878123	6/30/2004	22N	49E	6	Eureka	NV	394	381	
KYS 508	NMC	878124	6/30/2004	22N	49E	6	Eureka	NV	394	382	
KYS 509	NMC	878125	6/30/2004	22N	49E	6	Eureka	NV	394	383	
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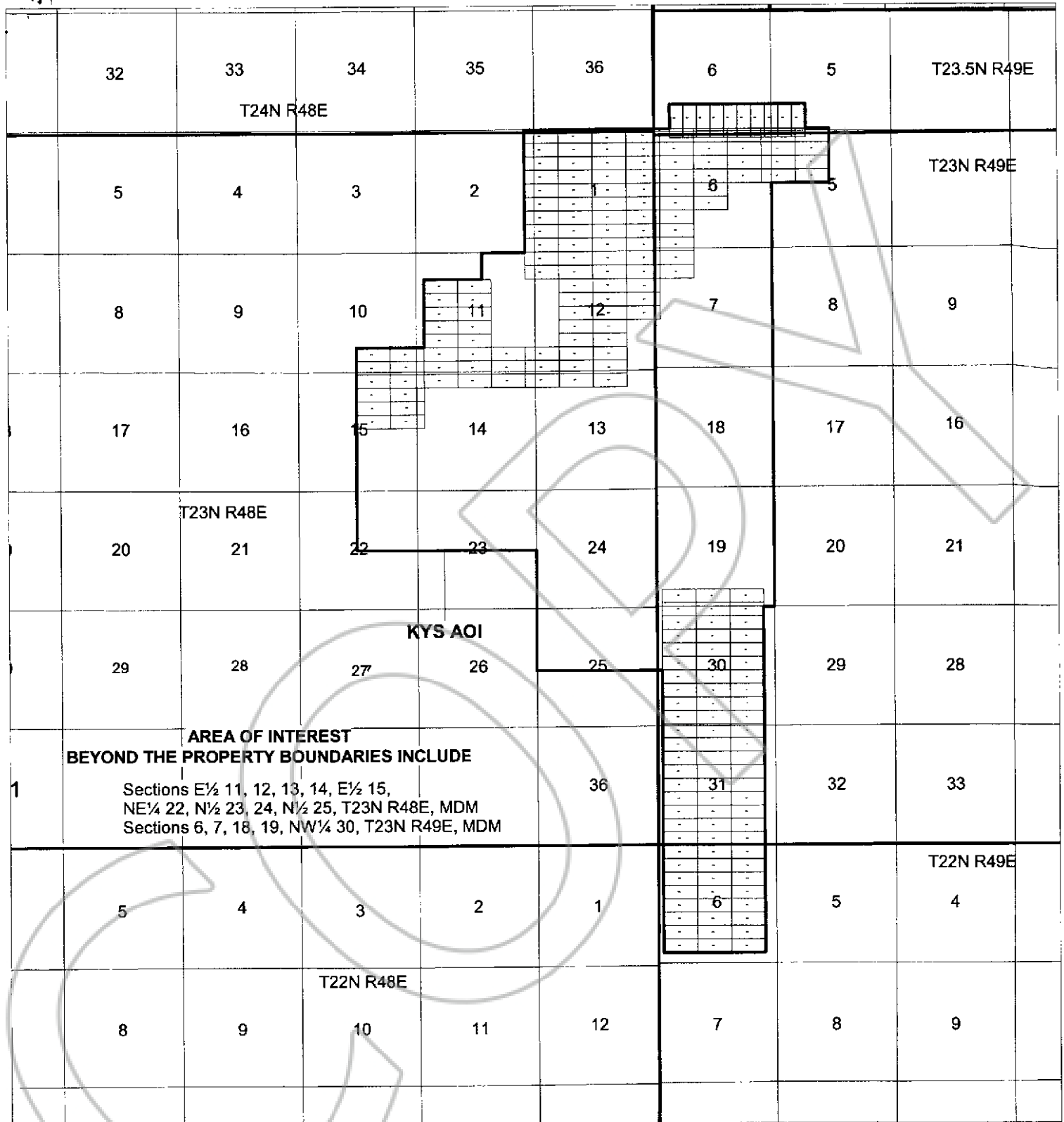


EXHIBIT A-2 **KEYSTONE SOUTH PROJECT** **Eureka County, Nevada**



BARRICK

BARRICK GOLD EXPLORATION INC.

January 10, 2008

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Book 469 02/11/2008
 Page 151 Page 10 of 10