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04/24/2009

10:32 AM

Official Record

Recording requested By
NEWMONT MINING CORP

Eureka County - NV

Mike Rebaleati - Recorder

Fee: \$17.00

Page 1 of 4

RPTT:

Recorded By: FES

Book- 0486 Page- 0368

When recorded, return to:
Newmont USA Limited
Attn: Land Department
555 Fifth Street
Elko, NV 89801

The undersigned hereby affirms that this
document submitted for recording does
not contain a social security number.



**COVER SHEET TO
MEMORANDUM OF MINING LEASE**

April 8, 2009

Between

**RLF Nevada Properties, LLC, a Colorado limited liability company
"Owner"**

And

**Newmont USA Limited, a Delaware corporation, doing business in
Nevada as Newmont Mining Corporation
"Lessee"**

Recording Requested by and to be Returned to:
Newmont USA Limited
555 5th Street
Elko, Nevada 89801

The undersigned hereby affirms that this document submitted
for recording does not contain a social security number.

MEMORANDUM OF MINING LEASE

Under the terms of that certain Mining Lease (the "Lease") dated effective as of the 8th day of April, 2009, by and between RLF Nevada Properties, LLC, a Colorado limited liability company (therein and hereinafter referred to as "Owner", whether one or more) and Newmont USA Limited, a Delaware corporation, doing business in Nevada as Newmont Mining Corporation (therein and hereinafter referred to as "Lessee"), Owner has granted, demised, leased and let and does hereby grant, demise, lease and let unto Lessee, its successors and assigns, that property described in Exhibit A attached hereto and made a part hereof (the "Leased Premises"), together with certain water rights, with the exclusive right and privilege to explore for develop, mine (by open pit, strip, underground, solution mining or any other methods, including any method hereafter developed), extract, mill, store, process, remove and market therefrom all ores, minerals and materials of whatsoever nature or sort, except Excluded Substances which are defined in the Lease to mean oil, natural gas, casinghead gas, condensates and associated hydrocarbons; sulphur produced in association with hydrocarbons; helium; carbon dioxide; and geothermal brines, solutions, materials and other geothermal resources; all on the terms and conditions and subject to the payments to be made to Owner, as fully set forth in the Lease which Lease is by this reference incorporated herein. Unless sooner terminated in the manner therein provided, the term of the Lease is for a period of twenty (20) years commencing on the effective date thereof and for a continuing term as long thereafter as any mining, development or processing operations are being conducted thereunder or the Lease term is extended pursuant to the force majeure and suspensions of operations provisions thereof, all as more fully set forth in the Lease. Copies of the Lease are in the possession of Owner, RLF Nevada Properties, 619 N. Cascade Avenue, Suite 200, Colorado Springs, CO 80903, and in possession of Lessee, Newmont USA Limited, 555 5th Street, Elko, Nevada 89801, Attn: Land Department.

IN WITNESS WHEREOF, this Memorandum of Mining Lease has been executed effective as of the date first set forth.

OWNER:
RLF Nevada Properties, LLC

LESSEE:
Newmont USA Limited

By: James W. Geisz
Name: James W. Geisz
Its: Authorized Representative

By: Richard J. Matthews
Name: Richard J. Matthews
Its: Vice President

STATE OF COLORADO)
COUNTY OF EL PASO)

The foregoing instrument was acknowledged before me this 3rd day of April, 2009, by JAMES W. GEISZ, AUTHORIZED REPRESENTATIVE of RLF Nevada Properties, LLC, on behalf of such limited liability company.

Judith D. Lyman
Notary Public

My Commission Expires:
11-15-2012

STATE OF NEVADA)
COUNTY OF ELKO)

The foregoing instrument was acknowledged before me this 8 day of April, 2009, by Richard J. Matthews, a Vice President of Newmont USA Limited, on behalf of such corporation.

Carole T. Smith
Notary Public

My Commission Expires:
8/24/2011

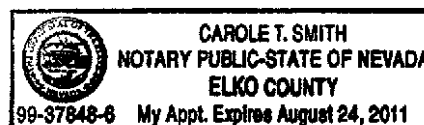


EXHIBIT A

EXHIBIT A to Memorandum of Mining Lease by and between RLF Nevada Properties, LLC (as "Owner") and Newmont USA Limited, (as "Lessee") and pertaining to the following described real property situated in Eureka, Humboldt and Pershing Counties, State of Nevada.

<u>COUNTY</u>	<u>TOWNSHIP</u>	<u>RANGE</u>	<u>SECTION</u>	<u>DESCRIPTION</u>	<u>ACRES</u>
Eureka	31 North	50 East	1	All, except 34.62 acres In RR R/W	617.77
Humboldt	35 North	34 East	33	All	559.35
Pershing	32 North	31 East	1	Lots 1-2, 9-12, 17, 18	289.46
Pershing	32 North	31 East	3	Lot 4, SW¼, SW¼SE¼ SW¼NW¼	277.60
Pershing	32 North	31 East	7	All	640.00
Pershing	32 North	31 East	9	All	640.00
Pershing	32 North	31 East	11	Lots 1-3, E½, NW¼, NW¼SW¼	619.48
Pershing	33 North	33 East	23	S½, NW¼	480.00
Pershing	34 North	33 East	11	All	640.00
Pershing	34 North	34 East	3	E½, S½SW¼	402.02
Pershing	34 North	34 East	7	Lots 1-4	145.80
Pershing	34 North	34 East	9	All	640.00
Pershing	34 North	34 East	11	All	640.00
Pershing	34 North	34 East	15	All	640.00
TOTAL	7,231.48 ACRES				

SUBJECT TO:

Taxes, if any, which may constitute a lien, but which are not yet due and payable; and rights-of-way, if any, for roads, telephone and telegraph lines and pipelines of record in the office of the Clerk or Recorder of the county in which the above described property is situated; and Reservations contained in the United States Patents thereto.

[Other encumbrances of record at the time the Lease is executed.]

Initial for Identification

JWA
RM

