

When recorded, mail to:
ELKO LAND AND LIVESTOCK
Attn: Land Dept.
1655 Mountain City Highway
Elko, Nevada 89801

1046034-20

DOC# 220176

03/26/2012

11:50AM

Official Record

Requested By
STEWART TITLE ELKO

Eureka County - NV

Mike Rebaleati - Recorder

Page: 1 of 3 Fee: \$16.00
Recorded By FS RPTT: \$0.00
Book- 0530 Page- 0240



0220176

Affecting APN's 04-150-01, 04-150-02
Owners Address: ELKO LAND AND LIVESTOCK
Attn: Land Dept.
1655 Mountain City Highway
Elko, Nevada 89801

THIRD AMENDMENT TO PURCHASE OPTION AGREEMENT

This Third Amendment to Purchase Option Agreement (this "Amendment") is made and entered into as of March 20, 2012, between Elko Land and Livestock Company, a Nevada corporation ("Grantor") and Newmont USA Limited, a Nevada corporation, successor in interest to Newmont Gold Company, ("Grantee").

RECITALS

Grantor and Grantee entered into the Purchase Option Agreement, as amended ("Option Agreement") dated May 31, 1995 (the "Option Agreement"), which is recorded in the Official Records of Eureka County, Nevada on June 12, 1995, in Book 283 at Page 414, in the Official Records of Elko County, Nevada on June 13, 1995, in Book 895 at Page 629, and in the Official Records of Lander County, Nevada on June 13, 1995 in Book 417 at Page 768. Pursuant to the Option Agreement, Grantee has the option to purchase certain real property located in Elko, Eureka and Lander Counties, Nevada, more particularly described therein (the "Subject Property"). Grantor and Grantee desire to amend the Option Agreement to remove the property listed on Exhibit A of this Amendment ("Excluded Property").

AGREEMENTS

In consideration of the mutual covenants and agreements stated in this Amendment, Grantor and Grantee agree as follows:

1. Excluded Property. Effective as of the date of this Amendment, the Option Agreement is amended by removing the Excluded Property from the Option Agreement. From and after the date of this Agreement, the Excluded Property shall not be subject to the Option Agreement.
2. Effect of Amendment. Except as specifically stated in this Amendment, the Option Agreement shall remain in full force and effect. In the event of any conflict between this Amendment and the Option Agreement, this Amendment shall control.

Grantor and Grantee have executed this Amendment as of the date first written above.

GRANTOR
Elko Land and Livestock Company
a Nevada corporation

GRANTEE
Newmont USA Limited,
a Nevada corporation



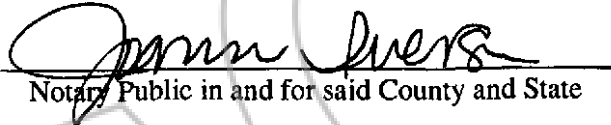
By: Thomas R. Kerr
President



By: Richard J. Matthews
Vice President

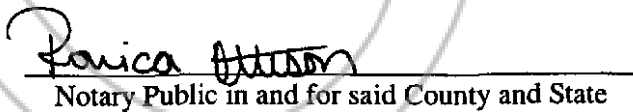
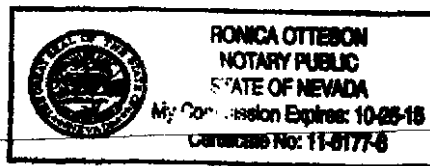
STATE OF NEVADA)
) ss.
COUNTY OF ELKO)

This instrument was acknowledged before me on March 26 2012, by Thomas R. Kerr, as President, Elko Land and Livestock Company.


Notary Public in and for said County and State

STATE OF NEVADA)
) ss.
COUNTY OF ELKO)

This instrument was acknowledged before me on March 22, 2012, by Richard J. Matthews, as Vice President of Newmont USA Limited, a Nevada corporation.


Notary Public in and for said County and State

220176

Book: 530 03/26/2012
Page: 241 2 of 3

**EXHIBIT A
PROPERTY DESCRIPTION
ADJUSTED PARCEL ("Excluded Property")**

June 23, 2011
Falcon Substation Boundary Line Adjustment
Sierra Pacific Power Company, a Nevada corporation d/b/a NV Energy

A portion of the Section 18 and 19, Township 34 North, Range 49 East, M.D.M., County of Eureka, State of Nevada, more particularly described as follows:

Commencing at the West ¼ Corner (W 1/4) of said Section 18;

THENCE South 63°00'41" East, 2813.93 feet to the northeast corner of Parcel 2 as shown on Map of Division of Land into Large Parcels for Elko Land and Livestock Company recorded as File No. 154663 in the Official Records of Eureka County, on August 15, 1994 and the POINT OF BEGINNING;

THENCE South 00°27'00" West, 2640.00 feet;

THENCE North 89°33'00" West, 1320.00 feet;

THENCE North 00°27'00" East, 2640.00 to the northwest corner of said Parcel 2;

THENCE South 89°33'00" East, 1320.00 feet along the north line of said Parcel 2 to the POINT OF BEGINNING.

BASIS OF BEARINGS: The west line of the northwest one quarter of Section 18, Township 34 North, Range 49 East; M.D.M. which bears N00°01'30"W.

The above described parcel contains 80.00 acres of land, more or less.

Prepared by

Lawrence D. Larson P.L.S.



220176

Book: 530 03/26/2012
Page: 242 3 of 3