

Official RecordRecording requested By
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Fee: \$45.00

Page 1 of 7

RPTT:

Recorded By: FES

Book- 541 Page- 0315



0222074

APN - N/A - royalty and unpatented mining claims

Recorded at the request of
and when recorded return to:
MF Investment Holding Company 1 (Cayman) Limited
c/o Butterfield Fulcrum Group (Bermuda) Limited
Rosebank Center, 11 Bermudiana Road
Pembroke, HN 08, Bermuda

The undersigned affirms that this document does not
contain the personal information of any person.

**Memorandum of Option to Purchase Royalties
Eureka County, Nevada**

Great American Minerals, Inc., a Nevada corporation, and Gold Standard Royalty (Nevada) Inc., a Nevada corporation, as optionors (each an "Optionor"), and MF Investment Holding Company 1 (Cayman) Limited, a Cayman Islands corporation, have entered into the Senior Secured Facility Agreement dated effective September 25, 2012 (the "Agreement"). In accordance with the Agreement, each Optionor has granted to Optionee the option to purchase the mineral production royalties owned by such Optionor as described in Exhibit A attached to and by this reference incorporated in this Memorandum.

The addresses of the parties for purposes of the Agreement and this Memorandum are:

If to Great American Minerals, Inc. and Gold Standard Royalty (Nevada) Inc.:	11th Floor - 888 Dunsmuir Street Vancouver, B.C., Canada V6C 3K4
If to MF Investment Holding Company 1 (Cayman) Limited	MF Investment Holding Company 1 (Cayman) Limited c/o Butterfield Fulcrum Group (Bermuda) Limited Rosebank Center, 11 Bermudiana Road Pembroke, HN 08, Bermuda

This Memorandum may be executed in counterparts which, when taken together, shall constitute one and the same instrument.

Dated effective September 25, 2012.

DO NOT MARK, PRINT, SIGN OR TYPE OUTSIDE THE LINED MARGIN

Great American Minerals, Inc.

By Mark J. Abrams
Mark J. Abrams, Vice President, Exploration

Gold Standard Royalty (Nevada) Inc.

By Mark J. Abrams
Mark J. Abrams, Vice President, Exploration

MF Investment Holding Company 1 (Cayman) Limited

By _____
Name _____
Title _____

DO NOT MARK, PRINT, SIGN OR TYPE OUTSIDE THE LINED MARGIN



Great American Minerals, Inc.

By _____
Mark J. Abrams, Vice President, Exploration

Gold Standard Royalty (Nevada) Inc.

By _____
Mark J. Abrams, Vice President, Exploration

MF Investment Holding Company 1 (Cayman) Limited

By *[Signature]*
Name Arliss Francis
Title Manager

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STATE OF NEVADA,)
 ss.
COUNTY OF WASHOE.)

This Memorandum of Option to Purchase Royalties was acknowledged before me on October ___, 2012, by Mark J. Abrams as the Vice President, Exploration of Great American Minerals, Inc.

Notary Public

STATE OF NEVADA,)
 ss.
COUNTY OF WASHOE.)

This Memorandum of Option to Purchase Royalties was acknowledged before me on October ___, 2012, by Mark J. Abrams as the Vice President, Exploration of Gold Standard Royalty (Nevada) Inc.

Notary Public

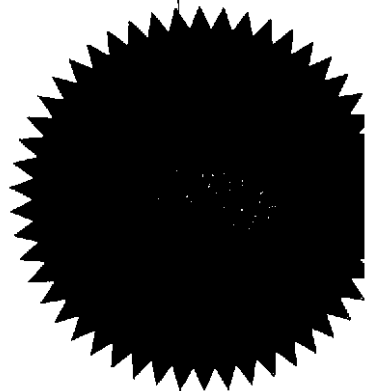
_____)
 ss.
_____)

This Memorandum of Option to Purchase Royalties was acknowledged before me on October 25, 2012, by ARLISS FRANCIS as the DIRECTOR of MF Investment Holding Company 1 (Cayman) Limited.



Notary Public

Richard T. Horseman/Notary Public
Wakefield Quin
Victoria Place
31 Victoria Street
Hamilton HM10
Bermuda



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Exhibit A
Description of Royalties

Gabel Royalty.

The mineral production royalty payable to Great American Minerals, Inc. a Nevada corporation, by Wolfpack Gold (Nevada) Corp., a Nevada corporation, in the Deed of Royalties dated June 26, 2012, recorded in the Office of the Eureka County Recorder on August 15, 2012, Document 0220918, Book 535, Page 0243, representing one percent (1%) of the Net Profits from the Lease Property (each as defined in the Deed of Royalties) and two percent (2%) of the Net Smelter Returns with respect to Precious Metals (each as defined in the Deed of Royalties) derived from the Gabel Property (as defined in the Deed of Royalties) and one percent (1%) of the Net Smelter Returns of all other metals and minerals derived from the Gabel Property.

GQ Royalty.

The mineral production royalty payable to Great American Minerals, Inc. a Nevada corporation, by Wolfpack Gold (Nevada) Corp., a Nevada corporation, in the Deed of Royalties dated June 26, 2012, recorded in the Office of the Eureka County Recorder on August 15, 2012, Document 0220918, Book 535, Page 0243, representing two percent (2%) of the Net Smelter Returns with respect to Precious Metals (each as defined in the Deed of Royalties) derived from the GQ Property (as defined in the Deed of Royalties) and one percent (1%) of the Net Smelter Returns of all other metals and minerals derived from the GQ Property.

Kobeh Royalty.

The mineral production royalty payable to Great American Minerals, Inc., a Nevada corporation, by Wolfpack Gold (Nevada) Corp., a Nevada corporation, in the Deed of Royalties dated June 26, 2012, recorded in the Office of the Eureka County Recorder on August 15, 2012, Document 0220918, Book 535, Page 0243, representing two percent (2%) of the Net Smelter Returns with respect to Precious Metals (each as defined in the Deed of Royalties) derived from the Kobeh Property (as defined in the Deed of Royalties) and one percent (1%) of the Net Smelter Returns of all other metals and minerals derived from the Kobeh Property.

Tonkin Springs Royalty.

The mineral production royalty reserved by Gold Standard Royalty (Nevada) Inc., a Nevada corporation, in the Quitclaim Deed With Reserved Royalty dated July 20, 2011, recorded in the Office of the Eureka County Recorder on July 28, 2011, Document 0218123, Book 518, Page 0278, representing one and four-tenths percent (1.4%) of the Net Smelter



Returns from the production of minerals from the Property (as defined in the Quitclaim Deed with Reserved Royalty), subject to adjustment in accordance with the Quitclaim Deed with Reserved Royalty, including the mineral production royalty in respect of any unpatented mining claims or other property interests in which Gold Standard Royalty (Nevada) Inc. acquires an interest in accordance with the Quitclaim Deed With Reserved Royalty.

Trail Royalty.

The mineral production royalty payable to Great American Minerals, Inc., a Nevada corporation, by Wolfpack Gold (Nevada) Corp., a Nevada corporation, in the Deed of Royalties dated June 26, 2012, recorded in the Office of the Eureka County Recorder on August 15, 2012, Document 0220918, Book 535, Page 0243, representing two percent (2%) of the Net Smelter Returns with respect to Precious Metals (each as defined in the Deed of Royalties) derived from the Trail Property (as defined in the Deed of Royalties) and one percent (1%) of the Net Smelter Returns of all other metals and minerals derived from the Trail Property.

UNR Royalty.

The mineral production royalty payable to Great American Minerals, Inc., a Nevada corporation, by Wolfpack Gold (Nevada) Corp., a Nevada corporation, in the Deed of Royalties dated June 26, 2012, recorded in the Office of the Eureka County Recorder on August 15, 2012, Document 0220918, representing two percent (2%) of the Net Smelter Returns with respect to Precious Metals (each as defined in the Deed of Royalties) derived from the UNR Property (as defined in the Deed of Royalties) and one percent (1%) of the Net Smelter Returns of all other metals and minerals derived from the UNR Property.