

Recorded at the request of and
when recorded return to:
BH Minerals USA, Inc.
101 Lakeside Avenue
Coeur d'Alene, ID 83814



0223571

MEMORANDUM OF MINING LEASE WITH PURCHASE OPTION

This Memorandum, effective as of July 12, 2012, is made by and among Silver International, Inc., a Nevada corporation ("Owners") with an address of 545 South Valley View Drive, #100, St. George, UT 84770-4405, and BH Minerals USA, Inc., a Colorado corporation ("Lessee") with an address of 101 Lakeside Avenue, Coeur d'Alene, ID 83814.

The parties give notice as follows:

A. Owners and Lessee have entered into that Mining Lease with Purchase Option dated July 12, 2012, ("Agreement") covering unpatented mining claims located in Eureka County, Nevada, ("Property") more specifically described on Exhibit A attached hereto.

B. Under the terms of the Agreement, Lessee has the exclusive right to conduct exploration, development, and mining operations on the Property as well as the option to purchase the Property during the term of the Agreement. Owners are entitled to certain payments under the Agreement and a Royalty Deed from Lessee upon exercise of the option to purchase the Property.

C. A copy of the Agreement describing the term and other provisions is held by the parties at their respective addresses.

D. The purpose of this Memorandum is to give notice of record in Eureka County, Nevada, of the Mining Lease with Purchase Option between the parties.

E. This Memorandum may be executed in counterparts, each of which shall be deemed to be an original, but which shall constitute the same Memorandum.

The parties have executed this Memorandum on the dates indicated in the notary acknowledgements below.

Owners: Silver International, Inc.

Lessee: BH Minerals USA, Inc.

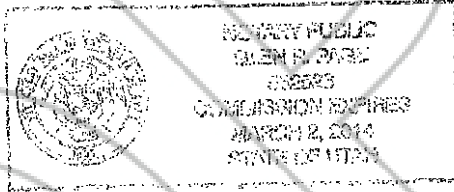
By Einar C Erikson
Print Name Einar C Erikson
Title Pres.

By Randal L Hardy
Print Name Randal L Hardy
Title Treasurer / Director

STATE OF UTAH)
)
) ss.
COUNTY OF Washington)

This Memorandum of Mining Lease with Purchase Option was acknowledged before me on July 12, 2012, by Einar C. Erikson as President of Silver International, Inc.

[Signature]
Notary Public



STATE OF IDAHO)
)
) ss.
COUNTY OF KOOTENAI)

This Memorandum of Mining Lease with Purchase Option was acknowledged before me on July 20, 2012, by Randal L Hardy as Treasurer / Director of BH Minerals USA, Inc.

[Signature]
Notary Public

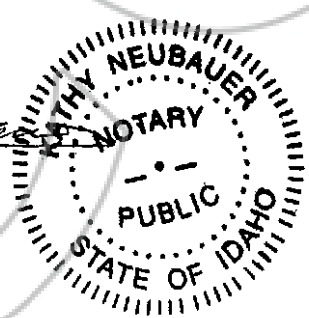


EXHIBIT "A"

Attached to and made a part of that certain Memorandum of Mining Lease with Purchase Option between BH Minerals USA, Inc., Lessee, and Silver International, Inc., Owners, covering the unpatented mining claims located in Eureka County Nevada, more particularly described as follows:

Hoosac Mountain Project

Claim Name	BLM Serial #	Location Date	Township-Range-Section
SILVERADO #3	NMC1052585	9/2/2011	18N - 53E - 13
SILVERADO #12	NMC1052586	9/2/2011	18N - 53E - 12&13
SILVERADO #13	NMC1052587	9/2/2011	18N - 53E - 12&13
SILVERADO #17	NMC1052588	9/2/2011	18N - 53E - 12

