

RECORDED AT THE REQUEST OF, AND  
AFTER RECORDING PLEASE RETURN TO:  
Ruby Hill Mining Company, LLC  
c/o Elko Mining Group LLC  
905 Railroad Street, Suite 101  
Elko, Nevada 89801

**DOC# 231280**  
04/28/2016 03:43PM

**Official Record**

Requested By  
PARR BROWN GEE AND LOVELESS

**Eureka County - NV**

**Sara Simmons - Recorder**

Page: 1 of 6 Fee: \$44.00  
Recorded By LH RPTT: \$0.00  
Book- 0590 Page- 0260

TAX PARCEL NOS.: N/A

*The undersigned affirm that this document does not  
contain the personal information of any person*



0231280

**NOTICE OF TERMINATION OF INTERESTS**

This Notice of Termination of Interests ("Notice"), executed to be effective as of April 27, 2016, is given by CHAD BLISS and ROSIE BLISS, husband and wife (collectively, "Bliss"), whose address for purposes of this Notice is P.O. Box 585, Eureka, Nevada 89316, and RUBY HILL MINING COMPANY, LLC, a Nevada limited liability company ("Ruby Hill"), whose address for purposes of this Notice is c/o Elko Mining Group LLC, 905 Railroad Street, Suite 101, Elko, Nevada 89801. Bliss and Ruby Hill are sometimes referred to herein as the "Parties."

**RECITALS**

WHEREAS, in a Grant Bargain and Sale Deed dated as of January 3, 2012 and recorded in the official records of Eureka County as document number 219492, Bliss conveyed to Homestake Mining Company of California, a California corporation ("Homestake"), the water rights described in Exhibit A hereto (the "Water Rights"), but in doing so reserved a right of first refusal to reacquire the Water Rights from Homestake if Homestake should elect to sell them or any part of them to a non-affiliate of Homestake (the "ROFR"); and

WHEREAS the Parties entered into that certain Waiver Agreement dated October 27, 2015 which, among other things, amended the ROFR; and

WHEREAS Ruby Hill is the successor in interest to Homestake and the current owner of the Water Rights; and

WHEREAS the Parties entered into that certain Asset Purchase Agreement dated as of April 8, 2016 (the "Agreement"), which Agreement provides, among other things, that upon closing of the Agreement (a) the ROFR, as subsequently amended, will be extinguished, and (b) the Parties shall terminate that certain Grazing Lease Agreement dated October 27, 2015 by and between Bliss and Barrick Gold U.S. Inc., as predecessor in interest to Ruby Hill (the "Grazing Lease"); and

WHEREAS the closing of the Agreement has now occurred;

NOTICE

Now, therefore, PLEASE TAKE NOTICE that:

a. The ROFR, as subsequently amended, has been completely and irrevocably terminated and extinguished, along with any other rights of first refusal, pre-emptive rights or other rights of Bliss to acquire the Water Rights or any of them or any interest in them; and

b. The Grazing Lease has been and is terminated in its entirety.

This Notice is executed and recorded to provide record notice of the foregoing and does not and shall not amend in any way the terms or conditions of the Agreement.

IN WITNESS WHEREOF, the Parties have executed this Notice (which execution may be completed through the use of multiple counterparts, all of which shall constitute one and the same instrument) on the dates set forth in the acknowledgements below, but effective as of the date first set forth above.

Bliss:

Chad Bliss  
CHAD BLISS

Rosie Bliss  
ROSIE BLISS

Ruby Hill:

RUBY HILL MINING COMPANY, LLC, a  
Nevada limited liability company

By \_\_\_\_\_  
Name \_\_\_\_\_  
Title \_\_\_\_\_



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NOTICE

Now, therefore, PLEASE TAKE NOTICE that:

- a. The ROFR, as subsequently amended, has been completely and irrevocably terminated and extinguished, along with any other rights of first refusal, pre-emptive rights or other rights of Bliss to acquire the Water Rights or any of them or any interest in them; and
- b. The Grazing Lease has been and is terminated in its entirety.

This Notice is executed and recorded to provide record notice of the foregoing and does not and shall not amend in any way the terms or conditions of the Agreement.

IN WITNESS WHEREOF, the Parties have executed this Notice (which execution may be completed through the use of multiple counterparts, all of which shall constitute one and the same instrument) on the dates set forth in the acknowledgements below, but effective as of the date first set forth above.

Bliss:

\_\_\_\_\_  
CHAD BLISS

\_\_\_\_\_  
ROSIE BLISS

Ruby Hill:

RUBY HILL MINING COMPANY, LLC, a  
Nevada limited liability company

By *JM*  
Name *Jack McMahon*  
Title *President*

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STATE OF NEVADA )  
 : ss.  
COUNTY OF Eureka )

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of April, 2016, by CHAD BLISS.



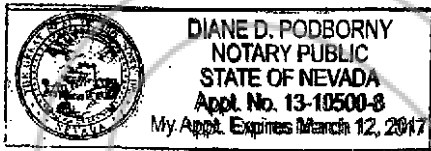
[seal]

Diane D. Podborny  
NOTARY PUBLIC, residing at  
Eureka, Nevada

My commission expires:  
March 12, 2017

STATE OF NEVADA )  
 : ss.  
COUNTY OF Eureka )

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of April, 2016, by ROSIE BLISS.



[seal]

Diane D. Podborny  
NOTARY PUBLIC, residing at  
Eureka, Nevada

My commission expires:  
March 12, 2017

STATE OF NEVADA )  
 : ss.  
COUNTY OF \_\_\_\_\_ )

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of April, 2016, by \_\_\_\_\_ the \_\_\_\_\_ of RUBY HILL MINING COMPANY, LLC, a Nevada limited liability company, on behalf of said company.

[seal]

\_\_\_\_\_  
NOTARY PUBLIC, residing at  
\_\_\_\_\_

My commission expires:  
\_\_\_\_\_



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STATE OF NEVADA )  
 : ss.  
COUNTY OF \_\_\_\_\_ )

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of April, 2016, by CHAD BLISS.

[seal]

\_\_\_\_\_  
NOTARY PUBLIC, residing at  
\_\_\_\_\_

My commission expires:  
\_\_\_\_\_

STATE OF NEVADA )  
 : ss.  
COUNTY OF \_\_\_\_\_ )

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of April, 2016, by ROSIE BLISS.

[seal]

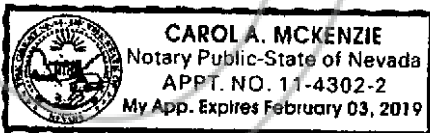
\_\_\_\_\_  
NOTARY PUBLIC, residing at  
\_\_\_\_\_

My commission expires:  
\_\_\_\_\_

STATE OF NEVADA )  
 : ss.  
COUNTY OF Washoe )

The foregoing instrument was acknowledged before me this 27 day of April, 2016, by Jack McMahon, the President of RUBY HILL MINING COMPANY, LLC, a Nevada limited liability company, on behalf of said company.

[seal]



Carol A McKenzie  
NOTARY PUBLIC, residing at  
5936 Ays Drive Sparks NV89436

My commission expires:  
2/3/19



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Exhibit A

Water Rights

Permits 77447, 77448, 77449, 77450 and 77451 (Permits 77450 and 77451 having since been modified by permitted change applications 83505 and 83506), representing a total combined duty of 600.8 acre feet annually for mining, milling and dewatering purposes at Ruby Hill's Ruby Hill Mine in Eureka County, Nevada.

*[End]*



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