

APN: 007-140-06

**RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:**

Ruby Hill Mining Company, LLC
c/o Elko Mining Group LLC
230 South Rock Boulevard, Suite 30
Reno, Nevada 89502
Attn: Jack McMahon

EUREKA COUNTY, NV **2017-234129**
Rec:\$35.00
\$35.00 Pgs=6 11/20/2017 03:03 PM
HOLLAND & HART LLP - RENO
LISA HOEHNE, RECORDER

The undersigned hereby affirms that this document, including any exhibits, submitted for recording does not contain the social security number of any person or persons. (Per NRS 239B.030)

MEMORANDUM OF LEASE AGREEMENT AND PURCHASE OPTION

THIS MEMORANDUM OF LEASE AGREEMENT AND PURCHASE OPTION (this "**Memorandum**") is entered into as of the 9th day of November, 2017, by and between Valerie Jo Wood and Michael LeRoy Anderson, as Co-Trustees of the B.G. Andersen Family Trust ("**Lessor**") and Ruby Hill Mining Company, LLC, a Nevada limited liability company ("**Lessee**").

1. **Lease.** Lessor has leased to Lessee that certain real property located in the County of Eureka, State of Nevada, more particularly described on **Exhibit "A"** attached hereto and incorporated herein by this reference, as well as State of Nevada Division of Water Resources Permit Numbers 18242 (Certificate 6510) and 72370, all upon the terms and conditions set forth in that certain Lease Agreement with Option to Purchase dated as of November 9, 2017 by and between Lessor and Lessee (the "**Lease**").


2. **Term.** The initial term of the Lease expires on November 9, 2022, which term began on November 9, 2017.

3. **Option.** Lessor has also granted Lessee an exclusive option to purchase the real property and water rights referenced in Section 1 of this Memorandum, as well as other personal property and fixtures as described in the Lease. The term of the option is coterminous with the term of the Lease.

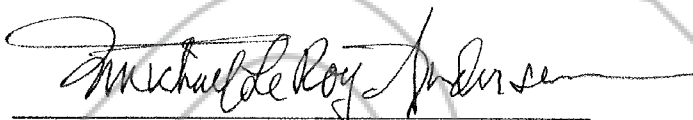
4. **Incorporation of Lease.** This Memorandum incorporates herein all of the terms and provisions of the Lease as though fully set forth herein.

5. Purpose of Memorandum. The purpose of this Memorandum is to give record notice of the existence of the Lease and it shall not be construed to alter, modify, amend or supplement the Lease. If there is any inconsistency between the terms of this Memorandum and the terms of the Lease, the terms of the Lease shall prevail.

Lessor:



Valerie Jo Wood, as Co-Trustee of the
B.G. Andersen Family Trust



Michael LeRoy Andersen, as Co-Trustee of the
B.G. Andersen Family Trust

Lessee:

Ruby Hill Mining Company, LLC,
a Nevada limited liability company

By: _____
Name: _____
Title: _____

[Notary pages follow.]

5. Purpose of Memorandum. The purpose of this Memorandum is to give record notice of the existence of the Lease and it shall not be construed to alter, modify, amend or supplement the Lease. If there is any inconsistency between the terms of this Memorandum and the terms of the Lease, the terms of the Lease shall prevail.

Lessor:

Valerie Jo Wood, as Co-Trustee of the
B.G. Andersen Family Trust

Michael LeRoy Andersen, as Co-Trustee of the
B.G. Andersen Family Trust

Lessee:

Ruby Hill Mining Company, LLC,
a Nevada limited liability company

By: _____

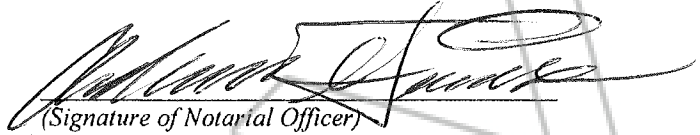
Name: Jack McMahon

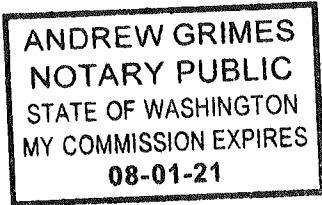
Title: President

[Notary pages follow.]

STATE OF Washington)
County of Kitsap)

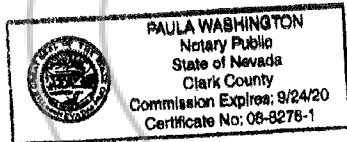
This instrument was acknowledged before me on November 8th, 2017, by Valerie Jo Wood, as Co-Trustee of the B.G. Andersen Family Trust.


(Signature of Notarial Officer)



STATE OF Nevada)
County of Clark)

This instrument was acknowledged before me on NOV 17, 2017, by [Michael LeRoy Andersen, as [Trustee]] of the B.G. Andersen Family Trust.




(Signature of Notarial Officer)

STATE OF Nevada)
)
County of Washoe)

This instrument was acknowledged before me on November 9, 2017, by Jack McMahon as President of Ruby Hill Mining Company, LLC, a Nevada limited liability company.

Carol A. McKenzie
(Signature of Notarial Officer)



Exhibit "A"

Legal Description to Memorandum of Option Agreement

THE REAL PROPERTY SITUATE IN THE COUNTY OF EUREKA, STATE OF NEVADA, DESCRIBED AS FOLLOWS:

TOWNSHIP 22 NORTH, RANGE 54 EAST, MDB&M

SECTION 7: LOTS 1, 2; NE $\frac{1}{4}$; NE $\frac{1}{4}$ SW $\frac{1}{4}$; NW $\frac{1}{4}$ SE $\frac{1}{4}$

