

MINING LEASE AGREEMENT

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THIS AGREEMENT, made and entered into as of the 1st day of December, 1964, by and between AMERICAN MOLYBDENUM CORPORATION, a Utah corporation, of Salt Lake City, Utah, hereinafter referred to as "AMC," first party, and EDWARD PAYNE & ASSOCIATES, of 2841 Malabar Avenue, Santa Clara, California, a limited partnership, in which Edward C. Payne is the sole General Partner, hereinafter referred to as "PAYNE," second party,

W I T N E S S E T H:

A. THAT WHEREAS, AMC represents that it is the owner of the sixty (60) unpatented lode mining claims situated in the Temple Mountain Mining District, Wind River Mountains, Sublette County, Wyoming, more particularly described in Exhibits "A-1" and "A-2," attached hereto and by this reference made a part hereof, hereinafter referred to as the "Premises," and

B. WHEREAS, the parties hereto desire to enter into this agreement whereby PAYNE shall have the exclusive lease of the Premises upon the terms and conditions hereinafter set forth, and

C. WHEREAS, the parties desire that this agreement entirely supersede an Option and Purchase Agreement between the parties dated July 17, 1964, and

D. WHEREAS, in order that PAYNE may gather the information necessary to enable it to proceed with exploration and subsequent mining operations, the parties desire at this time to set forth a basis for exploration, and for the use of the Premises and some of the mining machinery and improvements located thereon in order to determine whether or not the Premises can be operated in a commercially profitable manner, in order to justify the continuing lease of the Premises.

NOW, THEREFORE, in consideration of the premises, of the payment of