

BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS that WILLIAM ZUCKERMAN, of 528 York Street, Olean, New York, 14760, in consideration of thirty-five thousand (35,000) shares of stock in METAL REFINERS,LTD, an Arizona corporation to be subsequently formed, has granted, bargained, sold, conveyed, transferred and delivered and by these presents does bargain, sell, grant, convey, transfer and deliver unto the aforementioned METAL REFINERS,LTD., two thousand (2,000) Tons of his one-quarter (1/4) interest in and to the following goods and chattels herein set forth:

100,00 Tons of tailings located at "South Tailings Pond" or "pioche No. 2 Tailings", more specifically described by Map #D 80 P of Combined Metals Reduction Company, Pioche, Nevada
A copy of the original bill of sale for said tailings is attached hereto as Exhibit "A".

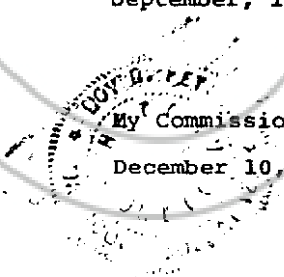
To have and to hold the same unto METAL REFINERS, LTD., its successors and assigns forever. And WILLIAM ZUCKERMAN does for himself, his executors, administrators and assigns covenant and agree to and with METAL REFINERS, LTD. to warrant and defend title to the goods and chattels hereby sold unto METAL REFINERS, LTD., its successors and assigns against all and every person and persons whomsoever.

IN WITNESS WHEREOF, WILLIAM ZUCKERMAN has hereunto set his hand this 21st day of September, 1978.

William Zuckerman
William Zuckerman

SUBSCRIBED AND SWORN TO before me this 21st day of September, 1978.

Roy R. Petsch
Notary Public.



62885

No. _____
FILED AND RECORDED AT REQUEST OF
Roy R. Petsch
Oct. 2, 1978
AT 1 MINUTES PAST 1 O'CLOCK
P. M IN BOOK 27 OF OFFICIAL
RECORDS. PAGE 363 LINCOLN
COUNTY, NEVADA.
Brian R. [Signature]
COUNTY RECORDER

I hereby certify that the foregoing is a true full and correct copy of the original as recorded in this office in Book 25 Official Records 152 Lincoln County Nevada Records.

Date:

Ernest B. Blevins
County Recorder

61755

FILED AND RECORDED AT REQUEST OF
R. H. Winger
April 17, 1978
AT 1 MINUTES PAST 9 O'CLOCK
LINCOLN COUNTY, NEVADA, RECORDS
Ernest B. Blevins
COUNTY RECORDER

APR 17 1978

BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS that INTERSTATE TRANSPORTATION, INC., of Las Vegas, Nevada, in consideration of the sum of TEN DOLLARS (\$10.00) and other valuable consideration to it in hand paid by IRVING SLUTSKY, ELY ADES, WILLIAM ZUCKERMAN, and R. H. WININGER, of Scottsdale, Arizona, the receipt whereof is hereby acknowledged, have granted, bargained, sold, conveyed, transferred and delivered and by these presents do bargain, sell, grant, convey, transfer and deliver unto the aforementioned IRVING SLUTSKY, ELY ADES, WILLIAM ZUCKERMAN, and R. H. WININGER, each an undivided One-Fourth (1/4) Interest in and to the following goods and chattels herein set forth:

100,000 Tons of tailings located at "South Tailings Pond" or "Pioche No. 2 Tailings", more specifically described by Map #D 80 P of Combined Metals Reduction Company.

To have and to hold the same unto IRVING SLUTSKY, ELY ADES, WILLIAM ZUCKERMAN and R. H. WININGER, their executors, administrators, and assigns forever. And he does for himself, his executors, administrators, and assigns covenant and agree to and with IRVING SLUTSKY, ELY ADES, WILLIAM ZUCKERMAN, and R. H. WININGER to warrant and defend title to the goods and chattels hereby sold unto the party of the second part, their executors, administrators, and assigns against all and every person and persons whomsoever.

IN WITNESS WHEREOF, INTERSTATE TRANSPORTATION, INC., by its authorized representative, has hereunto set his hand this 15th day of October, 1975.

INTERSTATE TRANSPORTATION, INC.

By [Signature]

SUBSCRIBED AND SWORN to before me this 15 day of Oct., 1975.

Ernest B. Blevins
NOTARY PUBLIC

LAW OFFICES
OSHINS, BROWN & SINGER, CHARTERED
A PROFESSIONAL CORPORATION
2818 WEST CHARLESTON BOULEVARD, SU
LAS VEGAS, NEVADA 89102
(702) 870-8947

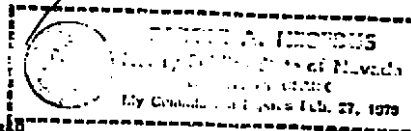


EXHIBIT "A"