

CONTRACT LIEN

STATE OF NEVADA §
COUNTY OF LINCOLN §

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, by Articles of Agreement dated July 15, 1976, B F Minerals Corporation, a Texas corporation; Harter & Company, a Texas corporation; A. G. Galt; Roy E. Nelson; and R. Lewis Chandler, Trust entered into an Agreement associating themselves in a joint venture known as SILVERHORN JOINT VENTURE for the purpose of exploring, drilling, mining, and developing mining claims covering lands situated in Lincoln County, Nevada and more particularly the following described patented lode mining claims situated in the Bristol mining district of Lincoln County, Nevada, to wit:

U. S. MINERAL SURVEY 3727

HORN SILVER NO. 1
HORN SILVER NO. 2
HORN SILVER NO. 3
HORN SILVER NO. 4
HORN SILVER NO. 5
RUBY LODE

The above named mining claims being sometimes known as Silver Horn No. 1; Silver Horn No. 2; Silver Horn No. 3; Silver Horn No. 4; Silver Horn No. 5; and Ruby;

Together with all dips, spurs, angles, and also all the metals, ores, and rock therein, the extralateral rights and all dumps, severed ore fixtures and improvements; and all rights, privileges, franchises thereto instant appendant, appurtenant, or therewith usually had and enjoyed; and also all, and singular, the tenements, heridiments, and appurtenances thereunto belonging or in anywise appertaining, and the rents, issues, and profits thereof, all of said claims and rights and privileges being herein called "Original Patented Mining Claims"; said claims

being the same lands patented under Patent No. 147801 dated August 4, 1910 by the United States of America to Nevada Horn Silver Mining Company, said patent being recorded in Book A-1, Page 13 of the Mining Deed Records of Lincoln County, Nevada; and

WHEREAS, by mesne, conveyances, assignments and amendments of said Articles of Agreement of Silverhorn Joint Venture, Grady Clark is now a partner in said Silverhorn Joint Venture; and

WHEREAS, B F Minerals Corporation, by virtue of said Joint Venture Agreement, as amended, is presently the owner of 17.5% of the interest in Original Patented Mining Claims, as well as additional mining claims hereinafter described in Exhibit A; and B F Minerals Corporation is liable for its proportionate 17.5% share of all costs and expenses incurred by said Silverhorn Joint Venture; and

WHEREAS, Article XI of said Joint Venture Agreement provides that if participant fails to make any contributions therein provided for, that the other participants shall have a lien upon all interests of the defaulting participant in all assets of the Silverhorn Joint Venture to secure all sums which the defaulting participant shall have failed to contribute, which lien may be enforced as any other lien on real or personal property; and

WHEREAS, B F Minerals Corporation is in default and has failed to make payment to the Joint Venture in the total amount of Eight Thousand Six Hundred Ten Dollars (\$8,610.00) and has not indicated an intention to honor its share of any further expenditures; and

WHEREAS, Silverhorn Joint Venture has acquired and has title to all of those lode mining claims covering lands situated in the State of Nevada and more particularly Lincoln County, Nevada, being more fully described in an exhibit attached hereto


and designated Exhibit A and made a part hereof for all purposes,
and

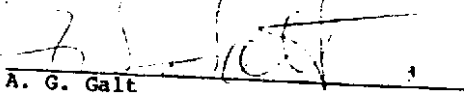
WHEREAS, the participants and partners other than B F Minerals Corporation wish to evidence and claim their lien rights against B F Minerals Corporation in all of those mining claims hereinabove described;

NOW THEREFORE, the undersigned participants and partners in Silverhorn Joint Venture, and any successor thereto by amendment or otherwise, hereby assess and claim a contractual lien upon all the interests of B F Minerals Corporation in and to the above described Original Patented Mining Claims and all other mining claims, rights and privileges as more fully described in Exhibit "A" hereto, or hereafter acquired by Silverhorn Joint Venture, including all income, present or accrued, pertaining to said interests and to include any future claims arising out of the failure of B F Minerals Corporation to make any future payments that may be assessed against it, exercising the cumulative rights which are set forth in said Article IX of said Silverhorn Joint Venture Agreement to which reference is here made for all purposes, said lien currently being in the amount of Eight Thousand Six Hundred Ten Dollars (\$8,610.00) and subject to the rights of said undersigned participants to collect from any income that would otherwise be distributed to B F Minerals Corporation an amount of money in cash equal to 300% of such defaulted amount.

IN WITNESS WHEREOF, the parties hereto have executed this instrument this 5 day of September, 1985.

HARTER & COMPANY


by: V. C. C. Harter, Jr., President


A. G. Galt

Roy E. Nelson
Roy E. Nelson

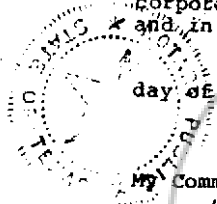
R. LEWIS CHANDLER, TRUST

Lewis Chandler
by: Lewis Chandler, Trustee

Grady Clark
Grady Clark

THE STATE OF TEXAS §
COUNTY OF DALLAS §

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared C. C. HARTER, JR., known to me to be the person and officer whose name is subscribed to the foregoing instrument, and acknowledged to me that the same was the act of the said HARTER & COMPANY, a Texas Corporation, and that he executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.



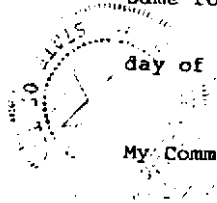
GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 23rd day of September, A.D. 1985.

My Commission Expires: 3/9/89

Joyce Kislack
JOYCE KISLACK
Notary Public in and for
the State of Texas

THE STATE OF TEXAS §
COUNTY OF DALLAS §

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared A. G. GALT known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.



GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 23rd day of September, A.D. 1985.

My Commission Expires: 3/9/89

Joyce Kislack
JOYCE KISLACK
Notary Public in and for
the State of Texas

THE STATE OF UTAH §
COUNTY OF SALT LAKE §

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared ROY E. NELSON known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 1 day of October, A.D. 1955.

My Commission Expires: _____

[Signature]
Notary Public in and for Salt Lake County, Utah

THE STATE OF TEXAS §
COUNTY OF DALLAS §

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared LEWIS CHANDLER, Trustee of the R. LEWIS CHANDLER TRUST, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 22 day of September, A.D. 1955.

My Commission Expires: _____

[Signature]
Notary Public in and for the State of Texas

THE STATE OF TEXAS §
COUNTY OF NUECES §

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared GRADY CLARK, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 14th day of OCTOBER, A.D. 1955.

My Commission Expires: _____

[Signature]
Notary Public in and for the State of Texas

EXHIBIT "A" TO CONTRACT LIEN DATED SEPTEMBER 18, 1985
IMPOSED BY HARTER & COMPANY, ET AL
vs.
B. F. MINERALS CORP.
COVERING LODE MINING CLAIMS IN LINCOLN COUNTY, NEVADA

The following described lode mining claims covering lands situated in the Bristol Mining District and the Silverhorn Mining District in Lincoln County, Nevada, to wit:

Silverhorn Number 6 Lode Mining Claim in Section 4, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated August 12, 1976, recorded under Recordation Number 58548 in Book 18, Page 238, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 7 Lode Mining Claim in Section 4, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated August 12, 1976, recorded under Recordation Number 58549 in Book 18, Page 239, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 8 Lode Mining Claim in Section 4, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated August 12, 1976, recorded under Recordation Number 58550 in Book 18, Page 240, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 9 Lode Mining Claim in Section 33, Township 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated August 12, 1976, recorded under Recordation Number 58551 in Book 18, Page 241, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 10 Lode Mining Claim in Section 33, Township 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated August 11, 1976, recorded under Recordation Number 58552 in Book 18, Page 242, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 11 Lode Mining Claim in Section 4, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated August 11, 1976, recorded under Recordation Number 58553 in Book 18, Page 243, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 12 Lode Mining Claim in Section 4, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated August 10, 1976, recorded under Recordation Number 58554 in Book 18, Page 244, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 13 Lode Mining Claim in Section 4, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated August 11, 1976, recorded under Recordation Number 58555 in Book 18, Page 245, Official Records, County Recorder, Lincoln County, Nevada.

Lincoln County

Silverhorn Number 14 Lode Mining Claim in Section 4, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated August 10, 1976, recorded under Recordation Number 58556 in Book 18, Page 246, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 15 Lode Mining Claim in Section 4, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated August 10, 1976, recorded under Recordation Number 58557 in Book 18, Page 247, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 16 Lode Mining Claim in Section 33 & 4, Township 3 & 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated December 16, 1976, recorded under Recordation Number 58830 in Book 19, Page 62, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 17 Lode Mining Claim in Section 33 & 4, Township 3 & 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated December 16, 1976, recorded under Recordation Number 58831 in Book 19, Page 63, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 18 Lode Mining Claim in Section 32, 33, 4, 5, Township 3 & 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated December 16, 1976, recorded under Recordation Number 58832 in Book 19, Page 64, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 19 Lode Mining Claim in Section 32, 4, 5, Township 3 & 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated December 16, 1976, recorded under Recordation Number 58833 in Book 19, Page 65, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 20 Lode Mining Claim in Section 32 & 5, Township 3 & 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated December 16, 1976, recorded under Recordation Number 58834 in Book 19, Page 66, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 21 Lode Mining Claim in Section 4, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59431 in Book 20, Page 118, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 22 Lode Mining Claim in Section 4, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59432 in Book 20, Page 119, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 23 Lode Mining Claim in Section 4, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59433 in Book 20, Page 120, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 24 Lode Mining Claim in Section 4, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59434 in Book 20, Page 121, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 25 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59435 in Book 20, Page 122, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 26 Lode Mining Claim in Section 32, Township 3 and 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, State of Nevada, dated April 1, 1977, recorded under Recordation Number 59436 in Book 20, Page 123, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 27 Lode Mining Claim in Section 32, Township 3 and 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59437 in Book 20, Page 124, Official Records, County Recorder, Lincoln County, Nevada.

Lincoln County

Silverhorn Number 28 Lode Mining Claim in Section 5, Township 3 and 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59438 in Book 20, Page 125, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 29 Lode Mining Claim in Section 5, Township 3 and 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59439 in Book 20, Page 126, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 30 Lode Mining Claim in Section 5, Township 3 and 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59440 in Book 20, Page 127, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 31 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59441 in Book 20, Page 128, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 32 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59442 in Book 20, Page 129, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 33 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59443 in Book 20, Page 130, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 34 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59444 in Book 20, Page 131, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 35 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59445 in Book 20, Page 132, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 36 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59446 in Book 20, Page 133, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 37 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59447 in Book 20, Page 134, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 38 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59448 in Book 20, Page 135, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 39 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59449 in Book 20, Page 136, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 40 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59450 in Book 20, Page 137, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 41 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59451 in Book 20, Page 138, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 42 Lode Mining Claim in Section 5, Township 3 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59452 in Book 20, Page 139, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 43 Lode Mining Claim in Section 33, Township 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59453 in Book 20, Page 140, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 44 Lode Mining Claim in Section 33, Township 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59454 in Book 20, Page 141, Official Records, County Recorder, Lincoln County, Nevada.

Silverhorn Number 45 Lode Mining Claim in Section 33, Township 4 N., Range 65 E., M.D.B.&M., Bristol Mining District, Lincoln County, Nevada, dated April 1, 1977, recorded under Recordation Number 59455 in Book 20, Page 142, Official Records, County Recorder, Lincoln County, Nevada.

The following relocated claims which were relocated in substitution for the above-described Silverhorn mining claims #16-20 and #21-45, to wit, being Silverhorn Claims #6 through #45 covering lands in the Bristol Mining District, Lincoln County, Nevada and more particularly in Sections 4, 5, 32, 33, and 34 in Townships 3N and 4N, Range 65E, M.D.B. & M., and being more fully described in the record of such claims recorded in Book 34, Pages 647 through 686 of the Official Records of Lincoln County Nevada to which records reference is here made for a more complete description of said claims.

All of those Lode Mining Claims designated SH-W-#1 through SH-W-#62 covering lands in Sections 5, 6, 8, 32, and 33, Townships 3N and 4N, Range 65E, Silverhorn Mining District, Lincoln County, Nevada and recorded in Book 42, Pages 53 through 114 of the Official Records of Lincoln County, Nevada to which claims and the record thereof reference is here made for a more complete description of said lands.

All of those Lode Mining Claims designated SH-#141 through SH-#153 covering lands in Sections 4, 5, 8 and 9, Township 3N, Range 65E, Silverhorn Mining District, Lincoln County, Nevada and recorded in Book 42, Pages 115 through 127 of the Official Records of Lincoln County, Nevada to which claims and the records thereof reference is here made for a more complete description of said lands.

Silverhorn Lode Mining Claims #138 through 140 (BLM #NMC 148058-148060); Silverhorn Lode Mining Claims #46 through 137 (BLM # NMC 160231-160322); Silverhorn Lode Mining Claims #300 through 307 (BLM # NMC 324560-324567). All of such claims covering lands situated in the Silverhorn Mining District, Lincoln County, Nevada.

COPY

83734

No. 83734
FILED AND RECORDED AT REQUEST OF
Lewis Chandler

Oct. 21, 1985

AT 55 MINUTES PAST 1 O'CLOCK

P.M. IN BOOK 68 OF OFFICIAL

RECORDS, PAGE 31 LINCOLN

COUNTY, NEVADA.

Quills Setzer
COUNTY RECORDER

Exhibit A - Page 7