

When Recorded, Return To:
A. J. HICKS
P.O. Box 2679
Reno, NV 89505-2679

3015-10-WF

QUITCLAIM DEED

KNOW ALL MEN BY THESE PRESENTS, that KERR-McGEE CORPORATION, a Delaware corporation ("Grantor"), whose mailing address is KERR-McGEE CENTER, P.O. Box 25861, Oklahoma City, Oklahoma 73125 for and in consideration of the sum of TEN DOLLARS (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, does hereby remise, release, and forever quitclaim unto BRISTOL HOLDINGS, INC., a Nevada corporation ("Grantee") whose mailing address is 5229 Sunset Boulevard, Ninth Floor, Los Angeles, California 90069, eighty-seven (87) unpatented lode mining claims situated in the County of Lincoln, State of Nevada, the location notices for which and which more particularly describe said claims are recorded in the Official Records of the Office of the County Recorder of Lincoln County, State of Nevada at the book and page numbers set forth opposite the claim name(s), as more particularly described on the attached Exhibit A, incorporated herein by this reference.

This QUITCLAIM DEED is given pursuant to the terms of that certain unrecorded AGREEMENT dated March 4, 1976 by and between KERR-McGEE CORPORATION and BRISTOL SILVER MINES COMPANY, a Nevada corporation now known as BRISTOL HOLDINGS, INC.

IN WITNESS WHEREOF, this instrument is executed effective this 8th day of September, 1989.

GRANTOR
KERR-McGEE CORPORATION

By Barry M. Hill
Barry M. Hill
Its Attorney-in-Fact



ACKNOWLEDGEMENT

STATE OF OREGON)
COUNTY OF OREGON) ss.

On this 8th day of September, 1989, personally appeared before me, the undersigned, a Notary Public, Barry M. Hill, an Attorney-in-Fact of Kerr-McGee Corporation, a Delaware corporation, who acknowledged that he executed this instrument, on behalf of said corporation.

Witness my hand and official seal.

Verde L. Lewis
Notary Public

My Commission Expires:



Lincoln County

5015-24-87

EXHIBIT "A"
 ATTACHED TO AND MADE A PART OF THAT CERTAIN
 QUITCLAIM DEED
 DATED THE 24th DAY OF SEPTEMBER, 1989

The QUITCLAIM DEED pertains to the following described eighty-seven(87) unpatented lode mining claims located in portions or all of protracted Section(s) 1, Township 2 North, Range 65 East, protracted Section(s) 5 and 6, Township 2 North, Range 66 East, protracted Section(s) 11, 24, 25 and 36, Township 3 North, Range 65 East and protracted Section(s) 18, 19, 20, 28, 29, 31, 32 and 33, Township 3 North, Range 66 East, Mount Diablo Meridian, Bristol and Jackrabbit Mining District(s), Lincoln County, State of Nevada, the location notices of which are recorded in the Office of the County Recorder of Lincoln County and filed in the Nevada State Office of the United States Department of the Interior, Bureau of Land Management and are more particularly described as follows:

NAME OF CLAIM(S)	RECORDING DATA		MIN SERIAL NUMBER(S)
	BOOK	PAGE(S)	
Ratler No. 1	D-1	293	N MC 49730
Ratler No. 2	D-1	293	N MC 49731
Ratler No. 3	D-1	294	N MC 49732
Ratler No. 4	D-1	294	N MC 49733
Blue Bird No. 1	D-2	224	N MC 49734
Blue Bird No. 2	D-2	224	N MC 49735
Blue Bird No. 3	D-2	224 and 225	N MC 49736
Blue Bird No. 4	C-1	14	N MC 49737
Bluebird Fraction	E-1	240	N MC 49738
Eleanor No. 1	E-1	292	N MC 49739
Eleanor No. 2	E-1	292	N MC 49740
Eleanor No. 3	E-1	293	N MC 49741
Eleanor No. 4	E-1	293	N MC 49742
Eleanor No. 5	E-1	294	N MC 49743
Eleanor No. 6	E-1	359	N MC 49744
Eleanor No. 7	E-1	360	N MC 49745
Eleanor No. 8	E-1	360	N MC 49746
Eleanor No. 9	E-1	278	N MC 49747
Eleanor No. 10	E-1	294	N MC 49748
MS No. 1	W-1	278	N MC 49880
MS No. 2	W-1	278 and 279	N MC 49881
MS No. 3	W-1	279	N MC 49882
MS No. 4	W-1	279	N MC 49883
MS No. 5	W-1	279 and 280	N MC 49884
MS No. 6	W-1	280	N MC 49885
MS No. 7	W-1	280 and 281	N MC 49886
MS No. 8	W-1	280 and 281	N MC 49887
MS No. 9	W-1	281	N MC 49888
New U.S. No. 1	Y-1	197	N MC 49889
New U.S. No. 2	Y-1	197 and 198	N MC 49890
New U.S. No. 3	Y-1	198	N MC 49891
Fire Fly	D-2	225	N MC 49892
Fire-fly No. 2	D-1	37	N MC 49893
Fire Fly No. 3	D-1	290	N MC 49894
SD No. 1	W-1	364	N MC 49895
SD No. 2	W-1	364	N MC 49896
SD No. 3	W-1	364 and 367	N MC 49897
SD No. 4	W-1	367	N MC 49901
SD No. 5	W-1	367	N MC 49902
Valley No. 1	O-1	41 and 42	N MC 49903
Valley No. 3	O-1	42 and 43	N MC 49910
Valley No. 4	O-1	43	N MC 49911
Valley No. 7	O-1	43	N MC 49913
Valley No. 8	O-1	43 and 44	N MC 49914
Valley No. 9	O-1	44	N MC 49915
Valley No. 10	O-1	44 and 45	N MC 49916

Lincoln County

3015-10-00

NAME OF CLAIM(S)	RECORDING DATA		BLM SERIAL NUMBER(S)
	BOOK	PAGE(S)	
Home Run Mine	S	116	N MC 55109
Sphynx	E-1	254	N MC 55110
Sure Thing Fraction	E-1	240 and 241	N MC 55112
Hillside No. 9	E-1	356	N MC 58377
Hillside No. 10	E-1	357	N MC 58378
Hillside No. 11	E-1	357	N MC 58379
Hillside No. 12	E-1	358	N MC 58380
Hillside No. 13	E-1	358	N MC 58381
Hillside No. 14	E-1	359	N MC 58382
Hillside No. 15	E-1	90	N MC 58383
Hillside No. 16	E-1	90 and 91	N MC 58384
Hillside No. 17	E-1	91	N MC 58385
Hillside No. 18	E-1	91	N MC 58386
Wedge Fraction	E-1	241	N MC 58391
Bristol No. 1	E-1	92	N MC 58414
Bristol No. 2	E-1	92	N MC 58415
Bristol No. 3	E-1	93	N MC 58416
Bristol No. 4	E-1	93	N MC 58417
Bristol No. 5	E-1	94	N MC 58418
Bristol No. 6	E-1	94	N MC 58419
Bristol No. 7	E-1	95	N MC 58420
Bristol No. 8	E-1	95	N MC 58421
Bristol No. 9	E-1	96	N MC 58422
Bristol No. 10	E-1	96	N MC 58423
Bristol No. 11	E-1	97	N MC 58424
Bristol No. 12	E-1	97	N MC 58425
LC No. 1	U-1	482 and 482	N MC 58426
LC No. 2	U-1	482	N MC 58427
LC No. 3	U-1	482 and 483	N MC 58428
LC No. 4	U-1	483	N MC 58429
LC No. 5	U-1	484	N MC 58430
LC No. 6	U-1	484 and 485	N MC 58431
LC No. 7	U-1	485	N MC 58432
LC No. 8	U-1	485 and 486	N MC 58433
LC No. 9	U-1	486	N MC 58434
LC No. 10	U-1	486 and 487	N MC 58435
Silver Star No. 1	O-1	34	N MC 58436
Silver Star No. 2	O-1	35	N MC 58437
Silver Star No. 4	O-1	35	N MC 58438
Silver Star No. 5	O-1	35	N MC 58439
Silver Star	O-1	35	N MC 58440

L. V. ...

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 BY R. A. Hicks AT OFFICE OF
 RECORDS, FIVE 116 SEEN
 COUNTY, MICHIGAN
Spade John Dordy