

RECORDING REQUESTED BY
and RETURN TO:
SANTA FE PACIFIC MINERALS CORPORATION
Attention: Land Department
6200 Uptown Boulevard, N.E.
Albuquerque, New Mexico 87110

INSTRUCTIONS TO COUNTY RECORDER
PLEASE INDEX THIS DOCUMENT UNDER THE FOLLOWING NAMES:
Assignor: Hanson Natural Resources Company
Gold Fields Mining Company
Gold Fields Mining Company, a division of
Hanson Natural Resources Company
Gold Fields Operating Co. - Chimney Creek
Gold Fields Operating Co. - Mule Canyon
Assignee: Santa Fe Pacific Minerals Corporation

ASSIGNMENT AND ASSUMPTION

THIS ASSIGNMENT AND ASSUMPTION is effective the ~~25~~²⁶ day of June, 1993 ("Effective Date") by and between Hanson Natural Resources Company, a Delaware general partnership comprised of Gold Fields Mining Corporation, a Delaware corporation; Cavenham Forest Industries, Inc., a Delaware corporation; and Cavenham Energy Resources, Inc., a Delaware corporation, which sometimes does business under the fictitious names of Gold Fields Mining Company, Gold Fields Mining Company, a division of Hanson Natural Resources Company, Gold Fields Operating Co. - Chimney Creek, and Gold Fields Operating Co. - Mule Canyon ("HNRC") and Santa Fe Pacific Minerals Corporation, a Delaware corporation ("SFPM"), whose address is 6200 Uptown Boulevard, N.E., Suite 400, Albuquerque, New Mexico 87110.

WHEREAS, HNRC has certain rights, interests, duties and obligations under the terms of those certain agreements (the "Agreements") more particularly described in Exhibit A attached hereto; and

WHEREAS, pursuant to the terms of the Asset Exchange Agreement dated January 25, 1993 by and between HNRC and certain affiliates of Santa Fe Pacific Corporation, HNRC has agreed to assign, convey, and transfer to SFPM all of its rights, title and interests in the Agreements as of the Effective Date.

NOW THEREFORE, the parties hereto agree as follows:

1. For value received, the receipt and sufficiency of which are acknowledged, HNRC hereby assigns, conveys, and transfers to SFPM all of its rights, title and interests in the Agreements.

2. SFPM hereby agrees to, and accepts, the assignment of HNRC's rights, title, and interests under the Agreements, and SFPM expressly assumes and agrees to keep, perform and fulfill all of HNRC's covenants, duties and obligations under the Agreements that arise after the Effective Date.

3. This Assignment and Assumption is delivered pursuant to the Asset Exchange Agreement and shall be construed consistent therewith.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment and Assumption effective as of the day and year first above written.

HANSON NATURAL RESOURCES COMPANY,
a Delaware general partnership

SANTA FE PACIFIC MINERALS
CORPORATION,
a Delaware corporation

By: GOLD FIELDS MINING CORPORATION,
a Delaware corporation, general
partner

By: [Signature]
Title: Vice President

By: [Signature]
Title: Exec. Vice President

By: CAVENHAM FOREST INDUSTRIES, INC.,
a Delaware corporation, general
partner

By: [Signature]
Title: Vice President

By: CAVENHAM ENERGY RESOURCES, INC.,
a Delaware corporation, general
partner

By: [Signature]
Title: Vice President

SANTA FE PACIFIC MINERALS CORPORATION

STATE OF NEW MEXICO)
) ss.
COUNTY OF BERNALILLO)

RS

On June 24, 1993, personally appeared before me, a notary public, ~~James P. James~~ P.M. James, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the instrument as the Executive Vice President of Santa Fe Pacific Minerals Corporation, a Delaware corporation.

[Signature]
Notary Public

(S E A L)

My commission expires: 11/21/94

GOLD FIELDS MINING CORPORATION

STATE OF COLORADO)
) ss.
COUNTY OF JEFFERSON)

On June 23, 1993, personally appeared before me, a notary public, Collon C. Kennedy, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the instrument as the Vice President of Gold Fields Mining Corporation, a Delaware corporation, and that such corporation executed the same as one of the partners of Hanson Natural Resources Company, a Delaware general partnership.

[Signature]
Notary Public

(S E A L)

My commission expires: 11/2/96

CAVENHAM FOREST INDUSTRIES, INC.

STATE OF COLORADO }
 } ss.
COUNTY OF JEFFERSON }

On June 23, 1993, personally appeared before me, a notary public, Collon C. Kennedy, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the instrument as the Vice President of Cavenham Forest Industries, Inc., a Delaware corporation, and that such corporation executed the same as one of the partners of Hanson Natural Resources Company, a Delaware general partnership.

Sandra Hetsko
Notary Public

(S E A L)

My commission expires: 11/2/96

CAVENHAM ENERGY RESOURCES, INC.

STATE OF COLORADO }
 } ss.
COUNTY OF JEFFERSON }

On June 23, 1993, personally appeared before me, a notary public, Collon C. Kennedy, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the instrument as the Vice President of Cavenham Energy Resources, Inc., a Delaware corporation, and that such corporation executed the same as one of the partners of Hanson Natural Resources Company, a Delaware general partnership.

Sandra Hetsko
Notary Public

(S E A L)

My commission expires: 11/2/96

EXHIBIT "A"
TO
ASSIGNMENT AND ASSUMPTION AGREEMENT
DATED JUNE 23, 1993
BETWEEN
HANSON NATURAL RESOURCES COMPANY ("ASSIGNOR")
AND
SANTA FE PACIFIC MINERALS CORPORATION ("ASSIGNEE")

The above-referenced Assignment and Assumption Agreement assigns and transfers from the Assignor to the Assignee certain Agreements pertaining to specific unpatented mining claims located in Lincoln County, State of Nevada, which are further described as follows:

A. Property Leases

1. Mineral Lease and Option to Purchase Agreement dated October 25, 1991 by and between Donald L. Merrick doing Business as Nevada Resource Associates and Gold Fields Mining Company, a Memorandum of which is recorded at Book 99 at Page 325-330 in Official Records of Lincoln County, Nevada, covering unpatented mining claims located in Sections 13, 14, 22, 23, 24, 25 and 26, Township 1 North, Range 65 East and Sections 18, 19 and 30, Township 1 North, Range 66 East, in Lincoln County, State of Nevada, more fully described below:

Name of Claim	BLM Serial Nos.	Certificate of Location Recorded in Official Records of Lincoln County, Nevada	
		Book	Pages
IRM #1-#54	617893-617946	94	208-261
IRM #56-#66	617947-617957	94	262-272

AREA OF INTEREST:

Section 13: N/2, Section 14: E/2, Section 23: E/2, Section 25: N/2, Section 26: NE/4, Township 1 North, Range 65 East; Section 18: E/2, Section 19: E/2, Section 30: NW/4, Township 1 North, Range 66 East.

2. Mineral Lease Agreement dated September 17, 1992 by and between Mountain Mines, Inc. and Gold Fields Mining Company, a Memorandum of which is recorded at Book 103 at Page 406-410 of the Official Records of Lincoln County, Nevada, covering unpatented mining claims located in Sections 15, 16 and 17,

Cell
Initialed for Identification

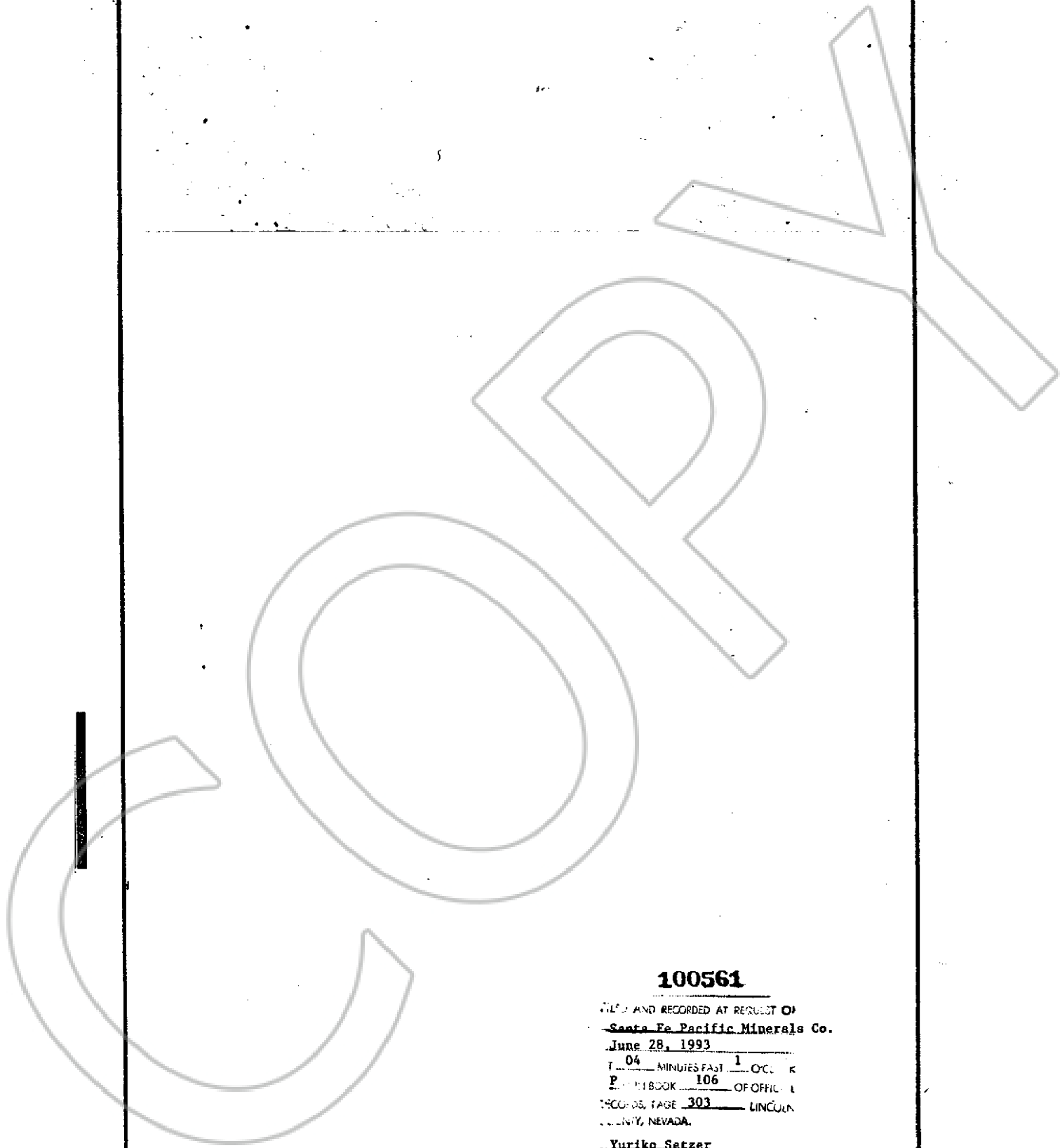
Lincoln County

Township 1 North, Range 66 East, in Lincoln County, State of Nevada, more fully described below:

Certificate of Location
and Last Amended
Certificate of Location
Recorded in Official
Records of
Lincoln County, Nevada

<u>Name of Claim</u>	<u>BLM Serial Nos.</u>	<u>Book</u>	<u>Pages</u>
Albert No. 1-4	80526-80529	15	303-306
Bonnie No. 1-4	80522-80525	10	517-520
DALEEN	80534	P-1	90
EVA NO. 1	80545	P-1	144
KEITH NO. 1	80537	P-1	53
KEITH NO. 2	80538	P-1	200
Keith No. 3-5	80539-80541	X-1	408-409
Keith No. 6	80542	11	03
Keith No. 7	80543	15	301
Keith No. 8	80544	15	513
MYRNA NO. 1	80530	P-1	182
Myrna No. 2	80531	P-1	330
MYRNA NO. 11	80532	P-1	200
MYRNA NO. 12	80533	P-1	182
MOUNTAIN LOIN	95589	H-1	326
		W-1	431
MOUNTAIN LOIN NO. 1-3	95590-95592	H-1	326-327
		W-1	432-433
MOUNTAIN LION NO. 4-11	95593-95600	H-1	423-427
		W-1	433-437
MOUNTAIN LION NO. 12-13	95601-95602	J-1	128-129
		W-1	437-438
MT LION NO. 14-28	95603-95617	K-1	30-38
		W-1	438-445
Mountain Lion No. 29	95618	W-1	376
RONALD NO. 1	80535	P-1	54
RONALD NO. 2	80536	X-1	385
WHITE PRINCE	95619	O-1	01

3. Letter Agreement dated August 11, 1992 with Roger and Pearl Hatch for the sale of water for drilling and reclamation purposes.



100561

FILED AND RECORDED AT REQUEST OF
Santa Fe Pacific Minerals Co.
June 28, 1993
T 04 MINUTES FAST 1 O'CLOCK
P 106 BOOK 106 OF OFFICIAL
RECORDS, PAGE 303 LINCOLN
COUNTY, NEVADA.

Yuriko Setzer
COUNTY REC
By Leslie Boncher, Deputy

BOOK **106** PAGE **309**