

Recording Requested by and
when recorded, mail to:
Law Offices of Michael J. Toigo
3800 Howard Hughes Pkwy, Suite 1550
Las Vegas, NV 89109

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE, executed as of the 31 day of July, 1995, by and between Silver State Materials Corp., a Nevada corporation ("Lessee") and BedRoc Limited, a Nevada limited liability company ("Lessor"), who represent as follows:

1. The name and address of Lessor is BedRoc Limited, 3529 Clayton Street, No. Las Vegas, NV 89030.
2. The name and address of the Lessee is Silver State Materials Corp., 3336 Cinder Lane, Las Vegas, NV 89103.
3. Lessee and Lessor entered into a certain Lease Agreement dated July 31, 1995, with respect to certain real property located in Lincoln County, Nevada, which is more specifically described/depicted on Exhibit "A" attached hereto and incorporated herein by this reference.
4. The initial term of the Lease shall commence on August 1, 1995, and will continue for twenty-nine (29) months. Lessee has the option to thereafter extend the term of the Lease for a total of eight years on the terms and conditions set forth therein.
5. The Lease also provides for an option to purchase in favor of Lessee.
6. This Memorandum of Lease may be executed in counterparts, each of which shall be deemed to be an original, but all of which, when taken together, shall constitute one and the same instrument.

Lincoln County

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first set forth above.

LESSOR
BedRoc Limited, a Nevada
limited liability company

LESSEE
Silver State Materials Corp.,
a Nevada corporation

By: William Pipes
William Pipes
Its: Managing Member

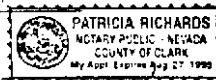
By: Steven D. Hill
Steven D. Hill
Its: President

STATE OF Nevada)
COUNTY OF Clark) ss:

This instrument was acknowledged before me on the 16th
day of July, 1995 by William Pipes as Managing
Member of BedRoc Limited, a Nevada limited liability company.

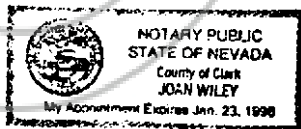
Patricia Richards
NOTARY PUBLIC

(My commission expires:



STATE OF NEVADA)
COUNTY OF CLARK) ss:

This instrument was acknowledged before me on the 28th
day of July, 1995 by Steven D. Hill as
President of Silver State Materials Corp., a Nevada
corporation.



Joan Wiley
NOTARY PUBLIC

(My commission expires: 1-23-96)

EXHIBIT "A"

THE PREMISES

LEGAL DESCRIPTION: Lots 1, 2, 5 and 6 of the following: The East Half (E $\frac{1}{2}$) and the East Half (E $\frac{1}{2}$) of the West Half (W $\frac{1}{2}$) of Section 24, and the East Half (E $\frac{1}{2}$) of the Northeast Quarter (NE $\frac{1}{4}$) of Section 25, all in Township 11 South, Range 62 East, MDB&M Lincoln County, Nevada. APN 08-201-02.

104111

RECORDED AT PUBLIC OFFICE
Michael J. Toigo

Oct. 20, 1995

1 MINUTES PAST 1 O'CLOCK
P.M. BOOK 115 OF 115
SECTION PAGE 439

James DeJager



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