

**MEMORANDUM OF
MINING LEASE WITH OPTION TO PURCHASE AGREEMENT**

THIS MEMORANDUM shall serve as notice of that certain Mining Lease with Option to Purchase Agreement made effective as of Jan 20, 1997, by and between Richard D. Burgess and Debbie W. Burgess, husband and wife, whose address is H.C. 76, Box 159, Beryl, Utah 84714 (hereinafter "Owner" whether one or more), and CAMBIOR EXPLORATION USA, INC., a Nevada corporation (hereinafter "Cambior"), whose address is 230 South Rock Boulevard, Suite #23, Reno, Nevada 89502-2345.

1.0 GRANT OF RIGHTS

For valuable consideration, Owner, pursuant to the Agreement, has granted to Cambior the exclusive rights to explore, develop, and mine the unpatented mining claims described in Exhibit A attached hereto (hereinafter the "Premises").

2.0 TERM OF AGREEMENT

Unless earlier terminated pursuant to the terms thereof, the Agreement is granted for a term of ten (10) years from the date hereof and for so long thereafter as payments provided for in the Agreement are made to Owner.

3.0 RESERVED PAYMENTS

Owner hereby reserves advance royalty and production royalty payments pursuant to the terms of the Agreement.

4.0 PURCHASE OPTION

Owner has granted Cambior the exclusive option to purchase the Premises during the term of the Agreement.

5.0 RIGHT OF FIRST OFFER

If Owner desires to transfer all or any part of its interest in the Agreement or in the payments reserved by Owner to any third party, Cambior shall have the right of first offer to acquire such interest as provided for in the Agreement.

6.0 EFFECT OF THIS MEMORANDUM

The purpose of this Memorandum is to provide notice to third parties of the Agreement between Owner and Cambior. In the event of any inconsistency between this Memorandum and the Agreement, the terms and the provisions of the Agreement shall govern as between Owner and Cambior.

7.0 CONSTRUCTION

The Agreement shall be construed in accordance with the laws of the State of Nevada and if any provisions thereof shall be invalid or unenforceable, the remainder of the Agreement and the application of such remaining provisions shall not be affected thereby and shall be enforceable. Reference is made to the Agreement for the additional terms, conditions, provisions and obligations of the parties thereto, all of which terms, conditions, and provisions are by this reference incorporated herein and made a part hereof. Copies of the full Mining Lease with Option to Purchase Agreement are in the possession of Owner and of Cambior at the addresses stated in the first paragraph of this Memorandum.

IN WITNESS WHEREOF this MEMORANDUM OF MINING LEASE WITH OPTION TO PURCHASE AGREEMENT has been executed effective as of the date first above set forth.

OWNER:

By: Richard D. Burgess
Richard D. Burgess

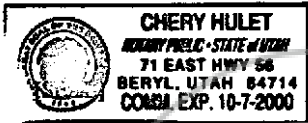
By: Debbie W. Burgess
Debbie W. Burgess

CAMBIOR EXPLORATION USA, INC.

By: [Signature]
Title: EXPLORATION MANAGER

STATE OF Utah)
) ss.
COUNTY OF Iron)

On the 20th day of January, 1998, personally appeared before me, Richard D. Burgess and Debbie W. Burgess, the signers of the above instrument, who duly acknowledged to me that they executed the same.



Chery Hulet
Notary Public
Residing at Beryl UT

My Commission Expires: 10-7-2000

STATE OF Nevada)
) ss.
COUNTY OF Washoe)

On the 22nd day of January, 1998, personally appeared before me, Michael M. Gustin, who, being by me duly sworn, did say that he is the Vice President of Cambior Exploration, Inc., and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said Michael M. Gustin acknowledged to me that said corporation executed the same.

Laurie A. Trudell
Notary Public

[SEAL]

Residing at Reno, Nevada

My Commission Expires: 2/17/99

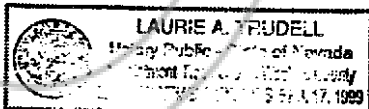


EXHIBIT A
to
MINING LEASE WITH OPTION TO PURCHASE AGREEMENT
between
Richard Burgess and Cambior Exploration USA, Inc.

DESCRIPTION OF PREMISES

Unpatented Mining Claims

Sections 30 and 32, Township 1 North, Range 71 East
Lincoln County, Nevada

Claim Name	BLM Serial No.	Book	County Recording	
			Page	Document No.
Pronto #2	NMC 780173	130	141	109669
Pronto #3	NMC 780174	130	142	109670
Pronto #5	NMC 780175	130	143	109671
Keno #6	NMC 780176	130	139	109667

NO. **110723**

FILED AND RECORDED AT REQUEST OF
Cambior Exploration Corp.

March 23, 1998

AT 01 MINUTES PAST 1 O'CLOCK

PM IN BOOK 133 OF OFFICIAL

RECORDS PAGE 367 LINCOLN

COUNTY, NEVADA.

Yuriko Setzer

by *Jedie Brucher* COUNTY RECORDY deputy