

After recording, please return to:
Cordilleran Exploration Company, LC
573 East Second Street
Reno, NV 89502

**MEMORANDUM OF MINERAL LEASE AGREEMENT
AND OPTION TO PURCHASE**

NOTICE IS HEREBY GIVEN that effective as of the 3rd day of April, 2000, the ("Effective Date"), HOT SPRINGS GOLD CORP., a Nevada corporation ("Lessor"), whose address is c/o Shane Ebert, President, 3312 South McCarran Blvd., PMP: 121, Reno, Nevada 89502 and CORDILLERAN EXPLORATION COMPANY, LC, a Nevada limited liability company ("CDX"), whose address is 573 East Second Street, Reno, NV 89502, have entered into a MINERAL LEASE AGREEMENT AND OPTION TO PURCHASE of even date herewith ("Agreement") with respect to the real property in Lincoln County, Nevada described in Exhibit 1 attached hereto and incorporated herein, which real property is referred to in the Agreement and herein as the "Premises".

Under the terms of the Agreement, Lessor has leased and demised, and does hereby lease and demise, the Premises exclusively to Cordilleran for the purposes of exploring for, developing, mining, processing and selling the minerals and mineral substances contained in, on, or beneath the Premises. Lessor has also granted, and does hereby grant, to Cordilleran, an exclusive option to purchase the Premises in accordance with the terms set forth in the Agreement exercisable at any time while the agreement remains in effect, subject to time limitations imposed in the Agreement to avoid violation of the Rule Against Perpetuities or any other statutory or common law rule imposing time limits for an option exercise period.

Unless sooner terminated as provided therein, the term of the Agreement is for an initial period of 10 years from the Effective Date and so long thereafter as Cordilleran is engaged in Mining Operations (as defined in the Agreement).

The Agreement is incorporated herein by this reference and made a part hereof. Copies of the Agreement are in the possession of the parties at the addresses shown in the first paragraph of this document. The execution and recording of this Agreement shall not limit, increase, or in any manner affect any of the terms of the Agreement, or the rights, interests, or obligations of the parties.

IN WITNESS WHEREOF, Lessor and CDX have executed this Agreement effective as of the date first above written.

Hot Springs Gold Corp.,
a Nevada corporation,

By: [Signature]
Title: President
Date: April 3 2000

Cordilleran Exploration Company, LC,
a Nevada limited liability company

By: [Signature]
Title: Manager
Date: 4/5/2000

By: [Signature]
Title: Member
Date: 4/6/00

PROVINCE
STATE OF BRITISH COLUMBIA
COUNTY OF VANCOUVER ss.

On this 3rd day of April, 2000, personally appeared before me, a notary public, Yves Sbeut, the President of Hot Springs Gold Corp., a Nevada corporation, personally known (or proved) to me to be the person whose name is subscribed to the foregoing instrument, who acknowledged that he executed the foregoing instrument on behalf of the corporation.

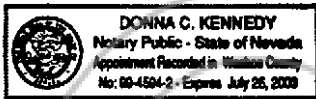
[Signature]
NOTARY PUBLIC, residing in

My commission expires
Dec 31 2001

GERRIT J. TE HENNEPS
NOTARY PUBLIC
203 - 4545 W. 10th AVENUE
VANCOUVER, B.C. V6R 4N2

STATE OF Nevada)
 : ss.
COUNTY OF Washoe)

On this day of April, 2000, personally appeared before me, a notary public, Andy B. Wallace, a member and manager of Cordilleran Exploration Company, LC, a Nevada limited liability company, personally known (or proved) to me to be the person whose name is subscribed to the foregoing instrument, who acknowledged that he executed the foregoing instrument on behalf of the company.



Donna C. Kennedy
NOTARY PUBLIC, residing in
Reno, Nevada

My commission expires:
July 26, 2003

STATE OF Nevada)
 : ss.
COUNTY OF Washoe)

On this day of April, 2000, personally appeared before me, a notary public, J.S. Livermore, a member and manager of Cordilleran Exploration Company, LC, a Nevada limited liability company, personally known (or proved) to me to be the person whose name is subscribed to the foregoing instrument, who acknowledged that he executed the foregoing instrument on behalf of the company.



Donna C. Kennedy
NOTARY PUBLIC, residing in
Reno, Nevada

My commission expires:
July 26, 2003

EXHIBIT 1
to
Memorandum of Mineral Lease Agreement
and
Option to Purchase
between
Hot Springs Gold Corp. and
Cordilleran Exploration Company, LC

DESCRIPTION OF PREMISES

The following unpatented lode mining claims situated in Lincoln County, Nevada:

<u>Claim Name</u>	<u>BLM Serial Number</u>
HS 5	NMC #802200
HS 6	NMC #802201
HS 8	NMC #802202
HS 18	NMC #802203
HS 19	NMC #802204
HS 21	NMC #802205

Located in unsurveyed sections 16, 17, 20, and 21, T.7N., R.68E., Lincoln County, Nevada

NO. **115400**

FILED AND RECORDED AT REQUEST OF
CORDILLERAN EXPLORATION CORP.
OCTOBER 13, 2000

AT 59 MINUTES PAST 3 O'CLOCK

PM IN BOOK 151 OF OFFICIAL

RECORDS PAGE 278 LINCOLN

COUNTY, NEVADA

Julie Boucher
COUNTY RECORDER