FILED FOR RECORDING

AT THE REQUEST OF

FIRST American Title

2004 NOV 4 PM 4 51

LINCOLN COUNTY RECORDS:

LINCOLH COUNTY RECORDER FEE 122,00 SEP LESLIE BOUCHER AD

MEMORANDUM

OF OPTION



MEMORANDUM OF OPTION

This Memorandum of Option ("Memorandum") is made and entered into as of the 15th day of October, 2004 by and between **Stephen Wade**, **Quentin Ence and Jay Ence** (hereinafter collectively referred to as the "Owner"), **Lincoln Ridge**, **LLC**, a Nevada limited liability company (hereinafter referred to as the "Assignor"), and **BLT Acquisition Group**, **LLC**, a Nevada limited liability company (hereinafter referred to as the "Assignee").

- Owner and Assignor have entered into a Real Property Option Agreement dated as of August 31, 2004 (the "Option Agreement") with respect to the real property in the County of Lincoln, State of Nevada described as follows: Mount Diablo, Meridian, Nevada, Township 12 South, Range 71 East, Section 33, Lots 1 and 3, Section 34, Lot 8.
- 2. Owner, Assignor and Assignee have entered into a certain Assignment, Acceptance and Consent to Real Property Option Agreement whereby Assignor has assigned all right, title and interest in the Option Agreement to Assignee and Owner has consented to the assignment.
- 3. The closing on the Option Agreement shall take place on March 1, 2005 (the "Closing").
- 4. Pursuant to Section 4.1 of the Option Agreement the Owner represents, warrants and covenants as follows:
 - "a. Condition of Property. During the period prior to the Closing, the Owner shall not use or alter the property in a manner which would adversely affect its use by the Grantee, and the Owner shall not sell, agree to sell (either with our without a contingency as to this agreement), encumber or otherwise transfer or dispose of the property to any other party."
- 5. Notices. All parties hereto hereby acknowledge that the any notices provided for in the Option Agreement shall be provided as set forth in Section 6.1 of the Option Agreement with any notices to be sent to Assignee at the following address:

BLT Acquisition Group, LLC
Attn: Timothy DeRosa, Manager
Brent Ramenofsky, Manager
9900 Covington Cross Drive, Suite 210
Las Vegas, Nevada 89144

IN WITNESS WHEREOF, the Owner, Assignment as of the day and year first above writ	Assignor and Assignee have executed this
·	(
	OWNER:
	(SMA MMMM) -
	Stephen Wade
	Thomas
(Orienten Ence
	Tall Fines
	Jay Ence /
	ASSIGNOR: LINCOLN RIDGE, LLC,
	a Nevada limited liability company
/	By: 2762
	Clifford Redekop, Manager
	ASSIGNEE:
	BLT ACQUISITION GROUP, LLC,
	a Nevada limited liability company
	By: Timothy DeRosa, Manager
	Ву:
	Brent Ramenofsky, Manager
((/ / ~
\ \	\ \
	1 1
	/ /
	/ /
\ \ \	
	•

Assignment as of the day and year first abov	e written.
	(
	OWNER
	OWNER:
	1 MITCHUYU
	Stephen Wade
	57/15 223
	Quenten Ence
	Quotien Endo
	Jan anu
	Jay Ence /
	ASSIGNOR:
,	LINCOLN RIDGE, LLC,
	a Nevada limited liability company
	By: Clifford Redekop, Manager
	Cambra reackop, manager
/ /	ASSIGNEE:
	BLT ACQUISITION GROUP, LLC, a Nevada limited liability company
	Vivorate minister magney company
\ \	Ву:
	Timothy DeRosa, Manager
	/ /
	Ву:
	Brent Ramenofsky, Manager
\ \ \	

IN WITNESS WHEREOF, the Owner, Assignor and Assignee have executed this Assignment as of the day and year first above written.

	OWNER:
	\ \
	Stephen Wade
	Stopmin (
	Quenten Ence
	Jay Ence
/	ASSIGNOR.
	ASSIGNOR: LINCOLN RIDGE, LLC,
	a Nevada limited liability company
	By: Clifford Redekop, Manager
	Cimera redectop, Manager
	ASSIGNEE: BLT ACQUISITION, GROUP, LLC,
	a Nevada limited liability company
\ \	
	By:
	Timothy Texasa. Ivianager
	By.
	Brent Ramenofsky, Manager

ACKNOWLEDGMENTS

STAT COU	TE OF Wah : NTY OF Washington:	ss:		
above instru	BEFORE ME, a Notary Pube-named Owner, Stephen Wadment and that the same is his	le, who acknow	ledged that he did	tate, personally appeared the sign the foregoing
at	IN TESTIMONY WHEREO	OF, I have here <u>Utah</u>	unto set my hand this 155 d	and affixed my official seal ay of October, 2004.
(ROBERT E. CHRISTENSEN NOTARY PUBLIC - STATE OF UTAH 180 EAST 1180 SOUTH ST. GEORGE UT 84770 COMM. EXP. 09/18/2006	,	Notary Public	Le Christensu
	E OF <u>UTAH</u> : NTY OF <u>WASHINGTIN</u> :	ss:		
instru	BEFORE ME, a Notary Pub-named Owner, Quenten Encement and that the same is his IN TESTIMONY WHEREO	e, who acknow free act and dec	ledged that he did ed. unto set my hand a	sign the foregoing and affixed my official seal
a. <u>\</u>	DEBORAH CALEGO NOTARY PUBLIC • STATE of 1961 N. 2920 W. CIRCL ST. GEORGE, UTAH 842	UTAH LE	Inis Nik day White Notary Public	of October, 2004.
100	E OF UTAH NTY OF WASHINGTUM:	SS:	Notally Public	
above- that th	BEFORE ME, a Notary Pub named Owner, Jay Ence, who e same is his free act and deed	acknowledge	aid County and Sta I that he did sign t	nte, personally appeared the he foregoing instrument and
at <u>अं</u>	IN TESTIMONY WHEREO	F, I have hereu	into set my hand a his day of C	nd affixed my official seal etober, 2004.
\ _	DEBORAH CALEGOR	77	Publish	Allgory
	NOTARY PUBLIC • STATE of UT 1961 N. 2320 W. CIRCLE ST. GEORGE, UTAH 84770 COMM. EXP. 10-1-200	7 AH 3	Notary Public	(J.)

STATE OF NEVADA : COUNTY OF :	SS:		
	33.		
above-named Assignor, Lincoln Redekop, its Manager, who ackn	Ridge, LLC, a Ne nowledged that he	said County and State, personally appeare evada limited liability company, by Clifford edid sign the foregoing instrument and the deed of said limited liability company.	d
		eunto set my hand and affixed my official day of October, 2004.	seal at
	,	Notary Public	
STATE OF NEVADA : COUNTY OF CLARK :	SS:	Total y Luone	
above-named Assignee, BLT Ac Timothy DeRosa, its Manager, v	equisition Group, I who acknowledge	said County and State, personally appeare LLC, a Nevada limited liability company, ed that he did sign the foregoing instrumen act and deed of said limited liability comp	by it and
IN TESTIMONY WHE Las Vegas, Nevada this/Shid	REOF, I have here lay of October, 20	reunto set my hand and affixed my official 004.	seal at
E O Tonny Vo.	Y 1950 L C OF NEVADA / Of Clark LINZING 09-05215-1	Notary Public	
STATE OF NEVADA : COUNTY OF CLARK :	SS:		
above-named Assignee, BLT Ad Brent Ramenofsky, its Manager, that the same is his free act and	equisition Group, , who acknowledg deed and the free	said County and State, personally appeared LLC, a Nevada limited liability company, ged that he did sign the foregoing instrumed act and deed of said limited liability compact and deed of said limited liability compact.	by ent and pany.
IN TESTIMONY WHE Las Vegas, Nevada this 1572 d	REOF, I have here lay of October, 20	reunto set my hand and affixed my official 304.	seal at
	f	- Can Ela	
OF Maryas inty of Clark		Notary Public	·

STATE OF NEVADA COUNTY OF ADAS

BEFORE ME, a Notary Public in and for said County and State, personally appeared the above-named Assignor, Lincoln Ridge, LLC, a Nevada limited liability company, by Clifford Redekop, its Manager, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed and the free act and deed of said limited liability company.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at

, Nevada this 2 day of Octabor, 2004 NOU CMBER

2004

Notary Public

STATE OF NEVADA COUNTY OF CLARK

99

NCYARY PUBLIC STATE OF NEVADA County of Clark JEANETTE L. VERGA Appt. No. 92-0712-1 My Appt. Expires Feb. 10, 2008

BEFORE ME, a Notary Public in and for said County and State, personally appeared the above-named Assignee, BLT Acquisition Group, LLC, a Nevada limited liability company, by Timothy DeRosa, its Manager, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed and the free act and deed of said limited liability company.



Notary Public

STATE OF NEVADA COUNTY OF CLARK

SS

BEFORE ME, a Notary Public in and for said County and State, personally appeared the above-named Assignee, BLT Acquisition Group, LLC, a Nevada limited liability company, by Brent Ramenofsky, its Manager, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed and the free act and deed of said limited liability company.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at Las Vegas, Nevada this (5th day of October, 2004.

NOTARY PUBLIC
TATE OF NEVADA

Notary Public

4

LEGAL DESCRIPTION

Real property in the City of , County of Lincoln, State of Nevada, described as follows:

PARCEL 1:

Government Lots 1 and 3 in Section 33, Township 12 South, Range 71 East, M.D.B.&M.

PARCEL 2:

Government Lot 8 in Section 34, Township 12 South, Range 71 East, M.D.B.&M.

APN: 008-261-05 and 008-261-06

