



Recorded at the request of
and return to:

Roger Smith
Salt River Materials Group
8800 E. Chaparral Rd., Suite 155
Scottsdale, Arizona 85250-2606

The undersigned hereby affirms that this document
does not contain a social security number.

**ASSIGNMENT OF POZZOLAN MINING CLAIMS, POZZOLAN ASSETS AND
GENERAL INTANGIBLES**

THIS ASSIGNMENT OF POZZOLAN MINING CLAIMS, POZZOLAN ASSETS AND GENERAL INTANGIBLES (the "Assignment") is made as of this 28th day of December, 2007, by Shamrock Mining & Metals, LLC, a Utah limited liability company and Shamrock Pozzolan, LLC, a Nevada limited liability company ("Assignor"), and Phoenix Cement Company, a Division of the Salt River Pima-Maricopa Indian Community, dba SRMG Materials Group ("Assignee").

RECITALS:

A. Asset Purchase Agreement, dated as of June 18, 2007 that was amended: (i) by a First Amendment dated October 15, 2007; (ii) by a Second Amendment dated November 7, 2007; by a Third Amendment dated December 28, 2007; and (iii) by a Fourth Amendment dated December 28, 2007 (collectively the "Asset Purchase Agreement") under which SRMG will acquire ownership of all assets owned by Shamrock which are used or useful or intended to be used in connection with the business of prospecting, mining, processing and selling natural pozzolan (the "Pozzolan Business").

B. Assignor desires to assign to Assignee and Assignee desires to acquire Assignor's right, title, interest in and to all of the assets used or useful or intended to be used in the Pozzolan Business including, but not limited to, the pozzolan mining claims set forth on Exhibit A attached hereto and by this reference made a part hereof (the "Pozzolan Mining Claims"), and all equipment, machinery, plans, inventories, intellectual property, rights, contract rights, general intangible and miscellaneous assets used in connection with the Pozzolan Business (the "Pozzolan Assets").

FOR VALUABLE CONSIDERATION, it is agreed as follows:



1. **Assignment.** Assignor hereby conveys and assigns to Assignee all of Assignor's right, title and interest in and to the Pozzolan Mining Claims and Pozzolan Assets and any and all derivations thereof, used in connection with the Pozzolan Business.

2. **Additional Acts.** Assignor shall perform, execute and/or deliver any additional documents and/or assurances as Assignee may reasonably request to insure, secure or perfect Assignee's interest in any of the items assigned to Assignee by this Assignment.

3. **Binding Effect.** This Assignment shall inure to the benefit of and shall be binding upon the parties hereto and their respective successors and assigns.

4. **Counterparts.** This Assignment may be executed in any number of counterparts, each of which shall be an original but all of which shall constitute one and the same instrument.



DATED as of the date first mentioned above.

ASSIGNOR

ASSIGNEE

Shamrock Mining & Metals, LLC
a Utah limited liability company

PHOENIX CEMENT COMPANY, a
division of the Salt River Pima-Maricopa
Indian community dba Salt River Materials
Group

By: Nicholas A. Smith
Its: CEO - Mgr

By: Roger R. Smith, Jr.
Name: Roger R. Smith, Jr.
Its: President + CEO

Shamrock Pozzolan, LLC,
a Nevada limited liability company

By: Nicholas A. Smith
Its: CEO - Mgr

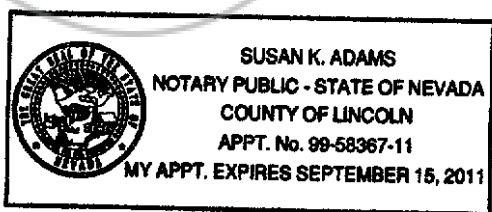
STATE OF Nevada)
):ss.
COUNTY OF Lincoln)

On the 28th day of December 2007 before me, the undersigned notary public, personally appeared Nicholas A. Smith, personally known to me (or provided to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledge to me that he executed the same in his authorized capacity and that his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal:

Susan K Adams
Notary Public

My commission expires: 9/15/2011





STATE OF Arizona)
):ss.
COUNTY OF Maricopa)

On the 31st day of December, 2007 before me, the undersigned notary public, personally appeared Roger B. Smith Jr., personally known to me (or provided to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledge to me that he executed the same in his authorized capacity and that his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal:

Lorraine Strang Overson
Notary Public



My commission expires: June 22, 2010

STATE OF _____)
):ss.
COUNTY OF _____)

On the ___ day of _____, 2007 before me, the undersigned notary public, personally appeared _____, personally known to me (or provided to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledge to me that he executed the same in his authorized capacity and that his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal:

Notary Public

My commission expires:



EXHIBIT A page 1
(Lincoln County Claims)

<u>Claim Name</u>	<u>BLM Nos.</u>	<u>County BK/PG</u>	<u>Amended</u>
Loryken #1 - #4	831049 - 831052	165/10A-14A	
Pozzolan No. 3 - 18	815406 - 815421	148/120-135	238/101 No.7 238/102 No.9
West Side No. 3A West Side No. 5 West Side No. 7 West Side No. 9 West Side No. 11 West Side No. 13 West Side No. 15 West Side No. 17	815398 815399 815400 815401 815402 815403 815404 815405	148/112-119	
White Sand 3 - 14	815422 - 815433	148/136-147	

Shamrock/4194

Exhibit of Loryken Claims (40 Lincoln County Claims)



EXHIBIT A page 2
(Lincoln County Claims)

<u>Claim Name</u>	<u>BLM Nos.</u>	<u>County BK/PG</u>	<u>Amended</u>
Anchor #1 - #2 Anchor #4 - #6	850370 - 850371 850372 - 850374	176/37-45 (Odd)	238/105 No.1 238/106 No.4 238/107 No.5 238/108 No.6
Roan #1 - #2	850368 - 850369	176/33-36 (Odd)	
RH #1 - #2	850366 - 850367	176/29-32 (Odd)	238/103 No.1 238/104 No.2
Chain #1 Chain #3-4 Chain #6	850375, 850377 - 850378, 850380	176/47 No.1 176/51-53 No.3-4 176/57 No.6	238/109 No.4

The above claims are situated in Lincoln County, Nevada in Sections 12-13, 16-17, 20-21, 23-26, 28-29, 32-33 and 35-36, T. 1 S., R. 67 E., and Section 18, T. 1 S., R. 68 E., MDM.

shamrock/4194
exhibit A (17 Lincoln County Claims)



0130746

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**EXHIBIT A page 3
Shamrock Claims
Lincoln County, Nevada**

	<u>Claim Name</u>	<u>BLM Nos.</u>	<u>County Book/Page</u>	<u>Amended</u>
3	Anchor Link 1-3	933136-933138	220/267 - 220/272	238/110 No. 3
3	Chain Link 1-3	933139-933141	220/273 - 220/278	
4	Shamrock Cork 1-4	933142-933145	220/279 - 220/286	
1	Shamrock Cork 11	933146	220/287	
1	Shamrock Cork 13	933147	220/289	
1	Shamrock Cork 15	933148	220/291	
1	Shamrock Cork 19	933149	220/293	
2	Shamrock Cork 23-24	933150-933151	220/295 - 220/298	238/0111 No.23
1	Shamrock Cork 26	933152	220/299	
3	Shamrock Cork 28-30	933153-933155	220/301 - 220/306	
1	Shamrock Cork 32	933156	220/307	
12	Shamrock Dublin 1-12	933157-933168	220/309 - 220/332	
	Total 33 claims			

fillmore/4197/shamrock
exhibit A - 33 shamrock claims county book & page