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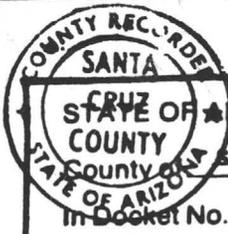
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43473
~~44042~~

STATE OF ARIZONA,
COUNTY OF SANTA CRUZ
In Docket No. 405

Thereby certify that the within instrument was filed and recorded AUG 26 '85 - 10 00 AM, 19 , at M. Page 670, at the request of

Clark-Diver Mining Co., Inc.

When recorded mail to:

FRANK H. CLARK
4568 No. Tomahawk Rd.
Apache Junction, AZ 85220

Witness my hand and official seal.

MARY LOU G. SAINZ

County Recorder

By Margarita Vargas
Deputy Recorder

Fee No.:

05308

RECEIVED
FEB 5 1985
AZ STATE OFFICE
SEP 12 1985

AFFIDAVIT OF PERFORMANCE OF ANNUAL WORK

State of Arizona
County of _____ ss.

INDEXED DOCK 405 PAGE 670

- The undersigned being duly sworn according to law deposes and says that they are a citizen of the United States, more than eighteen years of age and that all of the facts set forth in this affidavit are true and correct according to the best of their knowledge, information and belief.
- That they are personally acquainted with the following mining claims.

Claim Name	Arizona Mining Claim Number	Claim Type	Location Notice Recorded in Book or Docket No., Page No.
TRES AMIGOS	AMC 43473	LODE	BOOK 127, PAGE 499 SANTA CRUZ COUNTY
TRIANGLE	AMC 44042	LODE	BOOK 27, PAGE 170 COUNTY

- That between the date of JANUARY 7, 1985 and AUGUST 7, 1985 at least TWO HUNDRED DOLLARS (\$ 200.00) worth of work and improvements were done and performed upon this claim not including location work.

- The work and improvements were made by and at the expense of ED. GRASMOEN owner of the mine whose address is 2009 ESTRELLA RD. PRESCOTT, ARIZONA 86301 for the purpose of complying with the laws of the United States pertaining to assessment or annual work.

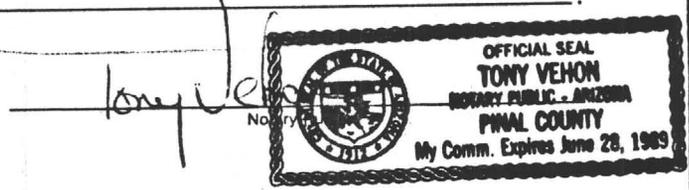
- The name of the people employed by the owner to do the work and improvements were JOHN D. WILBURN, FRANK H. CLARK, JOHN HIGGINS.

- The work and improvements done were GEOLOGICAL EVALUATION & FEASIBILITY REPORT, SAMPLING & ASSAYS.

Date 8-20-85 Signature Frank H. Clark

Subscribed to and sworn before me this 20 day of August 1985 by

My comm. expires 6-28-89



File 44042
43473

PURCHASE AGREEMENT

THIS AGREEMENT is made and entered into on this 9th day of December, 1984, by and between EDMUND B. GRASMOEN, 2009 Estrella Road, Prescott, Arizona, 86301, hereinafter referred to as Seller, and BLUE SKY MINING CO. a general partnership, 1575 East 18th Avenue, Apache Junction, Arizona, 85220, hereinafter referred to as Purchaser.

BE IT KNOWN that the Seller is the sole owner of the valid unpatented mining claims known as the Tres Amigos, recorded in Book 127, page 499, and the Triangle, recorded in Book 27, Page 170, in the Santa Cruz County Court House and situated in Section 19, T 23 S, Range 11 E, G&SRB&M, in the Oro Blanco Mining District, Santa Cruz County, Arizona.

BE IT KNOWN ALSO that the Seller has entered into a Purchase Option Agreement dated November 7, 1984, with W. L. Smith. Said Option is for a period of 60 days and shall expire January 7, 1985.

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 DOLLARS (\$10.00) and other valuable considerations, Seller does grant unto Purchaser the right to purchase the claims legally described in the foregoing paragraph if W. L. Smith does not exercise his option to purchase said claims by January 7, 1985.

PURCHASE price of the above mentioned claims is FIFTY THOUSAND DOLLARS (\$50,000.00) which is to be paid in installments of FIVE HUNDRED AND NO/100 DOLLARS (\$500.00) on the 7th day of each month until paid in full. The first installment will be January 7, 1985. The Purchaser shall, unless instructed otherwise, make all payments to the Seller at the following address:

2009 Estrella Road
Prescott, Arizona 86301

PURCHASER agrees to perform all necessary assessment work maintaining the validity of said claims, record Affidavits of same and notify Seller by mail of completed action by July 30th of each year with no recourse or liability to Seller.

PURCHASER will conduct his operation in full compliance with the laws.

Purchaser shall hold Seller harmless from liens, damages or injuries incurred.

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B.I.M. AZ STATE OFFICE
SEP 12 1985
7:45 A.M.
PHOENIX, ARIZONA

PURCHASER may deduct from those amounts due Seller hereunder those reasonable legal costs and fees incurred by Purchaser in clearing or defending title to the mining property.

PURCHASER shall have the express right to install or remove its equipment from said claims during the purchase period.

SELLER may terminate this Purchase Agreement if (a) the Purchaser fails to comply with any of the preceding conditions of this Agreement or (b) if the Purchaser fails to correct any default in payment within 15 days after receiving proof and written notice thereof by registered mail at the following address:

Blue Sky Mining Co.
1575 East 18th Avenue
Apache Junction, Arizona 85220

SELLER AND PURCHASER understand and agree that this Agreement is transferable and shall be binding upon the heirs, administrators, executors and assigns of the parties hereto.

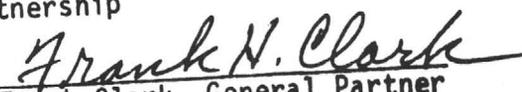
IN WITNESS WHEREOF, we have hereunto set our hands this 9th day of December, 1984.

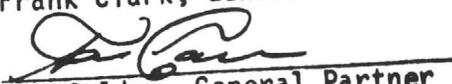
SELLER:


Edmund B. Grasmoen

PURCHASER:

BLUE SKY MINING CO., a general partnership

By: 
Frank Clark, General Partner

By: 
Ken Calder, General Partner

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B.L.M. AZ STATE OFFICE

SEP 12 1985

7:45 A.M.
PHOENIX, ARIZONA

I acknowledge receipt of the sum of FIVE HUNDRED AND NO/100 DOLLARS (\$500.00) from Blue Sky Mining Co. (Frank Clark and Ken Calder) offered as earnest money in connection with that Purchase Agreement dated December 9, 1984, executed by the Blue Sky Mining Co. These funds shall represent the first payment due on January 7, 1985, should the Agreement go into effect after the expiration of the Option period offered W. L. Smith.

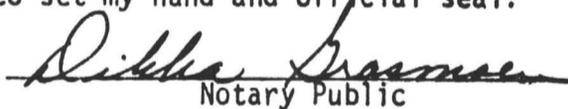
Should W. L. Smith exercise his Option to Purchase by January 7, 1985, thus causing the Purchase Agreement between Blue Sky and Grasmoen to be null and void, I agree to return the sum of FIVE HUNDRED AND NO/100 DOLLARS (\$500.00) to Blue Sky Mining Co.


Edmund B. Grasmoen

STATE OF ARIZONA)
) ss.
COUNTY OF YAVAPAI)

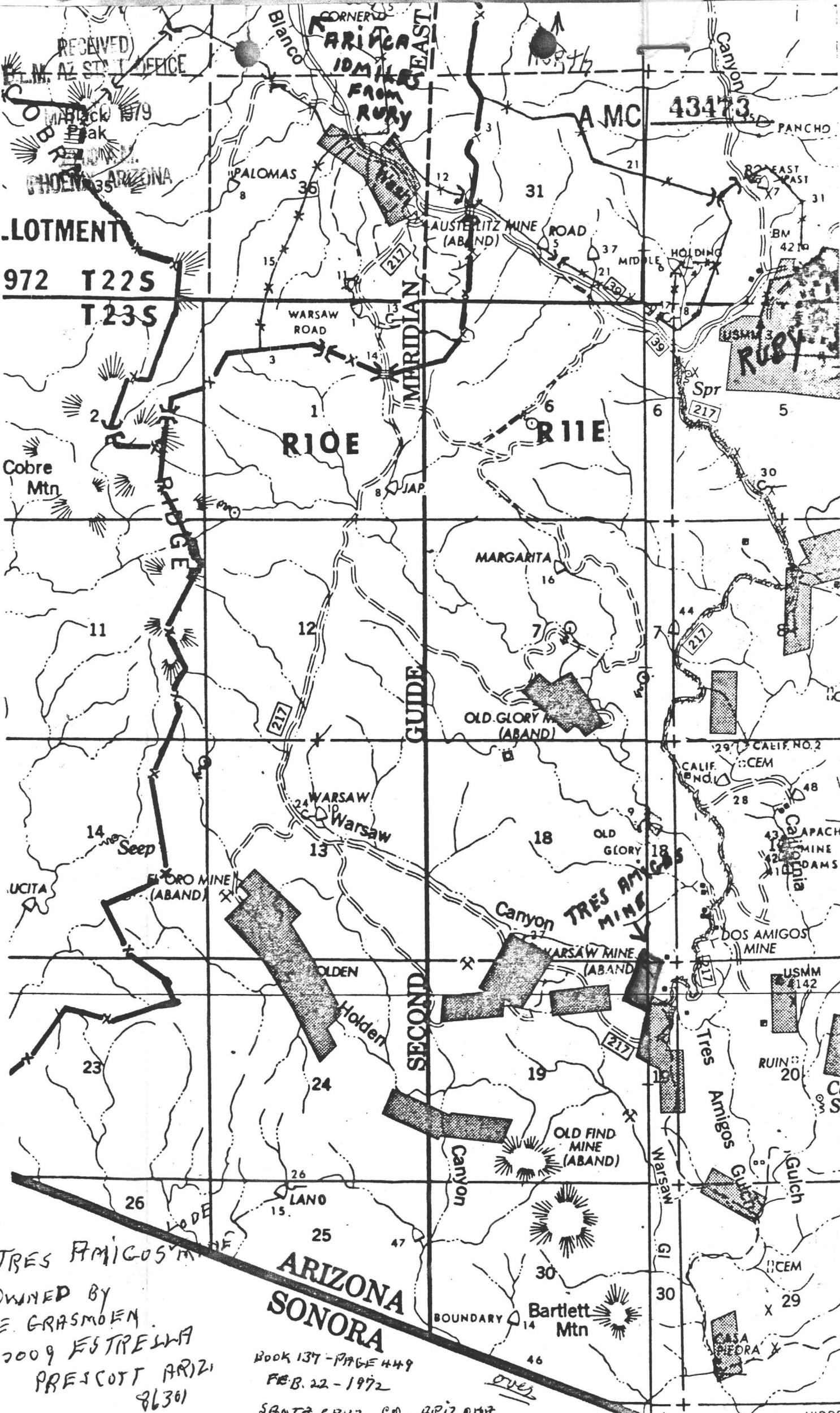
On this, the 9th day of December, 1984, personally appeared EDMUND B. GRASMOEN who acknowledged that he executed the above instrument for the purposes therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.


Notary Public

My Commission Expires:
August 2, 1986

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B.L.M. AZ STATE OFFICE
SEP 12 1985
7:45 A.M.
PHOENIX, ARIZONA



RECEIVED
 U.S. ARMY OFFICE
 FEB 22 1972
 PHOENIX ARIZONA

LOTMENT
 972 T 22 S
 T 23 S

CORNER
 ARIZONA
 10 MILES
 FROM
 RUBY

A MC 43473

EL ORO MINE (ABAND)

R10E

R11E

OLD GLORY MINE (ABAND)

TRES AMIGOS MINE

WARSAW MINE (ABAND)

OLD FIND MINE (ABAND)

TRES AMIGOS MINE
 OWNED BY
 E. GRASMOEN
 2009 ESTRELLA
 PRESCOTT ARIZ
 86301

ARIZONA
 SONORA

BOOK 137 - PAGE 449
 FEB. 22 - 1972
 SANTA CRUZ CO. ARIZONA

over