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Alaska Mental Health Trust Land Office
2600 Cordova Street, Suite 100
Anchorage, Alaska 99503

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Fairbanks Gold Mining, Inc.
5075 South Syracuse Street, Suite 800
Denver, Colorado 80237
Attn: Land Manager

**Third Amendment to Upland Mining Lease
ADL 535408**

This Amendment to Upland Mining Lease ADL 535408 is entered into by and among the ALASKA MENTAL HEALTH TRUST AUTHORITY (“Trust Authority”), a public corporation within the Alaska Department of Revenue (AS 47.30.011 et seq.), acting by and through the State of Alaska, Department of Natural Resources, Trust Land Office (“TLO”) pursuant to AS 37.14.009, AS 38.05.801, and 11 AAC 99 (the Trust Authority and the TLO are collectively referred to as “Lessor”), and Melba Creek Mining, Inc. and Fairbanks Gold Mining, Inc. (collectively referred to as “Lessee”).

The purpose of this Amendment is to modify the above referenced lease as follows:

- (1) Legal Description: the legal description of the Lease Area is amended to include the addition of Parcel B, which is more particularly described in Exhibit A, which is attached and made a part of this Amendment.
- (2) Effective Date of this Amendment: June 1, 2018.

All other terms and conditions of Upland Mining Lease ADL 535408 remain in effect.

This Amendment is attached and made a part of ADL 535408.

EXHIBIT A

Description of Parcel B

A portion of Tract C-3, Township 2 North, Range 2 East, Fairbanks Meridian, Alaska, according to the Alaska State Cadastral Survey Plat file May 24, 1994 as Instrument Number 94-72; Records of the Fairbanks Recording District, Fourth Judicial District, State of Alaska, more particularly described as follows:

Commencing at the Closing Corner marked by a 2 ½" Aluminum cap on an aluminum pipe stamped CC in Section 17, Township 2 North, Range 2 East, Fairbanks Meridian, Alaska and on the western boundary of the aforementioned Tract C-3, being the **True Point of Beginning**;

Thence S. 00°10'51"E. along the westerly boundary of the aforementioned Tract C-3, a distance of 2088.19 ft. to the quarter corner of Section 17 and Section 20, Township 2 North, Range 2 East, Fairbanks Meridian marked by a BLM 3 ¼" brass cap on an iron pipe stamped ¼ S17 S20;

Thence N. 89°52'32"E. along the southerly boundary of Section 17, Township 2 North, Range 2 East, Fairbanks Meridian a distance of 477.91 ft. to a point.

Thence N. 01°11'12"E. a distance of 1254.91 ft. to a point;

Thence N. 31°31'00" W. a distance of 976.55 ft. to the **True Point of Beginning**.

Containing 19.055 Acres, more or less.

