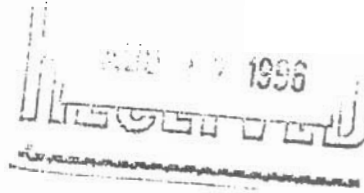




VIA COURIER

July 26, 1996

Northwest Territories Water Board
PO Box 1500
9th Floor, Precambrian Building
Yellowknife, NWT
X1A 2R3



Attention: Ms. Pamela R. LeMouel, Executive Assistant

Dear Ms. LeMouel:

**Re: WATER LICENCE N6L3-0940 - 759290 ONTARIO INC.
WATER LICENCE N7L3-1603 - HOMESTAKE MINERAL DEVELOPMENT
COMPANY LTD.**

Please find enclosed two sets of applications for Assignment of Water Licences for the above-referenced licences, including Declarations of the Licensee and of the Assignee for each. We also enclose two cheques in the amount of \$30.00 each, as required.

Homestake Canada Inc., as the assignee in both cases, is a corporate entity which is able to fulfill all of the conditions of both of the water licences and, as demonstrated in each of the Declarations of the Assignee, accepts all legal rights and obligations conferred by the licences. Copies of the windup and assignment documentation for each of the licenced is also enclosed, for your records.

We trust that this submission fulfills all of the requirements of such assignments. However, should you require any additional documentation or information, please do not hesitate to contact the undersigned.

Sincerely,
HOMESTAKE CANADA INC.

per: **E.J. (Gene) Gulajec**
Land Manager, Canada

KMC/kmc
encls
Proj. No. 2003-11-01
Proj. No. 2002-11-01

cc: **S. Meyer, Homestake Canada Inc.**
DIAND - Nunavut District

Homestake Canada Inc.

1000 700 West Pender Street • Vancouver, British Columbia • V6C 1G8 • Phone: (604) 684-2345 • Fax: (604) 684-9831

DECLARATION OF LICENSEE

I Raymond O. Hampton
(Name)

representing Homestake Mineral Development Company Ltd.
(Name of Licensee)

hereby request the Northwest Territories Water Board to approve the
assignment of Licence No. N7L3-1603 described in this
application.

DATED this 22nd day of July, 19 96 in the
City of Vancouver, British Columbia, Canada.
(City/Town) (Name - City/Town) (Province/Territory)

Raymond O. Hampton
Signature of Applicant
Raymond O. Hampton, Secretary

NORTHWEST TERRITORIES WATERBOARD
APPLICATION FOR AUTHORIZATION
TO ASSIGN A LICENCE

GENERAL INFORMATION

PRESENT LICENSEE: Homestake Mineral Development Company Ltd.
ADDRESS: 1000 - 700 West Pender St., Vancouver, BC
PHONE NO.: (604) 684-2345
LICENCE NUMBER: N7L3-1603 EXPIRY DATE: December 31, 1996
LOCATION: George Lake (Lat 65°55'N Long 107°27'W)
PURPOSE: Water use and waste disposal for industrial use in
exploration, development (and mining associated) uses.
PROPOSED ASSIGNEE: Homestake Canada Inc.
ADDRESS: 1000 - 700 West Pender St., Vancouver, BC
PHONE NO.: (604) 684-2345
PROPOSED DATE OF ASSIGNMENT: November 30, 1995

WATER USE FEES PAID (Current Year)

Amount: \$ 15.00 Receipt No.: C-093687 Date: April 18, 1996

APPLICATION FEE Amount \$30.00

Cheque to be submitted with Application form and made payable to
the RECEIVER GENERAL FOR CANADA

OFFICE USE ONLY Receipt No.: _____ Date: _____

DECLARATION OF ASSIGNEEI Raymond O. Hampton

(Name)

hereby declare that I am a signing authority for the Assignee and

THAT

the Assignee, if a corporate entity, is registered to carry on business in the Northwest Territories as required by Government of Northwest Territories Statutes and

THAT

I request the Northwest Territories Water Board to approve the assignment of Licence No. N7L3-1603 described in the application and

THAT

as of November 30th, 1995, I accept all legal rights
(Date)

and obligations conferred by the Licence referred to in this application, including any obligations of the Licensee which may be outstanding with respect to compliance with the said Licence,
~~including the payment of water licence fees for the year 1995.~~

DATED this 22nd day of July - 1996 in the

City of Vancouver, British Columbia, Canada.
(City/Town) (Name - City/Town) (Province/Territory)



Signature of Applicant

Raymond O. Hampton, Secretary

Homestake Canada Inc.

Name of Company

NORTHWEST TERRITORIES WATERBOARD
APPLICATION FOR AUTHORIZATION
TO ASSIGN A LICENCE

GENERAL INFORMATION

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PHONE NO.: (604) 684-2345
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Amount: \$ 15.00 Receipt No.: C-093687 Date: April 18, 1996

APPLICATION FEE Amount \$30.00

Cheque to be submitted with Application form and made payable to
the RECEIVER GENERAL FOR CANADA

OFFICE USE ONLY Receipt No.: _____ Date: _____



June 7, 1996

Karen McNair
Homestake Canada Inc.
1000 - 700 West Pender Street
VANCOUVER, BC V6C 1G8


Dear Ms. McNair:

As requested, enclosed are two sets of applications for Assignment of Water Licenses.

If you have any questions, please do not hesitate to contact me at (403) 669-2773.

Sincerely,



 Pamela R. LeMouel
Executive Assistant
N.W.T. Water Board



COPY	
BOARD	8
G.W.	1
E.A.	1
W. RES.	orig.
File -	1603



VIA MAIL

February 21, 1996

Northern Affairs Program
Water Resources Division
P.O. Box 1500
Yellowknife, NWT
X1A 2R3

Attention: Yvette Morin, Administrator, Regulatory Approvals Section

Dear Ms. Morin:

Re: WATER LICENCE/REGISTER N7L3-1603

We wish to advise you that Homestake Mineral Development Company changed its name to Homestake Mineral Development Company Ltd. on October 31, 1994 in the course of its continuation as a British Columbia company. We enclose one copy of the Certificate of Continuation under the Company Act for Homestake Mineral Development Company Ltd.

Furthermore, Homestake Mineral Development Company Ltd. is transferring all of its assets and liabilities to its parent company, Homestake Canada Inc. ("HCI"). HCI agrees to assume all responsibilities and obligations under the above noted Water Licence and, therefore, we request that Water Licence/Register N7L3-1603 be amended accordingly to reflect this assignment. Confirmation of this amendment would be appreciated.

Should you require any additional documentation, or have any questions regarding this assignment, please do not hesitate to contact the undersigned.

Sincerely,
HOMESTAKE CANADA INC.

E.J. (Gene) Gulajec
Manager, Canadian Lands

KMC/kmc

cc: Dave Nickerson, NWT Water Board

Homestake Canada Inc.

1000 - 700 West Pender Street • Vancouver, British Columbia • V6C 1G8 • Phone: (604) 684-2345 • Fax: (604) 684-9831

CANADA)	IN THE MATTER OF HOMESTAKE
)	MINERAL DEVELOPMENT COMPANY
PROVINCE OF BRITISH COLUMBIA)	LTD.
)	
TO WIT:)	

I, KAREN L. RIX, a Notary Public in and for the Province of British Columbia, residing in the City of Vancouver, British Columbia, CERTIFY AND ATTEST that the attached documents are copies of the Certificate of Continuation dated October 31, 1994, evidencing the continuation of the Company into British Columbia and the change of name from Homestake Mineral Development Company to Homestake Mineral Development Company Ltd., as issued by the Registrar of Companies for British Columbia;

AND I have compared such attached documents with such original documents or government-certified copies of such documents and have evidenced this certification by subscribing my name and affixing my seal of office.

IN TESTIMONY WHEREOF, I have subscribed my name and affixed my notarial seal of office at Vancouver, British Columbia, this 18th day of December, 1995.



Karen L. Rix
A Notary Public in and for the Province of
British Columbia

NUMBER: C-483344



CERTIFICATE OF CONTINUATION

COMPANY ACT

CANADA
PROVINCE OF BRITISH COLUMBIA

*I Hereby Certify that Homestake Mineral Development Company, which was incorporated under the laws of Wyoming, and duly registered as an extraprovincial company under the laws of British Columbia on March 15, 1966 under certificate number A-7062, has this day been granted a Certificate of Continuation under the *Company Act* under the name HOMESTAKE MINERAL DEVELOPMENT COMPANY LTD.*

*Issued under my hand at Victoria, British Columbia,
on October 31, 1994*

A handwritten signature in cursive script, reading "J. Powell".

JOHN S. POWELL
Registrar of Companies