Permit No. 80315

THE STATE OF NEVADA

PERMIT TO APPROPRIATE WATER

Name of Permittee:	**GOLDEN PREDATOR MINES US, INC**
Source:	**UNDERGROUND**
Basin:	**PUMPERNICKEL VALLEY**
Manner of Use:	**MINING, MILLING AND DEWATERING**
Period of Use:	**JANUARY 1ST THROUGH DECEMBER 31ST**
Priority Date:	**11/24/2010**

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APPROVAL OF STATE ENGINEER

This is to certify that I have examined the foregoing application, and do hereby grant the same, subject to the following limitations and conditions:

This permit is issued subject to all existing rights on the source. It is understood that the amount of water herein granted is only a temporary allowance and that the final water right obtained under this permit will be dependent upon the amount of water actually placed to beneficial use. It is also understood that this right must allow for a reasonable lowering of the static water level at permittee's well due to other ground water development in the area. A measuring device must be installed and measurements of water use kept. A valve must be installed and maintained to prevent waste. The State retains the right to regulate the use of the water granted herein at any and all times.

The permittee shall keep monthly records of the amount of water pumped from the portal and the records must be submitted to the State Engineer on an annual basis within 30 days after the end of each calendar year.

This permit does not extend the permittee the right of ingress and egress on public, private or corporate lands.

The total combined duty of water under Permits 80314 and 80315 shall not exceed 350.0 acre-feet annually.

The manner of use of water under this permit is by nature of its activity a temporary use and any application to change the manner of use granted under this permit will be subject to additional determination and evaluation with respect to the permanent effects on existing rights and the resource within the groundwater basin.

The issuance of this permit does not waive the requirements that the permit holder obtain other permits from State, Federal and local agencies.

The point of diversion and place of use are as described on the submitted application to support this permit.

(Continued on Page 2)

The amount of water to be appropriated shall be limited to the amount which can be applied to beneficial use, **and not to exceed 0.483 cubic feet per second or 350.0 acre-feet annually**.

Work must be prosecuted with reasonable diligence and proof of completion of work shall be filed on or before: **March 21 2013**

Water must be placed to beneficial use and proof of the application of water to beneficial use shall be filed on or before: **March 21 2015**

Map in support of proof of beneficial use shall be filed on or before: **N/A**

IN TESTIMONY WHEREOF, I, JASON KING, P.E.,

State Engineer of Nevada, have hereunto set my hand and the seal of my office, this 21st day of **March**, A.D. **2012**

for P.E.
State Engineer

Completion of work filed _____

Proof of beneficial use filed _____

Cultural map filed _____

Certificate No. _____ Issued _____

Application No. 80315

APPLICATION FOR PERMIT TO APPROPRIATE THE PUBLIC WATERS OF THE STATE OF NEVADA

THIS SPACE FOR OFFICE USE ONLY

Date of Filing in State Engineer's Office NOV 24 2010

Returned to applicant for correction _____

Corrected Application filed _____ Map filed NOV 24 2010 under 80314

The applicant Golden Predator Mines US Inc.

4400 Grass Valley Road (Street Address or P.O. Box) of Winnemucca (City or Town)

Nevada 89445 (State and ZIP Code) hereby make(s) application for permission to appropriate the public waters of the State of Nevada, as hereinafter stated. (If applicant is a corporation, give date and place of incorporation; if a copartnership or association, give names of members.)

GPM US was incorporated in Nevada on August 1, 2006.

1. The source of water is underground
   (Name of the stream, lake, underground, spring or other sources.)
2. The amount of water applied for is 350 acre-feet per year (~~approx. 0.48 cfs~~ 0.48 cfs)
   (One second foot equals 448.83 gallons per minute.)

   SD 11/30/2010 Perennial

   (a) If stored in a reservoir give the number of acre-feet _____
3. The water is to be used for mining and milling
   (Irrigation, power, mining, commercial, domestic or other use. Must be limited to one major use.)
4. If use is for:
   (a) Irrigation, state number of acres to be irrigated N/A
   (b) Stockwater, state number and kind of animals N/A
   (c) Other use (describe fully in No. 12) Underground mining, exploration drilling, mine dewatering
   (d) Power:
      (1) Horsepower developed _____
      (2) Point of return of water to stream _____

Revised 07/09

65-4U

5. The water is to be diverted from its source at the following point: (Describe as being within a 40-acre subdivision of public survey, and by course and distance to a found section corner. If on unsurveyed land, it should be so stated.)

Lot 2 of Section 19, T. 34 N., R. 40 E. M.D.B.&M., or at a point from which the NW corner of said Section 19 bears N18°26"W a distance of 1897.00 feet.

6. Place of use: (Describe by legal subdivision. If on unsurveyed land, it should be so stated)

Portions of Lots 1, 2, 3 & 4 of Section 18 and portions of Lots 1, 2, 3 and the NE1/4NW1/4 of Section 19, T.34N., R.40E., M.D.B.&M. and portions of the E1/2 and E1/2W1/2 of Section 13 and portions of the E1/2NW1/4, NE1/4SW1/4, N1/2SE1/4 and the NE1/4 of Section 24, T.34N.,R39E., M.D.B.&M. (See question 13)

7. Use will begin about January 1 (Month and Day) and end about December 31 (Month and Day) of each year.

8. Description of proposed works. (Under the provisions of NRS 535.010 you may be required to submit plans and specifications of your diversion or storage works.) (State manner in which water is to be diverted, i.e. diversion structure, ditches and flumes, drilled well with a pump and motor, etc.)

Works will consist of a submersible pump, motor, and piping to dewater underground mine workings.

9. Estimated cost of works: $50,000

10. Estimated time required to construct works: 1 year

(If the well is complete, describe works.)

11. Estimated time required to complete the application of water to beneficial use: 5 years

12. Provide a detailed description of the proposed project and its water usage (use attachments if necessary): (Failure to provide a detailed description may cause a delay in processing.)

The Adelaide project will consist of an adit for underground exploration and mining, waste rock storage area, roads, equipment area, and a fuel and lube storage area. When the underground workings reach the water table, dewatering of the workings will be required to continue exploration and mining. The water will be used for mining operations.

13. Miscellaneous remarks:

Applicant owns or controls unpatented mining claims covering the place of use.

Clifford D. Nelson, Jr.
Type or print name clearly

Clifford D. Nelson
Signature, applicant or agent

cnelson@goldenpredator.com
E-mail Address

(775) 538-7389
Phone No.

golden Predator Mines US, Inc.
Company Name

4400 Grass Valley Road
Street Address or PO Box

Winnemucca, NV 89445
City, State, ZIP Code

APPLICATION MUST BE SIGNED BY THE APPLICANT OR AGENT

Revised 07/09 $300 FILING FEE AND SUPPORTING MAP MUST ACCOMPANY APPLICATION

PROTESTED: 12/21/2010 BY PERSHING COUNTY WATER CONSERVATION DIST. w/o 3/18/11