

# Sale Agreement

Vast Mountain Development, Inc. (VMD) Seller wish to Sell 5 entitlements to Mining Global, Inc. with access to land for Loading Tailings for a period of 1 year from 05/28/2014 until 05/28/2015.

## Entitlements numbers being sold

Entitlements No

1-5 50,000 Tons Each of tailings located at the Surgent parcel of the congress mine as described in exhibit A.

All extraction of gold from tailings will be done in accordance will all state and federal guidelines.

Consideration for entitlements will be split of the profits after processing, trucking and refining, after Mining Global, Inc. does its first 2 weeks of testing, at which time full production will start. (With costs not to exceed \$12.00 a ton. A minimum recovery of 90% of the tailings assayed prior to processing by a certified lab). Processing will be Monday thru Friday with payment starting second Monday after full production and will continue every Monday thereafter.

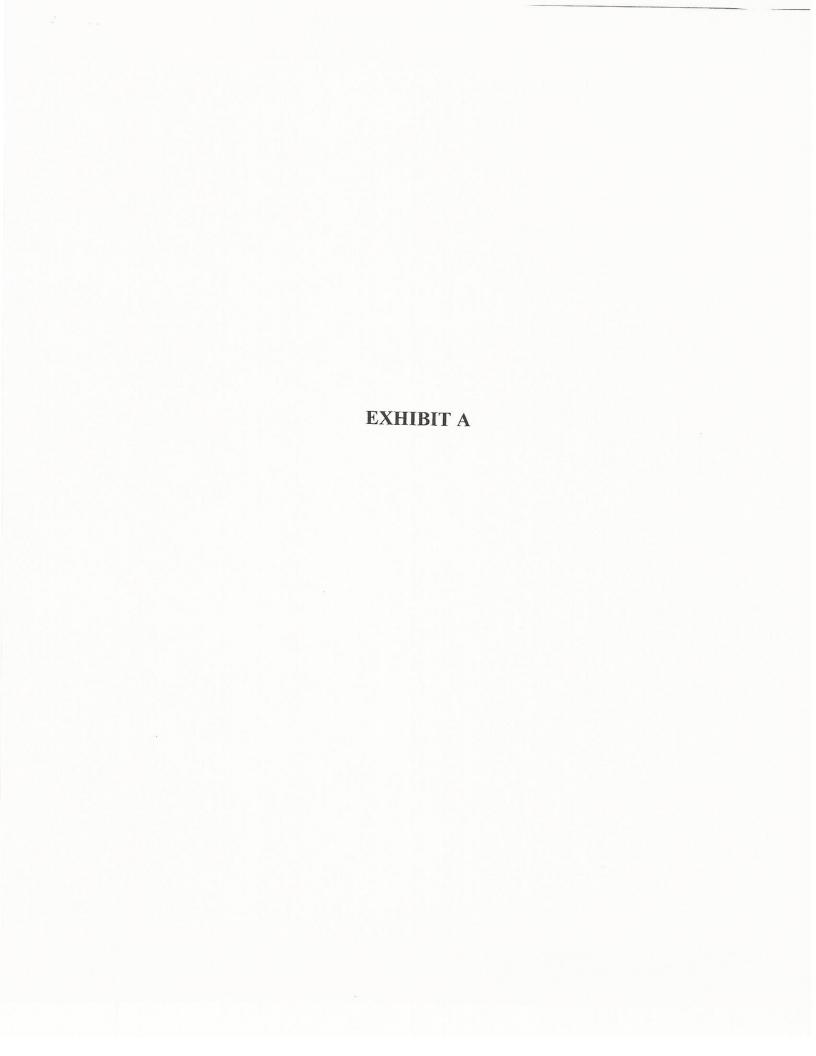
All tailings will be loaded and shipped from the Congress Mine to another location for processing, after processing gold the tailings remaining will belong to Vast Mountain Developments, Inc. for sales.

Any processing for silica after Mining Global Inc. processes Gold will be Vast Mountain Developments, Inc. responsibility.



Mining Global, Inc. Joel J Natario

Vast Mountain Developments, Inc. John D. Owen



#### ORDERED ACCORDINGLY.

The Clerk shall close this adversary file.

Dated: July 24, 2013



1 Christopher H. Bayley #010764 A. Evans O'Brien #026521 2 SNELL & WILMER LLP George B. Nielsen, Bankruptcy Judge One Arizona Center 3 400 E. Van Buren Phoenix, AZ 85004-2202 4 Telephone: (602) 382-6000 Facsimile: (602) 382-6070 5 Internet: cbayley@swlaw.com eobrien@swlaw.com Attorneys for Successor Plaintiff Vast Mountain Development, Inc. 6 7 IN THE UNITED STATES BANKRUPTCY COURT 8 FOR THE DISTRICT OF ARIZONA 9 In Re: Proceedings Under Chapter 7 10 U.S. AMERICAN STONE AND Case No. 2:07-bk-01628-GBN MINERALS, INC., 11 Adv. Proceeding No. 2:09-ap-00281-GBN Debtor. 12 STIPULATED JUDGMENT U.S. AMERICAN STONE AND 13 MINERALS, INC., 14 Plaintiff, 15 16 ROCK BOTTOM LLC, a Delaware limited liability company; KYLE 17 TAUCH, an individual; JAY KRASOFF, an individual; and CHIRON 18 FINANCIAL ADVISORS, LLC, a Texas limited liability corporation, 19 Defendants. 20 21 22 23

24

25

26

Upon consideration of the *Stipulation for Entry of Judgment* filed by Plaintiff Vast Mountain Development, Inc. ("<u>VMD</u>"), and Defendants Rock Bottom, LLC ("<u>Rock Bottom</u>"), Kyle Tauch ("<u>Tauch</u>"), Jay Krasoff ("<u>Krasoff</u>"), and Chiron Financial Advisors, LLC ("<u>CFA</u>") (collectively, Rock Bottom, Tauch, Krasoff, and CFA are referred to as the "<u>Defendants</u>," and VMD and the Defendants are collectively referred to as the "<u>Parties</u>"); and good cause appearing therefor,

		1   IT IS HI	EREBY ORDERED, ADJUDGED, AND DECREED that:	
43		2 A. T.	his Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334	
		3 ar	id 11 U.S.C. § 105;	
	2	B. V	enue is appropriate before this Court pursuant to 28 U.S.C. se 1409;	
	4	C. Al	l counts of VMD's Complaint against Krasoff, Tauch, and CFA are	
	$\epsilon$	DI	SMISSED with prejudice, and VMD shall take nothing from Krasoff, Tauch, or	
	7	CF	FA;	
	8	D. Jud	Igment is entered in favor of VMD and against Rock Bottom on Counts I, II, III,	
	9	VI	I, and VIII of VMD's Complaint in the total sum of \$50,000,000;	
	10	E. Sin	ce its acquisition of the Surgent Claims on or about June 12, 2007, Rock	
	11	Bo	tom has held the Surgent Claims in constructive trust for VMD, as successor to	
	N	US	ASM;	
	2 13 Marie 13	F. Jud	gment is entered in favor of VMD and against Rock Bottom on Count XII of	
	Shell of the state	VM	D's Complaint for constructive trust;	
U	15 16 April 16	G. Jud	gment is entered in favor of VMD on Count XI of VMD's Complaint for quiet	
		title	of the Surgent Claims;	
	17	H. VM	D is the lawful owner of the Surgent Claims with the following legal	
	18	desc	ription:	
	19 20	PARCEL VIII:		
	21	Surface rights to a depth of 40 feet of the "WHY NOT" Lode Mining Claim, located in Martinez Mining District, designated by the Surveyor General as Lot No. 42, known as Mineral Certificate No. 193, and described in Patent No. 18636, dated October 06, 1801		
	22	1891, in the office of the County Populary CV		
	23	Page 493, records of Yavapai County.		
	24	PARCEL IX:		
	25	Surface rights to a depth of 40 feet of the "NIAGARA" Lode Mining Claim, located in Martinez Mining District, designated by the Surveyor General as Lot No. 40 A, known as Mineral Certificate No. 191, and described in Patent No. 18634, dated October 200, 18634.		
	26	Certificate No. 191, and described in Patent No. 18634, dated October 06, 1891, recorded December 19, 1891, in the office of the County Recorder of Yavapai County, Arizona, in Book 30 of Deeds, Page 484, records of Yavapai County.		
	Case	00. an 00204 and	- 2 -	
	Case	<del>(09,</del> ap-00281-GBN	Doc 257 Filed 07/24/13 Entered 07/25/13 08:32:07 Desc Main Document Page 2 of 6	

### PARCEL X:

1

2

3

4

6

7

8

9

10

11

12

13

14

15

20

21

22

23

24

25

26

Surface rights to a depth of 40 feet of the "EXCELSIOR" Lode Mining Claim, located in Martinez Mining District, designated by the Surveyor General as Lot No. 44, known as Mineral Certificate No. 218, and described in Patent No. 21242, dated May 11, 1892, recorded February 14, 1894, in the office of the County Recorder of Yavapai County, Arizona, in Book 33 of Deeds, Page 620, records of Yavapai County.

## PARCEL XI:

Surface rights to a depth of 40 feet of the "OHIO" Lode Mining Claim, located in Martinez Mining District, designated by the Surveyor General as Lot No. 1190, known as Mineral Certificate No. 288, and described in Patent No. 27181, dated June 23, 1896, recorded March 18, 1897, in the office of the County Recorder of Yavapai County, Arizona, in Book 41 of Deeds, Page 107, records of Yavapai County.

#### PARCEL XII:

Surface rights to a depth of 40 feet of the "RICH QUARTZ" Lode Mining Claim, located in Martinez Mining District, designated by the Surveyor General as Lot No. 1192, known as Mineral Certificate No. 291, and described in Patent No. 27182, dated June 23, 1896, recorded March 18, 1897, in the office of the County Recorder of Yavapai County, Arizona, in Book 41 of Deeds, Page 97, records of Yavapai County.

## PARCEL XIII:

Surface rights to a depth of 40 feet of the "GOLDEN EAGLE" Lode Mining Claim, located in the Martinez Mining District, designated by the Surveyor General as Lot No. 1191, known as Mineral Certificate No. 289, and described in Patent No. 27227, dated July 03, 1896, recorded March 18, 1897 in the office of the County Recorder of Yavapai County, Arizona, in Book 41 of Deeds, Page 100, records of Yavapai County.

## PARCEL XIV:

Surface rights to a depth of 40 feet of the "INCLINE" Lode Mining Claim, located in Martinez Mining District, designated by the Surveyor General as Lot No. 1193, known as Mineral Certificate No. 290, and described in Patent No. 27228, dated July 03, 1896, recorded March 18, 1897, in the office of the County Recorder of Yavapai County, Arizona, in Book 41 of Deeds, Page 94, records of Yavapai County.

#### PARCEL XVI:

Surface rights to a depth of 40 feet of the OLD STATE Lode Mining Claim, located in Martinez Mining District, designated by the Surveyor General as Lot No. 1189, known as Mineral Certificate No. 287, and described in Patent No. 27441, dated October 6, 1896, recorded March 18, 1897, in the office of the County Recorder of Yavapai County, Arizona, in Book 41 of Deeds, Page 110, records of Yavapai County.

EXCEPTING therefrom Parcels VIII and IX, the following described property:

	2	BEGINNING at the Portal of the No. 3 shaft on the Congress Vein, which is South 70 degrees, 50 minutes 56 seconds East 1217.64 feet from U.S. Mineral Monument NO. 1;		
	3 4 5	Thence Portal No. 3 Shaft to Corner 1. South 12.1		
		Thence from Corner 1 to Corner 2 North 76 days		
		Thence from Corner 2 to Corner 3 North 12 december 12		
	6	Thence from Corner 3 to Corner 4 South 76 dogges 44		
	7 8 9	Thence from Corner 4 to Corner 5, South 13 degrees, 16 minutes West, 200 feet;		
		Thence from Corner 5 to Corner 6, South 28 degrees, 00 minutes East, 132 feet;		
		Thence from Corner 6 to Corner 7, Due West 36 feet;		
		Thence from Corner 7 to Corner 1, North 37 degrees, 00 minutes West, 145 feet.		
	0 <sub>61</sub> 11	(AFFECTS THE WHY NOT MINING CLAIM AS SHOWN AS PARCEL VIII HEREIN)		
Wilmer	12 12 12 12 12 12 12 12 12 12 12 12 12 1	BEGINNING at a point on the footwall of the No. 5 Niagara Shaft, designated as Stake S22, which is South 56 degrees, 06 minutes, 40 seconds East, 3411.28 feet from U.S. Mineral		
\[ \sqrt{3} \right  \\ \\ \  \\ \\	15 15 14 14 14 14 14 14 14 14 14 14 14 14 14	Thence S. 22, South 50.00 feet to Corner 1;		
Snell &	10 11 11 12 12 13 14 15 16 17 18 17 18 19 19 18 19 19 19 10 17 18 19 19 10 10 10 10 10 10 10 10 10 10	Thence from Corner 1, West 50.00 feet to Corner 2;		
		Thence from Corner 2, North 130.00 feet to Corner 3;		
		Thence from Corner 3, East 100.00 feet to Corner 4;		
		Thence from Corner 4, South 130.00 feet to Corner 5;		
		Thence from Corner 5, West 50.00 feet to Corner 1 and the POINT OF BEGINNING.		
		(AFFECTS THE NIAGARA MINING CLAIM AS SHOWN AS PARCEL IX HEREIN)		
		I. Rock Bottom has no right, title, or interest in the Surgent Claims;		
	22	J. Each Party shall bear its own attorneys' fees and costs; and		
	23 24 25	K. There are no further causes of action to be adjudicated in this adversary		
		proceeding.		
		DATED AND SIGNED ABOVE.		
	26			

	paret					
	2 3 4 5	AGREED TO AS TO FORM AND CONTENT:				
		POCK BOTTON IV	AUCH:			
		By: Chiron Equities LLC, sole member, By	v. Mahh			
		By: Waste Note No	ame: Kyle Tauch, an individual			
	7	7771	RASOFF:			
	8	CHIRON FINANCIAL ADVISORS, LLC By	:			
	9	By: Evitable Na	me: Jay Krasoff, an individual			
c 1900	10	By: Name: WALTER MCNEIL				
mer 	11   12   12   12   12   12   12   12	Title: Vice Pres				
Spell & Wilmer LAW OFFICES LAW	13	VAST MOUNTAIN DEVELOPMENT, INC.				
CAN AND THE PROPERTY OF THE PR	14	Ву:				
Sn Arman C	One Articus Center, Articus 12, 12, 12, 12, 13, 14, 15, 15, 16, 16, 16, 16, 16, 16, 16, 16, 16, 16	By: Name:				
One		Title:				
	17					
	18 19 20 21					
	22					
	23					
	24					
	25   26					
	-0					
	And the state of t	- 3 -				
	11	17351919				

1

3

AGREED TO AS TO FORM AND CONTENT: ROCK BOTTOM, LLC TAUCH: Chiron Equities LLC, sole member Bv: Name: Kyle Tauch, an individual By: Name: Title: KRASOFF: CHIRON FINANCIAL ADVISORS, LLC By Name. Jay Krasoff, an individual Name:

25

26