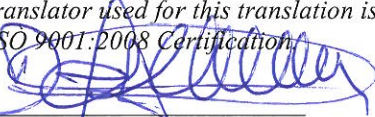


Certified English Translation dated September 26 2013, of the Medinah Notarized Contract of the Exchange of Mining Properties and Shares dated September 16 2013

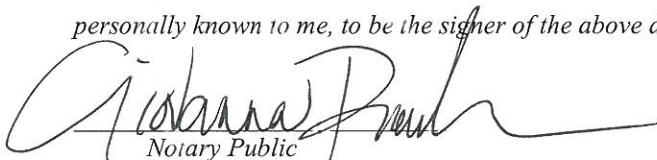
I, David Utrilla, President of the U.S. Translation Company, certify that this Spanish to English translation for Medinah Minerals was made from a copy of the original document and is true and accurate. U.S. Translation Company is not certifying the validity of the original document, only certifying the accuracy of the translation. The translator used for this translation is qualified and approved by our company according to our Quality Compliance ISO 9001:2008 Certification.



David Utrilla – President
U.S. Translation Company

State of Utah)
County of Salt Lake)

On September 26 2013 David Utrilla personally appeared before me, who is personally known to me, to be the signer of the above document, and he acknowledged that he signed it.



Notary Public



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CONTRATO DE PERMUTA DE PERTENENCIAS MINERAS Y ACCIONES
(CONTRACT OF THE EXCHANGE OF MINING PROPERTIES AND SHARES)

MEDINAH MINERALS INC.

TO

JUAN JOSE QUIJANO FERNANDEZ AND OTHERS

In Santiago, Republic of Chile, on the sixteenth of September, 2013, before me, **GONZALO SERGIO MENDOZA GUIÑEZ**, Lawyer, Alternate Notary Public for Mrs. **Antonieta Mendoza Escalas**, [notary] of the Sixteenth Notary [district or jurisdiction responsible for] the Mining Sector in Santiago, with my Office located at 2750 Sebastian Street, Las Condes [district in Santiago], hereby appeared before me "MEDINAH MINING CHILE", RUT #96924550-7 (ninety-six million nine hundred twenty-four thousand five hundred fifty hyphen seven) represented by its manager, attorney **JUAN JOSE QUIJANO FERNANDEZ**, national identity card number 5109964-8 (five million one hundred nine thousand sixty-four hyphen eight), according to the public records of the Extraordinary Shareholders Meeting and Board Session of July 19, 2011, executed by the Notary Public of Santiago, Mrs. Antonieta Mendoza Escalas; "MEDINAH MINERALS, INC." north American enterprise represented by its President **Mr. JUAN JOSE QUIJANO FERNANDEZ** and according to its Board's Agreement dated August 23, 2013, duly identified, both residing at El Vergel Street,

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#2316, Providencia, Santiago, as parties to the “PROJECT MINERO ALTOS DE LIPANGUE”, which is located in the Community areas of Lampa and Curacavi, Metropolitan Region, Chile, and on the other hand, as owners of shares in the “**Medinah Mining Chile**” company and as owners of several mining properties located on the “**Lipangue Mining Project**” hereby appear [before me] the “COMPANIA MINERA ALTOS DE LIPANGUE LIMITADA”, RUT #78388060-0 (seventy-eight million three hundred eighty-eight thousand eight hundred sixty hyphen zero), legally represented by Mr. **JUAN JOSE QUIJANO FERNANDEZ**, according to the Public Records of October 20, 1994, executed by the Notary Public of Santiago, Mr. Eduardo Pinto Peralta, Chilean, attorney, holder of national identity card #5109964-8 (five million one hundred nine thousand sixty-four hyphen eight); who also represents himself; and Mr. **JUAN JOSE QUIJANO CLARO**, Chilean, attorney and with a degree in Business, holder of national identity card number 13473590-9 (thirteen million four hundred seventy-three five hundred ninety hyphen nine), residing at street El Vergel #2316, Providencia, Santiago, all of whom are of legal age, hereby agree and declare the following: **FIRST:** The appearing parties “**MEDINAH MINERALS, INC**”; “**COMPANIA MINERA ALTOS DE LIPANGUE LIMITADA**”; Mr. **JUAN JOSE QUIJANO FERNANDEZ**, acting in behalf of himself and in representation of the previously mentioned companies and Mr. **JUAN JOSE QUIJANO CLARO**, acting in behalf of himself, have agreed to carry out the exchange of shares and mining properties, which will be detailed in the third clause of this document. “Medinah Minerals, Inc” hereby declares based on the agreement duly signed on August 23, 2013, that this company will purchase by means of exchange in favor of “Medinah Mining Chile”, all of the individual mining



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properties listed in the second clause, located in the “Altos de Lipangue” mining sector and currently owned by Mr. Juan Jose Quijano Fernandez and his represented “Compania Minera Altos de Lipangue Limitada” and will also purchase those properties owned by Mr. Juan Jose Quijano Claro, located in the previously mentioned mining sector.

SECOND: The “Proyecto Minero Altos de Lipangue” mining concessions cover a surface area of 3,961 hectares, including some under “Compania Minera Altos de Lipangue Limitada” name; others under Mr. Juan Jose Quijano Fernandez name and others under Mr. Juan Jose Quijano Claro name, which are part of the exchange according to the terms and conditions which are detailed in the following clause as follows: **I) Mining properties owned by “Compania Minera Altos de Lipangue Limitada”:** 1st. **Mining properties “Millalelfun 1 – 55”** currently owned by “Compania Minera Altos de Lipangue Ltda” and within which is located the Gordon breccia, with a surface area of 275 hectares. The judicial decision and certificate of measures are recorded in the Property Record #11, page 18 of 1991. This ownership is registered under its name on page 40, record number 22 of the Property Registry, of 1993, kept by the Mines Custody Department of Santiago. **II) Mining properties owned by Mr. JUAN JOSE QUIJANO FERNANDEZ:** 2nd. **Mining properties “Gordon 61 – 118”** owned by Juan Jose Quijano Fernandez, with a surface area of 278 hectares, with the continuation of the porphyric breccia. The judicial decision and certificate of measures are recorded in the Property Record, page 139, record #22, of the Property Registry, of



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2001, kept by the Mines Custody Department of Santiago. **3rd. Mining properties “Gran Martin 1-54”** owned by Juan Jose Quijano Fernandez, with a surface area of 268 hectares. The judicial decision and certificate of measures are recorded in page 433, #111 of the Property Registry of 2008, kept by the Mines Custody Department of Santiago. **4th. Mining properties “Martin 1-47”** owned by Juan Jose Quijano Fernandez, with a surface area of 233 hectares. The judicial decision and certificate of measures are recorded in page 418, #109 of the Property Registry of 2008, kept by the Mines Custody Department of Santiago. **5th. Mining properties “Dona Amparo 1 – 44”** owned by Mr. Juan Jose Quijano Fernandez, with a surface area of 220 hectares. These properties are measured and registered by the Trial Court of Colina, roll #V -417-2011. The statement of discovery is recorded in the Discovery Records, pages 544 and 545, record #297, of the year 2011, kept by the Mines Custody Department of Santiago. **6th. Mining properties “Amparito 1 – 34”** owned by Mr. Juan Jose Quijano Fernandez, with a surface area of 204 hectares. These properties are measured and registered by the Trial Court of Colina, roll #V -417-2012. The statement of discovery is recorded in the Discovery Records, page 282, record #162 of 2012, kept by the Mines Custody Department of Santiago. **7th. Mining properties “Guadalupe 1 – 59”** owned by Juan Jose Quijano Fernandez, with a surface area of 192 hectares. These properties have their judicial decision and certificate of measures. Their judicial decision and certificate of



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measures are recorded in page #400, record #107 of the Property Registry of 2008, kept by the Mines Custody Department of Santiago. **8th. Mining properties “Puma 1 – 50”** owned by Juan Jose Quijano Fernandez, with a surface area of 192 hectares. These properties have their judicial decision and certificate of measures. Their judicial decision and certificate of measures are recorded in page #400, record #119 of the Property Registry of 2012, kept by the Mines Custody Department of Santiago. **9th. Mining properties “Puma 61 – 116”** owned by Juan Jose Quijano Fernandez, with a surface area of 220 hectares. These properties have their judicial decision and certificate of measures. Their judicial decision and certificate of measures are recorded in page 416, #120 of the Property Registry of 2012, kept by the Mines Custody Department of Santiago. **10th. Mining properties “Paloma 1 – 36”**, owned by Juan Jose Quijano Fernandez, with a surface area of 166 hectares. The judicial decision and certificate of measures are recorded in page 425, record #110 of the Property Registry of 2008 kept by the Mines Custody Department of Santiago. **11th. Mining properties “Bonita 1 – 4”** owned by Mr. Juan Jose Quijano Fernandez, with a surface area of 16 hectares. These properties are measured and registered by the Trial Court of Colina, roll #V -171-2012. The statement of discovery is recorded in the Discovery Records of 2012, page 284, record #164, kept by the Mines Custody Department of Santiago. **12th. Mining properties “Altamira 1 – 30”** owned by Mr. Juan Jose Quijano Fernandez, with a



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surface area of 150 hectares. These properties have their judicial decision and certificate of measures. Their judicial decision and certificate of measures are recorded in page 37, #39 of 1998, in the Registry of Discovery, kept by the Mines Custody Department of Santiago. **13th. Mining properties “Larissa 1 – 114”** owned by Mr. Juan Jose Quijano Fernandez, with a surface area of 254 hectares. These properties have their judicial decision and certificate of measures. Their judicial decision and certificate of measures are recorded in page 5, #2, in the Property Registry of 2011, kept by the Mines Custody Department of Santiago. **III) Mining properties owned by Mr. Juan Jose Quijano Claro: 14th. Mining properties “Colihues 1 – 40”**, owned by Mr. Juan Jose Quijano Claro, with a surface area of 200 hectares. These properties have their judicial decision, and its certificate of measures is recorded in page 36, #10, in the Property Registry of 1996, and its ownership is recorded in page 355, #95 in the Property Registry of 2008, kept by the Mines Custody Department of Santiago. **15th. Mining properties “Antonio 1 – 20”**, owned by Mr. Juan Jose Quijano Claro, with a surface area of 100 hectares. These properties have their judicial decision, and its certificate of measures is recorded in page 118 record #44 in the Property Registry of 1997, and its ownership is recorded in page 355, #95 in the Property Registry of 2008, kept by the Mines Custody Department of Santiago. **IV) Mining properties owned by “Medinah Mining Chile”: 16th**. Mining properties “Juan Jose 1-40” with a surface area of 200 hectares, owned by “Medinah



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Mining Chile”. 17th. Mining properties “Concordia 1 – 45” owned by Medinah Mining Chile, with a surface area of 225 hectares. 18th. Mining properties “Lo Amarillo 1 – 72”, owned by Medinah Mining Chile, with a surface area of 288 hectares. 19th. Mining properties “Mercedes 1 – 33”, owned by Medinah Mining Chile, with a surface area of 160 hectares. 20th. Mining properties “Los Amigos 1-10, reduced to Los Amigos 1-9”, owned by Medinah Mining Chile, with a surface area of 45 hectares. 21th. Mining properties “Gordon 1-31”, owned by Medinah Mining Chile, surface area of 108 hectares. **THIRD:** The parties hereby agree to exchange shares and mining properties as follows: 1st. Mr. Juan Jose Quijano Fernandez in representation of the “Compania Minera Altos de Lipangue Limitada” hereby agrees to deliver, grants and transfers by means of the **exchange in favor of Medinah Minerals, Inc**”, which hereby receives and accepts by its President and Director authorized by the Board meeting of August 23, 2013, the quantity of 2,450 shares of “Medinah Mining Chile”, which are recorded on page 312, record #492, of the Registry Book of Shareholders and Shares kept by the Mines Custody Department of Santiago, of 2000; and at the same time; “**MEDINAH MINERALS, INC**” issues, in order to formalize the exchange, fifty million free trading shares of the company to Juan Jose Quijano Fernandez, which delivery should be complete before September 30, 2013, in his own name or in the name of whoever he specifies. This exchange is settled since the value assigned to the shares and to the mining properties of

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both parties is equivalent, without leaving any unsettled balance by either party. 2nd. Mr. Juan Jose Quijano Fernandez, representing himself, hereby agrees to deliver, grants and transfers by means of the **exchange in favor of “Medinah Minerals, Inc”**, which hereby receives and accepts by its President and Director authorized by the Board meeting of August 23, 2013, the quantity of 2,450 shares of “Medinah Mining Chile”, which are recorded on page 312, record #492, of the Registry Book of Shareholders and Shares kept by the Mines Custody Department of Santiago, of 2000; and at the same time; **“MEDINAH MINERALS, INC”** issues, in order to formalize the exchange, fifty million free trading shares of the company to Juan Jose Quijano Fernandez, which delivery should be complete before September 30, 2013, in his own name or in the name of whoever he specifies. 3rd. “Compania Minera Altos de Lipangue Limitada” represented by Mr. Juan Jose Quijano Fernandez, hereby delivers, grants and transfers to “Medinah Mining Chile” the mining properties called “Millalefun 1-55”, with judicial decision and certificate of measures recorded in page 18, #11, of the Property Registry of 1993, kept by the Mines Custody Department of Santiago, which are hereby received and accepted by its duly authorized representative, Mr. Juan Jose Quijano Fernandez. For the purpose of this exchange, the **“Medinah Minerals, Inc” company will issue 100 million**



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shares to “Compania Minera Altos de Lipangue Limitada” before September 30, 2013, in its name or in the name of whoever it specifies. This exchange is settled since the value assigned to the shares and to the mining properties of both parties is equivalent, without leaving any unsettled balance by either party. 4th. At the same time Mr. Juan Jose Quijano Fernandez, owner of the individual mining properties indicated by names and registration numbers in second clause hereby fully reproduced for the purpose of the exchange as follows: a) Gordon 1 – 118 ,b) Gran Martín 1 – 54 ; c) Martín 1 – 47” ; d) Doña Amparo 1 – 44 ; e) Amparito 1 – 34 ;f) Guadalupe 1 -60 ; g) Puma 1-50 ; g) Puma 61 – 116 ; h) Paloma 1-36 ; i) Larissa 61 – 114 ; j) Bonita 1-4 ; k) Altamira 1-30; **all of which are hereby exchanged, delivered, granted and transferred to “Medinah Mining Chile**, which in turn are hereby received and accepted and which are exchanged for 75 million free trading shares which , “Medinah Minerals, Inc.” will issue before September 30, 2013 in his own name or in the name of whoever he specifies. This exchange is settled since the value assigned to the shares and to the mining properties of both parties is equivalent, without leaving any unsettled balance by either party. 5th. At the same time Mr. Juan Jose Quijano Fernandez, owner of the individual mining properties indicated by names and registration numbers in second clause as follows: **a) Colihues 1-40**; with judicial decision, and its certificate of measures is recorded in page 36, #10, in the Property Registry of 1996, and its ownership is recorded in page 355, #95 in the Property Registry of 2008, kept by the Mines Custody Department of Santiago. **b) Antonio 1-10**; with judicial decision, and certificate of measures recorded in page 18, record #14, in the Property Registry of 1997 and its ownership is recorded in page 355



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#95, in the Property Registry of 2008 kept by the Mines Custody Department of Santiago. Mr. Juan Jose Quijano Claro does hereby exchange, deliver, grant and transfer the corresponding individual mining properties to “Medinah Mining Chile” which are hereby received and accepted, and which are exchanged for 75 million free trading shares which “Medinah Minerals, Inc” will issue before September 30, 2013, to Mr. Juan Jose Quijano Claro. This exchange is settled since the value assigned to the shares and to the mining properties of both parties is equivalent, without leaving any unsettled balance by either party. **FOURTH:** The term to execute this exchange agreement is thirty days from today. **FIFTH:** It is hereby agreed between “Medinah Mining Chile” and “Medinah Minerals, Inc.”, and with Mr. Juan Jose Quijano Fernandez; Mr. Juan Jose Quijano Claro and with “Compania Minera Altos de Lipangue Limitada” that if the mining properties exchanged by this act are undertaken as mining options, trading, merging, partnership, or any other third party operation, the ownership interest obtained as royalty or production will be equally shared by the parties. **SIXTH:** The legal fees and the registration cost of the corresponding shares and mining properties will be equally covered by both parties. **SEVENTH:** The respective documents are not herein attached since they are previously acknowledged by both parties, including the “Medinah Minerals, Inc” Board of Directors Agreement dated August 23, 2013 authorizing its President, Mr. Juan Jose Quijano Fernandez, to legally sign the corresponding public instruments of the exchange of shares and mining properties, specified herein and to register all documents as required.



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EIGHTH: The attorney Mr. Juan Jose Quijano Fernandez is hereby empowered and authorized to modify and rectify any reference errors which might be found in the registration description of the respective group of mining properties or shares under this exchange. **NINTH:** For the purposes of this contract, the parties hereby declare to be residents of Chile and to be subject to Chilean laws. This document was written by the Attorney of Mr. Juan Jose Quijano F. Signed as a correct record by the parties. I attest.

[Signature]

[Signature and Fingerprint]

JUAN JOSE QUIJANO FERNANDEZ

[Handwritten: 5.109.964-8]

On his own behalf and on behalf of "MEDINAH MINING CHILE"

On behalf of MEDINAH MINERALS, INC

On his own behalf and on behalf of COMPANIA MINERA ALTOS DE LIPANGUE
LIMITADA

[Signature and Fingerprint]

JUAN JOSE QUIJANO CLARO

[Handwritten: 13.473.530-9]

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[Signature]

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Folder J. Quijano: Permula: Medinan Minerals a Altos de Lipangue y Ols.

[Stamp: AUTHORIZATION ON THE BACK]



I HEREBY CERTIFY THIS DOCUMENT AS A TRUE COPY
OF THE ORIGINAL, ANTONIETA MENDOZA ESCALAS,
NOTARY PUBLIC OF SANTIAGO.....

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[Stamp: Sept. 16, 2013]

[Signature]

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