

GEO SOUTHWEST, LTD
dba
GEO SOUTHWEST, LP

PO Box 353
9751 Hwy 86
Silverton, Texas 79257

Direct: 806-292-0197
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gms@midplains.com

April 23, 2014

Mr. James Hollen
Senior Mine Reclamation Specialist/Geologist
Mining Act Reclamation Program, Mining & Minerals Division
New Mexico Energy, Minerals & Natural Resources Dept.
Wendell Chino Building – 3rd Floor, Room 360
1220 S St. Francis Drive
Santa Fe, New Mexico 87505



Re: Transfer of Permit No. LU009RE
Former ASARCO Deming Mill

Dear Mr. Hollen:

GEO SOUTHWEST LTD has recently purchased the former ASARCO property in Luna County from Le Petomane XXV, Inc. in its capacity as Trustee of the ASARCO Multi-State Custodial Trust. A certified copy of the deed that conveys this property is enclosed. The purpose of this letter is to request transfer of the permit for the Site, Permit No. LU009RE.

Permit Area includes:

1. The mill proper which is located in the SE ¼ SE ¼ of Section 20 and the NE ¼ NE ¼ of Section 29 in T23S, R9W, N.M.P.M, between the Peru Mill Road and the AT&SF Railroad right-of-way.
2. A 54.273 acre tract on the east side of Peru Mill Road that includes 34.340 acres in Section 20 and 19.933 acres in Section 21.
3. A 102.625 acre tract located north of the Mimbres River in both Sections 20 and 21. This tract includes the recovered ASARCO tailings, two monitor wells and the borrow pit from which material used in the reclamation was obtained.

I emailed to you on 8/23/12 a pdf file of the survey that showed the metes and bounds description of items 2 and 3 of the permit area. Please let me know if you would like a printed copy of this survey.

- I. Name and address of the current permittee:

Le Petomane XXV, Inc. not individually but solely in its representative capacity as
Trustee of the ASARCO Multi-State Custodial Trust
35 East Wacker Drive, Suite 1550
Chicago, Illinois 60601

II. Name and address of the applicant:

GEO SOUTHWEST, LP
PO Box 353
Silverton, Texas 7925

III. Name and street address of applicant's resident agent:

John Strand
1001 Dona Ana Rd SE
Deming, New Mexico 88030

IV. Applicant ownership and management:

GEO SOUTHWEST, LTD is a Texas Limited Partnership which will conduct business in New Mexico as GEO SOUTHWEST, LP since the New Mexico Office of the Secretary of State requires that LP be used instead of LTD to abbreviate Limited Partnership. GEO SOUTHWEST, LTD's General Partner and manager is METAL SOUTHWEST, LLC, a Texas Limited Liability Company whose president and sole owner is Gerald Smith. A list of the Limited Partners of GEO SOUTHWEST, LTD is enclosed.

V. Closeout plan and financial assurance:

The previously submitted draft closeout plan and financial assurance proposal will be updated and resubmitted once the permit is transferred.

VI. Mining operations:

There are no mining operations or mineral leases owned or controlled by GEO SOUTHWEST, LTD. Gerald Smith, owner of GEO SOUTHWEST, LTD's General Partner holds 13 BLM load mining claims in Sierra County, New Mexico (Point of Rocks # 1-13) which have had no development activity.

VII. Public notice:

The following public notice will be published in The Deming Headlight and proof of that publication submitted to you.

GEO SOUTHWEST, LP has applied for transfer of Permit LU009RE of the ASARCO Deming Mill and Tailing Facility located approx. one-mile northwest of Deming, in Luna County New Mexico. The Applicant is GEO SOUTHWEST, LP, PO Box 353, Silverton, Texas 79257. The Permittee is: Le Petomane XXV, Inc., not individually but solely in its representative capacity as Trustee of the ASARCO Multi State Custodial Trust, 35 East Wacker Drive – Suite 1550, Chicago, Illinois 60601. Any person whose interests may be adversely affected by the transfer may submit written comments to the Director of the Mining and Minerals Division at: 1220 South St. Francis Dr., Santa Fe, NM 87505 within 30 days of the date of this posting.

VIII. Permit transfer fee:

A check in the amount of \$250 made out to New Mexico Mining & Minerals Division is enclosed.

We respectfully request that Permit No. LU009RE be transferred to GEO SOUTHWEST, LP. Please contact me if you have any questions or need more information.

Sincerely,

A handwritten signature in cursive script, appearing to read "Gerald Smith". The signature is written in black ink and is positioned above the typed name and title.

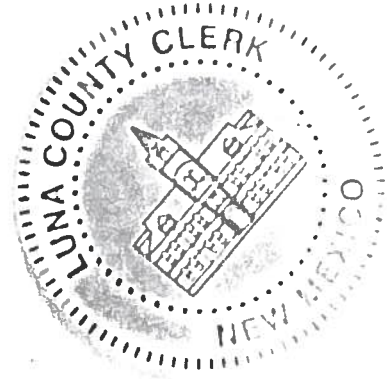
Gerald Smith, President
METAL SOUTHWEST, LLC
General Partner of
GEO SOUTHWEST, LTD dba
GEO SOUTHWEST, LP

State of New Mexico
County of Luna
I certify the within to be a true copy of the
above titled instrument on file and of record
in my office.
Witness my hand and seal this
10th day of April 2014
Andrea Rodriguez
CLERK, LUNA COUNTY
DEMING, NEW MEXICO
Deputy

This document drafted by
and should be returned to:

Tanya C. O'Neill
Foley & Lardner LLP
777 E. Wisconsin Avenue
Milwaukee, WI 53202

LUNA COUNTY-NM
ANDREA RODRIGUEZ, CLERK
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BY MDUARTE



QUIT CLAIM DEED

DATE: April 9, 2014

ASARCO MULTI-STATE CUSTODIAL TRUST, an environmental remediation trust ("Grantor"), for and in consideration of the sum of TWO HUNDRED SEVENTY-FIVE THOUSAND AND 00/100 DOLLARS (\$275,000.00), and other good and valuable consideration, the receipt and sufficiency whereof are hereby acknowledged, does hereby CONVEY and QUITCLAIM, unto GEO SOUTHWEST, LTD., A TEXAS LIMITED PARTNERSHIP ("Grantee"), all of the Grantor's right, title and interest, if any, in and to (a) those certain tracts of land located in Deming, Luna County, New Mexico, as more particularly described in Exhibit A attached hereto and incorporated herein by this reference for all purposes; (b) strips and gores between such tract(s) of land and any abutting properties owned and held under fence by Grantor; (c) any land lying in or under the bed of any creek, stream or waterway, or any highway, avenue, street, road, alley, easement or right-of-way, open or proposed, in, on, across, abutting, or adjacent to such tract(s) of land; (d) improvements, structures, buildings, machinery, equipment, or fixtures located on such tract(s) of land (collectively, the "Property"), together with all of Grantor's rights, claim, title, and interest in and to any and all appurtenances, rights, easements, rights-of-way, mining rights (including unpatented mining claims, mill site claims, and placer claims), mineral rights, mineral claims, appurtenant groundwater rights, inclusive of 120.15 acre feet of consumptive water rights, associated surface water rights, claims, and filing or other interests, including rents and profits accruing after the effective date hereof, related to the Property (the "Attendant Property Rights").

TO HAVE AND TO HOLD all of Grantor's rights, titles, and interests in and to the Property and the Attendant Property Rights unto Grantee, its successors and assigns forever, so that neither Grantor nor its successors and assigns shall have, claim, or demand any right or title to the Property, the Attendant Property Rights or any part thereof.

The Property and the Attendant Property Rights are being conveyed to the Grantee in an "AS IS," "WHERE IS" CONDITION "WITH ALL ITS FAULTS," including but not limited to any environmental conditions and any hazardous materials associated with the Property or the Attendant Property Rights, without any representations or warranties, and subject to any existing encumbrances and real estate taxes assessed for the current year. The Property was formerly being used as a mining facility and no warranty is being made as to the compliance of the

LCAT 20695

Property or the Attendant Property Rights with any Municipal, County, State or Federal laws, regulations, or ordinances, including compliance with any environmental laws, regulations, or ordinances. This document is executed by Jay A. Steinberg, not individually but solely in his representative capacity as President of Le Petomane XXV, Inc., not individually but solely in its representative capacity as Trustee of the ASARCO Multi-State Custodial Trust, in the exercise of the power and authority conferred upon and vested in the ASARCO Multi-State Custodial Trust. As a condition and requirement for acquiring title or any interest in the aforesaid Property or Attendant Property Rights, Grantee agrees and acknowledges that neither Grantee nor any subsequent grantee, mortgagee, licensee, invitee, easement holder, or any other party in possession of or who enters upon the Property or the Attendant Property Rights, shall have any claim or cause of action of any kind whatsoever against Jay A. Steinberg in his individual capacity for any reason whatsoever. No trustee, beneficiary, partner, shareholder, officer, director, employee or member in, or agent of the undersigned, its trustee, Le Petomane XXV, Inc., or Le Petomane, Inc., nor any advisor, director, officer, member, partner, shareholder, participant, representative, employee, administrative assistant, or agent of any corporation, limited liability company, partnership, or trust that is or becomes a trustee, beneficiary, partner, shareholder, officer, director, employee or member in the undersigned, its trustee, Le Petomane XXV, Inc., or Le Petomane, Inc., shall have any personal liability, directly or indirectly, under or in connection with the Property or the Attendant Property Rights and/or the conveyance of the Property or the Attendant Property Rights pursuant to this deed.

[Signature page follows]

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BY MDUARTE

IN WITNESS WHEREOF, this instrument is executed by Grantor, this 9 day of April, 2014.

ASARCO MULTI-STATE CUSTODIAL TRUST

By: Le Petomane XXV, Inc, an Illinois corporation, not individually but solely as Trustee of the ASARCO Multi-State Custodial Trust

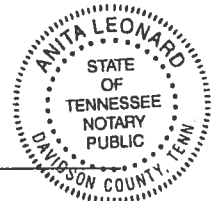
By: Jay A. Steinberg *not individually*
Jay A. Steinberg, not individually but solely as President of the ASARCO Multi-State Custodial Trust Trustee *Pres. Ste*

STATE OF TENNESSEE)
)
COUNTY OF WILLIAMSON)

On the date above noted, before me, the undersigned, a Notary Public in and for the county and state aforesaid, does hereby certify that Jay A. Steinberg, not individually but solely as the President of Le Petomane XXV, Inc. an Illinois corporation, not individually, but solely as the Liquidating Trustee of the ASARCO MULTI-STATE CUSTODIAL TRUST, appeared before me this day and acknowledged that as such President of said corporation he affixed his signature hereto as his free and voluntary act, and as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth, not individually but solely as the President of said corporation.

Given under my hand and seal this 9 day of April, 2014.

Anita Leonard
Notary Public



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My Commission Expires:

January 11, 2017

Tracts of land situated in Section Seventeen (17), Section (20), Section Twenty-One (21) and Section Twenty-nine (29) all in Township Twenty-three (23) South, Range Nine (9) West, N.M.P.M., Luna County, New Mexico and being described as follows by metes and bounds:

SECTION 17, T23S, R9W.

ALL OF THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER (SE¹/₄SE¹/₄) SECTION 17, T23S, R9W OF THE N.M.P.M. IN LUNA COUNTY, NEW MEXICO AND BEING DESCRIBED AS FOLLOWS: BEGINNING AT THE SE CORNER OF THE TRACT HEREIN DESCRIBED, WHICH POINT IS THE SE CORNER OF SAID SECTION 17, A FOUND BARE #5 STEEL ROD; THENCE N89°52'51"W ALONG THE SOUTH LINE OF SAID SECTION 17, 1325.91 FEET TO A SET #5 STEEL ROD, P/CAP LS 9829 AT THE SW CORNER OF THIS TRACT; THENCE N01°25'47"E, 1307.12 FEET TO A FOUND BARE #5 STEEL ROD, WHICH POINT IS THE NW CORNER OF THIS TRACT; THENCE N89°58'19"E, 1318.61 FEET TO A FOUND BARE #5 STEEL ROD, WHICH POINT IS THE NE CORNER OF THIS TRACT; THENCE S01°05'51"W ALONG THE EAST LINE OF SAID SECTION 17, 1319.65 FEET TO THE POINT OF BEGINNING.

THIS TRACT CONTAINS 39.85 ACRES MORE OR LESS AND IS SUBJECT TO A 300.0 FOOT WIDE P.N.M. AND EL PASO ELECTRIC COMPANY TRANSMISSION LINE EASEMENT AND A PRESCRIPTIVE EASEMENT FOR ARROWHEAD DRIVE ALONG THE SOUTH LINE AND RESERVATIONS, RESTRICTIONS AND EASEMENTS OF RECORD.

SECTION 20, T23S, R9W.

ALL OF THE EAST HALF (E¹/₂) OF SECTION 20, T23S, R9W OF THE N.M.P.M. IN LUNA COUNTY, NEW MEXICO, LESS A 3.57 ACRE PARCEL IN THE SE CORNER, SAID E¹/₂ BEING DESCRIBED AS FOLLOWS:

BEGINNING AT THE NW CORNER OF THE TRACT HEREIN DESCRIBED, WHICH POINT IS COMMON TO THE N¹/₄ CORNER OF SAID SECTION 20, A FOUND BARE #5 STEEL ROD; THENCE S89°52'51"E ALONG THE NORTH LINE OF SAID SECTION 20, 2651.82 FEET TO THE NE CORNER OF SAID SECTION 20 AND THE NE CORNER OF THE TRACT HEREIN DESCRIBED, MARKED WITH A BARE #5 STEEL ROD; THENCE S00°57'47"E ALONG THE EAST LINE OF SAID SECTION 20, 4632.12 FEET TO A SET #4 STEEL ROD, P/CAP LS 9829; THENCE N89°59'28"W, 534.99 FEET TO A SET SPIKE 3.0 FEET WEST OF APPROXIMATE CENTERLINE OF COUNTY ROAD (DO 15) PERU MILL ROAD; THENCE S28°03'26"E ALONG A LINE WEST OF THE CENTERLINE OF COUNTY ROAD (DO 15) PERU MILL ROAD, 759.70 FEET TO A SET SPIKE 4.0 FEET WEST OF THE APPROXIMATE CENTERLINE, FOR THE SE CORNER OF THIS TRACT; THENCE N89°54'19"W ALONG THE SOUTH LINE OF SAID SECTION 20, 2469.36 FEET TO A FOUND BARE #5 STEEL ROD AT THE SW CORNER OF THIS TRACT, WHICH POINT IS COMMON TO THE S¹/₄ CORNER OF SAID SECTION 20; THENCE N00°53'45"W ALONG THE NORTH-SOUTH CENTERLINE OF SAID SECTION 20, 5308.84 FEET TO THE POINT OF BEGINNING.

THIS TRACT CONTAINS 317.62 ACRES MORE OR LESS AND IS SUBJECT TO AN EASEMENT ON THAT PART OF THE PREMISES OCCUPIED BY THE RIGHT OF WAY OF THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY AND PRESCRIPTIVE EASEMENT FOR THAT PART OF COUNTY ROAD (DO 15) PERU MILL ROAD AND TO RESERVATIONS RESTRICTIONS AND EASEMENTS OF RECORD.

SECTION 21, T23S, R9W.

ALL OF SECTION 21, T23S, R9W OF THE N.M.P.M. IN LUNA COUNTY, NEW MEXICO LESS TWO PARCELS OF LAND, 17.98 ACRES MORE OR LESS IN THE SW CORNER AND 13.89 ACRES MORE OR LESS IN THE SE CORNER. SAID SECTION 21 BEING DESCRIBED AS FOLLOWS:

BEGINNING AT THE NW CORNER OF SAID SECTION 21, A FOUND BARE #5 STEEL ROD; THENCE S89°50'51"E ALONG THE NORTH LINE OF SAID SECTION 21, 2640.36 FEET TO A FOUND BARE #5 STEEL ROD AT THE N¹/₄ CORNER OF SAID SECTION 21; THENCE CONTINUING ALONG THE NORTH LINE S89°59'37"E, 2113.99 FEET TO A FOUND #5 STEEL ROD P/CAP LS 7250 ON THE WEST RIGHT OF WAY OF U.S. HIGHWAY NO. 180; THENCE S41°44'26"E ALONG SAID RIGHT OF WAY, 944.91 FEET TO A SET #4 STEEL ROD, P/CAP LS 9829; THENCE S00°03'05"E ALONG THE EAST LINE OF SAID SECTION 21, 3700.47 FEET TO THE TRUE POINT (NOT SET IN THE MIMBRES RIVER BED, REFERENCE CORNER A #5 STEEL ROD P/CAP LS 7250 BEARS S00°03'05"E, 65.00 FEET); THENCE S89°57'41"W, 699.44 FEET TO A FOUND 2" PIPE; THENCE S00°00'52"E, 864.85 FEET TO A SET #4 STEEL ROD, P/CAP LS 9829 AT THE SE CORNER OF THIS TRACT; THENCE S89°58'26"W ALONG THE SOUTH LINE OF SAID SECTION 21, 1956.10 FEET TO A FOUND 2" PIPE AT THE S¹/₄ CORNER OF SAID SECTION 21; THENCE CONTINUING S89°51'55"W ALONG THE SOUTH LINE OF SAID SECTION 21, 1477.79 FEET TO A FOUND #5 STEEL ROD, ALUM/CAP LS 5418; THENCE N00°01'23"W, 667.72 FEET TO A FOUND #5 STEEL ROD, ALUM/CAP LS 7004; THENCE N89°59'28"W, 1175.68 FEET TO A SET #4 STEEL ROD, P/CAP LS 9829 AT THE SW CORNER OF THIS TRACT; THENCE N00°57'47"W ALONG THE WEST LINE OF SAID SECTION 21, 4632.12 FEET TO THE POINT OF BEGINNING. THIS TRACT CONTAINS 611.57 ACRES MORE OR LESS.

TOGETHER WITH A TRIANGULAR TRACT SITUATE IN THE NE CORNER OF SAID SECTION 21, BEING THAT PART OF THE NE CORNER LYING EAST OF U.S. HIGHWAY 180 AND DESCRIBED AS FOLLOWS: BEGINNING AT THE NE CORNER OF THIS TRACT A FOUND SPIKE, COMMON WITH THE NE CORNER OF SAID SECTION 21; THENCE S00°03'05"E ALONG THE EAST LINE OF SAID SECTION 21, 512.69 FEET TO A FOUND BARE #5 STEEL ROD ON THE EAST RIGHT OF WAY OF U.S. HIGHWAY NO. 180; THENCE N41°44'26"W ALONG SAID RIGHT OF WAY, 685.87 FEET TO A FOUND BARE #5 STEEL ROD ON SAID RIGHT OF WAY AND THE NORTH LINE OF SAID SECTION 21; THENCE N89°59'37"E, 456.93 FEET TO THE POINT OF BEGINNING. THIS TRACT CONTAINS 2.69 ACRES MORE OR LESS.

THESE TRACTS ARE SUBJECT TO RESERVATIONS, RESTRICTIONS AND EASEMENTS OF RECORD.

LUNA COUNTY-NM
ANDREA RODRIGUEZ, CLERK
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SECTION 29, T23S, R9W.

ALL OF THE NORTHEAST QUARTER (NE $\frac{1}{4}$), SECTION 29, T23S, R9W OF THE N.M.P.M. IN LUNA COUNTY, NEW MEXICO LESS A 0.50 ACRE PARCEL IN THE SE CORNER, SAID NE $\frac{1}{4}$ BEING DESCRIBED AS FOLLOWS: BEGINNING AT THE NE CORNER OF THIS TRACT A FOUND #5 STEEL ROD, ALUM/CAP LS 5418, WHICH POINT IS COMMON TO THE NE CORNER OF SAID SECTION 29; THENCE S00°14'01"W ALONG THE EAST LINE OF SAID SECTION 29, 2544.55 FEET TO THE SE CORNER OF THIS TRACT A SET #4 STEEL ROD, PL/CAP LS 9829; THENCE N89°53'01"W, 209.00 FEET TO A SET #4 STEEL ROD, PL/CAP LS 9829; THENCE S00°14'01"W, 104.00 FEET TO A SET #4 STEEL ROD, PL/CAP LS 9829 ON THE EAST-WEST CENTER SECTION LINE OF SAID SECTION 29; THENCE N89°53'01"W ALONG SAID CENTER SECTION LINE, 2469.43 FEET TO A FOUND 2" PIPE AT THE SW CORNER OF THIS TRACT, WHICH POINT IS COMMON TO THE CENTER OF SAID SECTION 29; THENCE N00°12'07"E ALONG THE NORTH-SOUTH CENTER SECTION LINE, 2647.49 FEET TO A SET #4 STEEL ROD AT THE NW CORNER OF THIS TRACT, WHICH POINT IS COMMON TO THE NW $\frac{1}{4}$ CORNER OF SAID SECTION 29; THENCE S89°54'19"E ALONG THE NORTH LINE OF SAID SECTION 29, 2658.30 FEET TO THE POINT OF BEGINNING. THIS TRACT CONTAINS 161.71 ACRES MORE OR LESS AND IS SUBJECT TO AN EASEMENT ON THAT PART OF THE PREMISES OCCUPIED BY THE RIGHT OF WAY FOR THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY AND PRESCRIPTIVE EASEMENT FOR THAT PART OF COUNTY ROAD (DO15) PERU MILL ROAD AND RESERVATIONS, RESTRICTIONS AND EASEMENTS OF RECORD.

SECTION 29, T23S, R9W.

ALL OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER (NW $\frac{1}{4}$ SW $\frac{1}{4}$) AND THE WEST HALF OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER (W $\frac{1}{2}$ SW $\frac{1}{4}$ SW $\frac{1}{4}$), SECTION 29, T23S, R9W OF THE N.M.P.M. IN LUNA COUNTY, NEW MEXICO AND BEING DESCRIBED AS FOLLOWS: BEGINNING AT THE SW CORNER OF SAID SECTION 29 A FOUND 1" PIPE, WHICH POINT IS THE SW CORNER OF THE TRACT HEREIN DESCRIBED; THENCE N00°08'56"E ALONG THE WEST LINE OF SAID SW $\frac{1}{4}$ OF SECTION 29 AND APPROXIMATE CENTERLINE OF BELGIAN ROAD, 2643.75 FEET TO THE W $\frac{1}{2}$ CORNER OF SAID SECTION 29 A FOUND BARE #5 STEEL ROD, WHICH POINT IS THE NW CORNER OF THIS TRACT; THENCE S89°53'47"E ALONG THE EAST-WEST CENTER SECTION LINE, 1328.02 FEET TO THE NE CORNER OF THIS TRACT A FOUND #5 STEEL ROD, PL/CAP LS 148; THENCE S00°11'14"W, 1321.02 FEET TO A SET #4 STEEL ROD, PL/CAP LS 9828; THENCE N89°56'00"W, 663.57 FEET TO A SET #4 STEEL ROD, PL/CAP LS 9829; THENCE S00°10'05"W, 1321.45 FEET TO A SET #4 STEEL ROD, PL/CAP LS 9829; THENCE N89°58'14"W ALONG THE SOUTH LINE OF THE SW $\frac{1}{4}$ OF SAID SECTION 29, 663.13 FEET TO THE POINT OF BEGINNING. THIS TRACT CONTAINS 60.40 ACRES MORE OR LESS AND SUBJECT TO A 30.0 FOOT WIDE PRESCRIPTIVE ROAD EASEMENT FOR BELGIAN ROAD ALONG THE WEST LINE UP TO THE INTERSECTION OF 2ND STREET AND A 60.0 FOOT WIDE EASEMENT FOR THAT PART OF 2ND STREET GOING EAST ACROSS THE NW $\frac{1}{4}$ SW $\frac{1}{4}$ AND SUBJECT TO RESERVATIONS, RESTRICTIONS AND EASEMENTS OF RECORD.

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