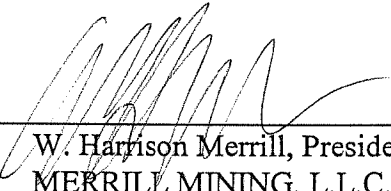
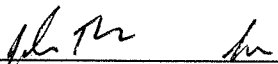


AGREEMENT

On August 30, 2001, Florence Copper Inc. hereby agrees to comply with and accept each and every obligation associated with Permit No. AZ396000001. This Agreement is signed in contemplation of the closure of a stock purchase of Florence Copper Inc. by Merrill Mining, L.L.C. If the stock purchase is not effectuated on or before August 30, 2001, Merrill Mining, L.L.C. hereby agrees to advise the Environmental Protection Agency, Region 9, of the revised date of transfer. BHP Copper Inc. will remain responsible for complying with the conditions of Permit No. AZ396000001 until the pending stock purchase agreement between BHP Copper Inc. and Merrill Mining, L.L.C. is fully executed and closed.

Dated: 9/25, 2001

By  _____
W. Harrison Merrill, President,
MERRILL MINING, L.L.C. on
behalf of FLORENCE COPPER INC.

By  _____
Charles G. Taylor,
Director of Environmental and External Affairs
BHP COPPER INC.