

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF COLORADO**

In Re:)	
)	
MIDWAY GOLD U.S. Inc., <i>et al.</i>)	Bankruptcy Case No. 15-16835-MER
)	
)	Chapter 11
Debtors.)	
)	Jointly Administered Under
)	Case No. 15-16835-MER
)	

**CONSENT TO ENTRY OF CORRECTED ORDER BY GUSTAVSON ASSOCIATES,
LLC, APPROVING DEBTORS' MOTION FOR APPROVAL OF SALE OF ASSETS
TO GRP MINERALS, LLC**

Gustavson Associates, LLC (“Creditor or Gustavson”), through its attorneys Onsager | Guyerson | Fletcher | Johnson LLC, hereby files its Consent to Entry of Order Approving Debtors’ Motion for Approval of Sale of Assets to GRP Minerals, LLC (“Motion”) and states as follows:

1. Gustavson is the holder of a secured mechanics’ lien claim for engineering and mineral consulting services to the Debtors’ pursuant to a contract dated March 27, 2015, with MDW Pan LLP (Case No. 15-16843) and Midway Gold US Inc., (Case No. 15-16835 MER) in the amount of approximately \$276,458.25 as of July 29, 2015.

2. Gustavson filed a Statement of Position, Docket No. 847, on May 5, 2016 stating its concerns that the Debtor’s proposed order approving sale (“Order”) did not specify that liens of mechanic’s lien holders such as Gustavson were to attach to the sale proceeds and that no distribution of proceeds should be made pending resolution of the nature, extent, and priority of liens.

3. Based upon the revisions set forth by the Debtor in its proposed Order, Docket No. 848-1, filed May 5, 2016 at p. 16 ¶6 (A) regarding the attachment of all liens to the proceeds of the sale, Gustavson consents to the entry of the Order if otherwise approved by the Court.

//

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Dated: May 6, 2016.

Respectfully submitted,

ONSAGER | GUYERSON | FLETCHER | JOHNSON

s/ Michael J. Guyerson _____

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Counsel to Gustavson Associates, LLC

CERTIFICATE OF SERVICE

I hereby certify that on May 6, 2016, a copy of the Consent to Entry of Order by Gustavson Associates, LLC, Approving Debtors' Motion for Approval of Sale of Assets to GRP Minerals, LLC, was placed in the United States mail, postage pre-paid, addressed to the following on the attached list.

s/ Barbara A. Moss

Label Matrix for local noticing
1082-1
Case 15-16835-MER
District of Colorado
Denver
Thu May 5 11:07:20 MDT 2016

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