

000341

(34,35) NOK ✓ claims

SUPERINTENDENT OF BROKERS AND VANCOUVER STOCK EXCHANGE

1046/4E
New?

STATEMENT OF MATERIAL FACTS (#71/90) EFFECTIVE DATE: July 23, 1990

CONSOLIDATED ACORN RESOURCES LTD.

Suite 1840 - 701 West Georgia Street, Vancouver, B.C. V7Y 1B6 (604) 681-0377

Name of Issuer, Address of Head Office and Telephone Number

12th Floor, 1190 Homby Street, Vancouver, B.C. V6Z 2L3

Address of Registered and Records Offices of Issuer

Central Guaranty Trust Company of Canada

800 West Pender Street, Vancouver, British Columbia, V6C 2C7

Name and Address of Registrar and Transfer Agent for Issuer's Securities in British Columbia

MINISTRY OF ENERGY, MINES
and PETROLEUM RESOURCES
Rec'd AUG 16 1990
SMITHERS, B.C.

OFFERING: 1,000,000 UNITS - each Unit consisting of one common share without par value and two Series "A" share purchase warrants.

Units	Estimated Price to Public(1)	Estimated Commission	Estimated Net Proceeds to be received by the Issuer(2)
Per Unit	\$ 0.40	\$ 0.03	\$ 0.37
Total	\$400,000.00	\$ 30,000.00	\$370,000.00

(1) The actual price to the public will be determined by the Issuer and the Agent with the approval of the Exchange.

(2) Before deduction of the costs of the issue estimated to be \$20,000.

ADDITIONAL OFFERING: Any Units purchased by the Agent from the Offering pursuant to their guarantee, at the prevailing market price at the time of sale.

This Statement of Material Facts also qualifies for sale additional shares. See "Plan of Distribution".

The Issuer is, under the rules of the Exchange, a "Venture Company".

The Securities offered hereunder are speculative in nature. Information concerning the risks involved may be obtained by reference to this document; further clarification, if required, may be sought from a broker.

**AGENT: L.O.M. WESTERN SECURITIES LTD.
2200 - 609 Granville Street
Vancouver, British Columbia
V7Y 1H2**

Neither the Superintendent of Brokers nor the Vancouver Stock Exchange has in any way passed upon the merits of the securities offered hereunder and any representation to the contrary is an offence.

(1739)

Aug. 9/90

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This Statement of Material Facts also qualifies the sale, through the facilities of the Vancouver Stock Exchange, of 200,000 shares to be issued to Peter Brown and Arthur Clemmiss as to 100,000 shares each on the Effective Date pursuant to certain private placement agreements (the "Shareholder Offering"). The Shareholder Offering will not take place until the Offering is completed. See "Private Placement" under Item 9, Particulars of Any Other Material Facts.

2. HOW THE NET PROCEEDS OF THE ISSUER ARE TO BE SPENT

The Issuer cannot estimate with certainty the price at which the Units will sell, but if all the Units are sold at a price of \$0.40 per Unit, the Issuer will receive gross proceeds of \$400,000 which, after deduction of commissions of \$30,000, will net the Issuer \$370,000.

The principal purposes for which the estimated net proceeds of \$370,000, together with cash on hand of \$2 as at May 31, 1990, are required, and the estimated amount to be spent on each are:

1.	To pay the cost of this Statement of Material Facts	\$20,000
2.	To pay accounts payable as at May 31, 1990 ⁽¹⁾	\$125,648
3.	To carry out the Issuer's portion of a work program on the NOK 34 and 35 Claims as recommended by D.L. Cook, B.Sc., P.Eng., in his report dated May 14, 1990	\$37,500
4.	To pay option payments due on completion of a Phase I work program on the NOK Claims	\$7,500
5.	For general corporate purposes	<u>\$179,354</u>
	TOTAL	<u>\$370,002</u>

(1) Of this amount, \$45,380.71 is owed to 270520 B.C. Ltd. and \$64,520 is owed to the John White Group Ltd. Both companies are controlled by John White, President and a director of the Issuer. The amount owing to 270520 B.C. Ltd. represents accrued management fees of \$2,500 per month since September 1989 and \$2,000 per month prior to that date. The amount owing to the John White Group Ltd. represents approximately two years of accrued office and overhead expenses paid by the John White Group Ltd. on behalf of the Issuer.

The Issuer has arranged, subject to regulatory approval, a

private placement of 200,000 shares at \$0.25 per share (post consolidated) for total proceeds of \$50,000. The Issuer intends to utilize the proceeds of this private placement to assist in the cost of reactivation and to evaluate and acquire assets or projects of value. The Issuer is seeking regulatory approval for the private placement under this Statement of Material Facts.

Any monies received from the exercise of the Warrants and the Agent's Warrants described in Item 1 will be used for the general corporate purposes of the Issuer.

None of the proceeds from the Offering will be spent on any properties other than those referred to above without the prior approval of the Exchange where (a) the cash expenditure totals in excess of \$300,000, (b) the expenditure is in excess of \$300,000 including the value of securities of the Issuer to be issued, (c) the acquisition involves the issuance of more than 100,000 shares of the Issuer, or (d) the acquisition is not arms length being with a director, officer or other insider of the Issuer or with a company having common insiders with the Issuer.

3. MATERIAL NATURAL RESOURCE PROPERTIES

Summary of Material Mining Properties

- Group I Properties for which regulatory approval has been obtained under this Statement of Material Facts.
- Group II Presently held properties which are currently producing or being explored, or upon which exploration is planned within the next year.
- Group III Other presently held properties upon which the Issuer's acquisition and exploration costs to date exceed \$100,000.

Group	Property Name	Issuer's Acquisition and Exploration Costs to February 28, 1990	Shares Issued to Date	Planned Expenditure from Funds Available upon Completion of the Offering
I	Nil	Nil	Nil	Nil
II	Nok Claims	Nil	Nil	\$45,000
III	Nil	Nil	Nil	Nil

Nok 34, 35 Claims

Pursuant to an agreement dated March 14, 1990, between Keyport Management Corp. (the "Optionor"), Golden Trump Resources Ltd. ("Golden Trump") and the Issuer (the "Agreement"), the Issuer has an option to acquire a 50% undivided interest in the Nok 34 and 35 mineral claims located in the Liard Mining Division in the Province of British Columbia subject to a 1.5% Net Smelter Returns. Golden Trump is the joint optionee under the Agreement. The terms of exercise of the option require that the Issuer pay to the Optionor the sum of \$11,250.00 upon execution of the Agreement (which payment has been made to the Optionor), incur expenditures of \$175,000 in total, prior to December 31, 1992 and issue 100,000 shares in the capital of the Issuer, said shares to be issued in four blocks of 25,000 shares each commencing upon execution of the Agreement (the Issuer and the Optionor have subsequently agreed to issue the initial block of 25,000 shares to the Optionor on the Effective Date of this Statement of Material Facts). The Issuer is obligated to incur expenditures of \$37,500 on or before December 31, 1990, in order to maintain its interest in the option. In addition, the Issuer shall pay to the Optionor an additional \$15,000, \$7,500 of which shall be paid on completion of the first phase of an exploration program on the Nok 34 and 35 claims (the "Property") and the balance of \$7,500 to be paid on completion of the second phase of an exploration program on the Property.

Under the Agreement, Golden Trump must make the same option payments to the Optionor to earn its 50% interest in the Property. The obligations of Golden Trump and the Issuer are independent of each other under the Agreement. In the event Golden Trump or the Issuer defaults in the payment of its contribution to the Optionor, or is otherwise in default of any requirement under the Agreement, the Optionor must provide the non-defaulting party with written notice of such default whereupon the non-defaulting party may elect within 30 days of receipt of such notice to assume the obligations of the defaulting party to cure the default. If the non-defaulting party elects not to assume the obligations of the defaulting party, then the Agreement continues in full force and effect as between the Optionor and the non-defaulting party so that the non-defaulting party has the option to acquire a 50% in the Property. Upon exercise of the option by the Issuer and Golden Trump, the Issuer and Golden Trump shall establish a joint venture for the purpose of continuing exploration and development of the Property.

Pursuant to a Program Engagement Agreement dated March 14, 1990 between Prime Explorations Ltd. ("Prime"), Golden Trump and the Issuer, Prime has been engaged by Golden Trump and the Issuer to carry out a proposed exploration program on the Property as described in the engineering report of May 14, 1990 prepared by

D.L. Cook, B.Sc., P.Eng.

The Property is located in the Iskut River area and the Galore Creek area near Stewart, British Columbia. The Property was staked in March 1989 to cover an area flanking the west margin of the Galore Creek, Syenite complex. The Property is within the coast range mountains of northwest British Columbia, approximately 92 kilometers south of Telegraph Creek within the Liard Mining Division. Access to the Property is possible via helicopter or River Boat down the Stikine River from Telegraph Creek.

In his report dated May 14, 1990, D.L. Cook, B.Sc., P.Eng, of Vancouver, British Columbia, (the "Report") a copy of which is attached hereto and forms a part of this Statement of Material Facts, states that the region covered by the Property has excellent potential for shear zone hosted gold - silver mineralization, similar to that found in the Iskut River region of north west British Columbia. The report indicates a detailed program is required to assess and evaluate the economic potential of the Property and recommends a work program on the Property consisting of mapping, sampling, geochemical survey, prospecting and soil sampling. For details of regional and Property geology and mineralization see the Report.

There is no surface or underground plant or equipment on the Property. There are no known reserves of ore on the Property and the proposed work program is an exploratory search for ore.

4. PARTICULARS OF NON-RESOURCE ASSETS

The Issuer is not engaged nor does it propose to engage, in whole or in part, in a business other than the exploration and development of natural resource properties.

5. CORPORATE INFORMATION

The Issuer was incorporated in British Columbia on April 5, 1979 under the name "Tahtsa Mines Ltd." by the registration of Memorandum and Articles under the British Columbia Company Act.

On February 22, 1982, the Issuer changed its name to "Tatsa Resources Ltd." and on April 15, 1983 the Issuer increased its authorized capital from 5,000,000 common shares without par value to 10,000,000 common shares without par value. On July, 1983 the Issuer changed its name to "Acorn Resources Ltd."

On May 22, 1990 at an Extraordinary General Meeting of shareholders of the Issuer, resolutions were passed having the following effect:

1. Consolidating the authorized capital of the Issuer by consolidating the common shares without par value of the Issuer on a five old for one new basis.
2. Increasing the authorized capital of the Issuer to 300,000,000 shares by increasing the number of common shares without par value to 100,000,000 common shares and by creating 100,000,000 Class "A" Preference shares with a par value of \$10 each and 100,000,000 Class "B" Preference shares with a par value of \$50 each.
3. Cancelling the old Articles of the Company and adopting new Articles of the Company.
4. Changing the name of the Issuer from "Acorn Resources Ltd." to "Consolidated Acorn Resources Ltd.".

The authorized capital of the Issuer consists of 10,000,000 common shares without par value. Upon the Effective Date, the authorized capital of the Issuer will consist of 300,000,000 shares comprised of 100,000,000 common shares without par value, 100,000,000 Class "A" Preference shares with a par value of \$10 and 100,000,000 Class "B" Preference shares with a par value of \$50. As at June 15, 1990 there were 6,364,021 common shares issued and outstanding. Upon acceptance of this Statement of Material Facts for filing by all regulatory authorities having jurisdiction, the Issuer's consolidation of capital on a five old shares for one new share basis will be effected at which time there will be 1,272,804 common shares issued and outstanding. After issuance of 25,000 shares to Keyport Management Corp. under the Option Agreement dated March 14, 1990 and upon completion of this Offering and the private placement under this Statement of Material Facts, there will be 2,497,804 common shares issued and outstanding. There are no Class "A" or Class "B" Preference shares issued and outstanding. The common shares without par value of the Issuer are listed and trading on the Vancouver Stock Exchange.

The common shares rank equally within their class as to dividends, voting rights, participation in assets and in all other respects. The issued common shares are not subject to calls or assessments nor pre-emptive or conversion rights. There are no provisions attached to such shares for redemption, purchase for cancellation, surrender or sinking or purchase funds.

The directors of the Issuer are authorized by its Articles to issue Class "A" and Class "B" Preference shares in one or more series each and to create and attach special rights and restrictions to a series of shares. In the event of the liquidation, dissolution or winding-up of the Issuer or any distribution of its assets for the purpose of winding-up its

affairs, the holders of Class "A" and Class "B" Preference shares are entitled, unless otherwise provided in the special rights and restrictions attached to such shares, after the payment of unpaid dividends, to be paid pari passu the amount of capital paid up per share (or as otherwise provided by the special rights and restrictions attached thereto) from the Issuer's assets in priority to the common shareholders. All Class "A" and Class "B" Preference shares rank equally within their respective classes as to dividends or return of capital on winding-up or otherwise. Neither Class "A" nor Class "B" Preference shares are entitled to vote at any general meeting of shareholders unless expressly provided as a special right.

All shares of the Issuer issued to date and those issued pursuant to this Statement of Material Facts are and shall be fully paid and non-assessable.

6. DIRECTORS, OFFICERS, PROMOTERS AND PERSONS HOLDING MORE THAN 10% OF THE ISSUED VOTING SHARES

The following information about each director, officer and promoter of the Issuer is as at June 30, 1990:

<u>Name, Address & Positions with Issuer</u>	<u>Chief Occupation for Previous Five Years</u>	<u>No. of Voting Shares Beneficially Held</u>
John W. White* Vancouver, B.C. Chief Executive Officer, President & Director	Self-employed Land Developer for the past 15 years; director of ten other reporting companies	3,000 free (pre-consolidation)
Markam C.A. Cordick Ladner, B.C. Chief Financial Officer, Director & Secretary	VSE Floor Trader for 9 years; director of two other reporting companies	Nil
William J. Stafford* Victoria, B.C. Director	Self-employed Accountant; director of one other reporting company	Nil

Qualifying Report

on the

Nok 34, 35 Claims
Liard Mining Division, British Columbia

Lat. 57° 07' N - Long. 131° 37' W
NTS 104 G 4E

Prepared By

D.L. Cook, B.Sc., P. Eng.
8155 Cartier Street,
Vancouver, B.C.
V6P 4T6

Prepared For

Acorn Resources Ltd.
and
Golden Trump Resources Ltd.

Vancouver, B.C.

May 14, 1990

8. SUBSEQUENT EVENT

Subject to regulatory approval, the Company has arranged a private placement of 1,000,000 common shares at \$.05 per share. Price-per-share will be adjusted in accordance with a proposed consolidation of the Company's capital.

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Introduction

The Stikine Arch is currently undergoing extensive exploration as a result of the mineral discoveries near Stewart, the Iskut River area and the Galore Creek area. One exploration target that has proven very successful is the base metal rich gold vein deposits of the Stewart and Iskut River gold camps. These precious metal deposits are especially attractive in their unusually high grades. Recently discovered examples of this deposit type include Skyline's Stonehouse gold deposit (740,000 tons of 0.52 oz/ton gold), the Cominco-Prime joint venture Snip deposit (1.032 million tons of 0.875 oz/ton gold), the Newhawk-Granduc Sulpherets deposit (0.72 million tons grading 0.431 oz/ton gold and 19.7 oz/ton silver) and the Silbak Premier property under investigation by Westmin-Pioneer-Canacord (openpit reserves of 5.7 million tons grading 0.065 oz/ton gold and 2.7 oz/ton silver). Historically, the Silbak Premier mine was British Columbia's third largest gold deposit, producing 1.3 million ounces of gold and 32 million ounces of silver from 1920 to 1936. Mine development is either underway or is anticipated for each of the above deposits.

Other deposit types include the Eskay Creek deposit of Prime Resources and Stikine Resources (probable and possible reserves total 1.55 million tons averaging 1.34 oz/ton gold and 36.21 oz/ton silver plus base metal values). The deposit is open at depth.

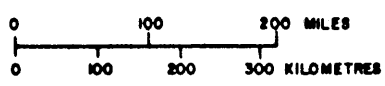
Numerous precious and base metal occurrences have been discovered throughout the Galore Creek district recently and historically, including the Paydirt deposit being developed by Consolidated Silver Standard Mine (0.2 million tons grading 0.12 oz/ton gold) and the Galore Creek deposit of Stikine Copper Ltd. (125.0 million tons of 1.06% copper and 0.012 oz/ton gold). Very encouraging results from Bellex Mining Corp.'s Jack Wilson property, Gigi Resources' Trophy project and Stikine Copper's deposit at Galore Creek have sparked increased precious metal exploration in this area of northwestern British Columbia.

The Nok property was staked in March, 1989, to cover an area flanking the west margin of the Galore Creek Syenite complex, where Stikine Copper Ltd. has outlined the Galore Creek porphyry copper-gold deposit and Bellex Mining Corporation's "JW" project which lies to the north. Preliminary exploration suggests a second copper-gold porphyry may occur on the Bellex ground.

The Nok property is located 92 kilometres south of Telegraph Creek and 3 kilometres east of the Stikine River. (Figure 1).

This report provides an independent evaluation of the Nok property with recommendations for further work. The background data is taken from published reports, field notes and discussions with field personnel.

**PROPERTY
LOCATION**



ACORN RES./GOLDEN TRUMP			
NOK PROPERTY			
PROPERTY LOCATION MAP			
LIARD MINING DIVISION			
D.L. COOK GEOLOGICAL SERVICES			
DRAWN BY:	NTS:	DATE:	FIGURE:
JM	1046/4	MAY 1990	1

Claim Status

The Nok claims, located in the Liard Mining Division of north-western British Columbia are comprised of two modified grid system claims totalling 40 units (Figure 2).

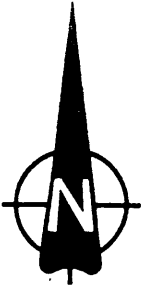
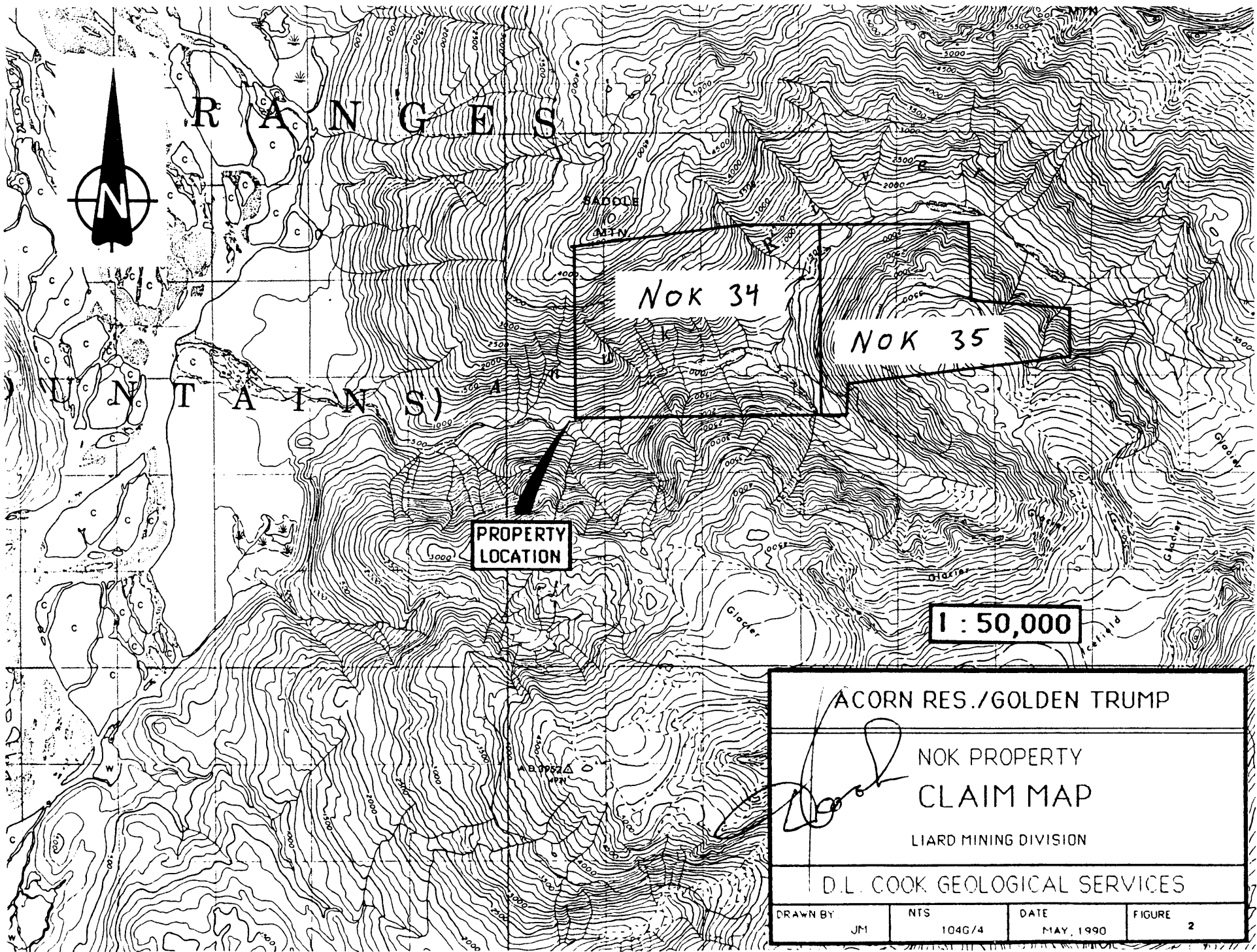
Records of the British Columbia Ministry of Energy, Mines and Petroleum Resources in Vancouver indicate that the following claims are 100% owned by Golden Trump Resources Ltd. with registered office at Suite 100 - 200 Granville Street, Vancouver, B.C.

<u>Claim</u>	<u>Record No.</u>	<u>No. of Units</u>	<u>Expiry Date</u>
Nok 34	5913	20	March 10, 1991
35	5914	20	March 10, 1991

The exact location of the claim posts have not been verified by the author.

By Joint Venture agreement dated March 14, 1990, between Acorn Resources Ltd. (Registered office at 12th Floor, 1190 Hornby Street, Vancouver, B.C.) and Golden Trump Resources Ltd., Acorn is given a 50% interest in the property.

By option agreement dated March 14, 1990 between the previous owner (Keyport Management Corp.) the latter's interest in the



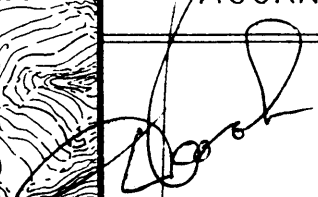
RANGES

MOUNTAINS

NOK 34
NOK 35

PROPERTY
LOCATION

1 : 50,000

ACORN RES./GOLDEN TRUMP			
 NOK PROPERTY CLAIM MAP LIARD MINING DIVISION			
D.L. COOK GEOLOGICAL SERVICES			
DRAWN BY	NTS	DATE	FIGURE
JM	104G/4	MAY, 1990	2

property shall be subject to a royalty or charge in the amount of 1.5% of Net Smelter Return in favour of the original owner E. Asp of General Delivery, Dease Lake, B.C.

Location, Access and Physiography

The Nok property is located within the Coast Range mountains of northwestern British Columbia approximately 92 km. south of Telegraph Creek within the Liard Mining Division. The property straddles the Anuk River, an eastern tributary of the Stikine River and is centred at 57° 07' north latitude and 131° 37' west longitude (Figure 1).

Access to the property is possible via helicopter or river boat down the Stikine River from Telegraph Creek.

The Stikine River has been navigated by 100-ton barges as far up as Telegraph Creek, thus allowing economical transport of equipment, heavy machinery and fuel to the Scud River airstrip, located 23 kilometres northwest of the property. Fixed wing service to the Scud River airstrip can be chartered from Smithers, Telegraph Creek or Dease Lake. Regular scheduled flights to the airstrip are available during the field season via Smithers. A helicopter is then used to reach the property from the Scud River airstrip.

Servicing of camps is possible from Stikine Copper's airstrip at the Galore Creek property or by river-boat from Wrangell, Alaska.

Topography is steep and rugged, typical of glaciated mountainous terrain, with elevations ranging from 150 meters above sea level along the river, to over 2050 meters. Lower areas are covered by a growth of spruce, hemlock and fir with an undergrowth of devils club and huckleberry. Steeper open slopes are covered by dense growths of slide alder. Above treeline, which occurs at approximately 1,050 meters, more open alpine vegetation occurs.

Both summer and winter temperatures are moderate, ranging from -30 degrees to +30 degrees centigrade, and the area experiences about 300 centimetres of precipitation per year, mostly in the form of snow.

History

Historically, the first gold in the Stewart area is said to have been discovered by prospectors en-route to the Klondike in the late 1890's. The Stewart area does not host any significant placer producer. The Silbak-Premier mine, ten kilometres north of Stewart, was developed into British Columbia's third largest gold deposit. Production yielded over 1.3 million ounces of gold and 32 million ounces of silver from 1920 to 1936. The Silbak-Premier

property is currently being redeveloped by a Westmin-Pioneer-Canacord joint venture.

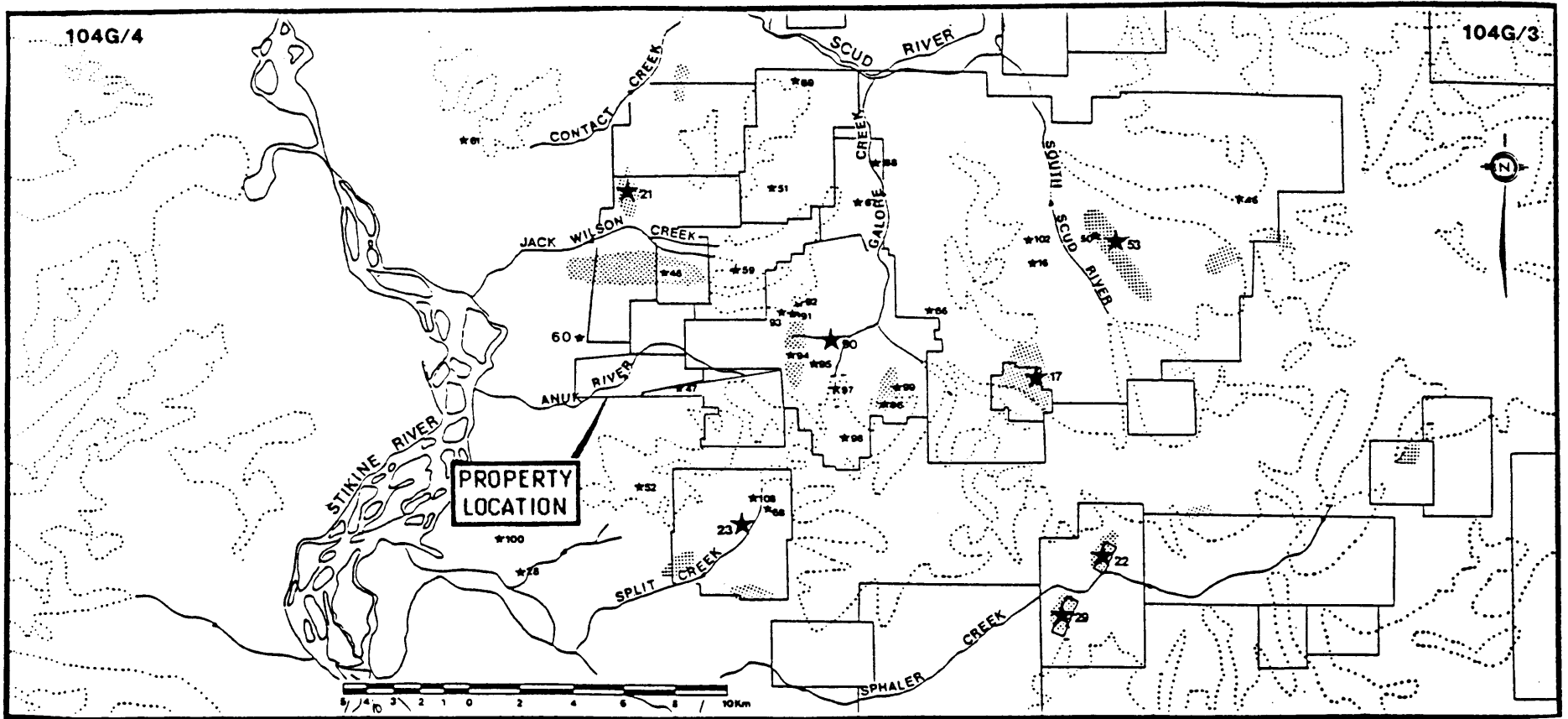
The first recorded mineral exploration in the Telegraph Creek-Stikine River region was undertaken in 1861 when placer gold was discovered on the Stikine River just below the townsite of Telegraph Creek. During the 1920's to the 1940's, the emphasis had shifted from placer exploration to exploration for lode deposits. Early exploration was confined to accessible areas along the Stikine River, with a number of small copper occurrences being discovered.

The Galore Creek copper gold porphyry deposit, located only 8 kilometres east-northeast of the Nok property, was first discovered in 1955 by Hudson Bay Exploration and Development Company Limited. It was later explored jointly by Hudson Bay, Kennco and Consolidated Mining and Smelting (Cominco) under a new company, Stikine Copper Limited. Exploration activity around the Galore Creek area was conducted during the early 1960's by Kennco Explorations Limited. Their search was directed towards finding large tonnage porphyry copper deposits similar to the Galore Creek deposit. Although never brought into production, mineral reserves for the Central Zone deposit stand at 137,500,000 tons grading 1.06% copper with 0.25 ounces silver/ton and 0.013 ounces gold/ton (1.8 million ounces contained gold).

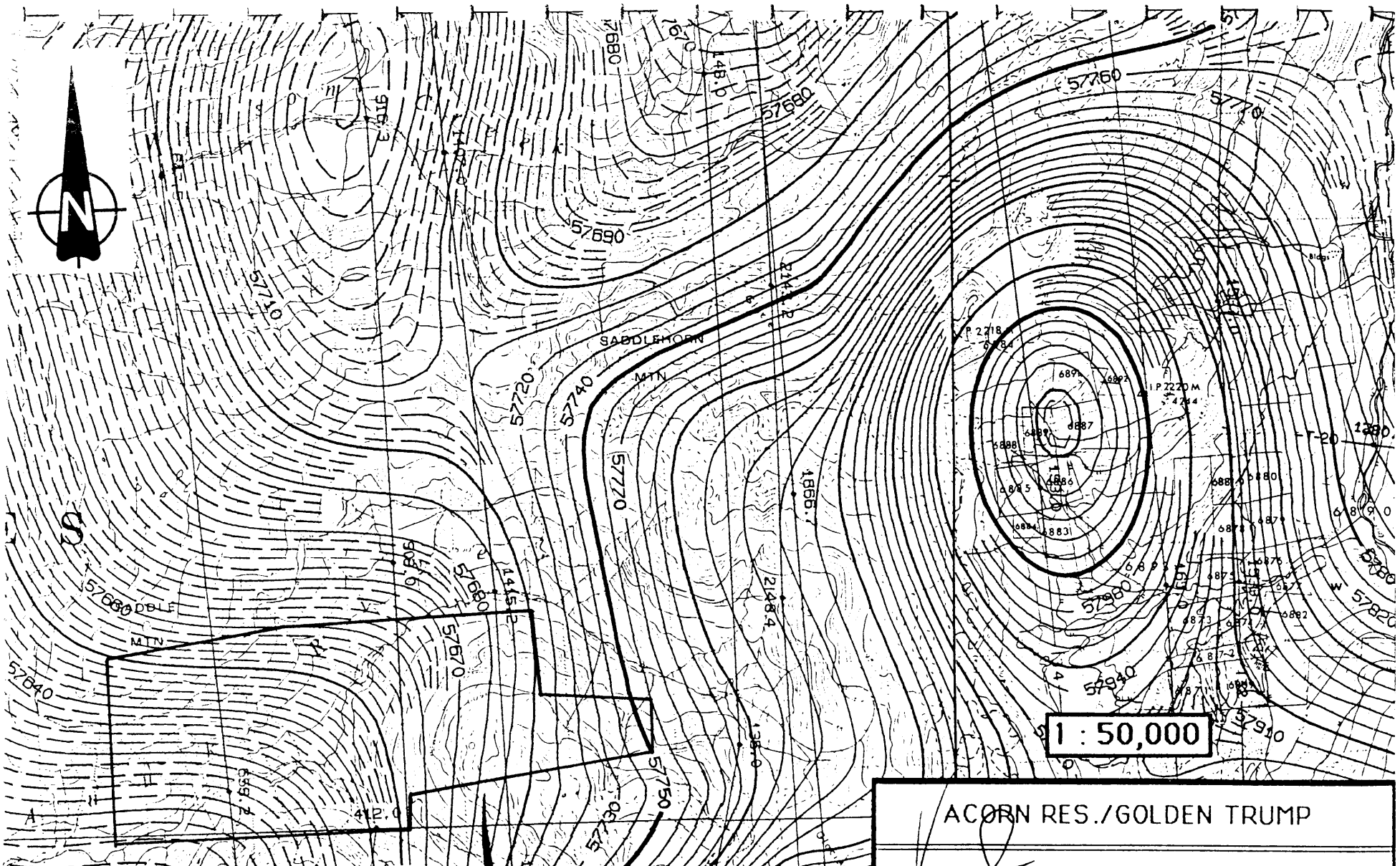
Anuk River Mines worked the Devils Club showings on Saddle Mountain immediately north of the Nok property (Minfile 104G-60) (Figure 3) in the middle to late 1960's. The Devils Club claims are located in a granodiorite intrusive into tuff and andesite. Mineralization consists mainly of pyrite with minor chalcopyrite and bornite occurrences. Assays from five channel samples in a trench taken in 1964 from a mineralized section 27 feet wide report up to 0.02 oz/ton gold, up to 2.80 oz/ton silver and up to 3.57% copper (BCDM Ann. Report, 1967, p.29). In 1967, 120 man-days were spent on the Devils Club claims by Anuk River Mines. A detailed topographic map was produced, surface workings were surveyed and geological mapping was conducted. As well, 694 feet of diamond drilling was extracted using backpack drills. No further information is available from the Anuk River Mines programs, as the information obtained was not recorded.

The Geological survey of Canada conducted a regional aeromagnetic survey of the Telegraph Creek map area (Figure 4). Their findings indicate the Nok property is situated on the western flank of a major "thumbprint" magnetic high; the same high as that associated with the Galore Creek deposit.

A regional geochemical survey by British Columbia Department of Mines in 1989 (open File 1989-8) of silt samples from the streams draining the property, gave some anomalous values (See "Property Mineralization").



ACORN RES./GOLDEN TRUMP			
NOK PROPERTY MINFILE LOCATIONS, CLAIM BOUNDARIES & ALTERATION ZONES LIARD MINING DIVISION			
D.L. COOK GEOLOGICAL SERVICES			
DRAWN BY JM	NTS: 104G/4	DATE: MAY, 1990	FIGURE 3



1 : 50,000

- ISOMAGNETIC LINES (absolute total field):
- 250 gammas
 - 50 gammas
 - 10 gammas
 - 2 gammas
 - Magnetic depression
 - Flight lines
 - Flight altitude: 3000 m above sea level
 - (1 gamma = 1 nanotesla in SI units)

PROPERTY LOCATION

ACORN RES./GOLDEN TRUMP			
NOK PROPERTY			
AEROMAGNETIC MAP			
LIARD MINING DIVISION			
D.L. COOK GEOLOGICAL SERVICES			
DRAWN BY	NTS:	DATE	FIGURE
JM	104G/4	MAY, 1990	4

Work by Bellex Mining Corporation during 1988-89 on the Jack Wilson property (JW project), centred about 4 kilometres north of the Nok property, has indicated two types of exploration targets: copper-gold porphyry and high-grade precious metal quartz veins. This is supported by:

- a.) A gold-copper soil geochemical anomaly 800 metres by 500 metres open to the north;
- b.) Moderate to high-grade gold, silver and copper assays and geochemistry from grab, chip and float samples from widely separated locations of quartz-sulphide veins in north-trending shears cutting sub-volcanic monzonite intruding Upper Triassic amygdaloidal basalts and andesites.

Adjoining the Nok property to the south-east is the Schellex Mining Corp-Whirlwind Resources Ltd. property (formerly the Anuk property) where shear and quartz vein or quartz-carbonate vein hosted mineralization is known. Veins up to 5 cm. wide contain massive bornite, visible gold, pyrite, chalcopyrite, pyrolusite and pyrrhotite. Gossanous and copper-stained areas are common throughout the property.

Shear zones on the Anuk property are up to 4 metres wide and strike 120° - 125° , dipping about 80° south-west. They are associated with quartz and quartz-carbonate veining which is host

to the mineralization. Projection of the shears to the north-west would place them on the Nok property.

Minfile occurrence 047 (Figure 3) is located on the Anuk property. "High-grade" copper-silver-gold results and visible gold are noted from this location.

The present resurgence of mineral exploration in the area is in response to its geological similarities with the Sulphurets, Iskut and Golden Bear gold camps. Mining and exploration companies most recently active in the area included Continental Gold Corporation (Trophy claims). Equity Engineering Ltd. (JW and Trek/Sphal claims). Cominco Limited (Galore Creek), Canamax Resources Inc. (Copper Canyon) and Corona Corporation (Sphaler Creek claims).

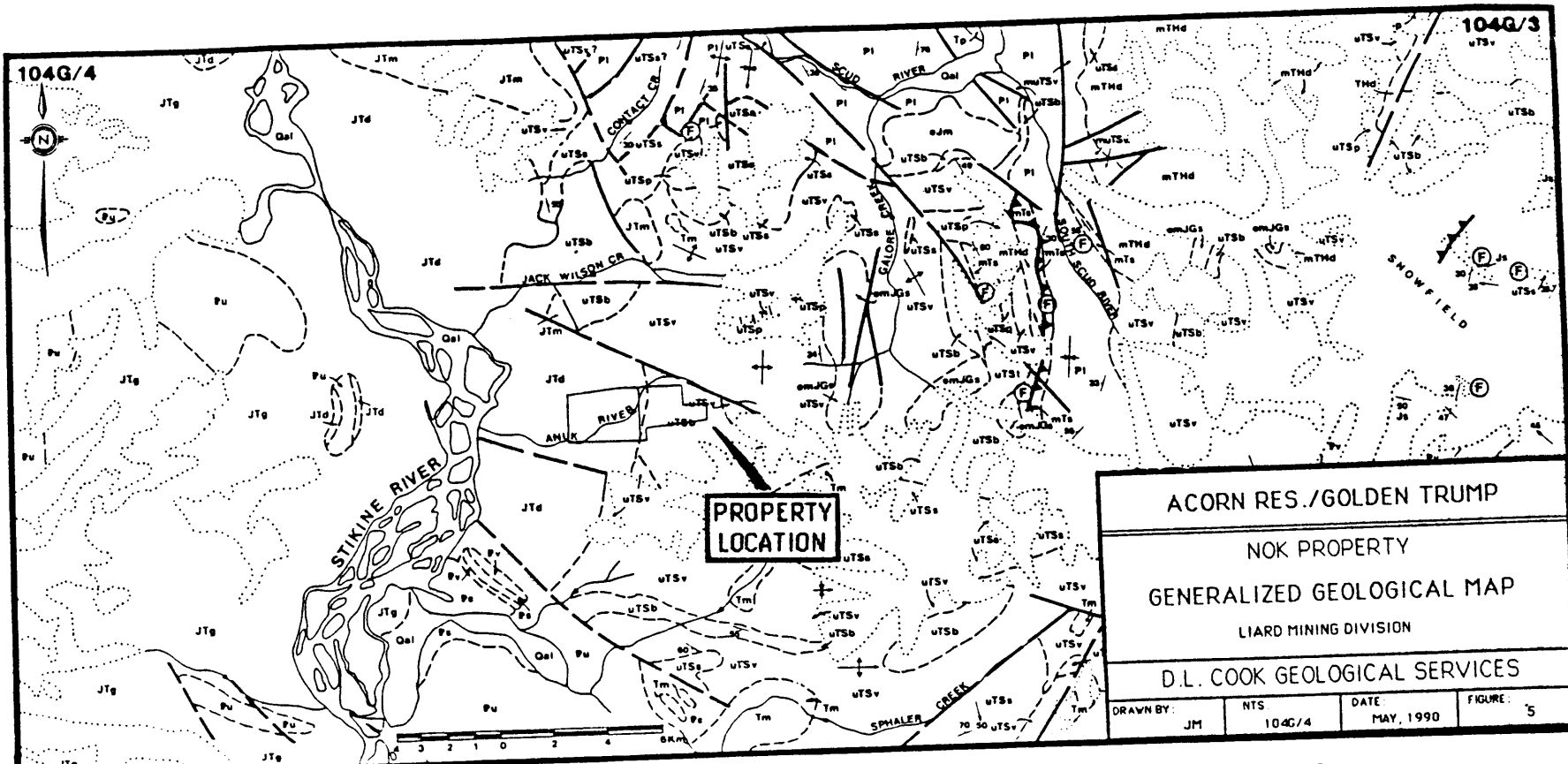
Regional Geology

F.A. Kerr carried out geological mapping along the Stikine and Iskut rivers from 1924 to 1929 but it was not until 1948 that this data was published (Kerr, 1948a, b). Other work by the Geological Survey of Canada includes that of Souther (1971, 1972), Monger (1970, 1977), and Anderson (1984, 1989). P. Read has conducted regional mapping for the Geological Survey of Canada (Read, 1984) and feasibility studies for B.C. Hydro. A. Panteleyev carried out mapping in the area, in conjunction with a deposit study of Galore

Creek between 1973 and 1975 (Panteleyev, 1975, 1976, 1977).

J.M. Logan and V.M. Koyanagi of British Columbia, Department of Mines released results of their work in the Galore Creek area. (Logan; Koyanagi 1989) (Figure 5).

The area straddles the boundary between the Intermontane (Stikinia at this latitude) and Coast tectonic belts. Stikinia consists of Upper Paleozoic to Tertiary rocks that can be grouped into four tectonostratigraphic packages (Figure 5): a late Paleozoic to Middle Jurassic island arc suite represented by the Stikine assemblage of Monger (1977), the Stuhini group (Kerr, 1948a) and Hazelton Group equivalent rocks; Middle Jurassic to early Late Cretaceous successor-basin sediments of the Bowser Lake Group (Tipper and Richards, 1976); Late Cretaceous to Tertiary transtensional continental volcanic-arc assemblages of the Sloko Group (Aiken, 1959); and Late Tertiary to recent post-orogenic plateau basalt bimodal volcanic rocks of the Edziza and Spectrum ranges. Plutonic rocks of Mesozoic and Tertiary age intrude this complex stratigraphy. The most economically important exploration targets are porphyry copper-gold-silver deposits and peripheral mesothermal and shear-zone-hosted precious metal veins.



ACORN RES./GOLDEN TRUMP

NOK PROPERTY

GENERALIZED GEOLOGICAL MAP

LIARD MINING DIVISION

D.L. COOK GEOLOGICAL SERVICES

DRAWN BY: JM	NTS 104G/4	DATE: MAY, 1990	FIGURE: 5
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QUATERNARY
Qal till, alluvium, glacial material

STRATIFIED ROCKS

JURASSIC
Js sandstone, siltstone, arkose, tuff, polymictic, granite conglomerate, carbonaceous plant material

MIDDLE TO UPPER TRIASSIC STUHINI GROUP
UTSs siltstone, sandstone, conglomerate, minor limestone
UTSi well-bedded green-maroon lapilli-ash tuffs and epiclastics
UTSp pyroxene-porphry flows and fragmentals
UTSb breccia-tuff and fragmentals, lithic crystal tuff, lahar-breccia
m/UTSv massive andesite flows and tuffs, amygdaloidal basalt

MIDDLE TRIASSIC
mTs carbonaceous silty shale with elliptical concretions and cherty siltstones

STIKINE ASSEMBLAGE

PERMIAN
PI massive, thickly bedded, buff, bioclastic calcarenite, thinly bedded, bioclastic limestone, with chert interbeds and minor epiclastics

PERMIAN AND OLDER
Pv plagioclase porphyry flows/sills, volcanoclastics, purple ash tuff, chlorite schist, massive flows
Ps silver phyllite, slate and phyllitic argillite
Pu undivided - green-maroon foliated volcanics, metasediments

MISSISSIPPIAN
MI grey, massive, bedded calcarenite with chert interbeds overlying coarse grained crinoidal calcarenite, flows, and tuffs
Ms phyllite, tuff, intraterritorial limestone and conglomerate

INTRUSIVE ROCKS

TERTIARY
Tp/Tm plagioclase-porphyratic diorite
 fine-grained biotite quartz monzonite

JURASSIC - TERTIARY COAST INTRUSIONS
JTg medium to coarse, pink, hornblende, biotite granite
Jtd medium-grained-biotite-hornblende diorite
Jtm coarse potassium feldspar, megacrystic granite to monzonite

EARLY TO MIDDLE JURASSIC GALORE CREEK INTRUSIONS
emJGs syenite, orthoclase porphyritic monzonite

EARLY JURASSIC
eJm medium to coarse, hornblende, biotite, granodiorite to monzonite

MIDDLE TRIASSIC HICKMAN BATHOLITH
mThd coarse to medium-grained-biotite-hornblende -augite-diorite to monzonite

ULTRAMAFICS
D pyroxenite

--- geological boundary
 ——— fault
 ▲▲▲ thrust fault
 permanent snow and ice
 // bedding
 \ \ plunging syncline
 / / plunging anticline
 ~ ~ minor fold axis

Regional Structure

Complicated structures have resulted in part from polyform deformation (Paleozoic strata), but also from the contrasting competence of Triassic and Jurassic volcanic and sedimentary units. Four main sets of faults have produced a mosaic of fault-bounded blocks.

Three phases of deformation have been tentatively recognized for the oldest Paleozoic rocks and a single phase for Upper Triassic and younger strata. D1 is pre-Permian to post-Mississippian; D2 pre-Late Triassic "Tahltanian"; and D3 post-Jurassic(?). Holbek (1988) has recognized four phases of folding with Stikine assemblage rocks to the east, and Panteleyev (1976) documented two generations in the Triassic rocks at Galore Creek.

Penetrative planar fabrics are ubiquitous in Paleozoic and Middle Triassic strata. Penetrative deformation of Upper Triassic and younger rocks is rare, restricted to north-trending zones of foliation.

The most prominent structure in the immediate area of the Nok property is the Galore Creek syenite complex (10 km to the east) which is thought to be the roots of an eroded volcano. Pipe-like breccias within this complex host the Galore Creek copper-gold deposits.

Regional Mineralization

Mineral deposits in the Sphaler Creek-Scud River area can be subdivided into three groups: porphyry copper-silver-gold deposits associated with syenitic sills and monzonite plugs; mesothermal silver-gold and copper-zinc mineralization in quartz and carbonate veins; and massive polymetallic sulphides with or without gold and silver. Precious metal porphyry and vein deposits related to alkaline rocks are well documented (Mutschler et al., 1985; Barr et al., 1976) and are important exploration models in northwestern British Columbia. Figure 3 shows the locations of mineral occurrences recorded in MINFILE as well as alteration zones and boundaries of mineral claims. Major occurrences and those subject to recent exploration activity are described below.

Alkalic porphyry deposits occur throughout the length of the Intermontane Belt in Upper Triassic Nicola-Takla-Stuhini volcanic rocks and comagmatic alkaline plutons, forming a class distinct from calcalkaline porphyry deposits (Barr et al., 1976). The deposits occupy brecciated and faulted sub-volcanic zones in the intrusions and country rocks which are overprinted by extensive potassium, propylitic and pyrometasomatic alteration zones. The deposits are characteristically enriched in gold and silver.

In the Galore Creek camp 8 kilometres to the east north-east of Nok property, Stuhini volcanics and comagmatic syenite

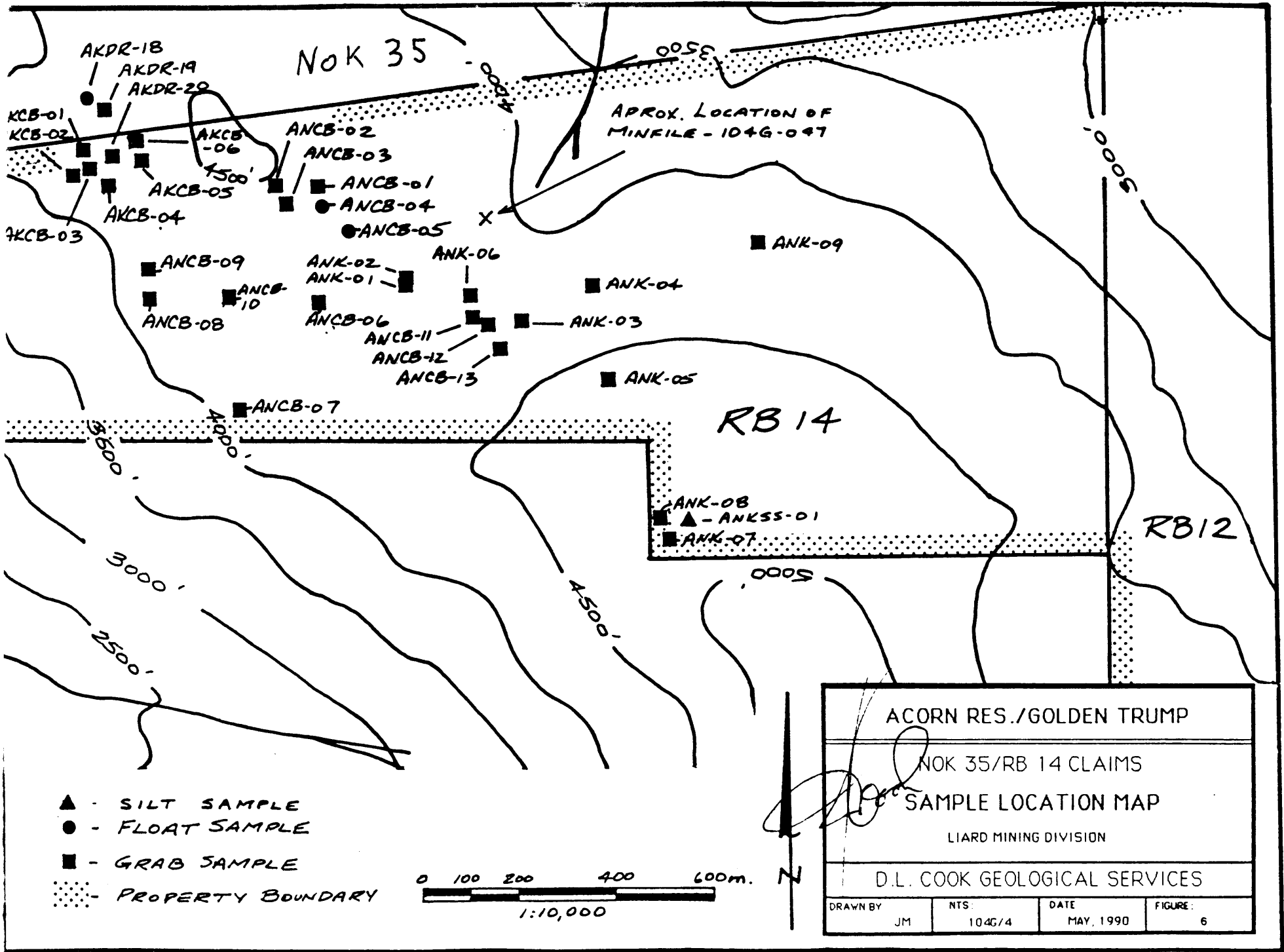
intrusives host more than 10 of these coeval disseminated deposits. (90 to 99 on Figure 3).

Property Geology and Mineralization

According to Logan and Koyanagi (1989), the Nok claims are underlain by medium-grained, biotite-hornblende quartz diorite of the Coast Intrusions (Jurassic) which intrude intermediate to mafic fragmentals, breccia, tuff and lahar of the Stuhini Group (Upper Triassic) (Figure 5). Typical lithology in the Anuk River area near the Coast Intrusions is lapilli-block tuff with blocks averaging 5 cm. Blocks are typically volcanic, but some sedimentary fragments (occasionally limestone) are known. Minor basalt and andesite flows are interbedded with the tuff.

There have been reports of volcanic pendants within the coast intrusions on the property (pers. comm. G. Schellenberg).

David Ridley visited the property October 6, 1989 and reports from Nok 35 a vertically dipping quartz vein (average 10 cm. width) in out-crop with pyrite banding and Striking 040° for about 35 metres in foliated greenstone. Other veins were observed up slope from this occurrence. (See results of analyses for samples AKDR 18,19 under "Property Geochemistry" and Figure 6 for locations).



Other samples taken and observations made by Ridley on RB14 claim of the Anuk property adjoining Nok 35 are described under "Property Geochemistry "and "History".

Property Geochemistry

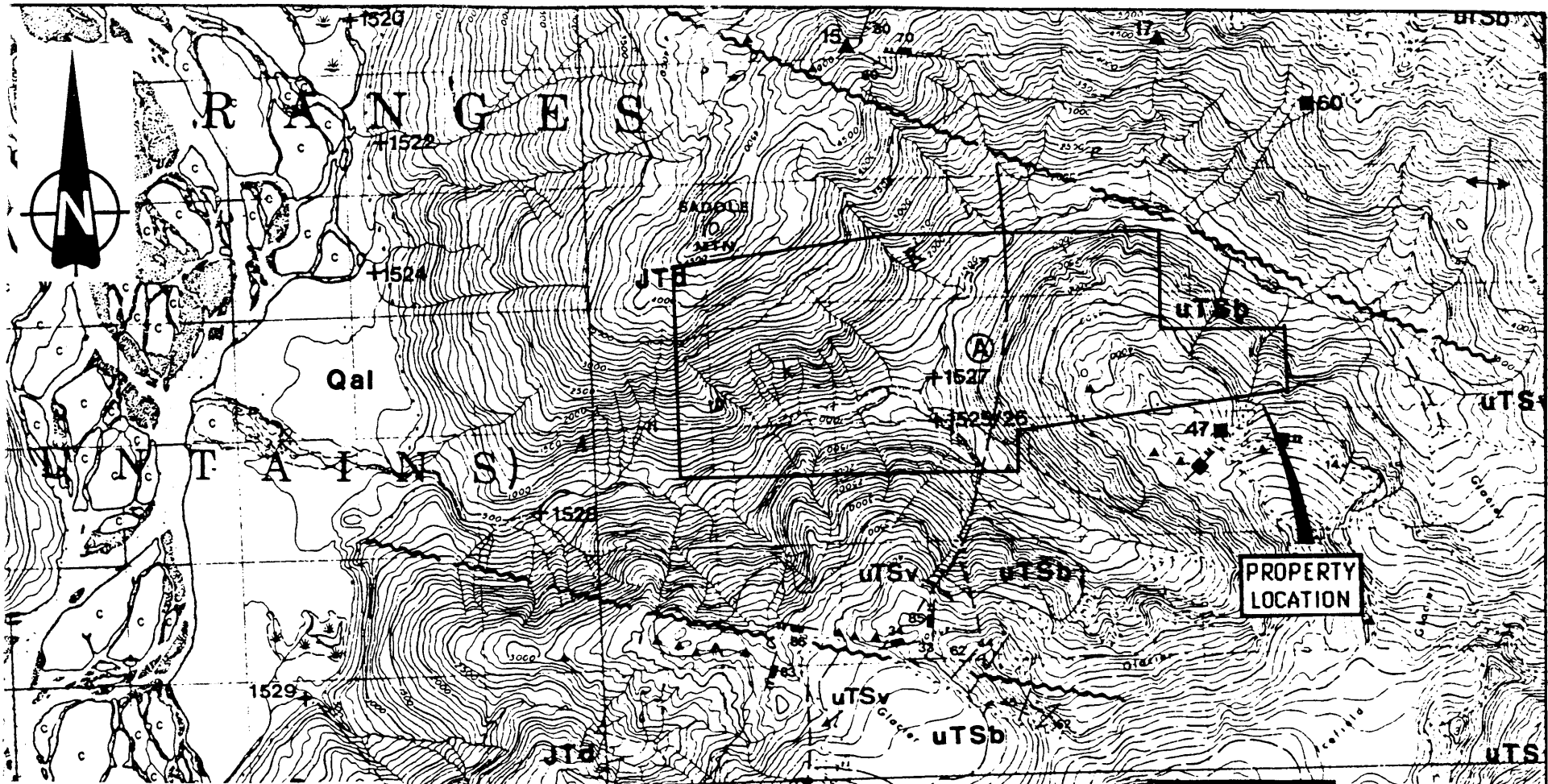
The following summarizes rock and stream silt samples taken and analyses carried out on and immediately adjacent to the Nok property.

1.) Stream Silts (see Figure 7 for locations);

<u>Sample</u>	<u>Cu(ppm)</u>	<u>Au(ppb)</u>	<u>Ag(ppm)</u>	<u>Zn (ppm)</u>	<u>Co(ppm)</u>
1524	44	1	0.1	69	<u>17</u>
1525	<u>72</u>	<u>38</u>	0.1	51	13
1526	<u>71</u>	<u>32</u>	0.1	52	12
1527	<u>99</u>	<u>115</u>	0.1	36	<u>16</u>
1528	<u>92</u>	6	0.1	54	15

Values underlined are in the 75th percentile for the larger sample population of 104 B.F.G. and K.

2.) The following rock samples were taken September/October, 1989 by Schellex Resources from Nok 35 and RB14 of Whirlwind Resources Ltd. - Schellex Gold Corp. (Figure 6).



QUATERNARY

Qal fill, alluvium, glacial material

STRATIFIED ROCKS

**MIDDLE TO UPPER TRIASSIC
STUHNI GROUP**

uTSb breccia-tuff and fragmentals, lithic crystal tuff, lahar-breccia

m/uTSv massive andesite flows and tufts, amygdaloidal basalt

PERMIAN AND OLDER

Pv plagioclase porphyry flows/sills, volcanoclastics, purple ash tuff, chlorite schist, massive flows

Ps silver phyllite, slate and phyllitic argillite

Pu undivided - green/maroon foliated volcanics, metasediments

INTRUSIVE ROCKS

Jtd medium-grained-biotite-hornblende diorite

1 : 50,000

ACORN RES./GOLDEN TRUMP

NOK PROPERTY
GEOLOGY WITH STREAM SILTS

LIARD MINING DIVISION

D.L. COOK GEOLOGICAL SERVICES

DRAWN BY: JM	NTS 104G/4	DATE MAY, 1990	FIGURE 7
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<u>Sample No.</u>	<u>Sample Type</u>	<u>Sample Description</u>	<u>Au</u>	<u>Cu(ppm)</u>	<u>Ag(ppm)</u>
AKDR18	Float	Q.V.(o/c up slope)	390 ppb	214	0.3
19	Grab	10cm. wide PyQV. (35m strike)	0.295 oz/t	318	1.3
20	"	Volc.	49 ppb	140	0.2
AKCB01	"	Goss. Volc	890 ppb	1660	3.4
02	"	QV	43 ppb	8142	5.7
03	"	"	840 ppb	1566	1.1
04	"	"	1 ppb	812	0.6
05	"	"	154 ppb	217	0.3
06	"	"	5 ppb	405	0.4

The rock samples were pulverized in the lab and screened to minus 100 mesh, then analyzed for 32 elements by ICP and for gold by atomic absorption.

One rock sample was fire assayed for gold (AKDR19).

Property Structure

The major structural elements in the general area of the Nok property are:

- 1.) The Galore Creek syenite complex centred 10 kilometres to the east where the porphyry copper-gold deposits of

Stikine Copper Ltd. are located. The attitude of layered rocks here indicate an arch-like structure with its axis roughly coincident with the central zone of mineralization (Jeffery, 1965), interpreted to represent an eroded volcano (Allen et al., 1976). North-northeasterly-trending breccia zones, syenite intrusives and faults occupy the central core in Galore Creek basin. Structures in this subvolcanic setting are predictably complex.

The Nok property lies on the western flank of the prominent magnetic "thumb-print" high reflecting the syenite complex.

The Nok property also lies on the southern flank of a similar magnetic pattern on the claims of Bellex Mining Corp. (JW project) where a porphyry and vein copper-gold situation is indicated by preliminary exploration.

- 2.) Two prominent faults or shears trending west-northeast and west lie outside of the property boundaries immediately to the north and south respectively.

Potential and Recommendations

Although the Galore Creek area was explored for copper during the early 1960's, very little effort was expended searching for gold. The area has remained dormant since that time, as was the Iskut River Gold Camp before Skyline drilled the discovery holes in 1982 that led to the Stonehouse gold deposit. The Galore Creek gold camp has gained prominence recently with the discovery of precious metal mineralization in the area. Gigi Resources - Continental Gold Corp.'s Trophy gold project contains 0.15 oz/ton gold equivalent over 185 feet of trench. Stikine Copper Ltd. has reserves of 125 million tons grading 1.06% copper and 0.012 oz/ton gold and Bellex Mining Corp.'s Jack Wilson property reports assays up to 4.38% oz/ton gold on their property.

The region covered by the Property has excellent potential for shear zone hosted gold-silver mineralization similar to that found in the Iskut River region of northwest B.C.

Copper, gold and silver in geochemical and assay results from stream silts and outcrop both on this property and the adjacent Anuk and Jack Wilson property, together with visible gold reported from the Anuk property and the proximity of the Galore Creek copper-gold deposits, suggest the Nok property has the potential for an economic deposit.

A detailed program is required to assess and evaluate the economic potential of the Nok property. The following program is recommended for the next phase in development of the property:

- 1.) the property should be mapped in detail;
- 2.) all drainages should be sediment sampled, and a reconnaissance soil geochemical survey should be conducted over the property; and
- 3.) the property should be prospected and rock samples should be obtained from zones of alteration and mineralization.
- 4.) Anomalous areas should be gridded, soil sampled, prospected and mapped in detail. Geophysics in the form of VLF and magnetic surveys, followed by trenching, should be conducted over these areas.

Proposed budget for 1990 work program

Stage I:

Prospecting, soil and stream sediment sampling.

Mob and Demob			\$5,750.00	
Supervising Geologist:	2 days	@ \$370.00	\$ 740.00	
Project Geologist:	13 days	@ \$285.00	\$3,705.00	
Prospector:	13 days	@ \$255.00	\$3,315.00	
Sampler:	13 days	@ \$230.00	\$2,990.00	
Camp Costs:	41 mandays	@ \$135.00	\$5,535.00	
Assays			\$1,000.00	
Equipment/Supplies			\$1,000.00	
Helicopter Costs:	8 hours	@ \$700.00	<u>\$5,600.00</u>	
			\$29,635.00	\$29,635.00

Stage II:

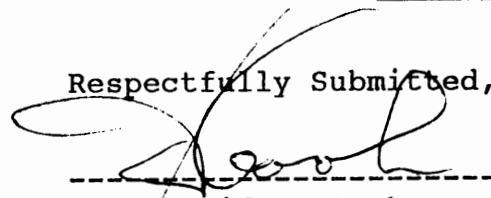
Follow up anomalous areas with grid soil sampling, prospecting, geophysics, mapping and trenching.

Supervising Geologist:	5 days	@ \$370.00	\$1,850.00	
Project Geologist:	21 days	@ \$285.00	\$5,985.00	
Prospector:	21 days	@ \$255.00	\$5,355.00	
Sampler:	21 days	@ \$230.00	\$4,830.00	
Camp Costs:	68 mandays	@ \$135.00	\$9,180.00	
Assays			\$2,500.00	
Equipment/Supplies			\$1,500.00	
Helicopter Costs:	10 hours	@ \$700.00	\$7,000.00	
VLF Survey			\$3,000.00	
Reports			<u>\$5,000.00</u>	
			\$46,200.00	<u>\$46,200.00</u>

TOTAL COST OF PROGRAM

\$75,835.00

Respectfully Submitted,



David L. Cook P.Eng.

Statement of Qualifications

I, David L. Cook of 8155 Cartier Street, Vancouver, in the Province of British Columbia, do hereby certify that:

1.) I am a Consulting Geologist and have practised my profession since graduation in 1961;

2.) I am a graduate from the University of Western Australia with a Bachelor of Science degree majoring in Geology;

3.) I am a Professional Engineer, registered in the Province of British Columbia since 1972;


4.) I have practised my profession in British Columbia, The Yukon, The Northwest Territories, Saskatchewan, Ontario, Quebec, New Brunswick, Alaska, Nevada, Australia, The Territory of Papua and New Guinea, Nouvelle Caledonie, Malaya, Brazil, Cornwall;

5.) This report is based on a study of various technical reports (listed in "Bibliography") and discussion with David Ridley of Lodestone Explorations Co. Inc. who has visited the property;

6.) I have no direct, indirect or contingent interest in the Nok property, the subject of this report or in the securities of Acorn Resources Ltd. or Golden Trump Resources Ltd., nor do I intend to receive any interest.

7.) I consent to the use by Acorn Resources Ltd. and Golden Trump Resources Ltd. of this report in a Prospectus or Statement of Material Facts or any other such document as may be required by the Vancouver Stock Exchange or the Office of the Superintendent of Brokers for British Columbia.

Dated at Vancouver, British Columbia this 14th day of May, 1990.

A circular seal for a Professional Engineer in the Province of British Columbia. The seal contains the text "PROFESSIONAL ENGINEER - Eng." around the perimeter and "PROVINCE OF" at the top. In the center, the name "D. L. COOK" is written, with a signature over it. Below the name, the name "Cook" is written in a stylized font.
David L. Cook

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Appendix

GLUCHEMICAL ANALYSIS CERTIFICATE

ICP - .500 GRAM SAMPLE IS DIGESTED WITH 3ML 3-1-2 HCL-HNO3-H2O AT 95 DEG. C FOR ONE HOUR AND IS DILUTED TO 10 ML WITH WATER.
 THIS LEACH IS PARTIAL FOR MN FE SR CA P LA CR MG BA TI B W AND LIMITED FOR NA K AND AL. AU DETECTION LIMIT BY ICP IS 3 PPM.
 - SAMPLE TYPE: ROCK AU* ANALYSIS BY ACID LEACH/AA FROM 10 GM SAMPLE.

DATE RECEIVED: OCT 11 1989 DATE REPORT MAILED: *Oct 19/89* SIGNED BY: *C. Long* D. TOYE, C. LEONG, J. WANG; CERTIFIED B.C. ASSAYERS

Coast Mountain Geological Ltd. File # 89-4278 Page 1

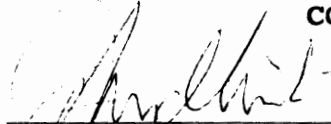
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NCB-01	3	64	9	25	1.7	16	22	163	8.80	9	5	ND	1	37	1	2	2	53	.48	.145	2	16	.57	23	.16	6	1.09	.01	.33	1	76
NCB-02	1	11296	6	81	6.1	8	20	719	3.70	9	5	ND	1	218	2	3	3	122	1.72	.281	9	22	1.37	92	.10	3	1.76	.02	.17	1	258
NCB-03	3	113	3	32	.1	11	9	577	1.66	3	5	ND	1	10	1	2	2	33	.07	.013	2	13	.78	12	.02	5	.74	.01	.03	1	11
NCB-04	2	132	25	43	.8	12	14	481	10.31	16	5	ND	1	72	1	4	13	165	.49	.195	4	43	1.98	18	.17	5	1.40	.03	1.20	1	17
NCB-05	2	1711	8	75	1.8	13	17	864	3.97	5	5	ND	1	46	1	2	8	95	1.24	.044	2	16	1.57	23	.04	3	1.55	.01	.07	1	9
NCB-06	1	213	3	11	.4	5	10	171	2.55	8	5	ND	1	4	1	2	2	17	.04	.013	2	42	.26	9	.01	2	.28	.01	.02	3	570
NCB-07	1	96	9	107	.3	5	12	854	7.80	10	5	ND	1	36	1	3	2	139	.56	.206	5	15	3.17	39	.08	3	2.92	.02	.15	1	20
NCB-08	1	149	9	62	.4	3	14	1349	4.89	7	5	ND	1	124	1	3	2	18	7.75	.100	6	15	1.30	84	.01	3	.37	.01	.16	1	28
NCB-09	1	101	6	56	.2	4	13	1042	4.14	6	5	ND	1	93	1	2	2	23	5.18	.116	5	6	.70	125	.01	5	.41	.01	.19	1	7
NCB-10	4	60	8	34	.3	4	11	266	5.55	5	5	ND	1	99	1	2	2	97	.52	.161	2	13	.90	27	.16	2	1.00	.03	.15	1	43
NCB-11	13	2365	6	81	4.2	15	43	669	17.79	42	5	ND	1	11	1	2	8	70	.21	.058	2	20	1.31	13	.05	4	2.07	.01	.05	1	530
NCB-12	3	99999	35	225	133.6	6	2	194	1.42	8	5	4	1	9	16	2	509	8	.12	.001	2	52	.13	18	.01	5	.13	.01	.02	1	1710
NCB-13	3	99999	45	218	95.1	4	1	137	2.06	7	5	3	1	3	12	2	550	6	.04	.001	2	2	.04	9	.01	4	.06	.01	.01	1	1250
NCB-01	4	1660	323	89	3.4	6	11	963	2.69	105	7	ND	5	34	1	4	10	19	.29	.069	14	9	.02	141	.01	5	.25	.01	.17	1	890
NCB-02	2	8142	5	51	5.7	9	18	828	3.17	5	5	ND	1	22	1	2	5	51	.59	.065	2	13	1.07	57	.04	6	1.06	.01	.13	1	43
NCB-03	1	1566	12	17	1.1	6	16	249	1.38	6	5	ND	1	9	1	2	7	14	.19	.015	2	34	.35	32	.01	3	.40	.01	.06	1	840
NCB-04	2	812	4	12	.6	8	4	235	.94	2	5	ND	1	16	1	2	2	17	.48	.015	2	9	.31	20	.02	5	.32	.01	.06	1	1
NCB-05	1	217	3	11	.3	6	15	216	1.82	6	5	ND	1	6	1	2	3	23	.13	.026	2	44	.33	27	.02	3	.37	.01	.04	3	154
NCB-06	1	405	4	89	.4	10	21	794	4.78	6	5	ND	1	121	1	4	3	149	1.39	.186	5	14	1.88	49	.12	6	2.16	.02	.29	1	5
NK-01	1	64	11	53	.2	163	26	747	4.41	6	5	ND	1	43	1	3	4	83	1.45	.060	5	329	3.96	39	.10	5	2.86	.05	.04	1	4
NK-02	1	1910	5	53	.8	7	12	862	2.88	4	5	ND	1	106	1	3	6	70	2.57	.099	2	12	1.16	20	.07	3	1.20	.02	.05	1	2
NK-03	1	156	8	84	.1	10	20	734	5.17	5	5	ND	1	125	1	3	2	148	.92	.195	7	16	1.92	14	.12	2	1.82	.02	.04	1	9
NK-04	1	250	5	58	.3	7	16	1188	4.12	3	5	ND	1	252	1	2	3	80	6.64	.136	7	13	.73	887	.01	6	.96	.01	.22	1	30
NK-05	1	213	6	56	.3	5	18	1021	3.85	2	5	ND	1	227	1	2	2	80	5.04	.183	7	10	1.08	364	.01	5	.71	.01	.40	1	9
NK-06	1	18	4	51	.2	4	12	1124	3.61	4	5	ND	1	637	1	2	6	31	13.81	.069	6	12	1.32	1612	.01	4	.29	.01	.09	1	5
NK-07	2	13936	5	111	11.4	10	33	684	5.33	4	5	ND	1	52	3	2	6	92	1.29	.121	2	13	1.35	75	.08	2	1.49	.02	.39	1	89
NK-08	1	5102	5	84	4.5	9	17	781	3.93	4	5	ND	1	64	2	3	12	97	1.87	.104	2	15	1.36	90	.09	4	1.53	.02	.44	1	990
NK-09	1	207	5	85	.2	13	23	699	6.27	3	5	ND	1	136	1	4	3	162	2.20	.228	9	19	1.86	36	.10	3	1.80	.02	.14	1	22
DR-18	3	214	2	16	.3	10	21	168	2.83	15	5	ND	1	19	1	2	2	20	.17	.043	2	11	.50	46	.03	4	.73	.01	.11	3	390
DR-19	3	318	4	15	1.3	13	44	96	12.02	971	8	11	1	4	1	5	2	21	.03	.013	2	11	.18	8	.02	10	.29	.01	.03	1	9490
DR-20	1	140	5	64	.2	11	19	664	3.96	9	5	ND	1	97	1	4	5	114	.95	.188	4	16	1.85	90	.16	9	2.01	.02	.80	1	49
JK-01	3	556	3	7	1.0	9	2	62	2.44	15	9	ND	1	1	1	2	7	1	.06	.002	2	5	.01	4	.01	5	.07	.01	.01	1	68
JK-02	3	96	7	20	.1	11	13	228	2.09	2	5	ND	1	228	1	3	2	54	3.48	.222	7	19	.26	54	.15	9	3.89	.27	.07	1	7
JK-03	5	13	3	7	.1	8	1	171	.64	2	5	ND	1	1	1	2	2	1	.04	.006	2	7	.06	5	.01	4	.11	.01	.03	1	3
JK-04	265	43	5	8	.1	26	11	61	1.73	2	5	ND	1	5	1	2	2	8	.07	.020	5	9	.11	98	.02	2	.27	.01	.07	1	1
JK-05	12	38	7	55	.1	52	27	252	2.37	3	5	ND	1	15	1	2	2	27	.26	.113	12	20	.56	40	.04	2	.84	.03	.43	1	14
JD C/AU-R	18	58	40	132	6.7	68	31	1018	4.12	39	17	7	37	48	18	16	21	59	.48	.095	39	57	.87	172	.06	35	1.93	.06	.13	11	470

11.(1) CERTIFICATE OF THE DIRECTORS AND PROMOTERS OF THE ISSUER:

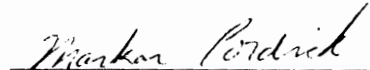
The foregoing constitutes full, true and plain disclosure of all material facts relating to the securities offered by this Statement of Material Facts as required by the Securities Act and its regulations.

DATE: JULY 16, 1990

CONSOLIDATED ACORN RESOURCES LTD.

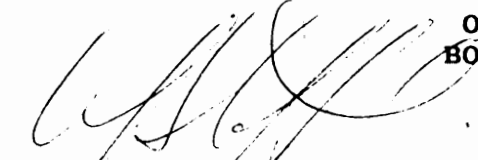


John W. White
Chief Executive Officer




Markam C.A. Cordick
Chief Financial Officer

ON BEHALF OF THE
BOARD OF DIRECTORS

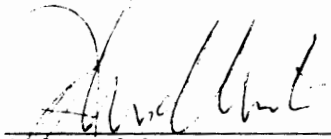


William J. Stafford
Director



Michael Gilley
Director

THE PROMOTERS



John White
Promoter

11.(2) CERTIFICATE OF THE AGENT:

To the best of our knowledge, information and belief, the foregoing constitutes full, true and plain disclosure of all material facts relating to the securities offered by this Statement of Material Facts as required by the Securities Act and its regulations.

DATE: JULY 16, 1990

L.O.M. WESTERN SECURITIES LTD.

Per: 

Peter Brown