

PROPERTY FILE

82ESE 176 - 05

82E7W RENO
82E/4W TOP

082ESE176

001372

NO SECURITIES COMMISSION OR SIMILAR AUTHORITY IN CANADA HAS IN ANY WAY PASSED UPON THE MERITS OF THE SECURITIES OFFERED HERE- UNDER AND ANY REPRESENTATION TO THE CONTRARY IS AN OFFENCE

SAN ANTONIO EXPLORATIONS LTD.

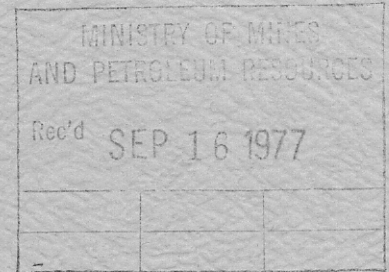
Incorporated Under the Laws
of the Province of British Columbia

P R O S P E C T U S

Date: June 15, 1977

NEW ISSUE

250,000 COMMON SHARES



Price to Public	Commission	Proceeds to Issuer if all Shares are Sold
Per Unit: 25¢	6 1/4¢	18 3/4¢
Total: \$62,500.00	\$15,625.00	\$46,875.00*

* Less cost of issue estimated at \$5,000.00

THERE IS NO MARKET FOR THE COMPANY'S SECURITIES.

A PURCHASE OF THE SHARES OFFERED BY THIS PROSPECTUS MUST BE CONSIDERED A SPECULATION SINCE THE COMPANY'S MINERAL CLAIMS ARE STILL ONLY IN THE EXPLORATION STAGE. REFERENCE SHOULD ALSO BE MADE TO THE CAPTION "PRINCIPAL HOLDERS OF SHARES" ON PAGES 8 & 9 AND THE COMPARISON OF THE PERCENTAGE OF SECURITIES BEING OFFERED TO THE PUBLIC BY THIS PROSPECTUS AND THOSE ALREADY ISSUED BY THE COMPANY TO PROMOTERS, DIRECTORS AND CONTROLLING PERSONS FOR CASH AND PROPERTIES.

NO SURVEY HAS BEEN MADE OF THE COMPANY'S LOCATED MINERAL CLAIMS AND THEREFORE IN ACCORDANCE WITH THE MINING LAWS OF THE PROVINCE OF BRITISH COLUMBIA, IN WHICH SUCH CLAIMS ARE SITUATE THEIR EXISTENCE AND AREA COULD BE IN DOUBT.

THE PROPERTY OF THE COMPANY IS WITHOUT A KNOWN BODY OF COMMERCIAL ORE AND THE PROPOSED PROGRAM IS AN EXPLORATORY SEARCH FOR ORE.

REFER TO THE CAPTION "USE OF PROCEEDS ON PAGE 4 FOR PARTICULARS OF THE MINIMUM SUBSCRIPTION TO WHICH THIS ISSUE IS SUBJECT.

I N D E X

	<u>Page</u>
New Issue	Front Page Cover
Name and Incorporation of Issuer	1
Plan of Distribution	1
Directors and Officers	1
Capitalization	2
Prior Sales	2
Description of Share Capital Structure	2
Use of Proceeds	3
Description of Business and Property of Issure	5
Principal Holders of Shares	8
Interest of Management and Others In Material Transactions	9
Promoters	9
Remuneration of Directors and Senior Officers	9
Escrowed Shares	10
Pooled Shares	10
Preliminary Expenses	11
Auditors, Transfer Agents and Registrars	11
Purchaser's Statutory Right of Rescission	11
Other Material Facts	12
Financial Statements	13
Engineer's Report on RENO Claim by W. Meyer, P.Eng, dated March 19, 1977	18
Engineer's Report on TOP Claim by W. Meyer, P.Eng. dated February 7, 1977	27
Certificate	40

NAME AND INCORPORATION OF ISSUER

The full name of the Company is SAN ANTONIO EXPLORATIONS LTD. Its registered and records office is Suite 1620 - 701 West Georgia Street, Vancouver, British Columbia. Its head office is 1015 - 470 Granville Street, Vancouver, British Columbia.

The Company was incorporated on the 3rd day of February, 1977 under the laws of the Province of British Columbia and is a reporting Company.

PLAN OF DISTRIBUTION

The Company will sell its shares through Investment Dealers and will pay a commission of up to 25% or 6¼¢ per share to such Investment Dealers for each such share sold.

DIRECTORS AND OFFICERS

<u>Name and Address</u>	<u>Principal Occupation for Past Five Years</u>	<u>Position with Company</u>
Thomas Harold Wardell 1236 Haywood Avenue West Vancouver, B. C.	Real-estate salesman & President of Wardell Agencies Ltd. - a whole- sale clothing industry	Director
Ian Roger Hagemoen 11084 Partridge Crescent Surrey, B. C.	Self-Employed Mining Executive	Secretary and Director

<u>Name and Address</u>	<u>Principal Occupation for Past Five Years</u>	<u>Position with Company</u>
David Alexander Bailey 5990 Charles Street North Burnaby, B.C.	Salesman and Self Employed Contractor	President and Director

CAPITALIZATION

<u>Designation of Security</u>	<u>Amount Authorized To Issue</u>	<u>Amount out- Standing at March 31/77 Balance Sheet</u>	<u>Amount out- standing at June 15/77</u>	<u>Amount out- standing if all Secur- ities Sold</u>
Common Shares	5,000,000 without par value	1,076,100	1,076,100	1,326,100*

PRIOR SALES

<u>Number Sold</u>	<u>Price</u>	<u>Total Cash Received</u>	<u>Commission Paid</u>
326,100	\$.10	\$32,610.00	Nil

All of the shares shown as issued for cash and 750,000 shares issued for property at a deemed consideration of 1¢ per share were issued during the past 12 months.

* The holder of 40,000 of the shares held in escrow has agreed to cancel them and such shares will be cancelled as soon as the necessary resolutions have been passed and filed with the Registrar of Companies.

DESCRIPTION OF SHARE CAPITAL STRUCTURE

The share capital structure of the Company consists of one class of shares only. All shares issued by the Company rank equally as to dividends, voting rights and as to any distribution of assets on winding-up or liquidation. There are no Indentures or Agreements limiting the payment of dividends and there are no conversion rights, no special liquidation rights, pre-emptive rights, or subscription rights. The presently outstanding share capital is not subject to any call or assessment and the shares offered hereby when issued and sold as described in this prospectus will not be subject to any call or assessment.

USE OF PROCEEDS

The proceeds from the sale of securities, together with approximately \$18,000.00 will be spent on the following:-

- A. The explorations program on the Top #1 claim which was recommended by W. Meyer, P. Eng. in his report dated February 7, 1977, a copy of which is attached hereto and forms part of this prospectus. The expenditures are as follows:-

Stage 1

(i)	Mapping and prospecting	\$ 5,000.00
-----	-------------------------	-------------

Stage 2

(i)	Geochemical sampling and analysis	5,750.00
-----	-----------------------------------	----------

(ii)	Radiometric survey	2,400.00
------	--------------------	----------

(iii)	Trenching and/or "sampler drill"	3,000.00
-------	----------------------------------	----------

(iv)	Support costs, engineering and contingencies	8,850.00
------	--	----------

		<u>\$ 25,000.00</u>
--	--	---------------------

- B. The exploration program on the Reno claim recommended by W. Meyer, P. Eng. in his report dated March 19, 1977, a copy of which is attached hereto and forms part of this prospectus. The expenditures are as follows:-

Stage 1:

Preliminary mapping	\$ 1,200
---------------------	----------

Preliminary geochemical survey	2,600
--------------------------------	-------

Analysis	<u>1,200</u>
----------	--------------

	<u>\$ 5,000</u>
--	-----------------

Stage 2:

Detailed geochem. in anomalous areas	\$ 1,500
--------------------------------------	----------

Analysis	1,000
----------	-------

Trenching in anomalous areas	<u>2,500</u>
------------------------------	--------------

	<u>\$ 5,000</u>
--	-----------------

C.	Property payments for the Top #1 claim	\$ 10,000.00
D.	Costs of this issue	5,000.00
E.	General, corporate and administrative expenses	13,000.00
F.	Provision for listing fee	2,000.00
		<hr/>
		\$ 65,000.00

If all 250,000 shares offered by this Prospectus are not sold within 120 days from the date of the acceptance by the Superintendent of Brokers of this Prospectus, then all subscriptions for shares held by the Montreal Trust Company shall be returned to the subscribers without deductions. All subscriptions will be held by the Montreal Trust Company until such time as a minimum amount of \$46,875.00 net commissions has been raised by the sale of shares sold pursuant to this prospectus in British Columbia or in any other jurisdiction in which the shares have been qualified for sale and the Superintendent of Brokers has consented to the release of the funds. Any commissions assessments or other fees or expenses will be borne by the Company. If the minimum amount is raised within the required period, the Vancouver Curb Exchange's fee of \$2,000.00 will be held in trust by the Montreal Trust Company for that purpose.

The Company may, pursuant to the recommendations of a qualified engineer, abandon in whole or in part any of its properties or may alter, as work progresses, the work program recommended or may make arrangements for the performance of all or any portion of such work by other persons or companies and may use any money so diverted for the purpose of conducting work or examining other properties acquired by the Company after the date of this prospectus although the Company has no present plans in this regard. If any such event occurs during the primary distribution of the shares referred to in this prospectus, an amendment to this prospectus will be filed. If any such event occurs subsequent to completion of the primary distribution, shareholders will be notified.

No part of the proceeds shall be used to invest, underwrite or trade in securities other than those that qualify as investments in which trust funds may be invested under the laws of the jurisdiction in which securities offered by this prospectus may be lawfully sold. Should the Company propose to use the proceeds to acquire non-trustee type securities after initial distribution of the securities offered by this prospectus approval by the Shareholders must first be obtained and prior disclosure must be made to the securities regulatory bodies having jurisdiction over the sale of the securities offered by this prospectus.

DESCRIPTION OF BUSINESS AND PROPERTY OF THE ISSUER

The principal business of the Company is the acquisition, exploration and development of mineral deposits.

RENO CLAIM

The Company is the owner of the Reno mineral claim, record number 712 consisting of 9 units. The Reno claim is located in the Kettle River of the Greenwood Mining Division approximately 22 miles north of Westbridge, British Columbia. The claim may be reached from Rock Creek, British Columbia which is located on Highway #3, by driving north on paved road to the settlement of Westbridge. The road to the claim continues north from Westbridge for 22 miles of which the first 16 miles are paved and the last 6 miles are on maintained gravel road. The expiry date of the Reno claim is March 30, 1978.

The Company acquired the Reno claim pursuant to an agreement dated March 29th, 1977 from the following persons for the shares of the Company as are set opposite their respective names:-

Ian Hagemoen 11084 Partridge Crescent Surrey, B. C.	300,000
David Bailey 5990 Charles Street North Burnaby, B. C.	350,000
Thomas Wardell 1236 Haywood Avenue West Vancouver, B. C.	100,000

Messrs. Hagemoen, Bailey, and Wardell are directors and promoters of the Company. All of the shares have been issued and are held in escrow subject to the direction of the Superintendent of Brokers. The cost of the claims to the vendors was approximately \$600.00. The agreement may be inspected while the Company's shares are in primary distribution, during normal business hours at the Company's records office at 1620 - 701 West Georgia Street, Vancouver, British Columbia.

Minor trenching was carried out on the claim approximately 10 years ago and 2 shallow shafts were sunk on the claim approximately 50 years ago. Results of the earlier exploration are not known.

There is no surface or underground plant or equipment on the claim. There has been no underground exploration or development work done on the claim with the exception of the 2 shallow shafts referred to above. The Company has not done any work on the claim.

THERE IS NO KNOWN BODY OF COMMERCIAL ORE ON THE CLAIM AND THE PROPOSED PROGRAM IS AN EXPLORATORY SEARCH FOR ORE, PRIMARILY COPPER. FOR DETAILS OF THE CLAIM, SEE THE REPORT OF W. MEYER, P.ENG. DATED FEBRUARY 7, 1977 ATTACHED HERETO.

TOP CLAIM

The Company holds, pursuant to an agreement dated March 29, 1977 made with Norman E. Hilworth of 1161 Nanaimo Street, Vancouver, British Columbia, an option to purchase the Top #1 mineral claim, record number 103, consisting of 16 units. The Top #1 claim expires on January 26, 1978. The claim is located in the China Creek area of the Trail Mining Division, approximately 10 miles southwest of Castlegar, British Columbia. The claim may be reached from Castlegar by driving south for 7 miles on a paved highway to the Sullivan Creek Road and approximately 3½ miles northwest on the Sullivan Creek Road to the claim site.

The Company has paid Norman E. Hilworth \$10,000.00 and in order to exercise the option to purchase the claim it must pay him \$5,000.00 on or before June 30th, 1977 and \$5,000.00 on or before October 31, 1977. The cost of the claim to Mr. Hilworth was approximately \$1,000.00. The agreement may be inspected, while the Company's shares are in primary distribution, during normal business hours at the Company's records office at 1620 - 701 West Gerogia Street, Vancouver, British Columbia.

To the best of the knowledge of the signatories hereto, no person has received or is to receive more than a 5% interest in the consideration paid to Mr. Hilworth.

There is no known history of previous work done on the claim with the exception of a preliminary prospecting and scintolometer survey done by W. Meyer on behalf of the Company.

There is no surface or underground equipment on the claim. There has been no underground exploration or development work done on the claim.

THERE IS NO KNOWN BODY OF COMMERCIAL ORE ON THE CLAIM AND THE PROPOSED PROGRAM IS AN EXPLORATORY SEARCH FOR ORE, PRIMARILY URANIUM.

For further details of the claim see the report of W. Meyer, P. Eng. dated March 19, 1977 as amended June 17, 1977 attached hereto.

PRINCIPAL HOLDERS OF SHARES

To the knowledge of the Directors and Senior Officers of the Company, only the following hold beneficially, directly or indirectly, more than 10% of any class of shares of the Company as at June 15, 1977.

<u>Name and Address</u>	<u>Type of Ownership</u>	<u>Class and No. of Shares Owned</u>	<u>Percentage of Class</u>
Ian Hagemoen 11084 Partridge Cres. Surrey, B.C.	Direct & Beneficial	330,000 common	30.66 %
David Bailey 5990 Charles Street North Burnaby, B.C.	Direct & Beneficial	390,000 common	36.24 %
Thomas H. Wardell 1236 Haywood Street, West Vancouver, B.C.	Direct & Beneficial	120,050 common	11.15 %

The following table shows the respective percentage of shares of the Company beneficially owned either directly or indirectly by the Directors and Senior Officers of the Issuer as a group:

<u>Designation of Class</u>	<u>Percentage of Class</u>
Common Shares	78.05% *

Based on 1,326,100 shares to be outstanding if the shares offered by this prospectus are sold, 63.34% of the shares have been issued to Insiders for property and cash and 18.85% are being offered to the public.

INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Reference is made to the caption "Description of Business and Property of Issuer" for the shares issued to Directors for property.

PROMOTERS

Ian Hagemoen, Thomas Wardell and David Bailey, being the Directors of the Company, may be considered the promoters of the Company in accordance with Section 2(1) of the Securities Act. Reference is made to the caption "Description of Business and Property of Issuer" wherein the interest of the Directors in the Reno #1 claim acquired by the Company and the consideration received by them therefor is disclosed. The promoters as a group also purchased 90,050 shares of the Company at 10¢ per share.

REMUNERATION OF DIRECTORS AND SENIOR OFFICERS

No remuneration was paid to any director or officer since incorporation but as at June 15, 1977 the Company had paid a company owned and controlled by Ian Hagemoen, a Director of the Company, \$2,250 for secretarial services, office rental and bookkeeping and the Company will continue to pay \$500 per month for such services. The aggregate remuneration expected to be paid during the current fiscal year ending March 31, 1977 to the Directors and officers including the indirect payment made to the Company controlled by Ian Hagemoen is not expected to exceed \$6,000.00.

ESCROWED SHARES

As of the date of this prospectus, 750,000 shares are held in escrow by the Montreal Trust Company, 466 Howe Street, Vancouver, British Columbia, subject to the direction or determination of the Superintendent of Brokers ("Superintendent"). The escrow restrictions provide that the shares may not be traded in, dealt with in any manner whatsoever, or released nor may the Company, its Transfer Agent or Escrow Holder make any transfer or record any trading of shares without the consent of the Superintendent.

In the event the Company loses or abandons or fails to obtain title to all or part of the property or assets for which it allotted all or any part of the escrow shares, the Company will declare any such event to the Superintendent by way of Directors' Resolution and the holders of such shares, the Trustee thereof and the Company, have agreed that such number of said shares, as the Superintendent determines, shall have become subject to the cancellation, shall be surrendered to the Company by way of gift for cancellation. The complete text of the Escrow Agreement is available for inspection at the registered office of the Company, Suite 1620 - 701 West Georgia Street, Vancouver, British Columbia.

<u>Designation of Class</u>	<u>Number of shares Held in Escrow</u>	<u>Percentage of Class</u>
Common Shares	750,000*	69.69%

* The holder of 40,000 of the shares held in escrow has agreed to cancel them and such shares will be cancelled as soon as the necessary resolutions have been passed and filed with the Registrar of Companies

POOLED SHARES

236,000 shares of the capital of the Company sold for cash have been voluntarily pooled with the Montreal Trust Company, not to be released until 30 days after the completion of the sale of the shares offered by this prospectus. 90,050 shares of the capital of the Company sold for cash to the Directors have been voluntarily pooled with the Montreal Trust Company, not to be released without the consent of the Superintendent of Brokers.

PRELIMINARY EXPENSES

As set out in the Financial Statements attached hereto, the following preliminary expenses were incurred by the Company:-

Exploration and Development	\$ 1,000
Administration	1,750
	<hr/>
TOTAL:	2,750
	<hr/> <hr/>

AUDITORS, TRANSFER AGENTS AND REGISTRARS

The Auditor of the Company is Bruce Hamilton of 470 Granville Street, Vancouver, British Columbia.

The Company's Registrar and Transfer Agent is the Montreal Trust Company, 466 Howe Street, Vancouver, British Columbia.

PURCHASER'S STATUTORY RIGHT OF RESCISSION

Sections 61 and 62 of the Securities Act (British Columbia) provides, in effect, that where a security is offered to the public in the course of primary distribution:

- (a) A Purchaser has a right to rescind a contract for the purchase of a security while still the owner thereof if a copy of the last prospectus, together with Financial Statements and Reports and Summaries of Reports relating to the securities as filed with the Superintendent of Brokers were not delivered to him or his Agent prior to delivery to either of them of the written confirmation of the sale of the securities. Written notice of intention to commence an action for rescission must be served on the person who contracted to sell within 60 days

of the date of delivery of the written confirmation, but no action shall be commenced after the expiration of three (3) months from the date of service of such notice;

- (b) a Purchaser has the right to rescind a contract for the purchase of such security while still the owner thereof if the prospectus or any amended prospectus offering such security contains an untrue statement of material fact or omits to state a material fact necessary in order to make any statement therein not misleading in the light of the circumstances in which it was made, but no action to enforce this right can be commenced by a Purchaser after expiration of 90 days from the later of the date of such contract or the date on which such prospectus or amended prospectus is received or is deemed to be received by him or his Agent.

Reference is made to the said Act for the complete text of the provisions under which the foregoing rights are conferred.

OTHER MATERIAL FACTS

There are no material facts relating to the securities offered by this prospectus which are not disclosed under the foregoing captions.

BRUCE T. HAMILTON
CHARTERED ACCOUNTANT

1019 - 470 GRANVILLE ST.
VANCOUVER, B.C. V6C 1V5
(604) 685-5264

May 3, 1977

AUDITOR'S REPORT

To the Shareholders
San Antonio Explorations Ltd.
Vancouver, B.C.

I have examined the balance sheet of your Company as at March 31, 1977 and the statements of deferred expenditures and changes in financial position for the period then ended. My examination was made in accordance with generally accepted auditing standards, and accordingly included such tests and other procedures as I considered necessary in the circumstances.

In my opinion, these financial statements present fairly the financial position of the company as at March 31, 1977, and the results of its deferred expenditures and the changes in its financial position for the period then ended in accordance with generally accepted accounting principles.


Chartered Accountant

SAN ANTONIO EXPLORATIONS LTD.

BALANCE SHEET

MARCH 31, 1977

ASSETS

Current

Bank	\$20,500	
Share subscription receivable	<u>100</u>	20,600

<u>Mineral properties and claims - Note 3</u>		27,500
---	--	--------

Deferred charges

Deferred exploration and administration expenditures - Statement 2	2,600	
Incorporation cost	<u>150</u>	<u>2,750</u>

\$50,850

LIABILITIES

Current

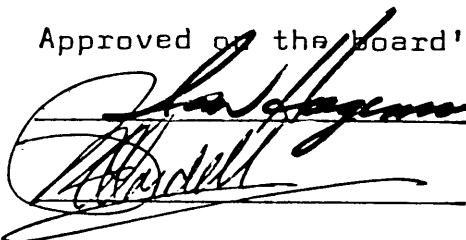
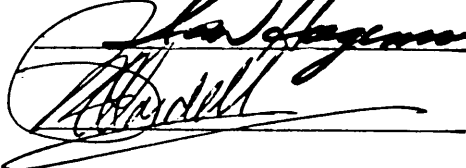
Accounts payable	\$ 740	
Option agreement payable - Note 3[a]	<u>10,000</u>	10,740

Share capital [Note 4]

Authorized: 5,000,000 shares, no par value		
Issued: 1,076,100 shares		<u>40,110</u>

\$50,850

Approved on the board's behalf:

 Director
 Director

BRUCE T. HAMILTON
Chartered Accountant

SAN ANTONIO EXPLORATIONS LTD.
NOTES TO THE FINANCIAL STATEMENTS
MARCH 31, 1977

1. Incorporation

The Company was incorporated February 3, 1977 under the laws of the Province of British Columbia as a specially-limited company named San Antonio Explorations Ltd. [N.P.L.]. By a shareholders' special resolution of March 31, 1977 the Company was converted to a limited company with the name San Antonio Explorations Ltd.

2. Accounting policies

In common with most mining companies in the exploration stage, the Company defers all direct expenditure on properties and related administration expenditure. At such time as the Company abandons or loses its interest in any property, the accumulated expenditure and the attributable administration expenditure are written off to deficit. If any property reaches commercial production, the applicable deferred expenditures will be amortized over the estimated productive life of the property.

3. Mineral properties and claims

[a] Top Number #1

By agreement dated March 29, 1977 the Company acquired an option on the above property payable as follows:

[a] On or before March 29, 1977	\$10,000	
[b] On or before June 30, 1977	5,000	
[c] On or before October 31, 1977	<u>5,000</u>	\$20,000

As soon as the Company shall have paid the option- or \$20,000 the Company shall become owner of a 100% interest in the property.

[b] Reno

By an agreement dated March 29, 1977 the Company acquired the claims to these nine units from T. Wardell, I. Hagemoen, and D. Bailey [all of whom were Company directors] in return for 750,000 fully-paid shares of the Company, all subject to any escrow requirements that may be established by the Superintendent of Brokers of the Province of British Columbia. A deemed value of 1¢ each was put on the shares which have been allotted but not yet issued.

7,500

Total - Statement 1

\$27,500

BRUCE T. HAMILTON
Chartered Accountant

SAN ANTONIO EXPLORATIONS LTD.
NOTES TO THE FINANCIAL STATEMENTS [Cont'd]
MARCH 31, 1977

4. Share capital

Authorized - the Company was originally incorporated with an authorized share capital of 3,000,000 shares, without par value. By a shareholders' special resolution of March 31, 1977 the authorized capital was increased to 5,000,000 shares, without par value.

Issued - during the period, the following transactions affecting share capital were recorded:

	<u>Shares</u>	<u>\$</u>
For cash -		
Allotted and issued	100	10
Allotted but not yet issued	<u>326,000</u>	<u>32,600</u>
	326,100	32,610
For mineral properties and claims [Note 3[b]]	<u>750,000</u>	<u>7,500</u>
Total - Statement 1	<u><u>1,076,100</u></u>	<u><u>\$40,110</u></u>

5. Directors' remuneration

During the period the directors did not receive any remuneration as such. However, \$1,000 for office facilities and services was paid to a company of which one of the directors is the controlling shareholder.

BRUCE T. HAMILTON
Chartered Accountant

SAN ANTONIO EXPLORATIONS LTD.
STATEMENT OF DEFERRED EXPENDITURES
FOR THE PERIOD FEBRUARY 3, 1977 TO MARCH 31, 1977

Exploration

Top Number #1 - Trail Creek Mining Division, B.C.

Free Miner's Certificate	\$400	
Engineer's report	<u>400</u>	800

Reno - Greenwood Mining Division, B.C.

Engineer's report	<u>200</u>	1,000
-------------------	------------	-------

Administration

Audit	400	
Management fees	1,000	
Other office expenses	<u>200</u>	<u>1,600</u>

Total - Statement 1\$ 2,600Statement 3

SAN ANTONIO EXPLORATIONS LTD.
STATEMENT OF CHANGES IN FINANCIAL POSITION
FOR THE PERIOD FEBRUARY 3, 1977 TO MARCH 31, 1977

Source

Share capital		\$40,110
---------------	--	----------

Use

Mineral properties	27,500	
Deferred exploration and administration	2,600	
Incorporation cost	<u>150</u>	<u>30,250</u>

Working Capital\$ 9,860Working capital comprises:

Current assets	\$20,600	
Current liabilities	<u>10,740</u>	<u>\$ 9,860</u>

 BRUCE T. HAMILTON
 Chartered Accountant

REPORT ON
RENO #1 CLAIM
GREENWOOD MINING DIVISION

Prepared for
SAN ANTONIO EXPLORATIONS LTD.

by
W. MEYER, P. ENG.

March 19, 1977



TABLE OF CONTENTS

	<u>Page</u>
CONCLUSIONS & RECOMMENDATIONS	1
INTRODUCTION	2
LOCATION AND ACCESS	2
CLAIMS	3
HISTORY	3
GEOLOGY & MINERALIZATION	4
CERTIFICATE	APPENDIX
	<u>MAPS</u>
LOCATION MAP	(after page 2)
CLAIM MAP	(after page 3)



CONCLUSIONS & RECOMMENDATIONS

The Reno #1 claim, comprising 9 units, located in the Greenwood Mining Division, was staked to cover sulphide zones in silicified Anarchist volcanic rocks. The sulphide mineralization appears to be related to the intrusions. Previous development consisted of bulldozer stripping approximately ten years ago and two shallow shafts [now sloughed] dating back 40 or 50 years ago. The targets and results of this work are unknown.

It is recommended that the property be geologically mapped in enough detail to relate the sulphide system to the alteration zones and major rock units. A geochemical survey for copper, lead, zinc, gold and silver should be carried out over the claim block. Some trenching may be required for follow-up.

The estimated cost of the above programme follows:

Stage 1:

Preliminary mapping	\$ 1,200
Preliminary geochemical survey	2,600
Analysis	<u>1,200</u>
	\$ <u>5,000</u>

Stage 2:

Detailed geochem. in anomalous areas	\$ 1,500
Analysis	1,000
Trenching in anomalous areas	<u>2,500</u>
	\$ <u>5,000</u>

Respectfully submitted,

W. Meyer

W. Meyer, P. Eng.



INTRODUCTION

The Reno #1 claim, located near the Kettle River in the Greenwood Mining Division, covers a copper, zinc and gold-silver prospect. The claim, comprising 9 units, was staked to cover a pyritized area of Anarchist Group metavolcanics adjacent to an area which yielded stream sediments anomalous in copper, zinc, silver, with some low gold values. Limited bulldozer trenching had been carried out on the claim area in the past as well as two shallow shafts.

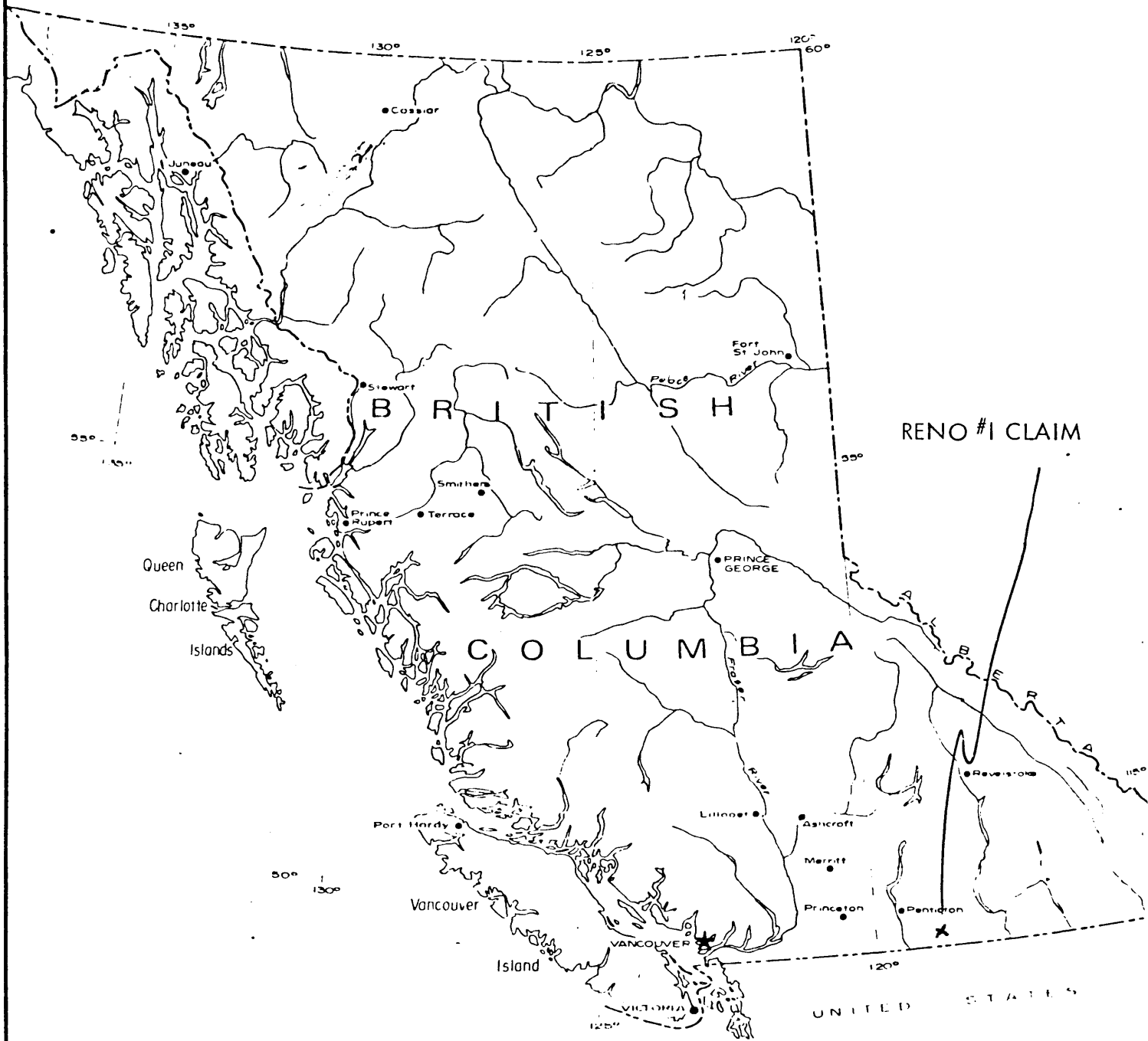
A programme of technical and physical work is recommended to further explore this prospect.

LOCATION AND ACCESS

The Reno #1 claim is situated in the Kettle River area of the Greenwood Mining Division centred around $49^{\circ}22'$ N. latitude and $118^{\circ}51'$ W. longitude. It is located on the east side of the Kettle River approximately one mile north of Lost Horse Creek and 22 miles north of the settlement of Westbridge. (See Fig. 1)

Access to the area from the lower mainland is by car or pickup truck along major highways (Hwy. 1 and Hwy. 3) to Rock Creek and then north to Westbridge. From Westbridge, pavement continues for 16 miles up the Kettle River. From the end of the pavement, the claims are reached by 6 miles of well maintained gravel road.





SAN ANTONIO EXPLORATIONS LTD.
 PROPERTY LOCATION MAP
 British Columbia
 scale : 1" = 125 miles



The Reno #1 claim is located in an area lightly timbered with gently rolling hills having elevations varying from 1,500 feet to approximately 4,000 feet.

CLAIMS

The Reno #1 claim comprises 9 units, the details of which are shown below:

<u>Claim</u>	<u>Units</u>	<u>Record Nos.</u>	<u>Tag Nos.,</u>	<u>Record Date</u>
Reno #1	9	Not available	35167	MAR. 30, 1977

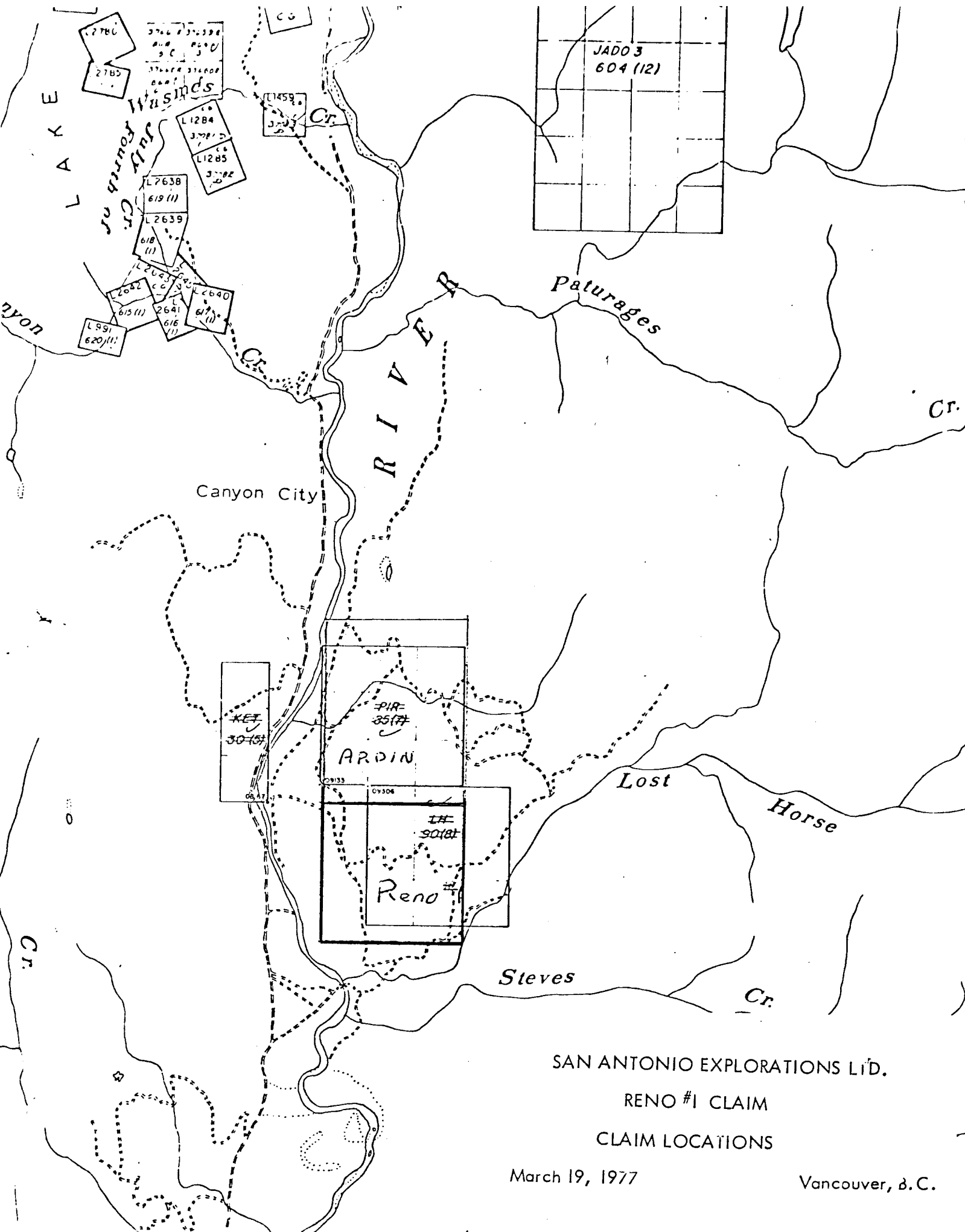
The location of the claim is shown on Fig. 2 in relation to the topography.

HISTORY

Mining activity in the Kettle River area dates back to the late 1800's. At this time, the main emphasis was on gold when the Osoyoos, Rock Creek-Camp McKinney, Beaverdale and Grand Forks-Greenwood areas were established as centers for early mining activity. The upper Kettle River has seen activity intermittently over the years since far gold-silver occurrences, base metals and some reconnaissance prospecting for uranium.

The last known work in the immediate area of the Reno #1 claim was in 1968 by Rip Van Mining (NPL) which company carried out a limited geochemical survey and bulldozer trenching in the area of a large pyritized gossan located adjacent to the Reno #1 claim. Some minor trenching on Reno #1 estimated to be approximately 10 years old may have been carried out by the same company. Approximately 50 years ago, two shallow shafts were sunk or rusted, altered shear zones within the claim.





SAN ANTONIO EXPLORATIONS LTD.

RENO #1 CLAIM

CLAIM LOCATIONS

March 19, 1977

Vancouver, B.C.

GEOLOGY & MINERALIZATION

Regional reference: GSC Map 6-1957
Kettle River (East Half)

The region of Reno #1 claim is underlain by a variety of rocks varying in age from Paleozoic to Tertiary. The oldest rocks within the claim are "greenstones" or metavolcanics of the Permian Anarchist Group and underlie much of the claim area.

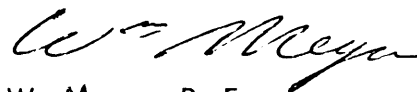
Within the claim area, the Anarchist rocks are intruded by at least two ages of granitic dykes, these probably being related to the Lower Cretaceous Nelson and Valhalla Intrusions.

The older rocks on the claim, near the east boundary, are overlain by a belt of younger Tertiary rocks of the Kettle River Formation.

In the north claim area, an extensive pyritization occurs in silicified Anarchist Group rocks near dykes of Nelson or Valhalla Intrusions. Exposures and trenches examined by the writer locally contained sulphides to 10%, primarily pyrite and pyrrhotite with minor chalcopyrite and galena. Rip Van Mining Ltd. (NPL) in 1968, working immediately to the north of the claim, reported geochemical anomalies (anomalous in copper, zinc and silver) in two areas but their relationship to the geology and the sulphide zone are not known.

The Tertiary sediments near the east claim boundary have not, to the writer's knowledge, been checked with a scintillometer for uranium mineralization but should be so checked.

Respectfully submitted,



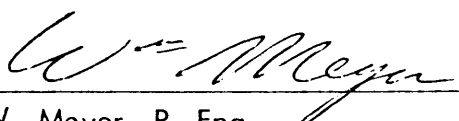
W. Meyer, P. Eng.

March 8, 1977



CERTIFICATE

1. I am a geologist with residence at 911 Jarvis Street, Coquitlam, B.C.
2. I am a graduate of the University of British Columbia, (B. Sc., 1962)
3. I am a registered member of the Association of Professional Engineers of the Province of British Columbia.
4. I have worked as an exploration geologist for fourteen years for the following companies: Phelps Dodge Corporation of Canada Ltd.; Gibraltar Mines; Associated Geological Services Ltd.; Western Geological Services Ltd. (senior partner).
5. I have no interest, direct or indirect, nor do I anticipate receiving any, in the properties or securities of San Antonio Explorations Ltd.



W. Meyer, P. Eng.

March 19, 1977
Vancouver, B.C.



REPORT ON THE TOP #1 CLAIM

prepared for

SAN ANTONIO EXPLORATIONS LTD.

by

W. MEYER, P.Eng

February 7, 1977

Vancouver, B.C.



TABLE of CONTENTS

	<u>Page</u>
SUMMARY & CONCLUSIONS	1
RECOMMENDATIONS.....	2
INTRODUCTION	3
LOCATION & ACCESS	3
CLAIMS	4
HISTORY	4
GEOLOGY & MINERALIZATION	5

MAPS

	<u>After Page</u>
Fig. 1 Location Map	3
Fig. 2 Claim Map	4



SUMMARY & CONCLUSIONS

The Top #1 claim consists of 16 units staked along Sullivan Creek in the China Creek area of the Trail Creek Mining Division.

The claims cover a suite of rocks similar to those that host significant uranium showings along China Creek to the north and east. The claims have never been systematically examined for uranium.

The claims are located near the major supply centres of Castlegar and Trail and are in close proximity to major highways, railroads, hydroelectric power and natural gas.

In the writer's opinion, the claims should be subjected to a preliminary technical programme to assess their uranium potential.

An initial two phase programme is recommended at an estimated cost of \$25,000.00.



RECOMMENDATIONS

An initial programme of reconnaissance mapping and prospecting with a scintillometer is proposed. The overall cost of this programme, involving a geologist and helper, is estimated at approximately \$5,000.00. Any success in outlining mineralization of interest should be followed up by a detailed systematic technical and physical programme. The cost of such a programme is estimated below:

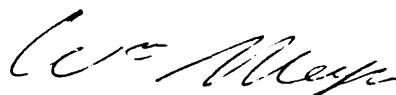
Stage 1

Initial programme of mapping and prospecting	\$ 5,000.00
--	-------------

Stage 11

Geochemical sampling	\$ 2,000.00	
Geochemical analysis	3,750.00	
Radiometric survey	2,400.00	
Trenching and/or "sampler drill"	3,000.00	
Support costs (field tools, vehicles, board and lodging etc.)	5,000.00	
Engineering, report preparation drafting, etc.	<u>2,500.00</u>	
	\$18,650.00	
Contingency	<u>1,350.00</u>	<u>20,000.00</u>
Total Stages 1 & 11		<u><u>\$ 25,000.00</u></u>

Respectfully submitted,



W. Meyer, P. Eng.



INTRODUCTION

The following report on the Top #1 claim is prepared at the request of San Antonio Explorations Ltd. The Top #1 claim comprises 16 units staked along Sullivan Creek in the China Creek area of the Trail Creek Mining Division.

The claims were staked to cover a geological environment similar to that which hosts significant uranium occurrences along China Creek on the west side of the Columbia River. Uranium mineralization in the China Creek area has been known since the 1960's when individual samples ranging up to 1.9% U_3O_8 were reported.

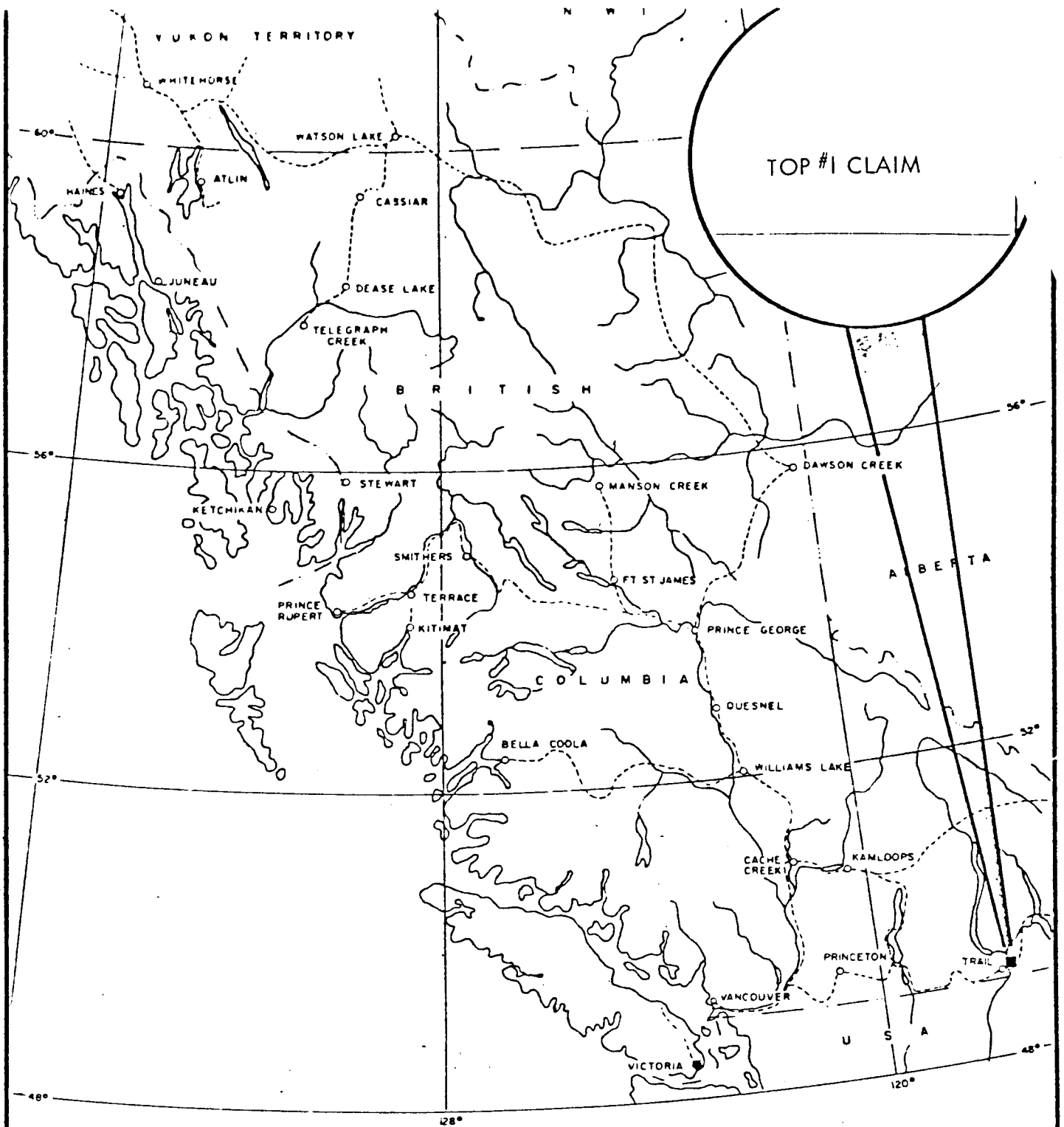
Very little by way of technical programmes for uranium has been carried out in the past. Such a programme is recommended in order to assess the Top #1 claim.

LOCATION and ACCESS

The Top #1 claim is located in the China Creek area of the Trail Creek Mining Division centred around Latitude $49^{\circ} 14'$ and Longitude $117^{\circ} 45' W$. (Fig. 1)

Access from Vancouver is via Highway No. 3 or twice daily scheduled P.W.A. flights to Castlegar, B.C. The claim is reached from Castlegar by paved highway south approximately 7 miles to the Sullivan Creek Road. The Top #1 is located near Mile $3\frac{1}{2}$ on the Sullivan Creek Road and is bounded on the east by the creek and on the north by China Creek.





SAN ANTONIO EXPLORATIONS LTD.

PROPERTY LOCATION MAP

BRITISH COLUMBIA
SCALE: 1" = 125 MILES

FIG. 1

Elevations within the property vary from 3,500 feet to 5,200 feet on moderately treed slopes rising to the west. At higher elevations, slopes are gentle and characterized locally by patches of heavy underbrush and alder. Approximately 1/3rd of the claim area has been logged in recent years.

The Top #1 claim is in close proximity to major highways, railroads, electrical power, natural gas and the major supply centres of Castlegar and Trail.

CLAIMS

The Top #1 claim comprises 16 units as shown on Figure 2.

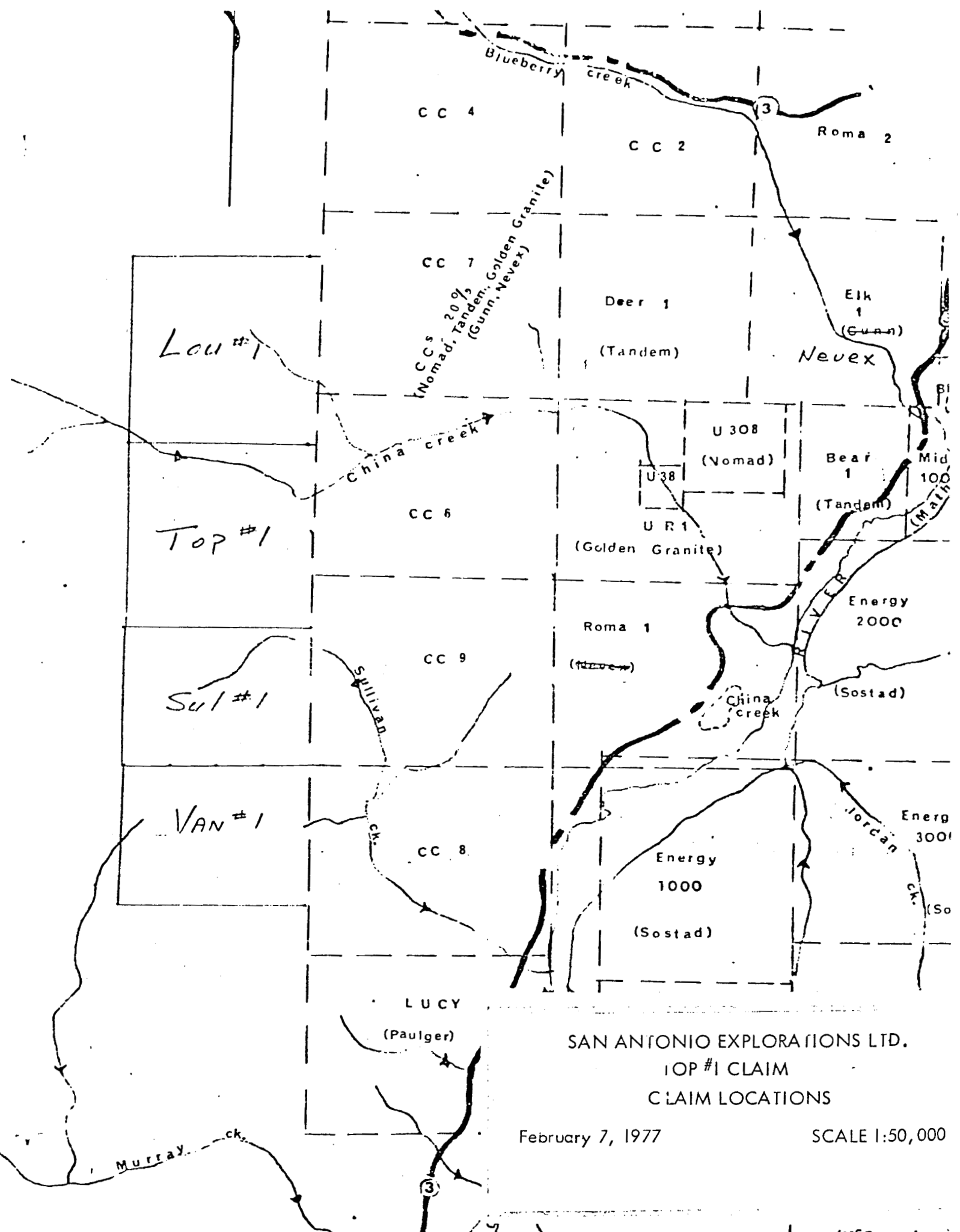
The claim data is tabulated below:

<u>Claim</u>	<u>Units</u>	<u>Record No.</u>	<u>Tag No.</u>	<u>Recording Date</u>
Top #1	16	Not available		January 26, 1976

HISTORY

The Nelson-Trail-Castlegar area has a long history of mining dating back to the 19th century with exploration for, and production of, base and precious metals. It was not until the 1960's, however, that uranium was identified in the China Creek area. During that period, limited physical work was carried out on the then known uranium occurrences principally by Norex Uranium Limited. The property is described in the report "Norex Uranium Limited - China Creek Property" by Dr. A.C. Skerl dated May 16, 1968 and in the British Columbia Department of Mines and Petroleum Resources publication "Lode Metals in British Columbia - 1968" (page 239).





SAN ANTONIO EXPLORATIONS LTD.
 TOP #1 CLAIM
 CLAIM LOCATIONS

February 7, 1977

SCALE 1:50,000

The work programme at that time consisted of drilling and blasting several trenches at intervals over a distance of 1,000 feet on the south-west side of China Creek. Values reported from this work varied from minor amounts of uranium to 1.9% U_3O_8 .

At least four holes were drilled to test some of the showings with unknown results.

Other showings on the northeast side of China Creek and on the banks of Blueberry Creek were noted but not explored.

The market price for uranium during this period was in the \$4 to \$8 range and interest in uranium at a low ebb. With current and projected demand for uranium and corresponding high prices, the China Creek-Blueberry Creek uranium occurrences are being re-evaluated with a view to developing large reserves of low grade uranium amenable to open pit mining.

GEOLOGY and MINERALIZATION

Regional Reference: Little, H.W. - Nelson Map sheet (West half)
G.S.C. Memoir 308 - 1960

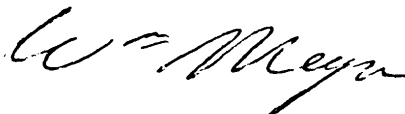
The age of the rocks underlying the Top #1 claim is unknown but is no older than Carboniferous Age and are intruded by rocks of the Lower Cretaceous Nelson Batholith. Little outcrop was visible due to snow conditions during the writer's January 1977 visit to the claims. Exposures examined were of thin bedded, tightly folded, shaley sediments and minor andesitic flows. Dykes of granodiorite



of the Nelson Batholith occur along Sullivan Creek (which may be an expression of a major fault) and the steep slopes to the west. The main contact between the meta sediments and the main mass of the Nelson Batholith strikes north-south and corresponds approximately to the western margin of the Top #1 claim.

The Top #1 claim covers a similar suite of rocks to those hosting significant uranium showings on China Creek to the north and east. No technical programmes for uranium have been carried out on the claim area to the writer's knowledge. A basic, preliminary technical programme is therefore warranted.

Respectfully submitted,



W. Meyer, P. Eng.



C E R T I F I C A T E

1. I am a geologist with residence at 911 Jarvis Street, Coquitlam, B.C.
2. I am a graduate of the University of British Columbia, (B.Sc., 1962).
3. I am a registered member of the Association of Professional Engineers of the Province of British Columbia.
4. I have worked as an exploration geologist for fourteen years for the following companies: Phelps Dodge Corporation of Canada Ltd; Gibraltar Mines; Associated Geological Services Ltd; Western Geological Services Ltd. (senior partner).

I am presently a senior partner in W. Meyer & Associates Ltd.

5. I have no interest, direct or indirect, nor do I anticipate receiving any, in the properties or securities of San Antonio Explorations Ltd.



W. Meyer, P. Eng.

March 7, 1977

Vancouver, B.C.





W. MEYER & ASSOCIATES LTD.

Suite 1015 - 470 Granville Street
Vancouver, B.C. V6C 1V5
Canada (604) 688-4638

June 17, 1977

San Antonio Explorations Ltd.
1620 - 701 West Georgia Street
Vancouver, B.C.

Dear Sirs:

The "Top" claim in the China Creek area of the Trail Creek Mining Division was examined June 13, 1977 at the request of Mr. I. Hagemoen. A previous examination in January, 1977 was hampered by snow cover. The present examination consisted of traversing the several logging roads within the claim, the slope along the east side of the claim and a portion of China Creek on the north side of the claim for the purpose of carrying out a reconnaissance radiometric check of the area.

Observations:

The few scattered outcrops in the south central and southeast portion of the claim are mainly hornblende diorite of the Nelson Batholith and are characterized by relatively uniform low background radioactivity. It was not determined if the hornblende diorite occurs as dykes within the Proterozoic paragneisses or is part of the main mass of the Nelson Batholith.

Along the east claim line, 100 meters south of post number 2N-OW, a pit has been blasted into a 20 foot wide sheared and heavily pyritized zone. The age of the workings is in the order of 50 years and the target was probably a gold and/or silver occurrence. A grab sample was taken for assay.

Anomalous radioactivity was encountered in the central and northwest portion of the claim. A shallow gravel pit in the central part of the claim was found to have radioactivity two to three times background and probably accounts for some radioactive road fill on the access road to the south. The northwest portion of the claim is characterized by scintillometer readings which are three to five times background over a large area. Outcrop in this area is sparse and the angular float that can be attributed to a nearby source is a mixture of intrusive rocks and the paragneisses of the lower China Creek area. The gneisses include the coarse grained "pegmatitic" zones which host the mineralization to the south.

...../2

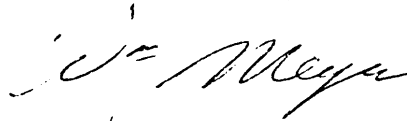
San Antonio Explorations Ltd.,

June 17, 1977

Conclusion:

In proceeding with the proposed technical programme on the Top claim, the emphasis should be on the north and northwest portions of the claim.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Wm. Meyer".

Wm. Meyer, P. Eng.

WM/LA

C E R T I F I C A T E

The foregoing constitutes full, true and plain disclosure of all material facts relating to the securities offered by this Prospectus as required by Part VII of the Securities Act, and the regulations thereunder.

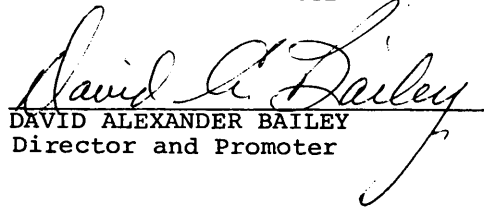
DATED the 15th day of June , 1977, at the City of Vancouver, in the Province of British Columbia.



THOMAS HAROLD WARDELL
Director and Promoter



IAN HAGEMOEN
Director and Promoter



DAVID ALEXANDER BAILEY
Director and Promoter