

RM
PROPERTY FILE
Fontenoy 62ESW018 05



RESOURCES INC.

PROSPECTUS

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Vancouver, British Columbia, Canada V6C 1V5
Telephone: (604) 687-5173
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PROSPECTUS DATED: MARCH 23, 1988.

EFFECTIVE DATE: APRIL 4, 1988.

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

This prospectus constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and therein only, by persons permitted to sell such securities.

B R A V O R E S O U R C E S I N C.
[The "Issuer"]

P R O S P E C T U S
NEW ISSUE

OFFERING OF 450,000 COMMON SHARES WITHOUT PAR VALUE

	PRICE TO PUBLIC	COMMISSION	NET PROCEEDS TO ISSUER
PER SHARE:	45¢	5¢	40¢
TOTAL:	\$202,500	\$22,500	\$180,000*

* Before deducting the cost of this offering estimated to be \$17,500.

The Vancouver Stock Exchange has conditionally listed the securities being offered by this Prospectus. Listing is subject to the Issuer fulfilling all the listing requirements of the Vancouver Stock Exchange on or before October 3, 1988, including prescribed distribution and financial requirements.

This offering is subject to a minimum subscription being received by the Issuer within 180 days of the issuance of a Receipt for the filing of a Final Prospectus. Further particulars of the minimum subscription are disclosed under the heading "Plan of Distribution" herein.

THERE IS NO MARKET FOR THE ISSUER'S SECURITIES. THE PRICE OF THE SECURITIES OFFERED HAS BEEN DETERMINED BY NEGOTIATION WITH THE AGENT.

A PURCHASE OF THE SHARES OFFERED BY THIS PROSPECTUS MUST BE CONSIDERED A SPECULATION SINCE THE ISSUER'S MINERAL CLAIMS ARE STILL ONLY IN THE EXPLORATION STAGE. UPON COMPLETION OF THIS OFFERING, THIS ISSUE WILL REPRESENT 28.1% OF THE SHARES THEN OUTSTANDING, AS COMPARED TO 55.1% THAT WILL BE OWNED BY THE CONTROLLING PERSONS, PROMOTERS, DIRECTORS AND SENIOR OFFICERS OF THE ISSUER AND ASSOCIATES OF THE AGENT. REFER TO THE HEADING "PRINCIPAL HOLDERS OF SECURITIES" AND "INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS" HEREIN FOR DETAILS OF SHARES HELD BY DIRECTORS, PROMOTERS, CONTROLLING PERSONS AND ASSOCIATES OF THE AGENT.

ONE OR MORE OF THE DIRECTORS OF THE ISSUER HAS AN INTEREST, DIRECT OR INDIRECT, IN OTHER REPORTING COMPANIES.

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

THE ISSUER'S MINERAL CLAIMS ARE WITHOUT A KNOWN BODY OF COMMERCIAL ORE AND THE PROPOSED PROGRAM IS AN EXPLORATORY SEARCH FOR ORE.

NO PERSON IS AUTHORIZED BY THE ISSUER TO PROVIDE ANY INFORMATION OR TO MAKE ANY REPRESENTATION OTHER THAN THAT CONTAINED IN THIS PROSPECTUS IN CONNECTION WITH THE ISSUE AND SALE OF THE SECURITIES OFFERED BY THE ISSUER.

WE, AS AGENT, CONDITIONALLY OFFER THESE SHARES SUBJECT TO PRIOR SALE IF, AS, AND WHEN ISSUED BY THE ISSUER AND ACCEPTED BY US IN ACCORDANCE WITH THE CONDITIONS CONTAINED IN THE AGENCY AGREEMENT REFERRED TO UNDER THE HEADING "PLAN OF DISTRIBUTION" HEREIN, SUBJECT TO OFFERING AND TO APPROVAL OF ALL LEGAL MATTERS ON BEHALF OF THE ISSUER BY MESSRS. DUMOULIN BLACK, BARRISTERS & SOLICITORS, VANCOUVER, BRITISH COLUMBIA.

AGENT

CANARIM INVESTMENT CORPORATION LTD.
2200 - 609 Granville Street
Vancouver, British Columbia

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SUMMARY OF PROSPECTUS

This is a summary only and is qualified by the more detailed information appearing elsewhere in this Prospectus.

ISSUE: 450,000 common shares without par value

PRICE: \$.45 per share. Each share is subject to a commission payable of \$.05 per share, so that the Issuer will net \$.40 per share.

PURPOSE OF THE ISSUE: The purpose of this issue is to provide the Issuer with funds to carry out Phase 1B of the exploration program for its Greenwood Mining Division, Province of British Columbia, Claim Group.

PRINCIPAL BUSINESS: The principal business of the Issuer is the acquisition, exploration and development of mineral properties.

CURRENT ACTIVITY: The Issuer holds options to acquire a 100% interest in four mineral claims comprising approximately 23 units located in the Greenwood Mining Division, Province of British Columbia.

FINANCIAL INFORMATION: Prior to this Offering, the Issuer raised \$100,000 through the sale of shares. To July 31, 1987, \$68,877 has been spent in acquisition of the properties and exploration and development work thereon.

RISK FACTORS: For a description of the risk factors and speculative nature of the shares being offered, see the heading "Risk Factors" herein.

PLAN OF DISTRIBUTION

Offering and Appointment of Agent

The Issuer by its Agent hereby offers [the "Offering"] to the public through the facilities of the Vancouver Stock Exchange [the "Exchange"] 450,000 shares [the "Shares"] of the Issuer at a price of \$0.45 per share. The Agent will receive a commission of \$0.05 per share. The Offering will be made in accordance with the rules and policies of the Exchange and on a day [the "Offering Day"] determined by the Agent and the Issuer, with the consent of the Exchange, within a period of one hundred eighty [180] days from the date upon which the Shares of the Issuer are conditionally listed on the Exchange.

The Issuer, by an agreement [the "Agency Agreement"] dated September 14, 1987, appointed Canarim Investment Corporation Ltd. as its agent ["Agent"] to offer the shares through the facilities of the Exchange.

The Vancouver Stock Exchange has conditionally listed the securities being offered by this Prospectus. Listing is subject to the Issuer fulfilling all the listing requirements of the Vancouver Stock Exchange on or before October 3, 1988, including prescribed distribution and financial requirements.

The Agent reserves the right to offer selling group participation, in the normal course of the brokerage business to selling groups of other licensed broker-dealers, brokers and investment dealers, who may or may not be offered part of the commission derived from this Offering.

The obligations of the Agent under the Agency Agreement may be terminated on or before the Offering Day at the Agent's discretion on the basis of its assessment of the state of the financial markets and may also be terminated at any time upon the occurrence of certain stated events.

The Issuer has granted the Agent a right of first refusal to provide future equity financing to the Issuer for a period of twelve [12] months from the Effective Date.

There are no payments in cash, securities or other consideration being made, or to be made, to a promoter, finder or any other person or company in connection with the Offering.

The Directors, Officers and other Insiders of the Issuer may purchase shares from this Offering. They will be entitled to no discount on the purchase of any shares.

Minimum Subscription

The Offering is subject to a minimum of 450,000 shares being sold on the Offering Day. If all the shares are not sold on the Offering Day and the minimum amount of \$180,000 is not raised, then all subscriptions for shares shall be returned to the subscribers in full.

USE OF PROCEEDS

The net proceeds to be derived by the Issuer from the sale of the securities being offered hereby if all shares are sold is \$180,000 which, when combined with cash of \$7,623 as at January 31, 1988, equals \$187,623. The Issuer intends to use the said amount of \$187,623 as follows:

[a]	To pay for the cost of this issue including legal, audit and printing	\$ 17,500
[b]	To complete Phase I of the program recommended for the Greenwood Mining Division Mineral Claims by W. G. Hainsworth, P.Eng., in his report of July 10, 1987 as amended March 3, 1988	\$ 30,800
[c]	To provide for an option payment in respect to the Knight Rambler and Kettle mineral claims payable April 1, 1988	\$ 10,000
[d]	To provide a reserve for the option payment in respect to the Knight Rambler and Kettle mineral claims payable January 1, 1989	\$ 45,000
[e]	To provide a reserve for an exploration program on the Knight Rambler and Kettle mineral claims, if warranted, to enable the Issuer to exercise its option to acquire the claims	\$ 50,400
[f]	To provide working capital	<u>\$ 33,923</u>
	TOTAL	<u><u>\$187,623</u></u>

The Issuer may, pursuant to the written recommendations of a qualified engineer or geologist, abandon in whole or in part its property 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 Issuer after the date of this Prospectus, although the Issuer 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 the securities offered by this Prospectus may lawfully be sold.

Should the Issuer intend to use the proceeds to acquire other than trustee type securities after the distribution of the securities offered by this Prospectus, approval by the shareholders must first be obtained and notice of the intention filed with the regulatory bodies having jurisdiction over the sale of the securities offered by this Prospectus.

**SHARE AND LOAN CAPITAL STRUCTURE-
PRIOR SALES - ISSUANCE OF SHARES**

The authorized capital of the Issuer is 10,000,000 common shares without par value. There is only one class of shares and all rank equally as to dividends, voting rights, and participation in assets. The shares are not liable to any further call or assessment.

<u>DESIGNATION OF SECURITY</u>	<u>SHARE CAPITAL AUTHORIZED</u>	<u>OUTSTAND- ING AS AT JULY 31, 1987</u>	<u>OUTSTAND- ING AS AT THE DATE HEREOF</u>	<u>OUTSTANDING ON COMPLETION OF OFFERING</u>
Common Shares	10,000,000	1,150,000	1,150,000	1,600,000

The Issuer has sold 1,150,000 shares for cash to date, all of which were sold within the past twelve [12] month period. Particulars of all the shares sold to date are as follows:

<u>NUMBER OF SHARES</u>	<u>PRICE PER SHARE</u>	<u>NET CASH RECEIVED</u>	<u>COMMISSION PAID</u>
750,000	01¢	\$ 7,500	NIL
<u>400,000</u>	25¢	\$100,000	NIL
<u>1,150,000</u>		<u>\$107,500</u>	

NAME AND INCORPORATION OF ISSUER

The full name of the Issuer is BRAVO RESOURCES INC. Its Registered and Records Office is at 10th Floor, 595 Howe Street, Vancouver, British Columbia. V6C 2T5. Its Head Office is at 930 - 470 Granville Street, Vancouver, British Columbia, V6E 1V5.

The Issuer was incorporated on November 14, 1986 under the Company Act of the Province of British Columbia. Upon the acceptance of this Prospectus for filing by the office of the Superintendent of Brokers, the Issuer shall be deemed to be a Reporting Company pursuant to the provisions of the Company Act, R.S.B.C. 1979, Chapter 59.

DESCRIPTION OF BUSINESS

The Issuer is a company presently engaged in searching for and developing mining properties. The Issuer may, in future, acquire other mining properties worthy of exploration and development in addition to the four mineral claims under option in the Greenwood Mining Division, Province of British Columbia.

**FONTENOY CLAIM GROUP - Greenwood Mining Division,
Province of British Columbia**

The Fontenoy Claim Group is located approximately 12 kilometres north of Bridesville, British Columbia, and 27 kilometres west of Rock Creek, British Columbia. Access to these towns is via Highway No. 3, an all-weather paved road, and then by travelling north, 12 kilometres on a well gravelled road to a bush road of approximately 370 metres in length which leads to the main Fontenoy shaft.

The Claim Group comprises approximately 557.8 hectares and are situated at an elevation of 1,340 - 1,370 metres. Particulars of the claims are as follows:

<u>Name</u>	<u>Record Number</u>	<u>Units</u>
Last Chance	L 753	1
Fontenoy	L 752	1
Knight Rambler	L 3015 [Expiry Date June 22/88]	1
Kettle	L 4065 [Expiry Date May 22/88]	20

Mineral production in the area pre-dates 1860 when placer mining was undertaken. The first Lode deposit was staked on the upper Rock Creek in 1884. The only strong gold producer in the area was the Cariboo-Amelia, which produced from 1894 to 1903.

In 1893, a shell inclined shaft was sunk on the Fontenoy Claim on a vein with a different strike to the Cariboo-Amelia structure. Some drifting and mining is reported in the 1890's. After lying dormant for many years, the Fontenoy shafts were dewatered in 1929 but no work is reported to have been carried out. The Cariboo-Amelia producer was dewatered in 1958. Underground drilling eventually located a high grade drill intersection from previous surface drilling, which resulted in the mine being placed into production from July 1959 to May of 1962, during which time 11,292 tons of gold was mined, with an average grade of 1.06 ounces of gold per ton and 1.26 ounces of silver per ton. Since 1962 some interest in the area has been shown, primarily in form of surface work. In late 1986 Ark Energy Ltd., optioned the Cariboo-Amelia group claims and has undertaken a surface drill program in respect to the same.

During the spring of 1987, the Issuer carried out an exploration program consisting of an EM-16 and a magnetometer/geophysical survey, coupled with a geochemical soil survey. The surveys were conducted over a flagged grid 100 metres by 25 metres. In respect to the Last Chance and Fontenoy crown granted claims, the line intervals were at 50 metres rather than 100 metres. Some 1,236 soil samples were collected from the "B" Horizon throughout the property. The "B" Horizon varies in depth from 10 to 38 centimetres. In respect to the EM-16 VLF survey, several conductors were observed. In the northern sector of the property a consistent, but not strong conductor, enters from the west at station 2+50 on L24(BL 0) and continues eastward beyond the southern extent of the lines (line 12). In the northeast corner several conductors apparently radiate from line 7 (BL 0).

The cost of the work carried out by the Issuer was approximately \$57,877. The Issuer plans to complete Phase 1 of the program recommended for the Fontenoy Claims by W.G. Hainsworth, P.Eng., in his report of July 10, 1987. A copy of this report, and a report prepared by Mr. Hainsworth dated April 6, 1987 are included herein and forms part of this Prospectus.

There is no plant or equipment on the Fontenoy Claims. Surface and underground exploration includes various surveys, adits and some drilling. The property is without a known body of commercial ore and the proposed program is an exploratory search for ore.

ACQUISITIONS

[A] Goldwest Resources Ltd. and Lode Resource Corporation Agreement

Pursuant to an agreement dated February 19, 1987 between the Issuer and Goldwest Resources Ltd. and Lode Resource Corporation, both of 1020 - 475 Howe Street, Vancouver, British Columbia, V6C 2B3, the Issuer acquired an option to purchase a 100% interest in the Knight Rambler [Record Number 3108] and Kettle [Record Number 4065] located mineral claims situated in the Greenwood Mining Division, Province of British Columbia. To acquire a 100% interest in the claims, the Issuer must pay \$60,000 and expend \$100,000 in expenditures on the property as follows:

1. Payments:

- [i] \$5,000 on execution, which has been paid;
- [ii] \$10,000 on April 1, 1988; and
- [iii] \$45,000 on January 1, 1989.

2. Expenditures on the property:

[i] not less than \$50,000 on or before December 31, 1987;

[ii] not less than a total of \$100,000 on or before December 31, 1988.

On the property being placed into production, the optionors shall be entitled to receive 2% of net smelter returns, up to a total of \$500,000, at which time the net smelter return shall be terminated. The Issuer shall have the right, at any time, to purchase the net smelter return for the payment of \$500,000. Goldwest Resources Ltd. and Lode Resource Corporation are reporting issuers whose shares are listed for trading on the Vancouver Stock Exchange.

[B] Consolidated McKinney Resources Inc. property

Pursuant to an agreement dated February 27, 1987, the Issuer acquired from Consolidated McKinney Resources Inc., 640 - 1176 West Georgia Street, Vancouver, British Columbia, V6E 4A2, an option to purchase a 100% interest in the Last Chance [Lot Number 751] and Fontenoy [Lot Number 752] Crown-granted mineral claims. The purchase price is \$6,000 [which has been paid] and the expenditure of \$300,000 on the property, being \$100,000 on or before December 31, 1989 and a further \$50,000 by December 31 in each of the years 1990, 1991, 1992 and 1993. Any surplus expenditures will be carried forward and credited to the subsequent year's expenditures. If the property is placed into production, the optionor shall be entitled to receive 2% of the net profits received by the Issuer from the property, up to a total of \$500,000. Consolidated McKinney Resources Inc. is a reporting issuer whose shares are listed for trading on the Vancouver Stock Exchange.

RISK FACTORS

The shares of the Issuer must be considered speculative. In making an investment decision, potential investors should consider that exploration for economic deposits of minerals is subject to a number of risk factors. While the rewards to an investor can be substantial if an ore body is discovered, few of the properties which are explored are ultimately developed into producing mines. The Issuer's property is without a known body of commercial ore and the proposed exploration program is a search for such ore.

Based on 1,600,000 shares of the Issuer to be outstanding if all the shares offered by this Prospectus are sold, 55.1% of the shares will have been issued to Directors, Officers, Promoters, or controlling persons, for cash and 28.1% will have been offered and sold to the public.

The 450,000 shares offered to the public by this Prospectus, will, on completion of the Offering, have a total book value, based on the Issuer's July 31, 1987 financial statements of

\$258,443 or approximately 16.2¢ per share. Subscribers to this Offering will, therefore, have suffered immediate dilution in the book value of their shares amounting to 28.8¢ per share.

INCORPORATION WITHIN ONE YEAR - PRELIMINARY EXPENSES

In addition to \$6,000 which the Issuer paid to obtain the option in respect to the Last Chance and Fontenoy Claims, since incorporation on November 14, 1986 to July 31, 1987, the Issuer has incurred the following preliminary expenses:

Administration	\$29,057
Exploration	<u>\$57,877</u>
	<u>\$86,934</u>

PROMOTERS

George Hajduk of 34 West 18th Avenue, Vancouver, British Columbia, is the Promoter of the Issuer as defined in accordance with Section 1 of the Securities Act [British Columbia]. The Promoter owns 810,000 shares of the Issuer, 100,000 shares being purchased at \$0.25 per share, and 710,000 shares being purchased at \$0.01 per share.

DIRECTORS AND OFFICERS

<u>NAME, ADDRESS AND POSITION WITH THE ISSUER</u>	<u>PRINCIPAL OCCUPATIONS FOR PAST FIVE YEARS</u>
GEORGE HAJDUK 34 West 18th Avenue Vancouver, B.C. V5Y 2A4 PRESIDENT/DIRECTOR/PROMOTER	Owner, George Hajduk Equipment; Self-employed - heavy equipment sales and service company
EDWARD ALBERT WHITE 7888 Allman Street Burnaby, B.C. V5C 2K7 DIRECTOR	Self-employed Chartered Accountant
LESLIE GORDON URQUHART 18 North Boundary Road Burnaby, B.C. V5K 3S3 SECRETARY/DIRECTOR	President, Richform Construction Supply Co. Ltd. to July 1987; now retired
JAMES SELKIRK FALCONER 203 - 1049 Chilco Street Vancouver, B.C. V6G 2R7 DIRECTOR	1982-1983, Senior Mining Engineer Pan Canadian Petroleum Ltd. 1983-1986, Self-employed Professional Engineer. 1987 to present, President, Juarez Engineering Ltd.

Directors' Conflict of Interest

Certain Directors of the Issuer are Directors of other reporting companies which are engaged in natural resource exploration and development. Thus, conflicts of interest may arise which could influence the directors in evaluating possible acquisitions on behalf of the Issuer or generally in acting on behalf of the Issuer, notwithstanding that they are bound by the provisions of the British Columbia Company Act to act at all times in good faith and in the interests of the Issuer. Persons considering the purchase of securities pursuant to this Prospectus must appreciate that they will be required to rely on the judgment and good faith of the directors in resolving such conflicts of interest as may arise.

EXECUTIVE COMPENSATION

George Hajduk has been paid \$1,500 per month, commencing January 1987, for management services. The Issuer intends to continue to pay Mr. Hajduk \$1,500 per month. Except as aforesaid, no remuneration has been paid to Directors or Senior Officers of the Issuer from the date of incorporation, November 14, 1986, to the date of this Prospectus, nor does the Issuer anticipate paying any other remuneration to any other of its Directors or Senior Officers during the current period.

OPTIONS TO PURCHASE SECURITIES

The Issuer has granted the following stock options:

<u>Name and Address</u>	<u>Number of Shares Subject To Option</u>	<u>Price</u>	<u>Term of Option</u>
<u>Directors</u>			
JAMES SELKIRK FALCONER 203 - 1049 Chilco St. Vancouver, B.C. V6G 2R7	30,000	\$0.45	two years from the Effective Date of this Prospectus
LESLIE GORDON URQUHART 18 North Boundary Road Burnaby, B.C. V5K 3S3	30,000	\$0.45	"
EDWARD ALBERT WHITE 7888 Allman Street Burnaby, B.C. V5C 2K7	20,000	\$0.45	"

<u>Name and Address</u>	<u>Number of Shares Subject To Option</u>	<u>Price</u>	<u>Term of Option</u>
<u>Employees</u>			
GEORGE HAJDUK 34 West 18th Avenue Vancouver, B.C. V5Y 2A4	80,000	\$0.45	two years from the Effective Date of this Prospectus

ESCROWED SHARES

As at the date of this Prospectus, 750,000 shares are held in escrow by National Trust Company, 9th Floor, 666 Burrard Street, Vancouver, British Columbia, V6C 2Z9, subject to the direction or determination of the British Columbia Superintendent of Brokers [the "Superintendent"] prior to the listing of the Company's shares on the Vancouver Stock Exchange and, after listing, to the direction of the Vancouver Stock Exchange.

710,000 shares were issued to George Hajduk, 20,000 shares were issued to Leslie Gordon Urquhart and 20,000 shares were issued to Edward A. White, all at \$0.01 per share.

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 the shares without the consent of the Superintendent [prior to the listing of the Company's shares on the Vancouver Stock Exchange] or the Vancouver Stock Exchange ["the Exchange"] [after listing].

Any shares not released from escrow before the expiration of ten years from the date of the receipt issued by the Superintendent for this Prospectus of the Company shall be cancelled forthwith and the Issuer and the Escrow Agent have agreed to take all such actions as may be necessary to expeditiously effect such cancellation. The complete text of the Escrow Agreement is available for inspection at the registered office of the Company, 10th Floor, 595 Howe Street, Vancouver, British Columbia, V6C 2T5.

<u>DESIGNATION OF CLASS</u>	<u>NUMBER OF SHARES HELD IN ESCROW</u>	<u>PERCENTAGE OF CLASS</u>
Common Shares	750,000	65.2

PRINCIPAL HOLDERS OF SECURITIES

As at the date of this Prospectus, the following holds of record or beneficially, directly or indirectly, more than 10% of the issued shares of the Company:

NAME AND ADDRESS	DESIGNATION OF CLASS	TYPE OF OWNERSHIP	NUMBER OF SHARES OWNED	PER-CENTAGE OF CLASS
GEORGE HAJDUK 34 West 18th Ave. Vancouver, B.C. V5Y 2A4	Common	Direct, Indirect, and Beneficial	810,000	70.4

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

<u>DESIGNATION OF CLASS</u>	<u>PERCENTAGE OF CLASS</u>
Common Shares	76.7

INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

George Hajduk, 34 West 18th Avenue, Vancouver, British Columbia, has purchased 810,000 shares of the Company for cash. Mr. Hajduk is the President, Director and Promoter of the Company. James Falconer, 203 - 1049 Chilco Street, Vancouver, British Columbia, has purchased 10,000 shares for cash. Mr. Falconer is a Director of the Company. Leslie G. Urquhart, 18 North Boundary Road, Burnaby, British Columbia, has purchased 20,000 shares for cash, and Edward A. White, a director of the Company, 7888 Allman St., Burnaby, British Columbia, has purchased 2,000 shares for cash.

AUDITORS, TRANSFER AGENT AND REGISTRAR

The Auditors of the Company are Yada Tompkins Humphries Palmer & Co., Chartered Accountants, 301 - 108 Homer Street, Vancouver, British Columbia. The Registrar and Transfer Agent of the Company is National Trust Company, 9th Floor, 666 Burrard Street, Vancouver, British Columbia, V6C 2Z9.

MATERIAL CONTRACTS

1. Agency Agreement dated September 14, 1987 referred to under "Plan of Distribution" herein.
2. Option Agreement dated February 19, 1987 between the Issuer and Goldwest Resources Ltd. and Lode Resource Corporation referred to under "Acquisitions" herein.
3. Option Agreement dated February 27, 1987 between the Issuer and Consolidated McKinney Resources Inc. referred to under "Acquisitions" herein.
4. Escrow Agreement dated August 20, 1987 referred to under "Escrowed Shares" herein.

There are no material contracts entered into by the Issuer in the preceding two years that are not disclosed elsewhere in this Prospectus or that have not been entered into in the ordinary course of business.

All material contracts may be inspected during normal business hours at the Issuer's Registered and Records office at 10th Floor, 595 Howe Street, Vancouver, British Columbia, V6C 2T5, during distribution of the securities being offered.

OTHER MATERIAL FACTS

There are no other material facts.

PURCHASER'S STATUTORY RIGHTS

The Securities Act [British Columbia] provides a purchaser with a right to withdraw from an agreement to purchase securities within two business days after receipt or deemed receipt of a prospectus and further provides a purchaser with remedies for rescission or damages where the prospectus and any amendment contains a material misrepresentation or is not delivered to the purchaser prior to delivery of the written confirmation of sale or prior to midnight on the second business day after entering into the agreement, but such remedies must be exercised by the purchaser within the time limit prescribed. For further information concerning these rights and the time limits within which they must be exercised, the purchaser should refer to sections 66, 114, 118 and 124 of the Securities Act [British Columbia] or consult a lawyer.

Yada, Tompkins, Humphries, Palmer & Co.

Chartered Accountants

1100 WESTERN AVENUE, SUITE 1100, VANCOUVER, B.C. V6E 3K7 TEL: 684-1111 FAX: 684-1112

AUDITORS' REPORT

We have examined the balance sheet of Bravo Resources Inc. as at 31 July 1987 and the statements of loss and deficit and changes in financial position for the period then ended. Our examination was made in accordance with generally accepted auditing standards and accordingly included such tests and other procedures as we considered necessary in the circumstances.

In our opinion, these financial statements present fairly the financial position of the company as at 31 July 1987 and the results of its operations and the changes in its financial position for the period then ended, in accordance with generally accepted accounting principles.

*Yada Tompkins
Humphries Palmer & Co*

Chartered Accountants

Vancouver, B.C.

7 August 1987

BRAVO RESOURCES INC.

Balance sheet

as at 31 July 1987

CURRENT ASSETS

Cash \$ 796
Share subscriptions receivable 28,550

29,346

DEFERRED EXPLORATION AND DEVELOPMENT COSTS - Note 2

68,877

\$ 98,223

CURRENT LIABILITY

Accounts payable \$ 19,780

SHARE CAPITAL AND DEFICIT

Share capital - Note 3

Authorized
10,000,000 common shares without par value

Issued and allotted
1,150,000 common shares 107,500

Deficit (29,057)

78,443

\$ 98,223

Approved by the Directors

Paul S. Tolson Director
John A. ... Director

See accompanying notes

BRAVO RESOURCES INC.

Statement of loss and deficit
for the period from 14 November 1986
(date of incorporation) to
31 July 1987

Administration fees	\$ 10,500
Office, rent and secretarial	12,335
Professional	4,562
Shareholder relations	<u>1,660</u>
LOSS AND DEFICIT, end of period	<u>\$ 29,057</u>

Statement of changes in financial position
for the period from 14 November 1986
(date of incorporation) to
31 July 1987

CASH PROVIDED (USED) BY OPERATING ACTIVITIES	
Loss for the period	\$ (29,057)
Cash provided by changes in non-working capital items	<u>19,780</u>
	(9,277)
CASH PROVIDED BY FINANCING ACTIVITIES	
Issuance of share capital (net of share subscriptions receivable)	78,950
CASH USED BY INVESTING ACTIVITIES	
Acquisition and exploration of mineral claims	<u>(68,877)</u>
INCREASE IN CASH DURING THE PERIOD	796
CASH, beginning of period	<u>-</u>
CASH, end of period	<u>\$ 796</u>

See accompanying notes

BRAVO RESOURCES INC.

Notes to the financial statements
as at 31 July 1987
(unaudited)

NOTE 1 - Significant accounting policy

Deferred exploration and development costs

All costs relating to exploration and development of mineral properties excluding administration costs are capitalized until such time as the properties are put into commercial production, sold or abandoned.

Recovery of the deferred exploration and development costs of \$53,797 is dependant upon achieving an economic level of production or a sale which would permit such a recovery, the eventual outcome of which cannot be determined at this time.

NOTE 2 - Deferred exploration and development costs

The company has entered into option agreements to acquire the following claims:

A) Two (2) crown granted mineral claims in the Greenwood Mining Division, Province of British Columbia. The claims can be acquired under an option agreement as follows:

a) single option payment of \$6,000
and

b) expending in respect of the property, \$100,000 by 31 December 1989 and \$50,000 annually thereafter to an aggregate amount of \$300,000.

B) Two (2) located mineral claims in the Greenwood Mining Division, Province of British Columbia. The claims can be acquired under an option agreement as follows:

a) options payment of \$60,000 including \$5,000 already paid, \$10,000, due 1 January 1988 and \$45,000, due 1 January 1989
and

b) expending \$100,000 in respect of the property being \$50,000 annually for the calendar years 1987 and 1988.

Summary of costs

Option payments	\$ 11,000
Travel	659
Geological Report	<u>57,218</u>
	<u>\$ 68,877</u>

BRAVO RESOURCES INC.

Notes to the financial statements
as at 31 July 1987

NOTE 3 - Share capital

	Number of shares	Value
Share capital transactions		
Authorized		
10,000,000 common shares without par value		
Issued and allotted		
Issued during the period for cash		
- at \$.01 per share	40,000	\$ 400
\$.25 per share	<u>314,200</u>	<u>78,550</u>
	<u>354,200</u>	<u>78,950</u>
Allotted		
- at \$.01 per share	710,000	7,100
\$.25 per share	<u>85,800</u>	<u>21,450</u>
	<u>795,800</u>	<u>28,550</u>
	<u><u>1,150,000</u></u>	<u><u>\$107,500</u></u>

NOTE 4 - Incorporation

The company was incorporated under the B.C. Company Act on
14 November 1986.

NOTE 5 - Related party transactions

During the period, management fees in the amount of \$10,500 were
paid to the President of the company.

NOTE 6 - Subsequent event

Subsequent to 31 July 1987 share subscriptions receivable were
collected in full.

Yada, Tompkins, Humphries, Palmer & Co.

Chartered Accountants

1000 WEST BROAD STREET, VANCOUVER, BRITISH COLUMBIA, CANADA V6C 1A5 TELEPHONE (604) 681-4040 FAX (604) 681-1117

ACCOUNTANTS' COMMENTS

We have prepared the accompanying balance sheet of Bravo Resources Inc. as at 31 January 1988 and the statements of loss and deficit and changes in financial position for the period then ended from the records of the company and from other information supplied to us. In order to prepare these financial statements we made a review, consisting primarily of enquiry, comparison and discussion, of such information. However, in accordance with the terms of our engagement, we have not performed an audit and consequently do not express an opinion on these financial statements.

*Yada Tompkins
Humphries Palmer & Co.*

Chartered Accountants

Vancouver, B.C.

1 February 1988

BRAVO RESOURCES INC.

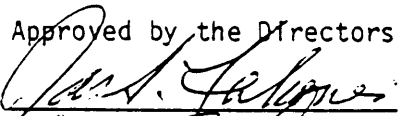
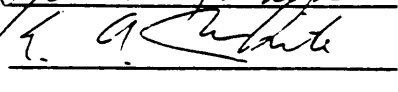
Balance sheet

as at 31 January 1988

(unaudited)

	31 January 1988	31 July 1987
CURRENT ASSETS		
Cash	\$ 7,623	\$ 796
Share subscriptions receivable	<u>-</u>	<u>28,550</u>
	7,623	29,346
DEFERRED EXPLORATION AND DEVELOPMENT COSTS - Note 2	<u>68,877</u>	<u>68,877</u>
	<u>\$ 76,500</u>	<u>\$ 98,223</u>
CURRENT LIABILITY		
Accounts payable	\$ 31,580	\$ 19,780
	-----	-----
SHARE CAPITAL AND DEFICIT		
Share capital - Note 3		
Authorized		
10,000,000 common shares without par value		
Issued		
1,150,000 common shares	107,500	107,500
Deficit	<u>(62,580)</u>	<u>(29,057)</u>
	<u>44,920</u>	<u>78,443</u>
	<u>\$ 76,500</u>	<u>\$ 98,223</u>

Approved by the Directors

 Director
 Director

See accompanying notes

BRAVO RESOURCES INC.

Statement of loss and deficit
for the period ended 31 January 1988
(unaudited)

	31 January 1988 (6 months)	31 July 1987 (8 months)
Administration fees	\$ 9,000	\$ 10,500
Office, rent and secretarial	6,043	12,335
Professional	16,170	4,562
Shareholder relations	<u>2,310</u>	<u>1,660</u>
LOSS FOR THE PERIOD	33,523	29,057
DEFICIT, beginning of period	<u>29,057</u>	<u>-</u>
DEFICIT, end of period	<u>\$ 62,580</u>	<u>\$ 29,057</u>

Statement of changes in financial position
for the period ended 31 January 1988
(unaudited)

	31 January 1988 (6 months)	31 July 1987 (8 months)
CASH PROVIDED (USED) BY OPERATING ACTIVITIES		
Loss for the period	\$(33,523)	\$(29,057)
Cash provided by changes in non-working capital items	<u>11,800</u>	<u>19,780</u>
	(21,723)	(9,277)
CASH PROVIDED BY FINANCING ACTIVITIES		
Issuance of share capital (net of share subscriptions receivable)	<u>28,550</u>	<u>78,950</u>
CASH USED BY INVESTING ACTIVITIES		
Acquisition and exploration of mineral claims	<u>-</u>	<u>(68,877)</u>
INCREASE IN CASH DURING THE PERIOD	6,827	796
CASH, beginning of period	<u>796</u>	<u>-</u>
CASH, end of period	<u>\$ 7,623</u>	<u>\$ 796</u>

See accompanying notes

BRAVO RESOURCES INC.

Notes to the financial statements
as at 31 January 1988
(unaudited)

NOTE 1 - Significant accounting policy

Deferred exploration and development costs

All costs relating to exploration and development of mineral properties excluding administration costs are capitalized until such time as the properties are put into commercial production, sold or abandoned.

Recovery of the deferred exploration and development costs of \$68,877 is dependant upon achieving an economic level of production or a sale which would permit such a recovery, the eventual outcome of which cannot be determined at this time.

NOTE 2 - Deferred exploration and development costs

The company has entered into option agreements to acquire the following claims:

A) Two (2) crown granted mineral claims in the Greenwood Mining Division, Province of British Columbia. The claims can be acquired under an option agreement as follows:

a) single option payment of \$6,000

and

b) expending in respect of the property, \$100,000 by 31 December 1989 and \$50,000 annually thereafter to an aggregate amount of \$300,000.

B) Two (2) located mineral claims in the Greenwood Mining Division, Province of British Columbia. The claims can be acquired under an option agreement as follows:

a) options payment of \$60,000 including \$5,000 already paid, \$10,000, due 1 January 1988 and \$45,000, due 1 January 1989

and

b) expending \$100,000 in respect of the property being \$50,000 annually for the calendar years 1987 and 1988.

	31 January 1988 (6 months)	31 July 1987 (8 months)
Balance, beginning of period	\$ 68,877	\$ -
Option payments	-	11,000
Travel	-	659
Geological Report	-	57,218
Balance, end of period	<u>\$ 68,877</u>	<u>\$ 68,877</u>

BRAVO RESOURCES INC.

Notes to the financial statements
as at 31 January 1988
(unaudited)

NOTE 3 - Share capital

	Number of shares	Value
Share capital transactions		
Authorized		
10,000,000 common shares without par value		
Issued and allotted		
Issued		
Balance, beginning of period	354,200	\$ 78,950
Issued during the period for cash		
- at \$.01 per share	710,000	7,100
- at \$.25 per share	<u>85,800</u>	<u>21,450</u>
	<u>1,150,000</u>	<u>107,500</u>
Allotted		
Balance, beginning of period	795,000	28,550
Issued during the period	<u>(795,000)</u>	<u>(28,550)</u>
Balance, end of period	<u>-</u>	<u>-</u>
	<u>1,150,000</u>	<u>\$107,500</u>

NOTE 4 - Related party transactions

During the period, management fees in the amount of \$9,000
(31 July 1987 - \$10,500) were paid or accrued to the President of
the company.

Interim Report
on the
Phase I Operation

Concerning Claims:

L752 - Fontenoy
L753 - Last Chance
L3015 - Knight Rambler
4065 - Kettle

Greenwood Mining Division
British Columbia

CO-ORDINATES

North 49 07' Latitude
West 119 10' Longituds
N.T.S. 82 E/3 East

For

BRAVO RESOURCES INC.
930 - 470 GRANVILLE STREET,
VANCOUVER, B.C.

By

W.G. HAINSWORTH, P.ENG.
INTERNATIONAL FIELD SERVCES INC.
905 - 837 WEST HASTINGS STREET.
VANCOUVER , B.C. V6C 1B6

July 10, 1987
Amended March 3, 1988

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MAPS.

Location map Fig. 1	following page	2
Claim map Fig. 2following page	3

IN POCKET

Fig. 3.	Soil Assays (Gold); Reduced - 1/2 size
Fig. 4.	Soil Assays (Silver); Reduced - 1/2 size
Fig. 5.	Soil Assays (Copper - Zinc); Reduced - 1/2 size
Fig. 6.	Magnetometer Plan; Reduced - 1/2 size
Fig. 7.	EM-16 Raw Data Plan; Reduced - 1/2 size
Fig. 8.	EM-16 Filtered Data Plan; Reduced - 1/2 size

INTERNATIONAL FIELD SERVICES INC.

Consultation, Exploration & Management

SUITE 905
837 WEST HASTINGS STREET
VANCOUVER, BRITISH COLUMBIA
V6C 1B6 (604) 687-6930

INTRODUCTION

This report covers the results of work recently completed on the four (4) noted claims. Final results of soil assays have been recently received and are incorporated into the report.

Work on the claims was carried out from May 5th to May 22nd, 1987. Surveys included an EM16 and magnetometer geophysical approach and a geochemical survey of the soil collection nature. Four men, under the supervision of an experienced geologist were involved in the operation.

It should be noted that the identification of some of the older Crown - granted claims could not be specifically located due to absence of claim posts or land survey lines. The more recent staking, such as the Kettle claim of 20 units, was readily located.

The field operations carried out the full recommendations as advanced in the writer's report of April 6, 1987. A sum in excess of \$55,000 was expended upon the operation. Recommendations as to the next phase are appended to this report.

LOCATION AND ACCESS

The claim group of Bravo Resources Inc. is located about 9 miles north of the International Boundary, 7 miles (12 kilometers) north of Bridesville and 16 miles (27 kilometers) west of Rock Creek, both localities on the Transprovincial Highway No. 3. The claims are accessed by travelling some 12 kilometers north on the well-gravelled Mount Baldy turn off road to where a 370 meter (1200 foot) bush road from this point leads to the main Fontenoy shaft. Another bush road, suitable for a four wheel drive vehicle, cuts off the Mount Baldy road and travels up the east side of Rock Creek passing through the northeastern section of the Kettle claims. Numerous access roads lead off this into various sections of the claims.

The Bravo property is within the Greenwood Mining Division with the claim block centering on Latitude 49 07' North and Longitude 119° 10' West. Its National Topographic Series is 82E/3 East.

BRAVO RESOURCES INC.

CAMP MCKINNEY CLAIMS

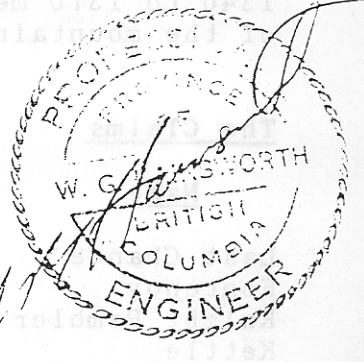
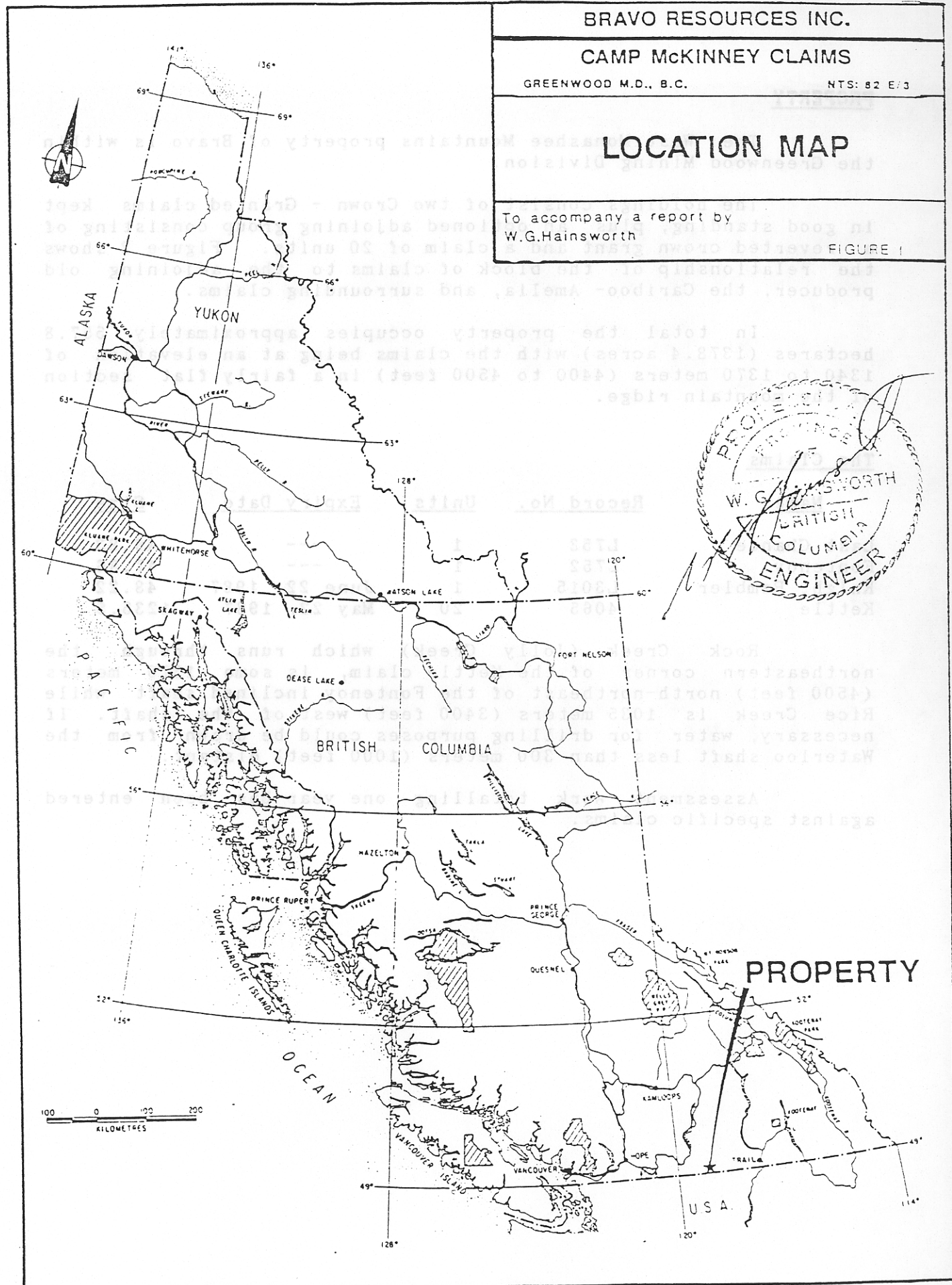
GREENWOOD M.D., B.C.

NTS: 82 E/3

LOCATION MAP

To accompany a report by
W.G.Hainsworth

FIGURE 1



PROPERTY

PROPERTY

The West Monashee Mountains property of Bravo is within the Greenwood Mining Division.

The holdings consist of two Crown - Granted claims kept in good standing, plus an optioned adjoining group consisting of a reverted crown grant and a claim of 20 units. Figure 2 shows the relationship of the block of claims to the adjoining old producer, the Cariboo- Amelia, and surrounding claims.

In total the property occupies approximately 557.8 hectares (1378.4 acres) with the claims being at an elevation of 1340 to 1370 meters (4400 to 4500 feet) in a fairly flat section of the mountain ridge.

The Claims

<u>Name</u>	<u>Record No.</u>	<u>Units</u>	<u>Expiry Date</u>	<u>Size</u>
Last Chance	L753	1	---	46.83
Fontenoy	L752	1	---	47.86
Knight Rambler	L3015	1	June 22, 1987	48.22
Kettle	4065	20	May 22, 1987	1235.5

Rock Creek (Jolly Creek) which runs through the northeastern corner of the Kettle claim, is some 1370 meters (4500 feet) north-northeast of the Fontenoy inclined shaft while Rice Creek is 1035 meters (3400 feet) west of the shaft. If necessary, water for drilling purposes could be drawn from the Waterloo shaft less than 300 meters (1000 feet) distant.

Assessment work totalling one year has been entered against specific claims.

GENERAL GEOLOGY

Glacial deposits cover a good portion of the area, but near Baldy Mountain in the Camp McKinney area, rock exposures are numerous.

The rocks in the area belong to the Anarchist series of the upper Triassic Era. The Osoyoos granodiorite batholith intrudes the formations to the west and south-west.

The Anarchist series consisting primarily of sedimentary origin formations include pure and impure quartzites, greenstones and limestones. All are interstratified and most are well banded. Alteration has been extensive but no schistosity has been developed within the formations. Recrystallization and silicification are general.

The normal strike of the sedimentary beds is northwesterly with a modest northeasterly dip. Locally there is some folding but of a minor nature. Faulting, however, is widespread and has had noticeable effects on mining operations. The main Cariboo vein was offset to the south at the east end during the initial 1894 - 1903 mining and was not relocated until the 1958 drilling and subsequent underground operation. The values are reported to have fallen off in eastern drifting.

LOCAL GEOLOGY

The brief examination of rock exposures in the vicinity of the inclined shaft showed the formations to be primarily siliceous argillites. The trend was northwest with the dip to the northeast. Several intercalated bands of highly silicified greenstones were observed in the general vicinity.

A deep gulley to the east of the main working and running north-south could be the surface indication of a fault structure.

The northwest corner of the Kettle Claim has been logged and presents a morass of wind falls and logging debris.

Numerous pits, trenches and shafts were encountered in the Crown - granted claims.

SOIL SURVEY

Some 1236 soil samples were collected from the "B" horizon throughout the property. Care was taken not to encroach on adjoining claims but the lack of identification markers made this a very difficult task. The "B" horizon varies in depth from 10 to 38 centimeters (4 to 15 inches) and is readily identified by its light reddish colour and fineness. Often it is overlain by a thin clay horizon. In the swampy areas the "B" horizon could not be reached.

The soils were dried and shipped to Min-En Laboratories in Vancouver where they were run for gold, silver, zinc and copper. All soil material was sieved to 80 mesh before analysis. Method of analysis for gold was by fire with the bead being analyzed by atomic absorption. The copper, zinc and silver were precipitated by nitric and perchloric acid digestion then analyzed by atomic absorption. Some of the early shipments were run only for gold and silver. Statistical analysis was run on the precious metal values.

Gold Soils

The mean value of the gold soils throughout the claims is 7.7 parts per billion. To be anomalous, values should be in the 50 plus part per billion classification and then show some continuity. This figure is arrived at by being the mean plus twice the Standard Deviation. The Standard Deviation is classed as the average spread of the figures around the mean. In Bravo's case the spread is somewhat wide indicating variations throughout the property. The statistical figures are:

Mean	= 7.68 ppb
Variance	= 512.05 ppb
Standard Deviation	= 22.63 ppb

An examination of figure 3 shows some 10 anomalous conditions scattered through the claims. Of these, four are in a strong priority position whereas the other six are of a weaker category.

At the north west end of the property, extending from line 24 across 100 meters to line 23 is a strong anomaly. This should be further investigated.

On line 4, Baseline 0 + 00 S the strongest readings in the survey extend across two cross lines. This anomaly is also flanked west and south by two modest silver anomalies. This is worthy of further work.

On Baseline #2 just west of line 9 + 00 W a spike anomaly exceeds the required figure. Further sampling should be done in this locality.

Of the lower grade anomalies, those on line 0 + 00 (BL 0) and line 19 + 00 W (BL 3) have continuity and should be investigated.

Silver Soils

Figure 4 shows the anomalous condition arising from the silver analysis of the soils. The statistical figures are:

Mean	= 0.569 ppm
Variance	= 0.202 ppm
Standard Deviation	= 0.449 ppm
Anomaly Standard	= 1.47 ppm

The variance is the spread of the figures around the Mean. The standard deviation for silver show the values to be closely grouped. This accounts for a more bunching effect.

The map anomalies indicate conditions exceeding 1.0 part per million silver. There are 28 such anomalies of which three exceed the anomaly standard. These are all single spike readings being that of 2.4 on line 17 + 00 W (BL 0), 1.9 on line 18 + 00 W (BL 0) and 1.6 on line 1+ 00 W (BL 0).

However, there are more lower grade anomalies which show continuity extending across two or more lines. The more important of these situations are:

- Line 21 to 23 (BL 0)
- Line 16 to 18 (BL 0)
- Line 15 and 16 (BL 0) two locations
- Line 12 (BL 0) has a steady string running down the line
- Line 1 to 4 (BL 2)
- Line 1 to 3 (BL 2)
- Line 3 to 4 (BL 2)

The silver values show more continuity in the lower anomalous conditions than do the gold soils.

Copper and Zinc Soils

The presence of sphalerite and chalcopyrite in the Amelia and other reported vein structures guided the analysis for these metals in soils.

No statistical analysis was made from the results but the copper results show the average grade of the soils to be in the 15 to 25 parts per million category. An anomalous condition for copper was classified in the greater than 45 ppm category. Zinc showed quite variable results with the average being in the 150 to 200 ppm group. Anomalous conditions were those exceeding 550 parts per million. Because of the zinc high standard only 4

areas became obvious. Of these the most important are the two on line 13 west (BL O) which are grouped in close proximity to copper anomalies. The remaining 2 zinc anomalies are single line dual spike readings.

There are numerous copper anomalies scattered through the property. The majority are single spike values. The more indicative anomalies are on lines 12 to 13 (BL O) where they agree with the silver and zinc anomalies.

EM-16 VLF SURVEY

The model unit used was a Geonics Ronka Unit # 71. Readings were taken every 25 meters along the grid lines which were spaced at 100 meter separations. The station selected was the Seattle, Washington station on a frequency of 23.8 KHz. The operator faced north when making the readings. The quadrature was utilized to dampen the null but was not recorded, only the dips angle readings being noted.

The raw data is entered on figure 7 while a Fraser filter has been used in figure 8 with only the positive readings being entered.

In the northern section of the property, a consistent but not strong conductor enters from the west at station 2+50 on L24(BL O) and continues eastward beyond the southern extent of the lines (line 12). In the northeast corner several conductors apparently radiate from line 7 (BL O).

Two moderate conductors were observed crossing C.G. 753. These were on the trend of structures in the particular area. Another weak condition enters into CG 752.

The presence of low marshy areas and creeks with east - west trends could have contributed to various conductive readings.

Those conductors referred to should be further investigated by trenching or additional close space readings.

MAGNETOMETER SURVEY

This survey was carried out with a Scintrix MP2 portable proton precession magnetometer over the same area as the soil and EM-16 surveys. Readings were taken every 25 meters. The accuracy of the readings - a direct readout - was 5 gammas. Diurnal corrections were applied to all readings based on the variation between the start and end of the daily operation. There were some 1318 readings taken and recorded.

The general trend of the readings presented a plateau varying from 1000 to 1200 gammas above the background base reading of 56000 gammas. The trend was northwest - southeast and was interrupted in only two major localities by strong readings elevated well above the plateau. Line 23 (BL O) shows strong readings heading almost south and crossing over to line 22. Small blips of slightly lower readings project out from this high. The other high originates on line 16 W (BL O) midway down the line and extends over to line 15 and then into the adjoining claims. This is in the vicinity of several small lakes and should be more fully investigated. Another strong linear magnetic zone extends eastward from line 14 (BL O) to line 11 and although narrow carries some of the more consistently high counts of the survey.

Several other isolated blips of strong magnetics appear at random locations.

PROPERTY EXPENDITURES

PHASE 1A (Completed May 5-22, 1987)

Line Gridding (37.64 km)	\$ 6,775.00
Soil Sampling (1236 samples)	5,250.00
Assaying (Min-En Lab)	11,239.00
EM-16 Survey	7,340.00
Magnetometer Survey	6,965.00
Equipment Rental: Truck	825.00
Magnetometer	535.00
EM-16	585.00
Boarding and Meals	5,500.00
Supervision, Consultation: Interim and Assessment Reports	6,500.00
Transportation (air flights)	1,800.00
Reproduction and Drafting	1,100.00
Miscellaneous	<u>700.00</u>
TOTAL	\$55,114.00

RECOMMENDATIONS

From the geochemical soil sampling survey the property exhibits several areas, particularly in silver, which could have significance. Numerous trenches and pits, many sloughed in, were noted during the survey.

Numerous trenches and pits, many sloughed in, were noted during the survey.

It is recommended that on the basis of the interesting gold and silver anomalous results that investigation of these areas be undertaken possibly by trenching or stripping. It is recommended that Bravo Resources Inc. move into the next phase.

The writer's original recommendation called for a Phase IB to be 2000 feet of BQ drilling. The writer is of the opinion that targets for drilling are still in an undefined state. Consequently a new recommendation is advanced.

The writer, on the basis of the close spacing of the soils 25 meters, recommends that the drilling approach be delayed and in its place be substituted a bulldozer stripping and/or a back hoe trench program be applied to the strong soils. In addition dewatering of the several presumably shallow shafts be undertaken with subsequent rock sampling.

It is recommended that a series of trenches be laid down on the silver anomalies in the vicinity of lines 12 and 13 (BL 0) and on the silver anomaly at the end of the road on line 5 (BL 0) and that this trench be extended across to line 6. In addition, stripping and trenching should be undertaken on the lower part of line 3 (BL 2). The shafts in the two Crown grants should be dewatered and sampled.

Should results prove interesting and targets be defined the company could prepare for a Phase II approach which would incorporate the drilling previously broached. However, in keeping with recommendations of the original report of April 6, 1987, Amended January 5, 1988, the writer abrogates the Phase IB consisting of Subsurface Exploration and replaces it with the above recommendation while Phase II, that of Detailed Drilling is retained as a success contingent phase. Total cost for the Phase IA (completed), IB and Phase II is estimated at \$272,415.00.

A modified cost estimate for the Phase IB program:

Bulldozer trenching/stripping	\$ 18,000.00
Supervision, sampling, assaying	4,000.00
Travel, billoting	3,000.00
Consultation and report	<u>3,000.00</u>
	\$ 28,000.00
Contingency 10%	<u>2,800.00</u>
	\$ 30,800.00

Phase II Surface Drilling

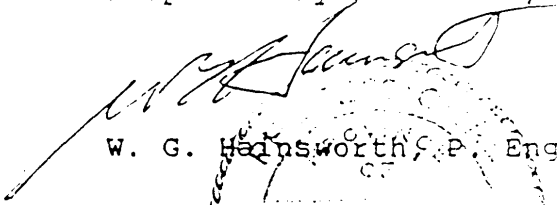
4,500 feet of BQ at turnkey \$35.00/ft.	\$ 157,500.00
Supervision, Transportaiton and Core Logging	6,000.00
Report, Billoting, etc.	<u>6,000.00</u>
	\$ 169,500.00
Contingency 10%	<u>17,000.00</u>
	\$ 186,500.00

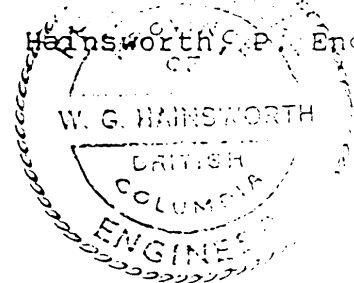
TOTAL PHASE IA, IB AND PHASE II \$ 272,415.00

Phase III Further Exploration

This is, as the previous phases, a success-contingent program with the amount of drilling or underground work dependant upon the proceeding two phases - no cost estimates can be advanced at the present time.

Respectfully submitted,


W. G. Hainsworth, P. Eng.



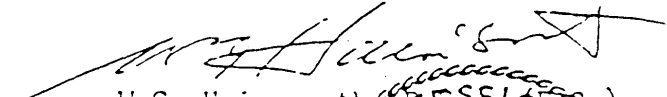
CERTIFICATE

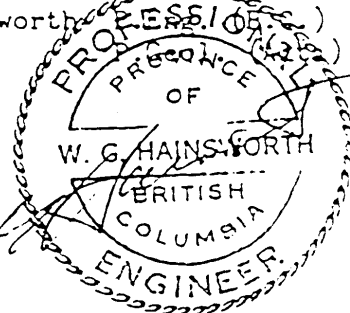
I, W.G. Hainsworth, P.Eng., of Vancouver, B.C. do hereby certify:

- (1) That I am a Consulting Geologist residing at 836 - 13th Avenue, Vancouver, B.C.
- (2) That I am a graduate of the University of Western Ontario, London, Ontario, Bachelor of Science Degree, Honours Geology.
- (3) That I have practiced my profession for some 30 years.
- (4) That I have been a continuous member of the Association of Professional Engineers of British Columbia since 1965 and am a Professional Geologist registered with the Association of Professional Engineers, Geologists and Geophysicists of Alberta since 1979.
- (5) That I have no financial interest, direct or indirect, in Bravo Resources Inc., and do not expect to obtain any such interest.
- (6) That the information contained in this report is based on work done on the Bravo Resources Inc. property in May 1987 and perusal of all pertinent information available.
- (7) That consent is herewith given to Bravo Resources Inc., to use any or all material from this report in information circulars, offerings or shareholders' brochures, provided no attempt is made to misrepresent the stated facts of the report.

To Accompany:
Interim Report
on the
Phase I Operation
Concerning Claims:
L752 - Fontenoy
L753 - Last Chance
L3015 - Knight Rambler
4065 - Kettle

July 10, 1987



W.G. Hainsworth




DATED: March 23 , 1988.

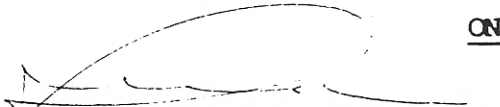
CERTIFICATE OF THE ISSUER

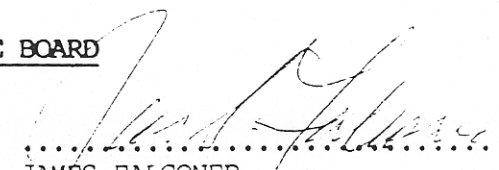
The foregoing constitutes full, true and plain disclosure of all material facts relating to the securities offered by this Prospectus as required by the Securities Act [British Columbia] and its regulations.


.....
GEORGE HAJDUK
[Chief Executive Officer]


.....
EDWARD ALBERT WHITE
[Chief Financial Officer]

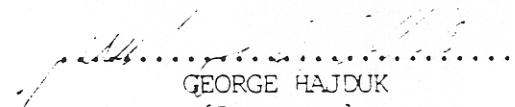
ON BEHALF OF THE BOARD


.....
LESLIE GORDON URQUHART
[Director]


.....
JAMES FALCONER
[Director]

CERTIFICATE OF THE PROMOTERS

The foregoing constitutes full, true and plain disclosure of all material facts relating to the securities offered by this Prospectus as required by the Securities Act [British Columbia] and its regulations.

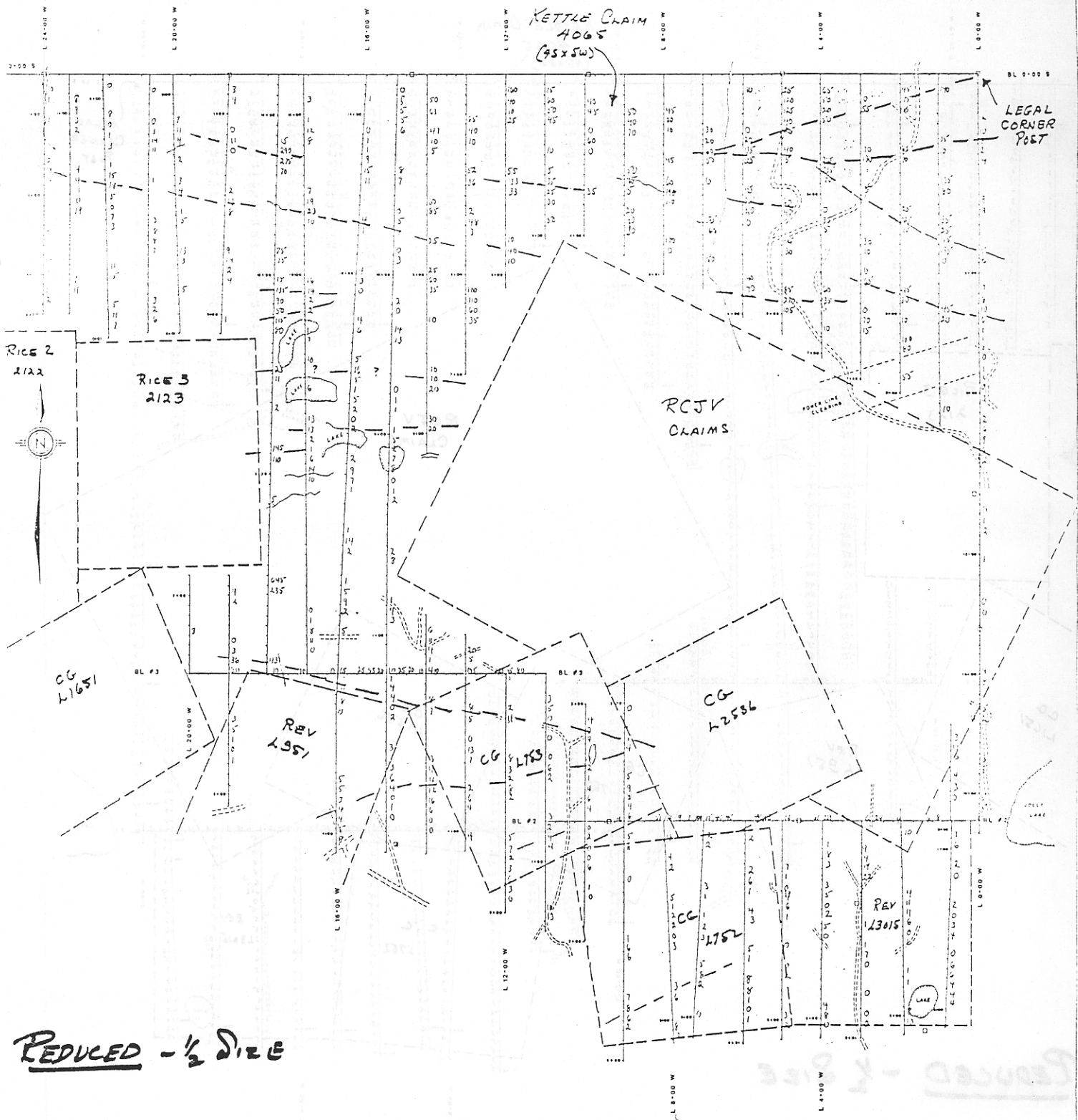

.....
GEORGE HAJDUK
[Promoter]

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 Prospectus as required by the Securities Act [British Columbia] and its regulations.

CANARIM INVESTMENT CORPORATION LTD.


Per:.....

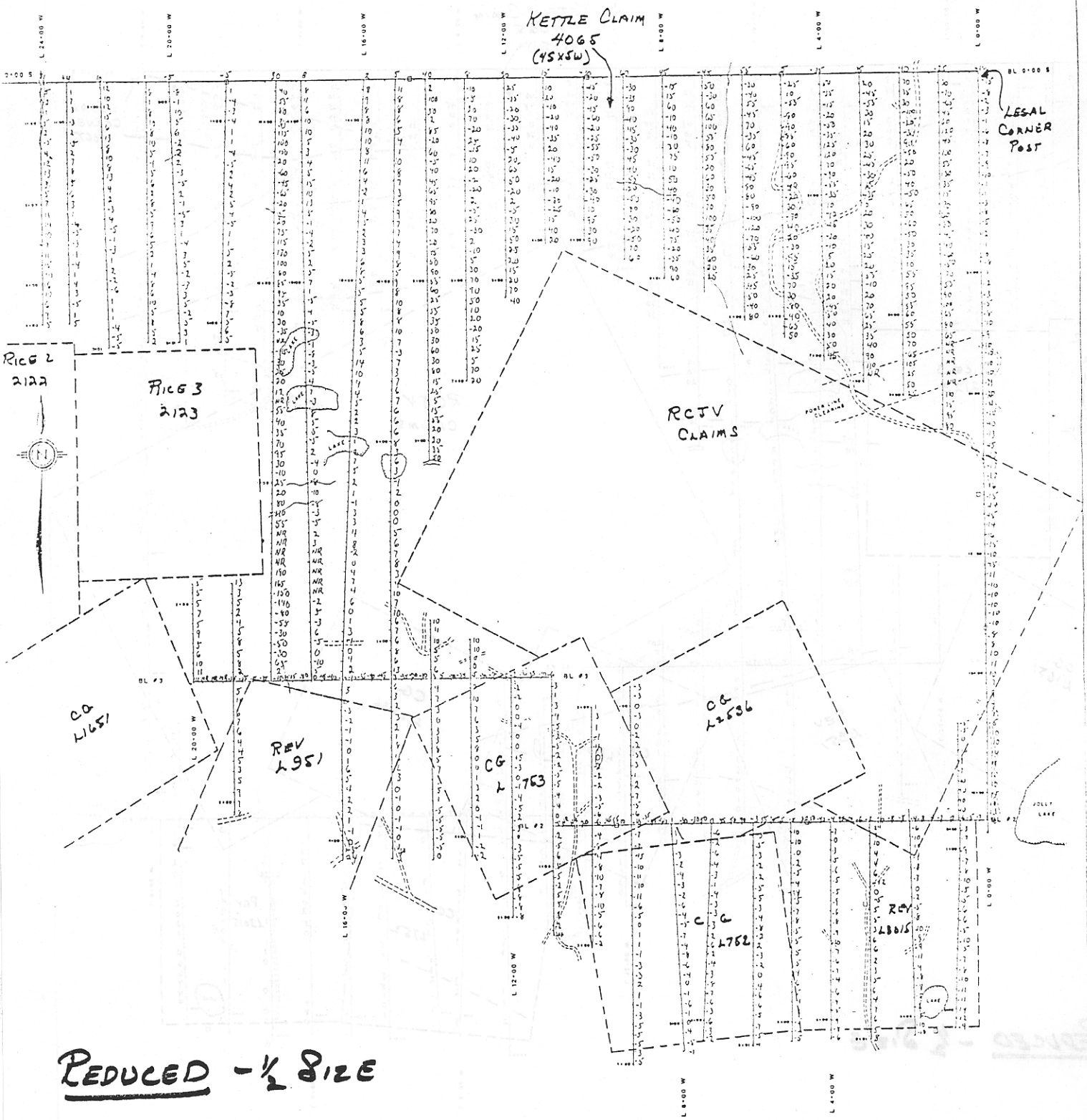


REDUCED - 1/2 SIZE



NOTE: TAKEN FROM DIP ANGLE ONLY.
NEGATIVE READINGS NOT RECORDED.

BRAVO RESOURCES INC.	
CAMP MCKINNEY CLAIMS	
GREENWOOD M.D., B.C.	NTS: 82 E/3
<u>EM-16 FILTERED DATA</u>	
SCALE: 1:5000 (METERS)	
To accompany a report by W.G.Hainsworth, P.Eng.	
FIGURE: 8	

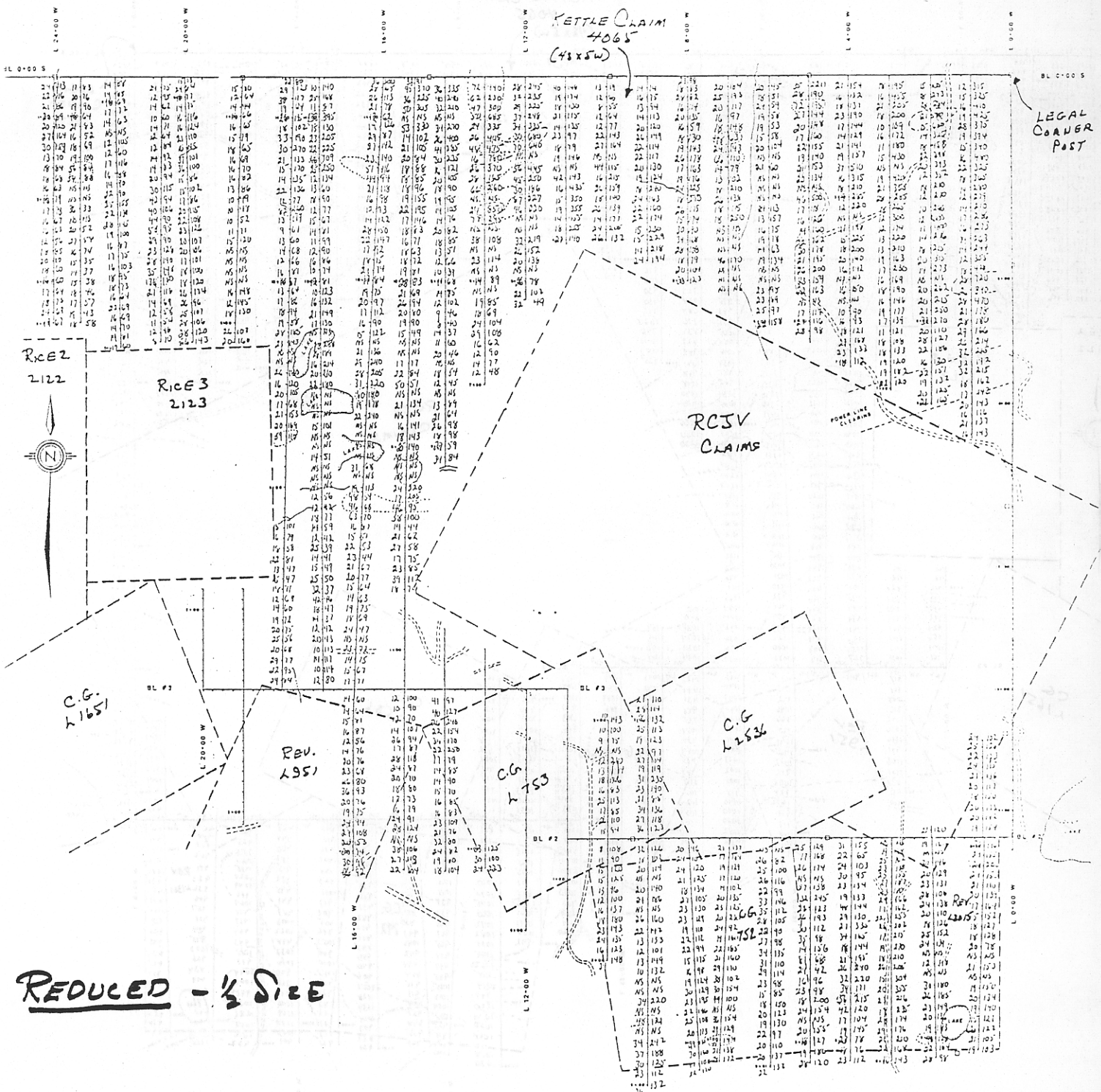


NOTE: DIP ANGLES ONLY

BRAVO RESOURCES INC.	
CAMP MCKINNEY CLAIMS	
GREENWOOD M.D., B.C.	NTS: B2 E/3
EM-16 RAW DATA	
SCALE: 1:5000 (metres)	
To accompany a report by W.G. Hainsworth, P. Eng.	
FIGURE: 7	

KETTLE CLAIM
4065
(48x5W)

LEGAL
CORNER
POST

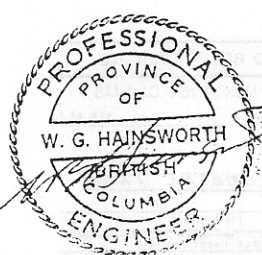


REDUCED - 1/2 SIZE

Cu	Zn
ppm	ppm

Cu > 45 ppm
 Zn > 550 ppm

NOTE: VALUES IN PARTS PER MILLION.



BRAVO RESOURCES INC.
CAMP MCKINNEY CLAIMS
GREENWOOD W.D., B.C. NTS: 82 E/3

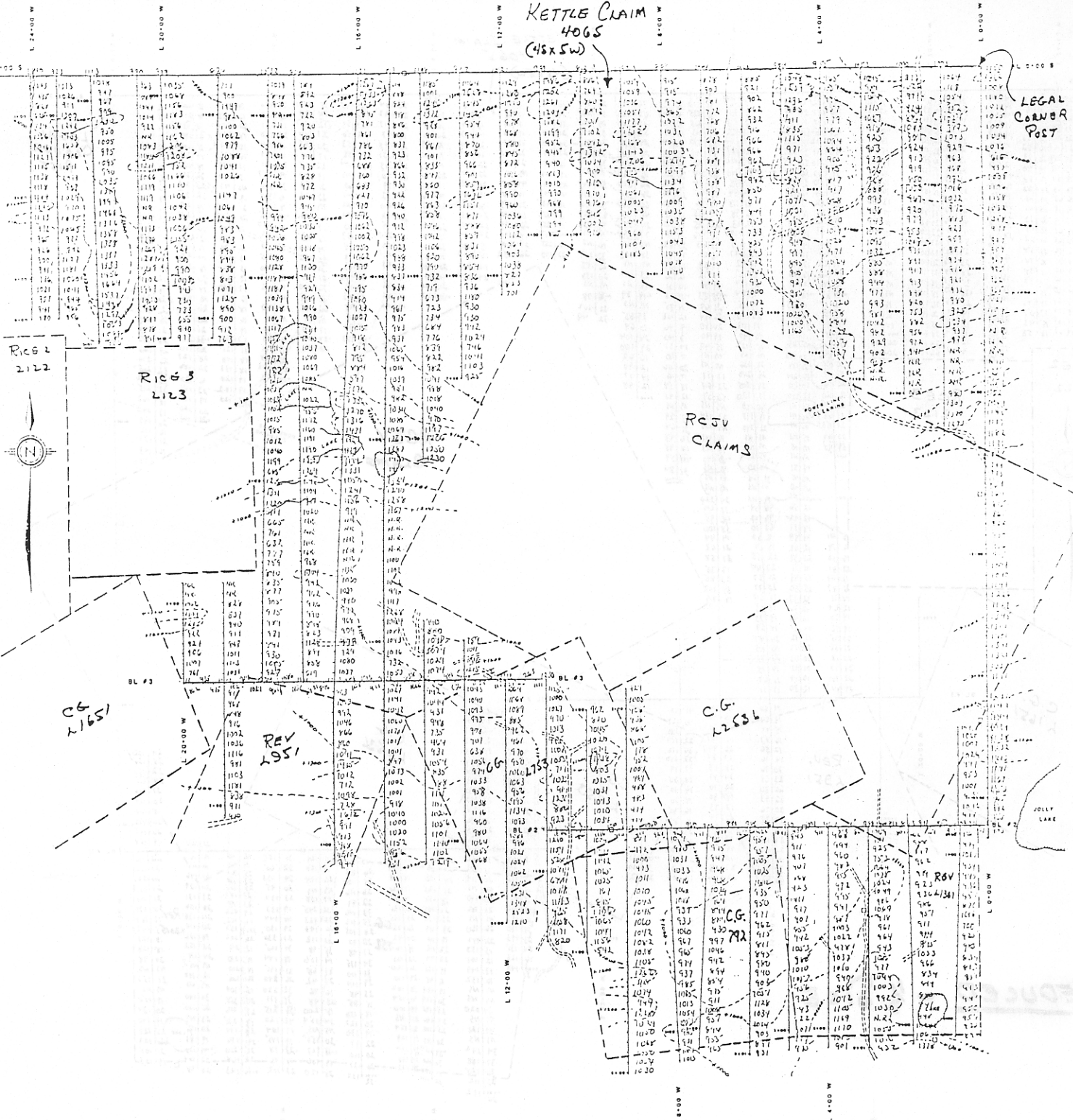
Copper-Zinc In Soils

0 50 100 200 300 400 500
SCALE: 1:5000 (METERS)

To accompany a report by W.G. Hainsworth, P. Eng. FIGURE 5

KETTLE CLAIM
4065
(45x5w)

LEGAL
CORNER
POST

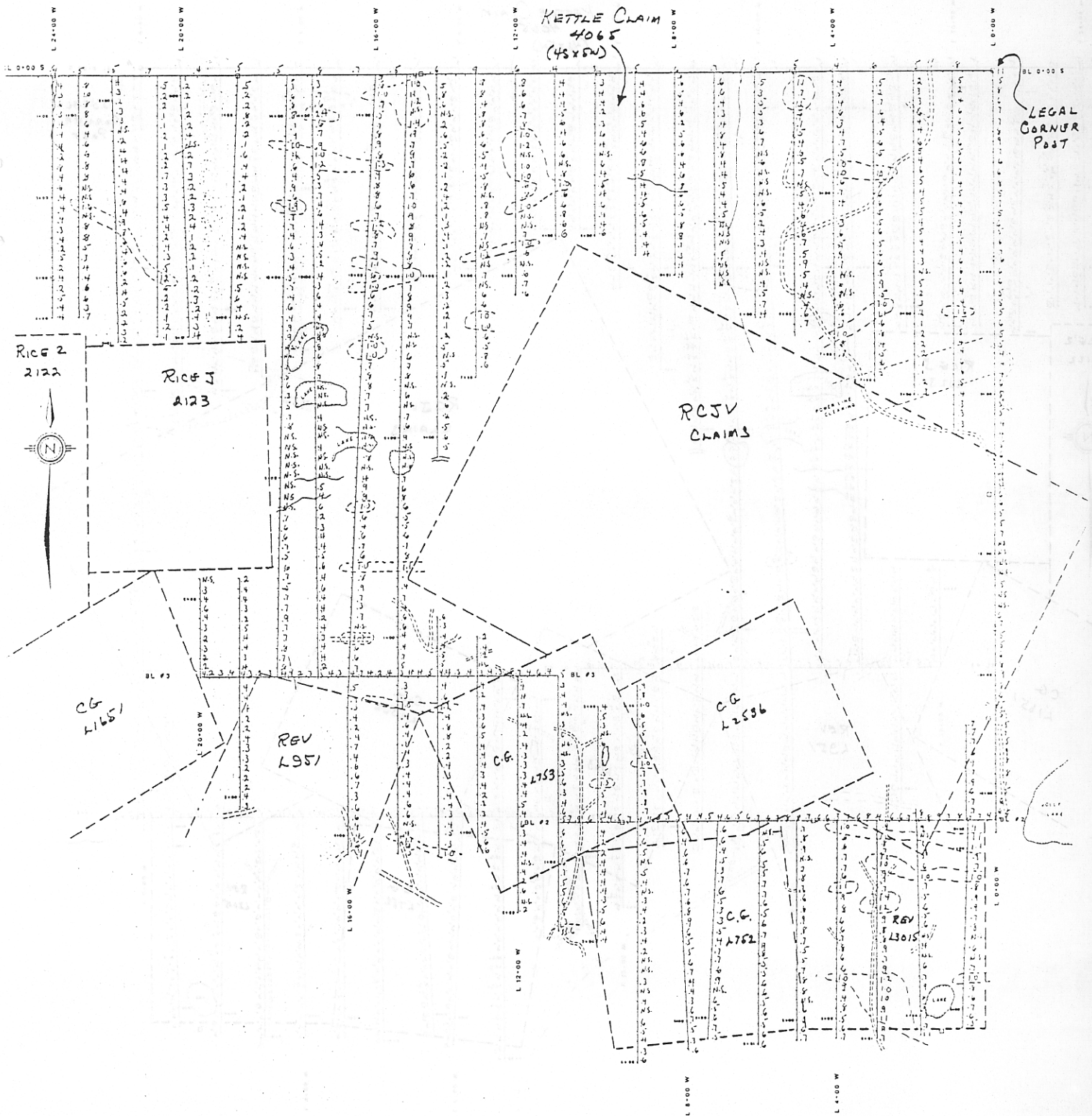


REDUCED - 1/2 SIZE

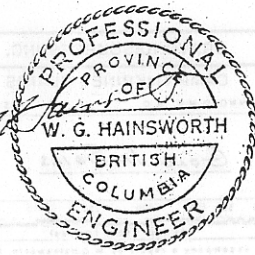


NOTE: BASE VALUE = 56,000 GAMMAS

BRAVO RESOURCES INC.	
CAMP MCKINNEY CLAIMS	
GREENWOOD M.D., B.C.	NTS: 82 E
<u>MAGNETOMETER PLAN</u>	
0 50 100 200 300 400 500	
SCALE: 1:5000 (meters)	
To accompany a report by W.G.Hainsworth, P.Eng	
FIGURE: 6	

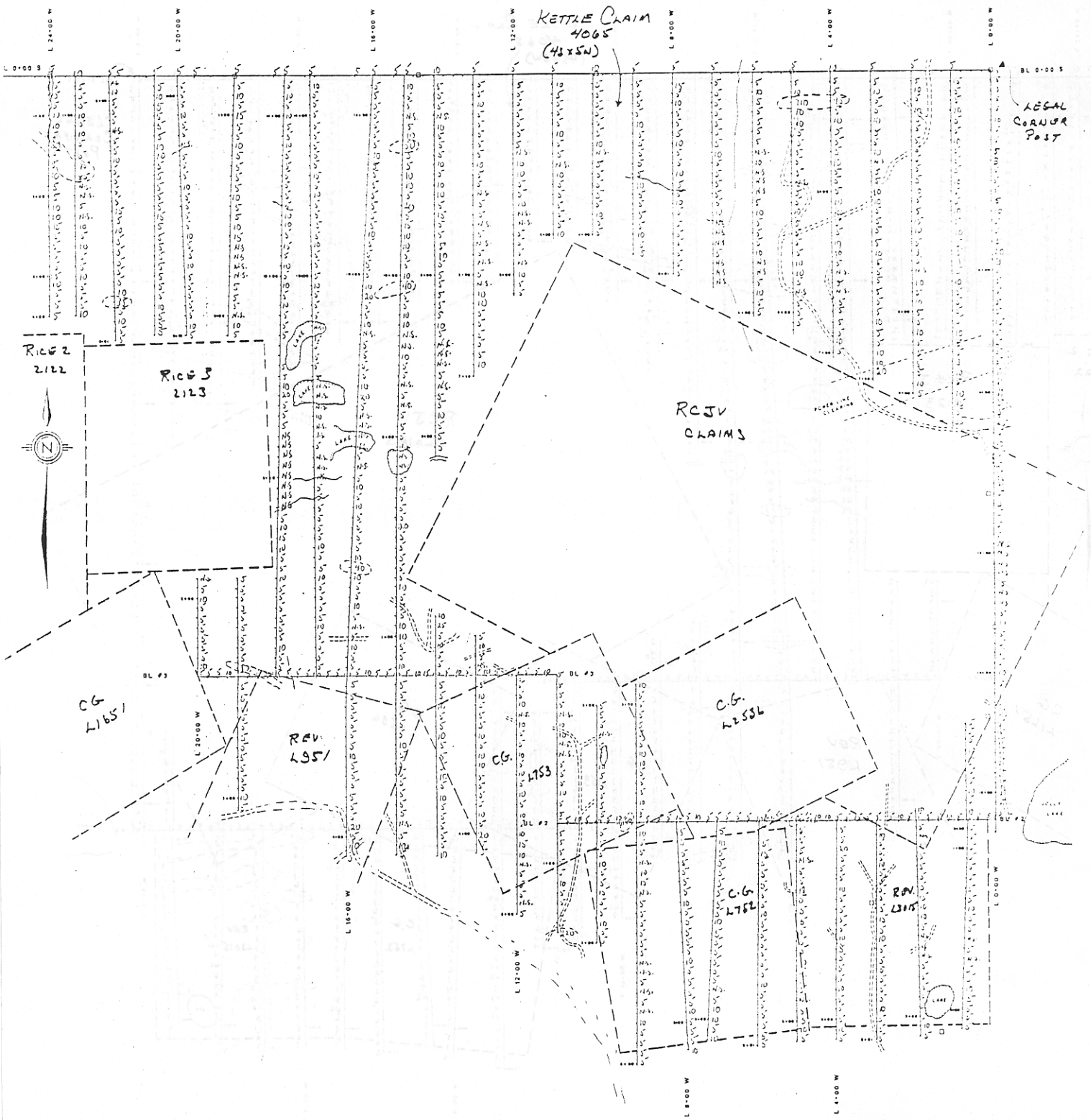


REDUCED - 1/2 SIZE

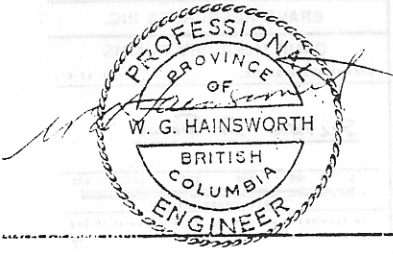


NOTE: SILVER VALUES IN PARTS PER MILLION.

BRAVO RESOURCES INC.	
CAMP MCKINNEY CLAIMS	
GREENWOOD M.O., B.C.	NTS: 82 E/3
SILVER IN SOILS	
SCALE: 1:5000 (metres)	
To accompany a report by W.G.Hainsworth, P.Eng.	
4	



REDUCED - 1/2 SIZE



NOTE: GOLD VALUES IN PARTS PER BILLION.

BRAVO RESOURCES INC.	
CAMP MCKINNEY CLAIMS	
GREENWOOD M.D., B.C.	NTS 82 E-3
GOLD IN SOILS	
SCALE: 1:5000 (metres)	
To accompany a report by W.G. Hainsworth, P. Eng.	
FIGURE: 3	