

Robert
Pinson / Vancouver

007015

Debbie Property
(900 zone)

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Vancouver Stock Exchange
BRITISH COLUMBIA, CANADA

PROPERTY FILE

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Geological Survey Branch
MEMPR

FILING STATEMENT

(# 52193)

WHITE HAWK VENTURES INC.
NAME OF COMPANY

Suite 609, 325 Howe Street,
Vancouver, British Columbia, V6C 1Z7 Tel: (604) 687-4191
HEAD OFFICE ADDRESS AND TELEPHONE NUMBER OF COMPANY

THE R-M TRUST COMPANY
Mall Level, 1177 West Hastings Street, Vancouver, B.C. V6E 2K3
NAME AND ADDRESS OF COMPANY'S REGISTRAR AND TRANSFER AGENT

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

The Vancouver Stock Exchange has not in any way passed upon the merits of the securities or the Company. The information contained in this Filing Statement has been supplied to the Exchange by the Company, and the Exchange has relied upon this information in accepting the Filing Statement.

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Audited Financial Statements as at March 31, 1993
for White Hawk Ventures Inc.

1. STATEMENT OF MATERIAL CHANGE IN THE AFFAIRS OF THE COMPANY

A. Introduction

In order to effect a reorganization, White Hawk Ventures Inc. (the "Company") applied for and was granted inactive status by the Vancouver Stock Exchange (the "Exchange") on September 17, 1990. The Company's reorganization consists of: 1) the lease of a portion of the Debbie property on Vancouver Island, British Columbia, 2) the disposition of its interest in certain Tushies diaper technology, 3) a name change and share consolidation (completed), 4) a debt settlement (completed), and 5) the issuance of additional performance shares. The particulars of these transactions follow.

B. Lease of Portion of Debbie Property

(a) Lease Agreement

Pursuant to a mining lease agreement dated June 8, 1993 between the Company and Westmin Resources Limited ("Westmin") of Suite 904, 1055 Dunsmuir Street, Vancouver, British Columbia, the Company agreed to lease a portion of Westmin's Debbie property, known as the "900 Zone", on Vancouver Island, British Columbia.

The lease is for a term of four years. In the event that the Company does not commence commercial production (excluding testing and sampling) by the first quarter following the first anniversary of the lease, Westmin may at its option cancel the lease. The ore produced from the property will be shipped by barge to Westmin's mill at Stewart, British Columbia, for milling.

The lease provides that the Company shall pay to Pacific Gold Corp. a royalty of 5% of the Company's preproduction expenditures and 4% of the net income earned from the production of gold, silver and base metals. Pacific Gold Corp. is a reporting British Columbia company the shares of which trade on The Toronto Stock Exchange and the Vancouver Stock Exchange. None of the insiders of the Company are insiders of Pacific Gold Corp.

Once the mining operations result in positive cash flow, the net income from the leased property is to be distributed as follows:

1. if the head grade of the initial 3,500 dry short tons milled or stockpiled at Westmin's mill is greater than 0.7 ounces gold per ton, Westmin and the Company shall each receive 50% of the first \$200,000 of the net

revenue. Thereafter Westmin shall receive 25% and the Company 75% of the net revenue until the Company has completed recovery of its preproduction expenditures. Then Westmin shall receive 37.5% and the Company 62.5% of the net revenue until 5,000 ounces of gold have been recovered in Westmin's mill. Finally, Westmin and the Company shall each receive 50% of the net revenue; or

2. if the head grade of the initial 3,500 dry short tons milled or stockpiled at Westmin's mill is equal to or less than 0.7 ounces of gold per ton Westmin shall receive 37.5% and the Company 62.5% of the net revenue until 5,000 ounces of gold have been recovered and until the Company has completed recovery of its preproduction expenditures whereupon Westmin and the Company shall each receive 50% of the net revenue.

The Company has had L.J. Manning and Associates Ltd. prepare a summary report dated August 3, 1993 on the reserves of ore contained in the property and the feasibility of commencing commercial production therefrom. In that report it is stated that some testing of core samples from the leased property has been completed at Westmin's mill lab at Stewart, British Columbia. Grades of 2.5 to 140 grams of gold per tonne were found in the quartz stockworks and veins. Grades of 2.5 to 8.5 grams of gold per tonne were found in the laminated cherts. Based on these findings, Steward Leslie Holdings Limited has calculated a drilled uncut high grade reserve of 3,629 tonnes of gold with a grade of 45.3 grams of gold per tonne. The report recommends further testing and indicates that an expenditure of \$300,000 shall establish whether or not the leased property contains high grade gold bearing ore adequately disposed and in sufficient quantities to permit economic extraction and subsequent trucking and barging to Westmin's mill. The report further states that such an expenditure has an excellent chance of establishing a shoot of economically mineable ore and is, therefore, recommended.

(b) Loan Agreement

To provide the necessary funding to commence production from the property, the Company has entered into a loan agreement with C.I.F. Treuhand A.G. Capital Investment Finance ("C.I.F.") of Zurich, Switzerland, whereby it will borrow \$500,000. The rate of interest is 13% per annum. The loan is repayable 12 months from the commencement of commercial production and, if commercial production is not commenced within twelve months from the advancement date, on demand. The Company shall pay C.I.F. a bonus of 200,000 common shares on advancement of funds at a deemed price of \$0.50 per share.

To secure repayment of the loan the Company shall issue a promissory note to C.I.F., and James W. MacNeil, the President and a director of the Company, shall provide C.I.F. with his personal guarantee, in consideration of which the Company has agreed to issue 200,000 common shares to Mr. MacNeil.

(c) Finder's Fees

The Company shall also pay a finder's fee of 90,000 common shares to R.C.M. Ltd. of Zurich, Switzerland in consideration of finding the lender at a deemed price of \$0.50 per share. The Company has also agreed to pay a finder's fee of 114,955 common shares to Edward Skoda of Vancouver, British Columbia, for arranging the lease at a deemed price of \$0.50 per share. The finder's fee was calculated as 5% of the estimated net present value of the cash flow from the property to the Company, being 5% of \$1,149,554 or \$57,477.70.

C. Acquisition and Disposition
of Interest in Tushies Diaper Technology

By an agreement dated February 28, 1992 (the "Assignment Agreement") between the Company and Aegis Care & Technology, Inc. ("Aegis") of Richardson, Texas, Aegis sold to the Company the exclusive worldwide rights to manufacture, distribute and market certain infant diapers (under the trademark Snug-Eze), adult incontinence undergarments (under the trademark Walkabouts), and bed pads (under the trademark Bed Rugs), the proprietary knowledge with respect to the design and manufacture of which is owned by Aegis. Aegis' right to the technology used in these products, as well as the associated trademark "Tushies" was acquired from the inventor of such technology, Douglas K. Beplate ("Beplate") of Sandy, Utah, pursuant to an agreement dated February 3, 1992 between Beplate and Aegis and was subject to the payment to him of an advance, non-refundable, irrevocable license fee of US \$150,000 in two instalments of US \$60,000 payable no later than February 21, 1993 and US \$90,000 payable no later than May 3, 1992 (the "Initial Payment Obligation") and an earned royalty of 0.5% until June 30, 1993 and thereafter 1% on the net sales value of the products until Beplate had received the following or cumulative amounts:

1. September 1, 1992 - August 31, 1993	US \$200,000
2. September 1, 1993 - August 31, 1994	250,000
3. September 1, 1994 - August 31, 1995	400,000
4. September 1, 1995 - August 31, 1996	500,000
5. September 1, 1996 - August 31, 1997	484,500

(the "Second Payment Obligation").

Pursuant to the Assignment Agreement, the Company agreed to assume the Initial and Second Payment Obligations, issue Aegis 1,000,000

shares in its share capital, and pay Aegis a 2% net sales royalty. The Initial and Second Payment Obligations were amended pursuant to two agreements. The first agreement, an amending agreement dated April 9, 1992 between Beplate and the Company, eliminated the Company's Initial Payment Obligation and instead obligated the Company to pay a total of US \$170,000 of which US \$35,000 was payable on execution to the agreement, US \$35,000 on receipt of Exchange approval, US \$30,000 on the 30th day following receipt of Exchange approval and US \$30,000 on the 60th day following receipt of Exchange approval.

The second agreement, an amending agreement dated June 24, 1992 between Beplate and the Company eliminated both the Company's Initial and Second Payment Obligations and obligated the Company to pay a cumulative total of US \$2 million which payment consisted of a payment of US \$85,000, of which US \$35,000 was acknowledged as having been paid, US \$10,000 was payable on execution of the agreement and US \$40,000 on receipt of Exchange approval. It also obligated the Company to pay a 2.5% royalty on net sales of the products, a monthly consulting fee of US \$5,000 commencing on September 1, 1992 and continuing for one year, and a 10% commission on any payment received pursuant to sub-licenses.

The Company made two payments of US \$15,500 and US \$35,000 to Beplate on February 2, 1992 and April 6, 1992, respectively. The first payment was funded by way of a private placement subscription agreement dated January 20, 1992 between Basil P. Pantages and the Company which received Exchange approval on March 27, 1992. The second payment was funded by way of a loan from Anzac Ventures Inc. ("Anzac"). See "Debt Settlement" below for details on the relationship of certain insiders of the Company to Anzac and the settlement of this loan.

Aegis assigned its right to receive 200,000 of the Company's shares and the 2% net sales royalty to Pantages & Associates Enterprises Ltd. ("Pantages") by way of an assignment agreement dated April 9, 1992.

Pursuant to an agreement dated October 16, 1992 between the Company and Pantages, the Company assigned all the rights it acquired pursuant to its agreement with Aegis to Pantages in consideration of Pantages delivering to the Company 200,000 shares of a public company, which shares shall be subject to the following instructions or restrictions:

1. 100,000 shares shall be deposited with the Company's choice of a stockbroker which is a member of the Exchange and which is subject to irrevocable instructions to release a maximum of 10,000 shares per month for six months; and

2. 100,000 shares shall be subject to the provisions of an earn-out escrow agreement and cannot be sold, transferred or otherwise dealt with without the order or direction of the Exchange.

2. FINANCIAL INFORMATION

The Company's approximate working capital deficiency as of September 30, 1993 was \$58,506.44. The Company may be liable to pay Beplate US \$100,000 pursuant to the agreement dated June 24, 1992 between the Company and Beplate.

3. MATERIAL NATURAL RESOURCE PROPERTIES

See Item 1 herein.

4. PARTICULARS OF NON-RESOURCE ASSETS

See Item 1 herein.

5. CORPORATE INFORMATION

The authorized capital of the Company consists of 300,000,000 shares divided into 100,000,000 common shares without par value, 100,000,000 Class "A" Preference shares with a par value of \$10 each and 100,000,000 Class "B" Preference shares with a par value of \$50 each. As at September 30, 1993 there were 1,654,386 common shares issued and outstanding.

On November 8, 1990 the Company consolidated its common shares without par value on a three into one share basis and changed its name from "Visible Gold Inc." to "Lansing Enterprises Inc.".

On January 19, 1993 the Company consolidated its common shares without par value on a two into one share basis and changed its name from "Lansing Enterprises Inc." to its present name.

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

The directors of the Company are authorized by its Articles to issue Class "A" and Class "B" Preference shares in one or more series each and to create and attach special rights and

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

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

The following information about each director, officer and promoter of the Company is as at September 30, 1993:

<u>Name, Address & Positions with Company</u>	<u>Chief Occupation for Previous Five Years</u>	<u>Number of Voting Shares Beneficially Held⁽¹⁾</u>
JAMES WILLIAM MacNEIL⁽²⁾ 8353 Mountainview Drive Whistler, B.C. President, Director & Promoter	President & director, Consolidated Redding Explorations Corporation (Nov 18/88 to present); formerly director, Northfork Ventures Inc. (Dec 30/88 to Jan 9/ 92); director, Westwin Ventures Inc. (Feb 13/ 89 to Sep 18/92); President & director, Euro Prime Capital Corp. (Nov/88 to May 15/89); director, Hollycroft Resource Corp. (Jul/85 to Feb 13/89); director, Astic Ventures Inc. (Nov 3/84 to Jul/91); director, Texas Star Resources Corporation (Jan 13/88 to Jan 25/91); director, Nexus Resource Corporation (Jan/85 to Jan 4/88); director, Angle Resources Ltd. (Oct 1/85 to Mar 9/88); director, Reward	195,672 free 29,188 escrowed

	Resources Ltd. (Aug/86 to Mar 9/88)	
GLEN DOUGLAS MacNEIL⁽²⁾ 204 - 635 Bowen Road Nanaimo, B.C. Director	Insurance agent, American Income (Oct/92 to present); President, Matterhorn Agencies Ltd. (private holding company) (Jan/88 to present); director, Consolidated Redding Explorations Corporation (Jan/88 to present); Secretary & director, Westwin Ventures Inc. (Feb 14/89 to Jul/92 & to Jul/93, respectively) director, Astic Ventures Inc. (May/89 to present); President & director, Northfork Ventures Ltd. (Dec/88 to Mar/92); Manager, Over the Wall Paintball (Feb/90 to Oct/91); Office Administrator, Euro Management Corp. (Jan/88 to Feb/90)	60,811 free 4,166 escrowed
ROBERT BRUCE ROME⁽²⁾ 4322 Quesnel Drive Vancouver, B.C. Director	President, Uplands 88 Holdings Inc. (Sep/91 to present); Site Manager, Pacific Hunter Resources; Financial Consultant; Fish Point Seafoods; trader, Greenline Investor Services Ltd.	Nil
EDWARD F. SKODA 102 - 1763 Nelson Street Vancouver, B.C. Director	Associate, Mining Brokers Inc. (1993); mining executive, International Lornex Inc. (1991 to 1992); Senior Tunnel Inspector, Bechtel Corporation (1989 to 1991); Project Manager, Abermin Corporation (1988)	Nil
MATTHEW MIN JONG 1471 Howard Avenue Burnaby, B.C. Secretary	Self-employed accountant (Jun/93 to present); Comptroller, Donner Plastics (Jun/ 92 to May/93); Comptroller, Britton Capital Corporation (Feb/91 to May/92); Revenue Canada, Taxation (Sep/90 to	Nil

Jan/91); self-employed
(Jun/90 to Aug/90);
Revenue Canada,
Taxation (Oct/89 to
May 90); self-employed
(Mar/88 to Sep/89)

- (1) After giving effect to the issuance of shares for debt described in this Filing Statement.
- (2) Member of Audit Committee.

A list of the names of all of such companies may be inspected during normal business hours at the offices of O'Neill & Company, Barristers & Solicitors, at 12th Floor, 1190 Hornby Street, Vancouver, British Columbia, during the 30 day period after the Exchange publishes its notice regarding this Filing Statement.

The following directors, officers and promoters of the Company are, or have been within the past five years, directors, officers or promoters of other reporting companies which, during the period he held such position, were struck from the register of companies by the Registrar of Companies or whose securities were the subject of a cease trading order or suspension order for a period of more than 30 consecutive days:

- (a) Glen D. MacNeil was a director, officer or promoter of Secret Pass Minerals Corp. which was struck from the register of companies for failure to file annual reports and Astic Ventures Inc. whose securities were the subject of a cease trading order for a period of more than 30 consecutive days for failure to file financial statements. Both companies have been abandoned.

None of the directors, officers and promoters of the Company have been, within the last 10 years, the subject of any penalties or sanctions by a court or securities regulatory authority relating to the trading of securities, the promotion, formation or management of a publicly traded company or involving theft or fraud.

During the year ended March 31, 1993 and the six month period ended September 30, 1993, none of the directors, officers, promoters and insiders of the Company received direct or indirect remuneration from the Company other than the remuneration for the supply of management services described below.

Pursuant to an oral agreement made effective March 31, 1992, Matterhorn Agencies Ltd. ("Matterhorn") of Suite 609, 325 Howe Street, Vancouver, British Columbia, supplied management services to the Company for \$2,500 per month during the period ending September 30, 1992. See "Debt Settlement" under Item 9 for details

on the relationship of certain insiders of the Company to Matterhorn. Since the commencement of the Company's last completed financial year a total of \$15,000 has been paid or is payable by the Company to Matterhorn for such services.

Pursuant to an oral agreement made effective September 30, 1992, Penticto Investment Corporation ("Penticto") of Suite 609, 325 Howe Street, Vancouver, British Columbia, supplies management services to the Company for \$2,500 per month. See "Debt Settlement" under Item 9 for details on the relationship of certain insiders of the Company to Penticto. Since the commencement of the Company's last completed financial year to September 30, 1993 a total of \$30,000 has been paid or is payable by the Company to Penticto for such services.

During the year ended March 31, 1993 and the six month period ended September 30, 1993, none of the directors, officers, promoters and insiders of the Company received something of value from the Company which has not been disclosed elsewhere in this Filing Statement.

To the knowledge of the signatories hereto no one (excluding directors, officers and promoters of the Company) beneficially owns, directly or indirectly, more than 10% of the voting shares of the Company.

7. OPTIONS TO PURCHASE SECURITIES OF THE COMPANY

The following persons, including directors and employees of the Company (or employees of a company providing administrative or management services to the Company) hold options or warrants to purchase shares of the Company on the terms set out below:

<u>Name</u>	<u>Type</u>	<u>Number of Shares</u>	<u>Exercise Price</u>	<u>Expiry Date</u>
1 placee	Warrant	15,833	\$1.40	January 20, 1994

8. SECURITIES OF THE COMPANY HELD IN ESCROW, IN POOL, OR SUBJECT TO HOLD RESTRICTIONS

There are 62,500 shares held in escrow by The R-M Trust Company, Mall Level, 1177 West Hastings Street, Vancouver, British Columbia, subject to the direction or determination of the Exchange. 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 transfers or record any trading of the shares without the consent of the Exchange.

In the event that any shares are not released from the escrow created before the expiration of 10 years from the effective date of the Company's Prospectus, namely, December 10, 1987, those shares are to be cancelled forthwith by the escrow holder.

The Company has agreed to issue, following the completion of its reorganization, a total of 312,500 additional performance shares at a price of \$0.01 per share. The issuance was approved by way of special resolution at the Company's Annual General Meeting held on September 30, 1993. Such shares will be held in escrow pursuant to the terms set at above and once issued must be released in five years or they will be cancelled. The Company intends to seek Exchange approval forthwith.

There are not any shares held in pool or subject to an unexpired hold period.

9. PARTICULARS OF ANY OTHER MATERIAL FACTS

There are no actual or pending material legal proceedings to which the Company is or is likely to be a party or of which any of its properties are or are likely to be the subject.

There are no bonds, debentures, notes or other debt obligations outstanding.

Debt Settlement

Pursuant to agreements dated April 1, 1993, the Company has agreed to issue a total of 630,938 shares at a price of \$0.37 per share in order to settle indebtedness of \$233,446.62 as follows:

<u>Name</u>	<u>Amount Owed</u>	<u>Number of Shares</u>
Norman J.R. MacKinnon	\$ 442.81	1,197
Coopers & Lybrand	7,197.69	19,453
Michael F. Provenzano Personal Law Corporation	26,826.42	72,504
James W. MacNeil	8,976.42	24,261
Basil Pantages & Associates Enterprises Ltd.	15,000.00	40,541
Leon E. Nowek	2,867.61	7,750
MacNeil Family Trust ⁽¹⁾	13,155.62	35,556
Anzac Ventures Inc. ⁽²⁾	91,750.05	247,973
Penticto Investment Corp. ⁽³⁾	26,685.00	72,122
Seeds Investment Corp. ⁽⁴⁾	595.00	1,608
Matterhorn Agencies Ltd. ⁽⁵⁾	22,500.00	60,811
Tiger Industries Ltd.	17,450.00	47,162

- (1) The MacNeil Family Trust was created for the benefit of James W. MacNeil, a director of the Company, and his children.
- (2) Anzac Ventures Inc. is a non-reporting British Columbia company, half of the shares of which are owned by the MacNeil Family Trust and half of the shares of which are owned by the Nowek Family Trust. The Nowek Family Trust was created for the benefit of the children and the wife of Leon E. Nowek, the Secretary of the Company on the settlement date.
- (3) Penticto Investment Corp. is a non-reporting British Columbia company, the shares of which are owned by James W. MacNeil, a director of the Company.
- (4) Seeds Investment Corp. is a private British Columbia company, the shares of which are owned by Leon E. Nowek, the Secretary of the Company on the settlement date.
- (5) Matterhorn Agencies Ltd. is a non-reporting British Columbia company, the shares of which are owned by Glen D. MacNeil, a director of the Company.

This debt conversion was approved by the Exchange on August 10, 1993.

Performance Shares

At the Company's Annual General Meeting held on September 30, 1993, the Company obtained shareholder approval to the issuance of 312,500 additional performance shares to each of James W. MacNeil (100,000 shares), Glen D. MacNeil (112,500 shares) and Robert B. Rome (100,000 shares). James W. MacNeil is the President and a director of the Company. Glen D. MacNeil and Robert B. Rome are directors of the Company.

A total of 62,500 escrowed shares are currently outstanding in the Company.

There are no other material facts not previously disclosed herein.

The following risk factors are applicable to the Company's securities:

1. The Company has no established business operation other than the lease described in this Filing Statement. Accordingly, purchasers must rely solely on the Company's management and should be prepared to bear the economic risk of losing their entire investment.

2. The success of the Company's operating results will depend largely on the Company's ability to identify, acquire and successfully exploit an asset.
3. It is not known if ore of commercial tonnage and grade exists on the leased portion of Westmin's Debbie property other than as disclosed in the summary report prepared by L.J. Manning and Associates Ltd. described in this Filing Statement. If the Company's exploration program is successful, additional funds may be required for the development of economic reserves and to place the property in commercial production if the loan from C.I.F. is insufficient. The only source of future funds presently available to the Company is through the sale of equity capital. The only alternative for the financing of further exploration would be the offering by the Company of an interest in its lease on the property to be earned by another party or parties carrying out further exploration or development thereof, which is not presently contemplated.
4. Exploration for minerals is a speculative venture necessarily involving substantial risk. There is no certainty that the expenditures to be made by the Company in accordance with the mining lease agreement described herein will result in discoveries of commercial quantities of ore.
5. The mining industry, in general, is intensively competitive and there is no assurance that even if commercial quantities of ore are discovered a ready market will exist for sale of same. Factors beyond the control of the Company may affect the marketability of any substances discovered. These factors include market fluctuations, the proximity and capacity of natural resource markets and processing equipment, government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals and environmental protection. The exact effect of these factors cannot be accurately predicted but the combination of these factors may result in the Company not receiving an adequate return on invested capital.
6. Hazards such as unusual or unexpected formations and other conditions are involved in mineral exploration and development. The Company may become subject to liability for pollution, cave-ins or hazards against which it cannot insure or against which it may elect not to insure. The payment of such liabilities may have a material, adverse effect on the Company's financial position.
7. The Company may be liable for the payments of US \$50,000, the 2.5% royalty on net sales of the products, the monthly consulting fee of US \$5,000, and the 10% commission on any payment received pursuant to sub-licenses pursuant to the

amending agreement dated June 24, 1992 between Douglas K. Beplate and the Company described in Part C of Item 1.

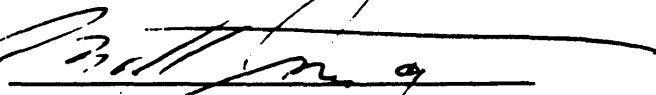
A list of names of the reporting companies referred to in Item 6 may be inspected during normal business hours at the offices of O'Neill & Company, Barristers & Solicitors, 12th Floor, 1190 Hornby Street, Vancouver, British Columbia, during the 30 day period after the Exchange publishes its notice regarding this Filing Statement.

CERTIFICATE OF THE COMPANY

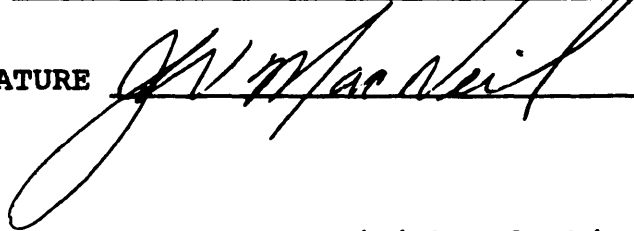
The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the Company's affairs.

This Certificate must be signed by two directors of the Company.

NAME MATTHEW W. FONG

SIGNATURE 

NAME JAMES W. MACNEIL

SIGNATURE 

DATED at Vancouver, British Columbia, this 1st day of ^{November}~~October~~, 1993.