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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.

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SUPERINTENDENT OF BROKERS

PROSPECTUS

REBEL DEVELOPMENTS LTD.

Incorporated under the laws of the Province of British Columbia

HEAD OFFICE:

301 - 736 Granville St.
Vancouver, B. C.

REGISTERED OFFICE:

200 - 890 West Pender St.
Vancouver, B. C.

REGISTRAR & TRANSFER AGENT:

Guaranty Trust Company
of Canada
540 Burrard St.
Vancouver, B. C.

AUDITOR:

Chambers, Phillips & Co.
Chartered Accountant
100 West Pender St.
Vancouver, B. C.

PUBLIC OFFERING

150,000 shares at 25¢ per share
(primary distribution)

THIS OFFERING IS SUBJECT TO THE FULL OFFERING HEREUNDER BEING SOLD WITHIN 120 DAYS FROM THE DATE OF ACCEPTANCE OF THIS PROSPECTUS BY THE SUPERINTENDENT OF BROKERS. SEE ITEM 1, PAGE 3, FOR FURTHER DETAILS OF THE PLAN OF DISTRIBUTION.

	Price to Public	Underwriting Discounts or Commissions	Proceeds to Company if all shares offered hereunder are sold
Per Share	25¢	nil	25¢
Total	\$ 37,500	nil	\$ 37,500

AS THE COMPANY'S PROPERTIES ARE WITHOUT A KNOWN BODY OF COMMERCIAL ORE AND AS THE PROPOSED PROGRAMS ARE AN EXPLORATORY SEARCH FOR ORE, A PURCHASE OF THE SHARES OFFERED MUST BE CONSIDERED AS SPECULATION.

THERE IS NO MARKET FOR THE SECURITIES OF THE COMPANY.

THE CLAIMS REFERRED TO IN THIS PROSPECTUS HAVE NOT BEEN SURVEYED AND, THEREFORE, IN ACCORDANCE WITH THE MINING LAWS OF THE APPLICABLE JURISDICTION, THE EXISTENCE OF AND THE AREA OF SUCH MINERAL CLAIMS COULD BE IN DOUBT.

REFERENCE SHOULD BE MADE TO THE PARAGRAPH "PRINCIPAL HOLDERS OF SECURITIES" HEREIN FOR A COMPARISON OF THE NUMBER OF SHARES HELD BY THE PROMOTERS AND DIRECTORS OF THE COMPANY AND RECEIVED FOR CASH, SERVICES AND PROPERTY, WITH THE NUMBER OF SHARES OFFERED BY THIS PROSPECTUS.

SEPTEMBER 30, 1975

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92 G/SE014-07
PROPERTY FILE

GEOLOGICAL REPORT
on the
X100 Mineral Claim
New Westminster Mining Division
49° 18' North Latitude
122° 27' West Longitude
for
REBEL DEVELOPMENTS LTD.

W. G. STEVENSON & ASSOCIATES LTD.

April 21, 1975

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A P P E N D I X

- A Index Map - Scale 1" = 5 miles
- B Claim and Survey Map - Scale 1" = 1000 feet
- C Certificate of W. G. Stevenson, P. Eng.

INTRODUCTION

During 1967 and 1969, and on April 17, 1975, I made an examination of a prospect located on the south side of Alouette Lake, approximately 35 miles east of Vancouver. A modest exploration program was conducted over this area in 1970 and the claims were allowed to lapse in about 1972. This property was restaked during March 1975.

My report is based on data collected during my examinations, from a review of published and unpublished maps and reports and from discussions with colleagues who have worked in this area.

PROPERTY AND TITLE

On March 10-12th, 1975 Mr. John Guilbault staked a block of ground covering the mineral rights to approximately 300 acres in the New Westminster Mining Division. This mineral claim (X100) was recorded on March 19, 1975 under Certificate of Record No. 11, in the name of Mr. Guilbault. Mr. Guilbault advised me that title to this claim is in process of being transferred to Rebel Developments Ltd.

I examined the claim post used to stake this claim and I believe it has been staked in accordance with the provisions of the Mineral Act of the Province of British Columbia and is valid.

LOCATION AND ACCESS

The area encompassed by this mineral claim is positioned on the south side of Alouette Lake about midway between Pitt Lake and Harrison Lake, immediately south of and outside the boundary of Garibaldi Park. It is 2 miles south of Alouette Lake and 8 miles northeast of Nancy, a station on the Canadian Pacific Railroad. More

precisely the area is centered at 49° 18' North Latitude and 122° 27' West Longitude. The elevation of the claim varies from 200 to 1,200 feet above sea level.

Access can be gained to the claim over an improved road from Haney to Alouette Lake then over well maintained logging roads approximately two miles to the claim block.

HISTORY

Prospecting has been carried on intermittently in the vicinity of Harrison, Pitt, Stave and Alouette Lakes since 1900. Mineralization has been discovered and claims have been staked. Crown granted mineral claims have been acquired over iron mineralization located one mile east of the X100 Claim. In 1965 Molybdenum mineralization was recognized south of Alouette Lake and a large number of claims staked.

The area has been mapped by personnel from the Geological Survey of Canada, the B.C. Department of Mines, and by engineers from several of the mining companies.

Mineral claims were staked over the area encompassed by the X100 Claim in 1969. A program of geological mapping, geochemical and geophysical surveying was accomplished in 1970 and reported on September 10, 1970. A *Ass. Rept. 2601* geological report by Mr. E. Holcapek, P. Eng. covers the exploration program. The claims were allowed to lapse in 1972, and the area was restaked by Mr. John Guilbault during 1975.

GEOLOGY

Regional mapping over the Alouette area has been conducted by the Geological Survey of Canada and published as Map 1151A in Memoir No. 335. This map drawn to a scale of 1" 4 miles shows the area to be underlain by intrusive rocks, with subordinate volcanic and sedimentary rocks

overlying the intrusives as roof pendants, all part of the Coast Range Batholith. A number of lineaments which trend northwesterly-southeasterly are shown on the GSC map in the vicinity of Alouette Lake. These lineaments are sympathetic with the Fraser fault zone, which is approximately 30 miles easterly.

Outcrop that I saw within the claim was all intrusive, quartz-diorite or granodiorite. Variations from fine grained to coarse grained measures were observed.

I observed an isolated rock knob, 30 feet high and 30 feet in diameter near the center of the claim block. This outcrop is composed of coarse grained pyroxene and feldspar. A northwest-southeast striking fault with a gauge zone $\frac{1}{2}$ - 2 feet wide crosses the isolated knob in the center of the claim block. The nearest bedrock outcrops to this exposure that I saw were approximately 1,000 feet southerly and at higher elevations.

Reports by W. G. Stevenson dated January 14, 1970 and by F. Holcapek dated September 10, 1970 described the geology of this area.

Mineralization

During my examination I observed disseminated sulfide mineralization within the isolated knob and in the gauge zone. This mineralization was essentially pyrite with some pyrrhotite and minor chalcopyrite. I collected 3 samples from the intrusive and one sample from the gauge zone. The assays varied up to 0.17% copper and 0.11 oz. silver per ton.

Pyrite with minor chalcopyrite and molybdenite was observed in granodiorite boulders on the shore of Alouette Lake northeast of the claim block.

GEOCHEMICAL SURVEY

During 1970 a soil sampling program was carried out by Agilis Exploration Services Ltd. Approximately 250 samples were collected from the soil horizon immediately beneath the humus horizon over the area encompassed by the claim. These samples were analyzed for total copper by atomic absorption, and approximately 5% were considered anomalous. Based on an interpretation of this geochemical data, 5 anomalies have been outlined. These anomalies are located northeast and southwest of the isolated knob and cover areas that are void of outcrop. The attached map marked "Appendix B" will show the position of these anomalies.

GEOPHYSICAL SURVEY

During 1970 a geophysical survey was accomplished over this area by Agilis Exploration Services Ltd. A Sharp MF 1 Fluxgate magnetometer was used for the survey. The highest magnetic readings were positioned over the isolated knob and extend out from this knob south and westerly. This anomalous high coincides in general with the geochemical anomaly. The variations in magnetic intensity reflects a variation in rock type, and can be used to assist in geological mapping and exploration. The attached map marked "Appendix B" will show the position at this anomaly.

CONCLUSIONS

1. The modest mineralization that has been recognized within the property occurs in an isolated outcrop 1,000 feet from the nearest bedrock outcrop.
2. A geochemical and geophysical survey conducted in 1970 outlined coincident anomalous high copper content in the soil and high magnetic intensity in areas where bedrock was masked.

- 3. Mines producing copper and molybdenum within the Coast Range Batholith in British Columbia are in a geologic environment similar to that found on the property south of Alouette Lake.
- 4. The area is readily accessible to transportation, sources of power and labour.

RECOMMENDATIONS

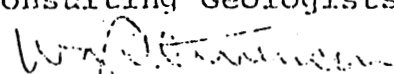
- 1. I recommend a topographic map be compiled from existing photography to a scale of 1" 400 feet with a contour interval of 50 feet.
- 2. The geology in the area of mineralization and other areas of outcrop should be carefully mapped and sampled.
- 3. The claim block and adjoining area should be surveyed, prospected and geochemically and geophysically surveyed to delineate specific diamond drill targets and areas for dozer trenching.

COST ESTIMATE FOR PROPOSED PROGRAM

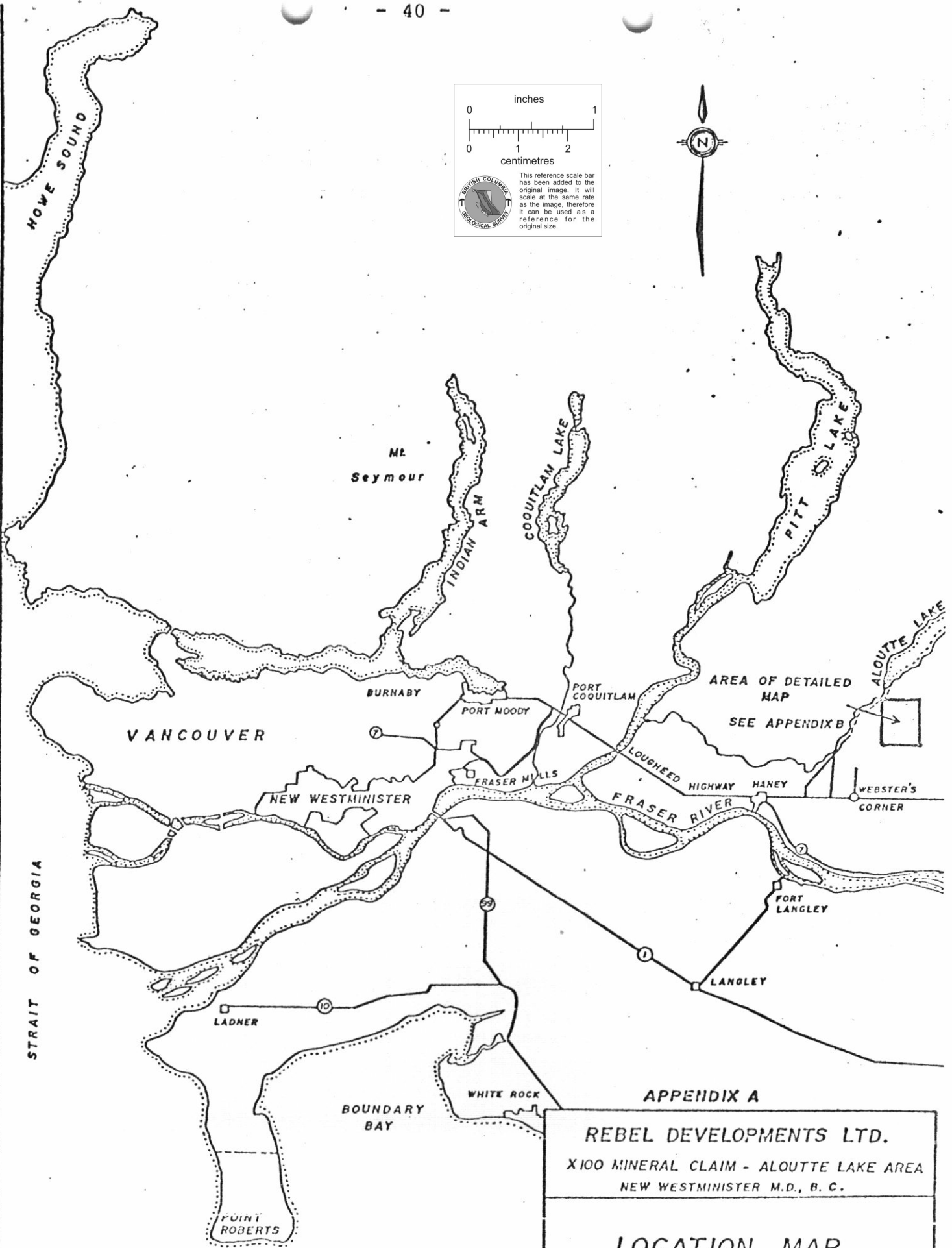
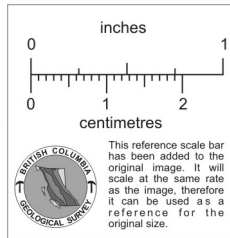
Phase Number 1

1.	Preparation of topographic map	\$ 800.00
2.	Survey of Claims	1,000.00
3.	Geological mapping, prospecting, Geochemical and Geophysical. Surveying	3,000.00
4.	Diamond Drilling 1,000 feet at \$15.00/ft	15,000.00
5.	Contingencies at 20%	<u>3,960.00</u>
	Total Phase Number 1	\$23,760.00

Depending on the results obtained during the first phase of exploration, road construction, additional trenching and diamond drilling may be warranted.

Respectfully submitted,
 W. G. STEVENSON & ASSOCIATES LTD.
 Consulting Geologists

 W. G. Stevenson, P. Eng.

Vancouver, B.C.
April 21, 1975



AREA OF DETAILED MAP
SEE APPENDIX B



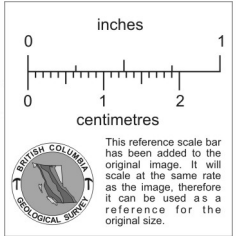
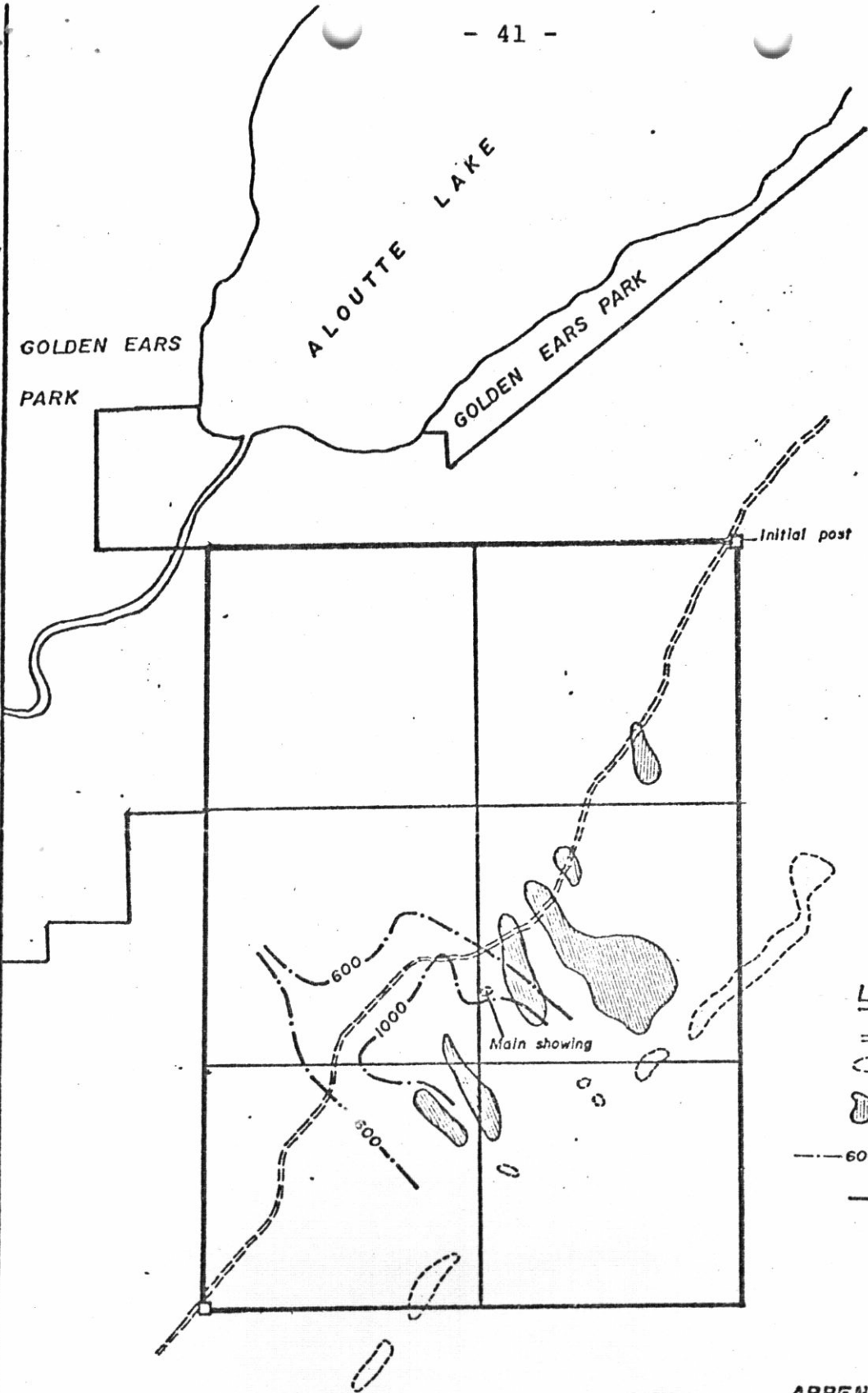
APPENDIX A

REBEL DEVELOPMENTS LTD.
X100 MINERAL CLAIM - ALOUTTE LAKE AREA
NEW WESTMINSTER M.D., B. C.

LOCATION MAP

SCALE IN MILES

4 0 4 8



LEGEND

- Road
- Quartz diorite outcrop
- Geochemical anomaly, values greater than 60 p.p.m. Cu.
- 600--- Geophysical anomaly, magnetic contour in gammas
- Claim post and line

APPENDIX B

<p>REBEL DEVELOPMENTS LTD. X100 MINERAL CLAIM - ALOUTTE LAKE AREA NEW WESTMINSTER M.D., B.C.</p>
<p>CLAIM AND SURVEY MAP</p>
<p>SCALE: 1" = 1000' ±</p>
<p>W. G. STEVENSON & ASSOC. LTD. APRIL, 1975.</p>

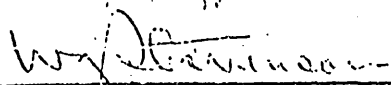
CERTIFICATE

I, William G. Stevenson, DO HEREBY CERTIFY:

1. That I am a Consulting Geological Engineer with offices at Suite 302, Crown Trust Building, 475 Howe Street, Vancouver, British Columbia.
2. That I am a graduate of the University of Utah, 1946, with a Bachelor of Science Degree.
3. That I am a registered Professional Engineer in the Association in British Columbia.
4. That I have practised my profession for 23 years.
5. That I have no direct, indirect or contingent interest in Mineral Claim X100 in the New Westminster M.D. claim nor in the securities of Rebel Developments Ltd., nor do I intend to receive any such interest.
6. That this report dated April 21, 1975 is based on an examination I made on April 17, 1975, on a study of published and unpublished maps and reports, and from discussion with engineers who have worked in this area.

DATED at Vancouver, British Columbia, this 21st day of April, 1975.

W. G. STEVENSON & ASSOCIATES LTD.
Consulting Geologists



W. G. Stevenson, P. Eng.