

KAMLOOPS
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CRANBROOK

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SUPERINTENDENT OF BROKERS
AND
VANCOUVER STOCK EXCHANGE

KAM Bud (claim) 02H/8W
002H5E011
NEL Fox Claims Secor
Way NE 8 Mile No of Kado NEW
Way 8KSE Claims 82/5E
? SW?
NEW
KAM

STATEMENT OF MATERIAL FACTS (# 69/94)
EFFECTIVE DATE: SEPTEMBER 9TH, 1994

(The Issuer is, under the Rules of the Exchange, a "Venture" Company)

BIG I DEVELOPMENTS LTD. - 207, 1318 - 56th Street, Delta, B.C.
V4L 2A4 (604) 684-6117

NAME OF ISSUER, ADDRESS OF HEAD OFFICE AND TELEPHONE NUMBER

430 - 580 Hornby Street, Vancouver, B.C. V6C 3B6

ADDRESS OF REGISTERED AND RECORDS OFFICE OF THE ISSUER

MONTREAL TRUST COMPANY - 510 Burrard Street, Vancouver, B.C.
V6C 3B9

NAME AND ADDRESS OF REGISTRAR & TRANSFER AGENT FOR ISSUER'S
SECURITIES IN BRITISH COLUMBIA

OFFERING: 1,000,000 Units (each Unit consisting of one common share and two Series "A" Share Purchase Warrants)*.

* The Offering may be increased by up to 15% (or 150,000 Units to meet oversubscriptions. See "Plan of Distribution").

MINISTRY OF ENERGY, MINES
AND PETROLEUM RESOURCES
KAMLOOPS
Rec'd. NOV 30 1994

	Estimated Price to the Public	Estimated Agent's Commission	Estimated Proceeds to the Company
Per Share	\$0.40	\$0.05	\$0.35
Total	\$400,000.00	\$50,000.00	\$350,000.00

ADDITIONAL OFFERING: This Statement of Material Facts also qualifies the sale of any Units acquired by the Agent pursuant to its guarantee and the sale of additional Units under the Greenshoe Option. Reference should also be made to the sub-heading "Additional Offering" under Item 1 ("Plan of Distribution") herein.

The price to the public will be determined according to the Rules and Policies of the Vancouver Stock Exchange. The estimated cost of the issue is \$20,000.

AGENT: WOLVERTON SECURITIES LTD.
1750 - 701 West Georgia Street
Vancouver, B.C. V7Y 1J5

MINISTRY OF ENERGY, MINES
AND PETROLEUM RESOURCES
CRANBROOK, B.C.
DEC 15 1994
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THE SECURITIES OFFERED HEREUNDER ARE SPECULATIVE IN NATURE. INFORMATION CONCERNING THE RISKS INVOLVED MAY BE OBTAINED BY REFERENCE TO THIS DOCUMENT. FURTHER CLARIFICATION, IF REQUIRED, MAY BE SOUGHT FROM A BROKER.

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

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B.C.

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GEOLOGICAL REPORT
ON THE
BUD CLAIM GROUP
LORNE LAKE AREA, PRINCETON, B.C.
SIMILKAMEEN MINING DIVISION

prepared for

BIG I DEVELOPMENTS LTD.

N.T.S. 92H/8W

Lat. 49 25'N - Long. 120 27'W

Vancouver, B.C.
February 3, 1993

David P. Taylor, P.Eng.
Consulting Engineer

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GEOLOGICAL REPORT
ON THE
BUD CLAIM GROUP
LORNE LAKE AREA
PRINCETON, BRITISH COLUMBIA
SIMILKAMEEN MINING DIVISION

INTRODUCTION

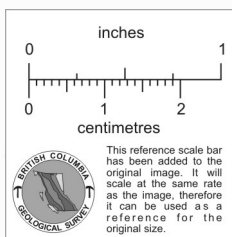
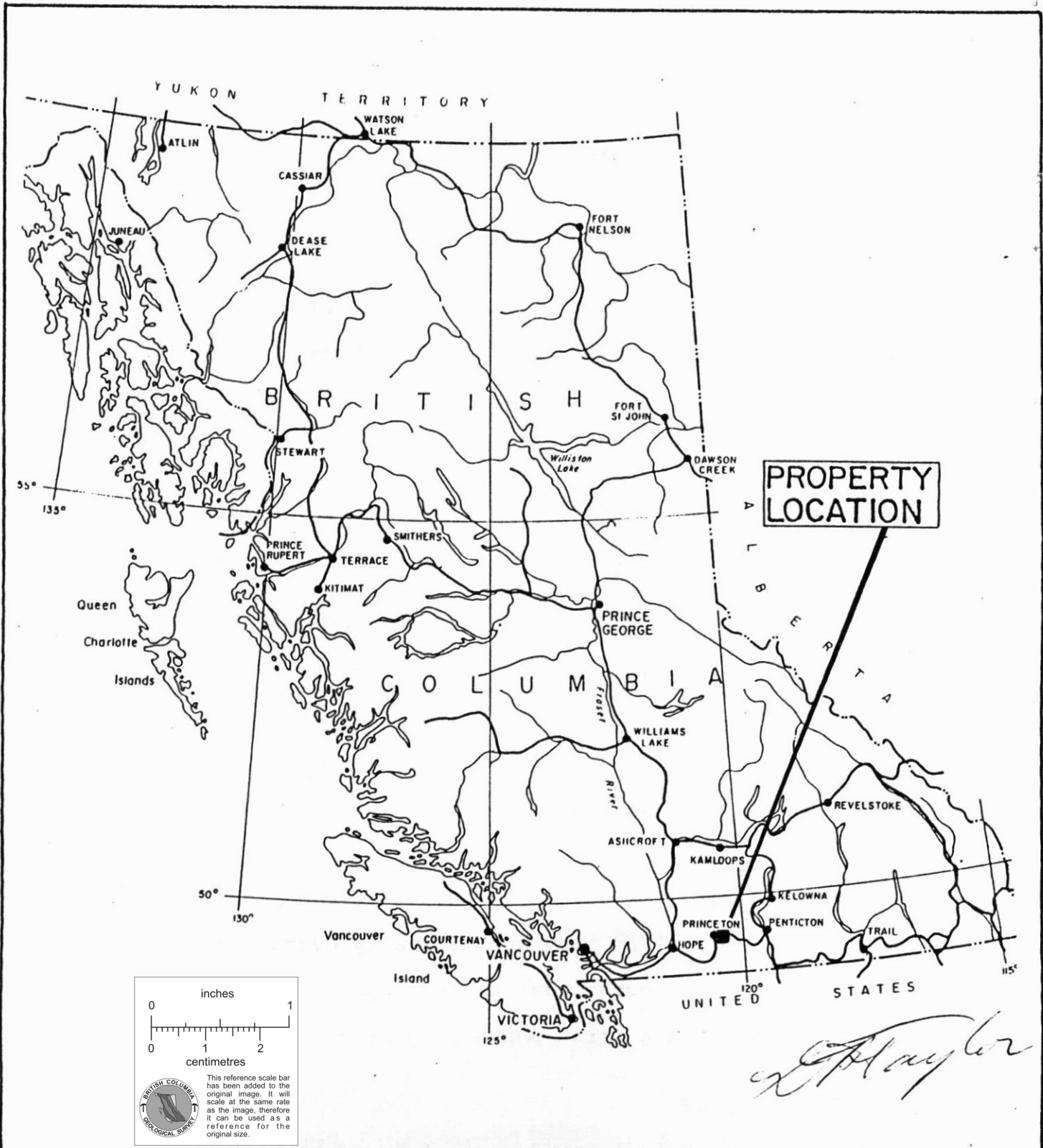
This report is prepared at the request of the Directors of Big I Developments Ltd.

The property was inspected by the writer on 4th August, 1992. The general area of the claims is well known to the writer, who has worked on many properties in the Princeton-Allenby area over the past twenty-five years. The BUD claims lie 8 to 9 km from current production pits of Princeton Copper Corp. at Copper Mountain.

The claims subject of this report have received little direct attention in the past as they are generally overburden-covered. Recommendations for geochemical and geophysical surveys and some limited trenching in a first phase programme are made.

LOCATION AND ACCESS

The BUD claim group is located west of Lorne Lake in the area of Willis Creek and the southern-most flank of the Darcy Mountains.



BIG I DEVELOPMENTS LTD.

BUD CLAIM GROUP

LOCATION MAP

N.T.S. 92H-8W SIMILKAMEEN M.D., B.C.

0 100 200 400 KM.

SCALE : AS SHOWN	DATE : FEB. 1993
DRAWN BY : D.TAYLOR	FIGURE NO. 1

Access to the southern end of the property is across the hay fields of the Willis Ranch, permission of the owners is advisable before entering this area.

The property is located on NTS Sheet 92H/8W around coordinates Latitude 49 degrees 25'N - Longitude 120 degrees 28'W.

TOPOGRAPHY AND CLIMATE

The topography on the property varies sharply from the south to the north. The southern end of the property lies in the area of the Willis Creek Canyon which is precipitous in the southern three claims. The central claims cover an area of bottom land and hay meadows. The northern claims cover the moderate grass covered slopes of the extreme southern end of the Darcy Mountains.

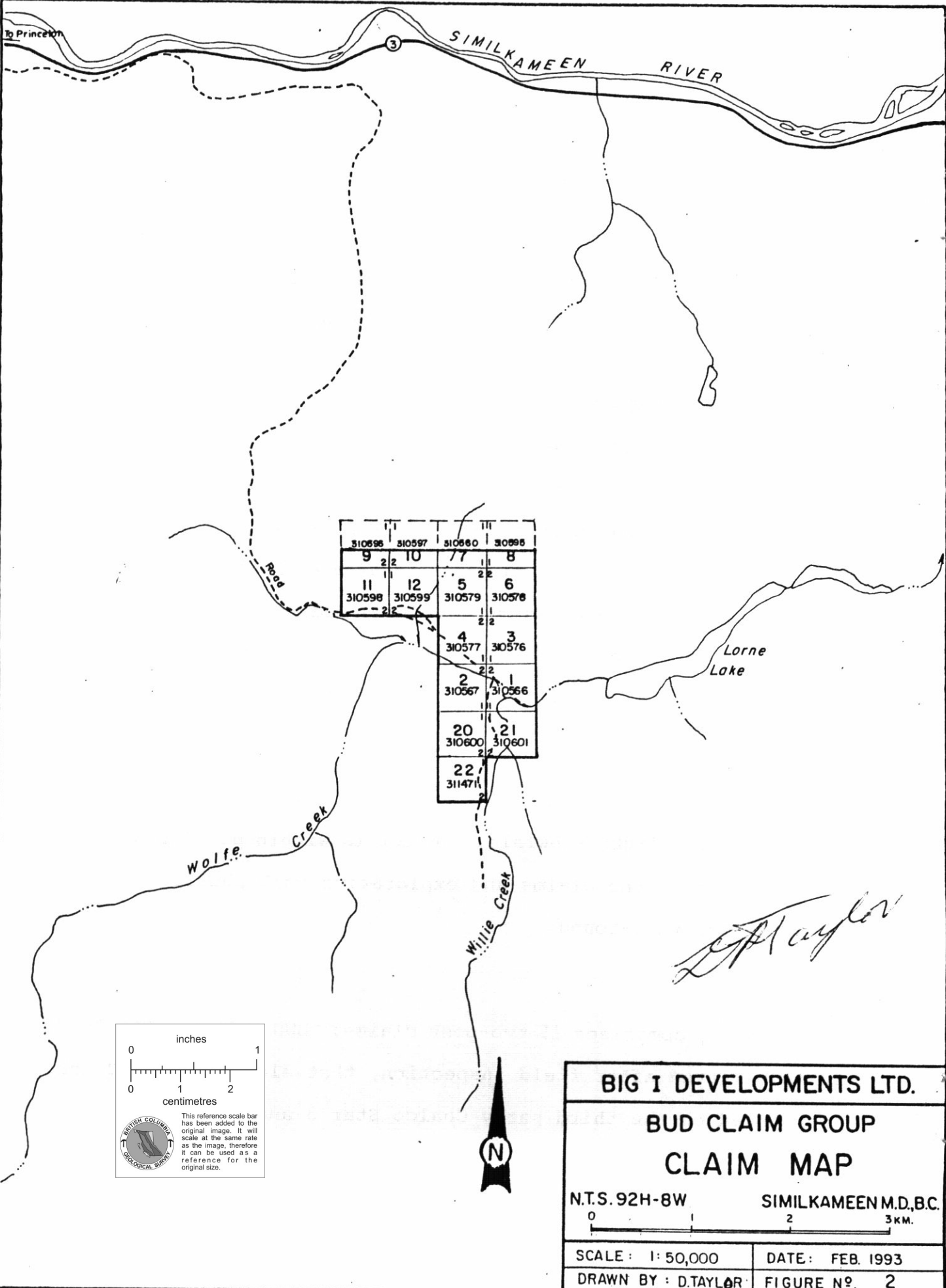
Elevations on the property vary from about 1,200 metres to 1,500 above sea level.

The climate in the area is one of hot, dry summers and cold winters with generally light snowfall. Water is within pumping distance of all areas of the claims and exploration work should be able to be performed year-round.

PROPERTY

The property comprises 15 two-post claims; BUD 1-12 and BUD 20-22.

It is believed after field inspection, that claims Bud 7-10 are overstaked on the third party Chalco Star 3 and 4 claims.




310596	310597	310598	310599
9	10	7	8
310598	310599	310579	310578
11	12	5	6
4	3	2	1
310577	310576	310567	310566
20	21		
310600	310601		
22			
311471			

D. Taylor

inches
0 1

centimetres
0 1 2

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BIG I DEVELOPMENTS LTD.

BUD CLAIM GROUP

CLAIM MAP

N.T.S. 92H-8W SIMILKAMEEN M.D., B.C.

0 1 2 3 km.

SCALE: 1:50,000	DATE: FEB. 1993
DRAWN BY: D. TAYLOR	FIGURE NO. 2

The claims are all recorded in the Similkameen Mining Division in the Province of British Columbia under the following references:

Claim	Record No.	Recording Date
BUD 1-2	310566-67	June 25, 1992
BUD 3-7	310576-80	June 25, 1992
BUD 8-12	320595-99	June 25, 1992
Bud 20-21	310600-01	June 25, 1992
Bud 22	311471	July 10, 1992

HISTORY

The most significant feature in the claim area in mining terms is the Copper Mountain deposit, now controlled by Princeton Copper Corp. which lies 8-9 km southwest of the Bud claims. Copper Mountain was a major producer of copper in the first half of this century, and has been rejuvenated as a major copper-gold producer since 1970. The Hedley gold camp lies some 32 km due east of the claims.

Since the discovery in the mid 1960's and subsequent production of the Ingerbelle deposit on the west side of the Similkameen River, work by Newmont moved to the east side of the river onto the original Copper Mountain workings. Over the last few years, tonnages at the Similkameen operations have been enhanced by newly discovered satellite ore bodies of the Copper Mountain deposits in the Wolfe Creek area. Gold values in the porphyry copper type deposits found in the Wolfe Creek area (6 km WSW of the BUD claims) have increased and Princeton Copper has become an increasingly

significant producer of gold as a by-product to its primary copper production.

According to provincial records only Bud 22 has been worked on in previous times, (Assessment files 3903, by the writer, and 4727) when it was the northermost unit of the Denise claim group in 1971-73.

The only claim that actually coincides with the Denise Group on the covered BUD claims is BUD 22 which is primarily underlain by exposed Nicola Volcanics and extensive talus slopes.

REGIONAL GEOLOGY

The oldest and most abundant rocks in the general Princeton area are the Upper Triassic Nicola Group characterized by greenish andesites and tuffaceous lavas with isolated occurrences of limestone and minor argillites. The Nicola Group is an elongate belt of eugeosynclinal rocks which occurs from near the 49th parallel and trend northward for over 150 kilometres. The width of the belt approaches 50 kilometers in places and is sometimes bound on its easterly margin by older Paleozoic (often Permian) rocks and on the west by the younger Coast Crystalline complex.

The next oldest rocks in the general area are the Copper Mountain Intrusives which have been assigned a post Upper Triassic age and are characterized by an intermediate group of intrusives which vary

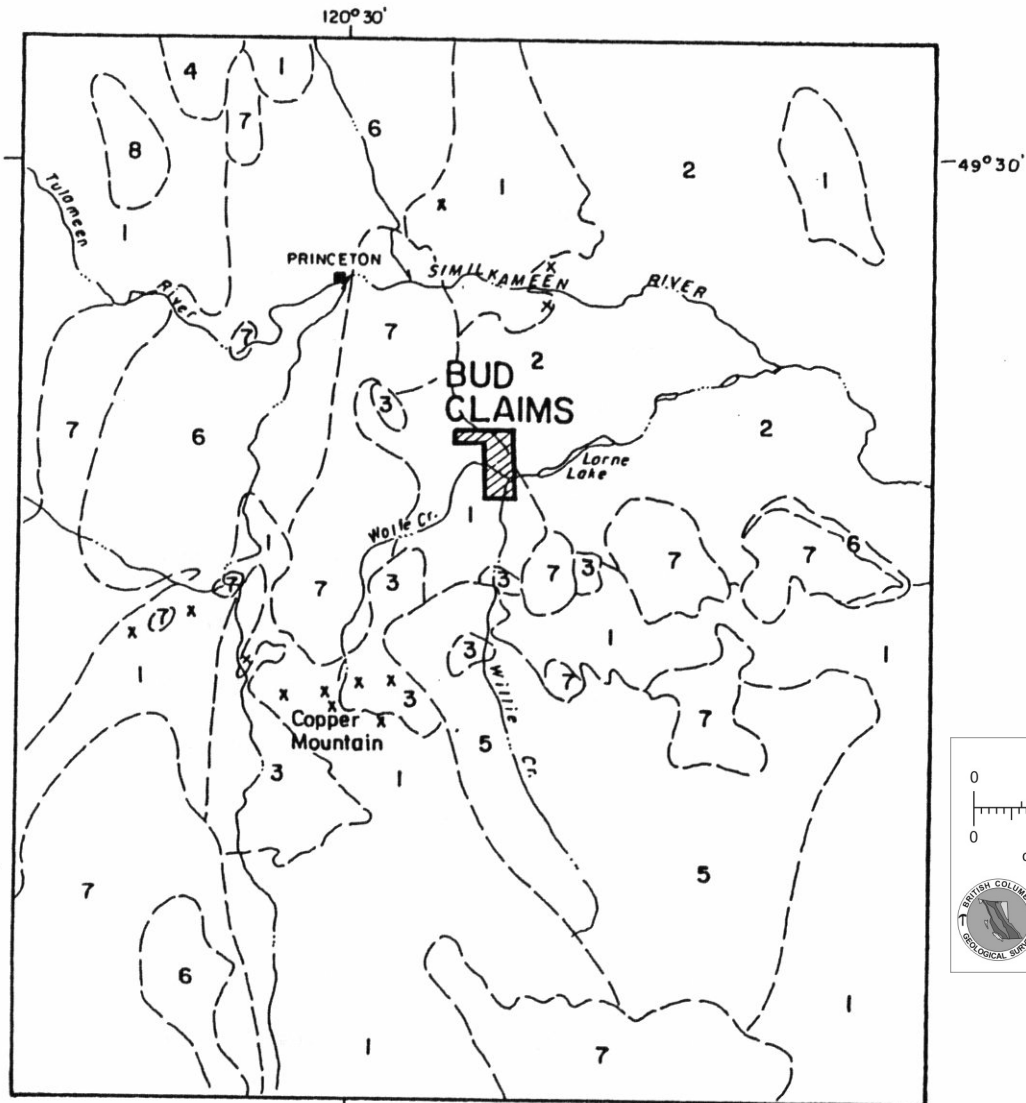
in composition from syenite through gabbro and pyroxenite. This differentiated suite is intruded into the older Nicola rocks.

The next oldest rocks observed in the general area are the more acidic intrusive type Coast Crystalline rocks which vary in composition from granite through quartz diorite and have been assigned an Upper Cretaceous or Lower Tertiary age.

The youngest rocks observed in the immediate area are those of the Princeton Group assigned a Tertiary age and comprised of a lower volcanic unit of andesite or basalt and an upper sedimentary unit composed of shale, sandstone and conglomerate and sometimes found to contain economic occurrences of coal. The Lower Princeton group of volcanics has been observed in places to lie unconformably over portions of the Copper Mountain intrusions.

The Nicola belt is found in many places to be cut by small stocks and dykes of ages varying from late Triassic into the Tertiary.

The general area has also undergone widespread faulting as evidenced by older east-west and northwesterly trending faults which have been cut by younger northerly trending faults. In the vicinity of the Copper Mountain-Ingerbelle Mines the western boundary of the Copper Mountain Stock is truncated by the north-trending, west dipping "Boundary Fault". East of the "Boundary Fault" faulting is dominantly east-west, northwesterly and north-easterly. These faults are thought to effect ore control.



AFTER H.M.A. RICE, GSC MAP 888A

- 8 Plateau basalt
- 7 Princeton Gp. - shale, sandstone & conglomerate
- 6 " " - andesite & basalt
- 5 Otter Intrusions
- 4 Kingsvale Gp. - volcanic breccia
- 3 Copper Mountain Intrusions
- 2 Coastal Intrusions
- 1 Nicola Group
- x Copper occurrence
- Geological contact



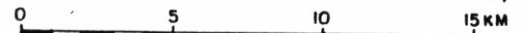
D. Taylor

BIG I DEVELOPMENTS LTD.

**BUD CLAIM GROUP
REGIONAL GEOLOGY**

N.T.S. 92H-8W

SIMILKAMEEN M.D., B.C.



SCALE: 1:253,440

DATE: FEB. 1993

DRAWN BY: D. TAYLOR

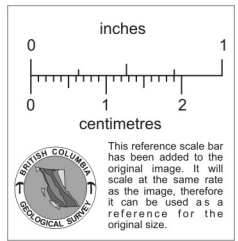
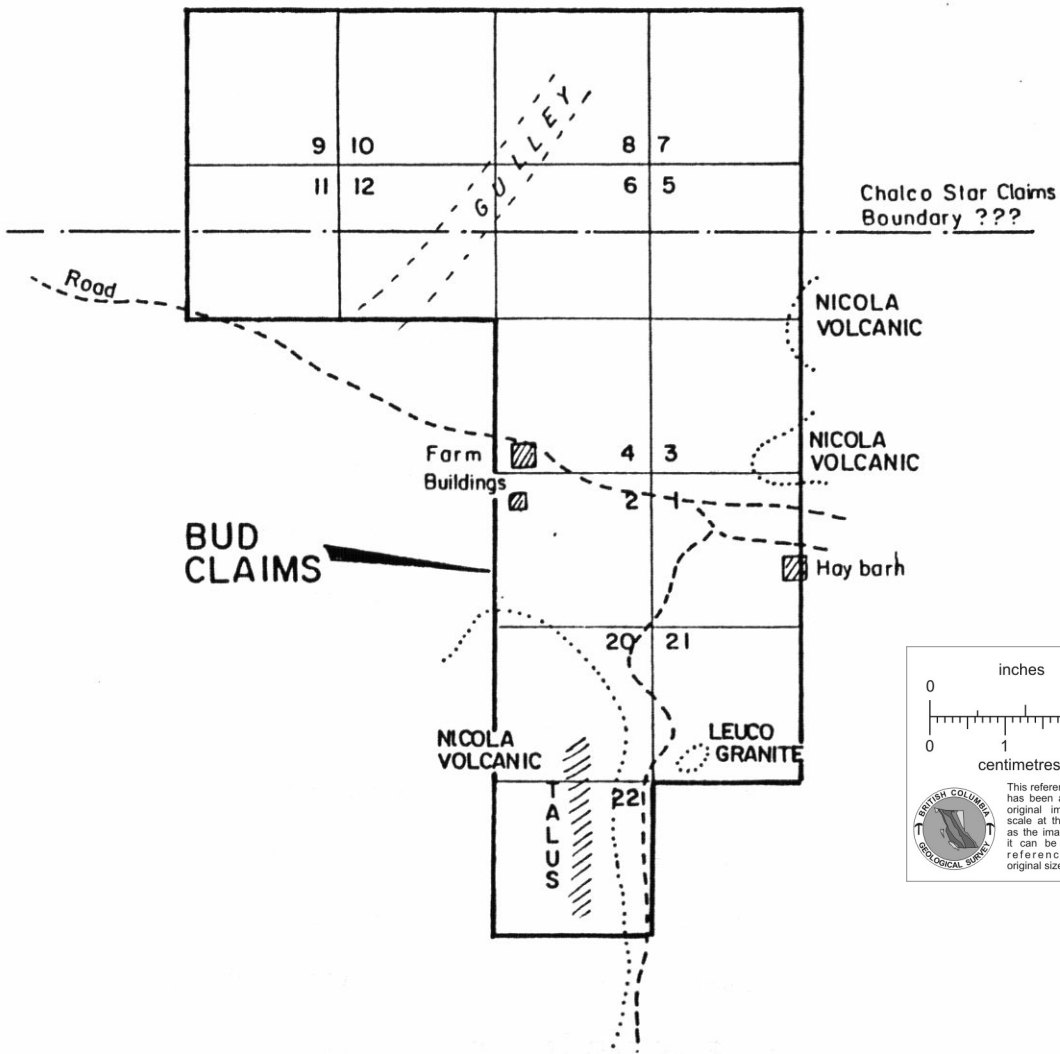
FIGURE NO. 3

Within the major southeastern lobe the Nicola Group, some 29 kilometers east-southeast of Princeton, B.C., occurs the famous gold lode occurrences of the Hedley area. These deposits are found to occur within metamorphosed limestone units of the Nicola Group near diorite-gabbro intrusive contacts.

PROPERTY GEOLOGY

The area of the southern claims in Willis Creek is underlain by flows of the Nicola Group lapilli tuffs of green to grey-green color (andesite). There is a very small stock of syenite exposed immediately east of the Bud 20-21 and 22 claim post, the stock is unmineralized and seems to have created no contact alteration. On the northeast corner of Bud 21 and north in the eastern flanks of Bud 1 and 3, siliceous grey-green Nicola Group volcanics subject secondary calcareous alteration are exposed in lower valley outcrops and in sub-bluff areas. No direct evidence of economic mineralization was noted in either of these areas, however, significant pyrite mineralization was noted in all the rocks on the aforementioned claims as accumulations and disseminations, some in epidotic areas. The pyritic areas, occasionally massive, may be related to the halo around a copper-gold porphyritic occurrence.

The remainder of the claims area covered, in the case of claims Bud 1, 2, 3 and 4 by bottom land now utilized as hay meadow and in the case of the remaining claims to the north, as overburden covered, moderately steeply sloping, range-land. It is expected



D. Taylor



BIG I DEVELOPMENTS LTD.	
BUD CLAIM GROUP PROPERTY GEOLOGY	
N.T.S. 92H-8W	SIMILKAMEEN M.D., B.C.
SCALE : 1 : 25,000	DATE : FEB. 1993
DRAWN BY : D.TAYLOR	FIGURE N ^o . 4

the hillside glacial overburden to be 10 to 20 meters thick.

The most significant structural feature on the BUD claims is the very noticeable south-southwesterly trending, steeply incised dry cut that crosses from the area of BUD 8 through BUD 12. This feature is up to 20 meters deep and probably reflects some underlying geological weakness. Fractures such as these are frequently related to a porphyritic mineralizing event.

CONCLUSIONS

The BUD claim group is located in an area generally favourable to porphyry copper, copper-gold, type mineralization.

Due to the fact that the claim group is generally covered by overburden, it has received little direct exploration attention to date.

The meadow area and the deep hillside gulley might indicate structurally weaker areas that have been subject to deeper erosion as a result of porphyritic alteration.

Calcareous, siliceous, pyritic and localized epidotic mineralization is evident, in some cases as definite secondary alteration in the very limited outcrop exposure on the southern and eastern edges of the claim group.

The claims are underlain by rocks, namely Nicola Volcanics intruded by at least one phase of syenitic plutonics, which are known within the Princeton area to be hosts to mineralization of economic significance.

The various environments on the claim group will, of necessity, have to be approached in particular ways.

RECOMMENDATIONS

A thorough first phase exploration programme of combined geochemical, geophysics and minor hand trenching is recommended for the Bud claim group.

Contingent upon the results obtained, subsequent work should include further geophysics (IP), possibly further ground acquisition, and drilling.

Primarily the property needs to be surveyed and geologically mapped. The true boundary extent of the property needs to be established relative to the surrounding claims. Geological mapping should concentrate on alteration suites in any rocks examined. Although no noteworthy assayable rocks were encountered during the property inspection, a full sampling suite should be established during mapping.

The northern sector of the claim group should be soil sampled on a 50-50 meter grid obtaining B horizon material where possible. Hand trenching on the sides and base of the gulley through Bud 8 and 12 should seek both bedrock and a source for detailed geochemical profiling of the overburden. Heavy metal fraction concentrate sampling should be performed on excavated muck.

The central hay-field area of the claims is not a favourable geochemical environment, only the northern claims to the hay-field edge should be soil sampled.

The entire claim group should be subject to a VLF-EM survey on the 50 x 50 meter grid to help define hidden structures and any faults or mineralized veins beneath the central and northern portion of the claims. The VLF-EM should be read on two channels and results completely analyzed by filtering and computer analysis. Care should be taken to note the power line to the Willis Creek farm house and to the steel water line that runs up Willis Creek during any geophysical surveys.

Following compilation of the results of the above work programme, a decision on further work as previously suggested may be made upon recommendation of a qualified Geologist or Engineer.

Projected costs for the Phase I programme are:

Grid - established @ 50m x 50m 40 line km @ \$100/line km	\$ 4,000.00
Boundary survey	2,500.00
Geological Mapping and sampling	3,000.00
Bonding for surface work	2,000.00
Geochemical survey - 500 samples @ \$15/sample all inclusive (ICP gold)	7,500.00
Geophysical maps and interpretation	3,000.00
VLF-EM survey - 40 line km; 2 stations @ \$250/line km	
Hand trenching - say 2 men x 4 days @ \$200/man day	1,600.00
Rock assays	1,200.00
Travel, board and accommodation	4,500.00
Materials and supplies	1,000.00
Engineering, administration & supervision	5,000.00

	45,300.00
Contingencies @ 10%	4,530.00

	\$49,830.00

SAY	\$50,000.00
	=====

Respectfully submitted,



David P. Taylor, P.Eng.

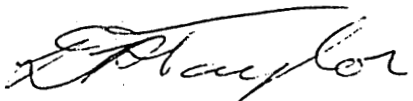
February 3, 1993
Vancouver, B.C.

CERTIFICATE

I, DAVID P. TAYLOR, residing at 254 East 27th Street, North Vancouver, British Columbia, hereby certify that:

1. I am an exploration geologist residing at the above address.
2. I have practised my profession for twenty three years.
3. I am a member, in good standing, of the Association of Professional Engineers of British Columbia.
4. I have no interest in the properties, subject of this report, nor in the securities of Big I Developments Ltd., nor do I expect to receive any such interest.
5. I have no interest in any mineral properties in the area of the ground subject of this report; and,
6. I consent to the use of this report in a Prospectus or Statement of Material Facts of Big I Developments Ltd.
7. The property, subject of this report, was last visited by the writer on August 4, 1992.

DATED at Vancouver, British Columbia, February 3, 1993.


David P. Taylor, P.Eng.

REFERENCES

Rice, H.M.A; Geology and Mineral deposits of The Princeton Map-Area, British Columbia. G.S.C. Memoir 243.

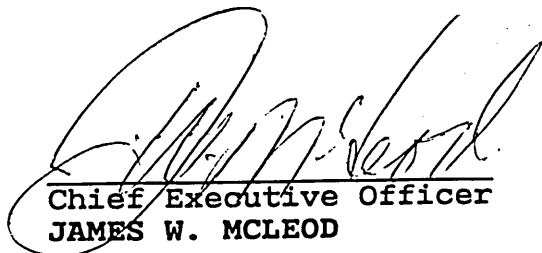
Taylor, D.P; Geochemical Survey Report on the Denise Mineral Claims of Geodyne Resources Ltd. Lorne Lake, Similkameen Mining Division. B.C. Assessment Report 3903, September 1972.

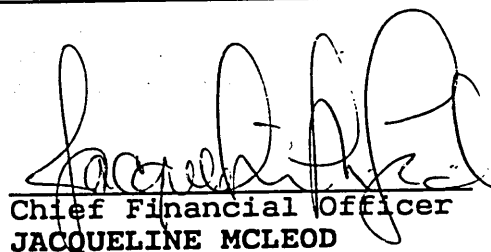
Weymark Engineering; Ground Geological-Geochemical-Geophysical Surveys of the Denise 1-21 Mineral Claims. Lorne Lake-Princeton Area, Similkameen M.D. B.C. Assessment Report 4727, November 1973.

CERTIFICATE OF THE DIRECTORS AND PROMOTERS
OF THE ISSUER

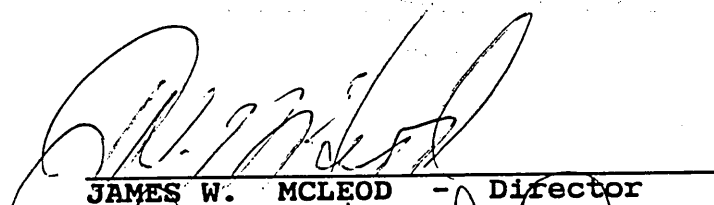
The foregoing constitutes full, true and plain disclosure of all material facts relating to the securities offered by this Statement of Material Facts as required by the Securities Act and its regulations.

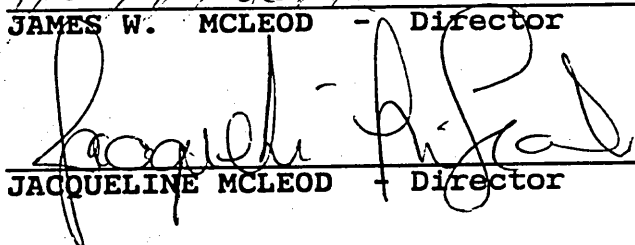
DATED AUGUST 24^R 1994


Chief Executive Officer
JAMES W. MCLEOD

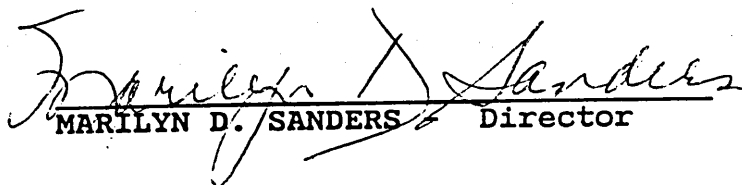

Chief Financial Officer
JACQUELINE MCLEOD

On behalf of the Board of Directors:


JAMES W. MCLEOD - Director


JACQUELINE MCLEOD - Director


WILLIAM H. BRADLEY - Director


MARILYN D. SANDERS - Director

CERTIFICATE OF THE AGENT

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

DATED: AUG 31 / 94

WOLVERTON SECURITIES LTD.

A handwritten signature in black ink, appearing to read 'Brent Wolverton', written over a horizontal line.

BRENT WOLVERTON