

ITM 92I/10E

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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.

MABEE MINERALS INCORPORATED

8-784 Thurlow Street,  
Vancouver, B. C.

92I/10E  
PROPERTY FILE

NE GENERAL -05

PROSPECTUS

250,000 shares without par value

	Price to Public	Commissions	Proceeds to Company if all shares are sold
Per Unit	20¢	5¢	15¢
Total	\$50,000	\$12,500	\$37,500 *

\* less the cost of issue estimated to be \$5,000

A PURCHASE OF THE SECURITIES OFFERED BY THIS PROSPECTUS MUST BE CONSIDERED A SPECULATION AS THE COMPANY'S MINING PROPERTIES ARE STILL ONLY IN THE EXPLORATION STAGE.

THERE IS NO MARKET FOR THE SHARES OF THE COMPANY.

THIS ISSUE IS SUBJECT TO A MINIMUM SUBSCRIPTION BASED ON THE TOTAL OFFERING (SEE ITEM "PLAN OF DISTRIBUTION" PAGE 1). FOR DETAILS OF THE MINIMUM SUBSCRIPTION SEE PAGE 6.

NO SURVEY OF ANY PROPERTY OR PROPERTY INTEREST HELD BY THE COMPANY HAS BEEN MADE AND, THEREFORE, IN ACCORDANCE WITH THE MINING LAWS OF THE APPROPRIATE JURISDICTIONS IN WHICH THE PROPERTIES ARE SITUATE, THE EXISTENCE OF AND THE AREA OF THE PROPERTIES COULD BE IN DOUBT.

THE SHARES OFFERED BY THIS PROSPECTUS REPRESENT 18.81% OF THE TOTAL NUMBER OF SHARES TO BE ISSUED AND OUTSTANDING UPON COMPLETION OF THIS OFFERING AND THE SHARES ISSUED TO PROMOTERS, DIRECTORS AND OTHER INSIDERS FOR CASH AND PROPERTIES REPRESENT 55.70% OF THE TOTAL NUMBER OF SHARES TO BE ISSUED AND OUTSTANDING UPON COMPLETION OF THIS OFFERING.

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

DATED: SEPTEMBER 29, 1976

H. A. Quinn

MABEE MINERALS INCORPORATED

Prospectus

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### THE COMPANY

Mabee Minerals Incorporated ("the Company"), was incorporated on January 26, 1976 under the Companies Act, British Columbia. Upon the acceptance of this prospectus for filing by the Superintendent of Brokers, the Company shall be deemed to be a reporting company pursuant to the provisions of the Companies Act.

The registered and records office of the Company is 1190-700 West Georgia Street, Vancouver, B. C. and the head office of the Company is 8-784 Thurlow Street, Vancouver, B. C.

### PLAN OF DISTRIBUTION

The Company offers by this prospectus 250,000 shares of its capital stock at 20¢ per share. Shares of this issue may be sold by trading directors of the Company. No commission or other remuneration will be payable to the trading directors of the Company in connection with this offering of shares. Shares of this issue may also be sold by brokers or broker-dealers who may receive up to 25% commission.

### CAPITALIZATION

The authorized capital of the Company is 10,000,000 shares without par value. There is only one class of shares and all rank equally as to dividends, voting rights and participation in assets. All shares of the Company issued to the date hereof and those issued pursuant to this prospectus are and shall be fully paid and non-assessable.

Designation of Security	Share Capital Authorized	Outstanding as of July 31, 1976	Outstanding as of Sept. 29, 1976	Outstanding on Completion of Offering
common	10,000,000	1,078,502	1,078,502	1,328,502

### AUDITORS

The auditors of the Company are Avis, Grauer & Co., of 575 Richards Street, Vancouver, B. C.

REGISTRAR AND TRANSFER AGENT

The registrar and transfer agent of the Company is National Trust Company, Limited, 510 Burrard Street, Vancouver, B. C.

PRIOR SALES

Particulars of shares sold for cash during the past 12 months:

Number of Shares	Price	Commission	Cash Received
2	\$1.00	nil	\$ 2
338,500	10¢	nil	33,850

The above 338,502 shares sold for cash are held in pool by National Trust Company, Limited and will be released 30 days after cessation of primary distribution to the public of the shares offered by this prospectus.

Particulars of shares issued for other than cash during the past 12 months:

Number of Shares	Consideration
740,000	Province of British Columbia <u>Kamloops Mining Division</u> Jim 1 (20 units) located mineral claim

The above 740,000 shares are held in escrow by National Trust Company, Limited under the direction and control of the Superintendent of Brokers for British Columbia. (See paragraphs "Business and Property" and "Escrowed Shares").

BUSINESS AND PROPERTY

The Company is a mining company engaged in searching for and developing mineral properties.

Province of British Columbia  
Kamloops Mining Division

The Company is the recorded and beneficial owner of the following located mineral claim:

<u>Claim</u>	<u>Record Number</u>	<u>Expiry Date</u>
Jim 1 (20 units)	128	Nov. 7, 1977

This claim is located on sheet 92-1-10E in the Kamloops Mining Division on Cherry Creek 2 miles west of Wallender Lake, and about 7 miles southwest of Kamloops, B. C. Several gravel and dirt roads cross the property providing excellent year round access. The Trans Canada Highway lies 3- $\frac{1}{4}$  miles to the north.

By an agreement dated January 30, 1976 between Harold A. Quin of 8-784 Thurlow Street, Vancouver, B. C. and the Company, the Company purchased the above claim for \$2,000 payable to Harold A. Quin and 740,000 shares issuable 30,000 shares to David M. St. John, 30,000 shares to Alex Stronach, 650,000 shares to Terrence R. Teal and 30,000 shares to Vivian Wong, all of whom are directors and promoters of the Company. Other than the division of the 740,000 shares as set forth above, no person is to receive a greater than 5% interest in the consideration received from the Company. The cost of acquisition of this claim was approximately \$2,000.

The purchase price of the above claim was determined and approved by the board of directors.

Work Done

During August, 1976 the Company carried out a magnetometer survey on the Jim 1 claim. There is no underground or surface plant or equipment thereon.

This property is without a known body of commercial ore.

History

Mining and mineral exploration began in the area in 1896. Regional prospecting and exploration appears to have continued sporadically until 1971 when an important discovery was made on the property of Afton Mines Ltd. lying immediately to the north of the Jim 1 claim.

Province of British Columbia  
Vancouver Mining Division

The Company is the holder of an option to purchase the following contiguous Crown Granted mineral claims:

<u>Claims</u>	<u>Record Numbers</u>	<u>Expiry Dates</u>
Hayden Bay	100	July 6, 1977
Martle	101	July 6, 1977

The Hayden Bay and Martle claims, lots 803 and 804 comprising 47.30 acres and 50.35 acres respectively, are situate at Hayden Bay Landing on the west shore of Loughborough Inlet. Access to the claims is by water, 22 miles northeast of Kelsey Bay, Vancouver Island.

By an agreement dated July 19, 1976 between John McGoran of 3091 West 3rd Avenue, Vancouver, B. C. and the Company, the Company acquired an option to purchase the above claims for \$10,000 payable to John McGoran, \$3,000 upon execution of the agreement and \$7,000 on or before the expiration of two years from the date of the agreement. (See paragraph "Escrowed Shares").

The purchase price of the above claims was determined and approved by the board of directors.

Work Done

The Company has done no work on these claims and no part of the proceeds of this share offering will be spent thereon. There is no underground or surface plant or equipment thereon.

This property is without a known body of commercial ore.

History

A company, Hayden Bay Gold Mines, Ltd., was formed in 1932 to explore these claims. A quartz vein mineralized with pyrite and small amounts of chalcopyrite was drifted on producing a small tonnage of ore. In 1933 the possible continuation of the vein was found in two old open cuts at elevations of 250' and 325' respectively and in an old tunnel at 1250' elevation, all on the strike of the quartz vein.

PRELIMINARY EXPENSES

Preliminary expenses since incorporation of the Company on January 26, 1976 for administrative and development matters have been \$3,287.30 and \$9,335 respectively. It is not expected that any further expenditures will be made for preliminary expenses.

USE OF PROCEEDS

The Company plans to carry out the recommendations of Edward O. Chisholm, P.Eng., contained in his report dated April 12, 1976 on the Jim 1 claim, a copy of which is attached hereto and forms part of this prospectus. The program is as follows:

Geological mapping & supervision 1 month @ \$2,000	\$ 2,000
Geophysical surveys & interpretation	
Picket lines & survey control	1,000
Magnetometer survey	1,000
I.P. survey	5,000
Drilling - 500' @ \$15/foot	7,500
Assaying & analytical services	500
Mobilization, transportation & communication	1,000
Consulting fees & expenses	1,000
Miscellaneous expense	500
Contingency allowance	<u>1,000</u>
	\$ 20,500

The Company intends to give priority to the geological mapping and geophysical surveys portion of the recommended program.

Additional expenditures contemplated are:

Costs of this issue including legal, audit & printing	\$ 5,000
Vancouver Curb Exchange listing application fee	2,000
Administration	10,000
General corporate purposes including seeking out and examining mineral prospects of merit	<u>13,500</u>
	\$ 51,000
Sale of shares	\$ 37,500
Funds on hand	<u>13,500</u>
	\$ 51,000

Note: The reserve for the listing fee of \$2,000 will be lodged with and held by National Trust Company, Limited.

The proceeds from the sale of shares offered by this prospectus are intended to be used for the purposes set forth above and in carrying out the above program of work and the Company will not discontinue or depart from the recommended program of work unless advised in writing by its consulting engineer to do so. Should the Company contemplate any such change or departure, notice thereof will be given to all shareholders.

In the opinion of the directors of the Company, the proceeds of this offering will be sufficient to carry out the recommended program of work and to maintain the Company's properties in good standing. In the opinion of the Company's directors it will be necessary that all shares offered by this prospectus be sold to net the Company \$37,500 in order to carry out the above recommendations and provide for administration, the Vancouver Curb Exchange listing fee and adequate working capital. All monies received from the sale of shares sold pursuant to this prospectus in British Columbia or any other jurisdiction in which the shares have been qualified for sale during the 120 day period following Oct. 15, 1976, the date of acceptance for filing of this prospectus by the Superintendent of Brokers, shall be held in trust by National Trust Company, Limited until such time as the Superintendent of Brokers has consented to release of the funds and if the objective of \$37,500 is not attained within the 120 days, all monies will be returned in full to the subscribers.

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 jurisdictions in which securities offered by this prospectus may lawfully be sold.

Should the Company 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 of the Company must first be obtained and notice of the intention filed with the regulatory securities bodies having jurisdiction over the sale of the securities offered by this prospectus.

#### PROMOTERS

The directors of the Company may be considered its promoters. As a vendor of property to the Company, Harold A. Quin received \$2,000 and 740,000 shares issuable as to 30,000 shares to David M. St. John, 30,000 shares to Alex Stronach, 650,000 shares to Terrence R. Teal and 30,000 shares to Vivian Wong, all of whom are directors and promoters of the Company.



DIRECTORS AND OFFICERS

Name	Address	Office Held
Harold Arthur Quin	8-784 Thurlow St. Vancouver, B. C.	Director & President
David Monro St. John	505-2005 Pendrell St. Vancouver, B. C.	Director
Barry Donald Speton	1356 West 48th Ave. Vancouver, B. C.	Secretary
Alexander Stronach	4042 West 11th Ave. Vancouver, B. C.	Director
Terrence Ross Teal	46 Division St. Colborne, Ontario	Director
Florence Vivian Wong	404-1640 Alberni St. Vancouver, B. C.	Director

The principal occupations of the directors and officers during the past five years are as follows:

Harold Arthur Quin Ph.D., P.Eng.	Self-employed consulting geologist March 1, 1972 to date; Geological engineer with Northmount Engineering & Investments Ltd., May, 1967 to February 28, 1972.
David Monro St. John	Accountant with Northmount Engineering & Investments Ltd., from April, 1967 to date.
Barry Donald Speton	Solicitor - partner Brawner, Speton & Phillips
Alexander Stronach	Insurance salesman with Montreal Life Insurance Co., August 15, 1971 to date.

Terrence Ross Teal	Self-employed contractor April, 1974 to date; Carpentry contractor with Paul G. Kohler Carpentry Ltd., January, 1974 to April, 1974; Self-employed contractor April, 1972 to December, 1973; Student September, 1970 to April, 1972.
Florence Vivian Wong	Cashier-Hostess with Bayshore Inn from September, 1964 to date; prior to 1964 housewife.

#### REMUNERATION OF DIRECTORS AND SENIOR OFFICERS

During the financial period ending July 31, 1976 no remuneration was paid by the Company to its directors and senior officers as such but consulting fees of \$6,000 were paid to a director in his professional capacity as a geologist. It is not anticipated that any remuneration will be paid to directors or senior officers as such during the financial period ending July 31, 1977 but the Company may avail itself of the consulting services of the said director in his professional capacity as a geologist for which the Company will pay appropriate fees. As a partner of the law firm of Brawner, Speton & Phillips, solicitors for the Company, Barry D. Speton will participate in legal fees paid by the Company.

#### ESCROWED SHARES

As of September 29, 1976 740,000 shares are held in escrow by National Trust Company, Limited, 510 Burrard Street, Vancouver, B. C., subject to the direction or determination of the Superintendent of Brokers. 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 of Brokers.

In the event the Company loses or abandons or fails to obtain title to all or part of the property or assets for which it allotted all or part of the escrow shares, the Company will declare any such event to the Superintendent of Brokers by way of directors resolution and the holders of such shares, the trustee thereof and the Company have agreed that such number of the said shares as the Superintendent of Brokers determines shall have become subject to cancellation, shall be surrendered to the Company by way of gift for cancellation. The complete text of the escrow agreement is available for inspection at the office of National Trust Company, Limited.

Designation of Class	Number of Shares Held in Escrow	Percentage of Class
common	740,000	68.61%

In the event that the Company exercises its option to purchase the Hayden Bay and Martle claims (see paragraph "Business and Property" page 4) by paying \$7,000 on or before July 19, 1978, Terrence R. Teal has agreed to surrender 35,000 shares to the Company's treasury by way of gift for cancellation.

#### PRINCIPAL HOLDERS OF SECURITIES

As of September 29, 1976 the following table sets forth the number of shares owned of record or beneficially, directly or indirectly, by each person who owns more than 10% of the Company's shares:

Name and Address	Type of Ownership	Number of Shares	Percentage of Shares Outstanding
Terrence R. Teal 46 Division St. Colborne, Ontario	Record & Beneficial	650,000	60.26%

All directors and senior officers of the Company beneficially own, directly or indirectly, 68.61% of the shares outstanding.

#### INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Four directors of the Company, who are also promoters of the Company (see paragraph "Promoters"), have received shares pursuant to an agreement for the sale of property to the Company.

#### MATERIAL CONTRACTS

All property acquisition agreements referred to in this prospectus may be inspected during normal business hours at the Company's records office at 1190-700 West Georgia Street, Vancouver, B. C.

STATUTORY RIGHTS OF WITHDRAWAL  
AND RESCISSION

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

- (a) A purchaser has the right to rescind a contract for the purchase of a security, while still the owner thereof, if a copy of the last prospectus together with financial statements and reports and summaries of reports relating to the securities as filed with the Superintendent of Brokers, was not delivered to him or his agent prior to delivery to either of them of the written confirmation of the sale of securities. Written notice of intention to commence an action for rescission must be served on the person who contracted to sell the security within 60 days of the date of delivery of the written confirmation, but no action shall be commenced after the expiration of three months from the date of service of such notice.
- (b) A purchaser has the right to rescind a contract for the purpose of such security, while still the owner thereof, if the prospectus or any amended prospectus offering such security contains an untrue statement of a material fact or omits to state a material fact necessary in order to make any statement therein not misleading in the light of the circumstances in which it was made, but no action to enforce this right can be commenced by a purchaser after expiration of 90 days from the later of the date of such contract or the date on which such prospectus or amended prospectus is received or is deemed to be received by him or his agent.

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

**AVIS, GRAUER & CO.**

CHARTERED ACCOUNTANTS

575 RICHARDS STREET, VANCOUVER, B.C. V6B 2Z5 • 687-0121

AUDITORS' REPORT

To the Shareholders of,

Mabee Minerals Incorporated:

We have examined the balance sheet of Mabee Minerals Incorporated as at July 31 1976, and the statement of source and application of funds for the period then ended. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

A significant part of the assets of the Company consists of mining claims and deferred exploration and administrative expenditures. Recovery of these costs is dependent upon the success of future exploration of the properties, together with the adequate future financing thereof.

In our opinion these financial statements present fairly the financial position of the Company as at July 31 1976 and the source and application of its funds for the period then ended, in accordance with generally accepted accounting principles.

*Avis, Grauer & Co.*

Chartered Accountants

Vancouver, B.C.  
August 9 1976

MABEE MINERALS INCORPORATED  
(Incorporated January 26 1976)

BALANCE SHEET  
AS AT JULY 31 1976

ASSETS

<u>CASH</u> -		\$ 16,283.82
<u>MINING CLAIMS</u> (Note 1) -		
Rights to claims acquired by issue of 740,000 shares at a value of 10¢ per share	\$74,000.00	
Rights to claims acquired for cash	<u>5,000.00</u>	79,000.00
<u>DEFERRED EXPLORATION AND ADMINISTRATIVE EXPENDITURES</u> (Schedule 1) -		12,622.30
<u>INCORPORATION EXPENSE</u> -		<u>545.88</u>
		<u>\$108,452.00</u>

LIABILITIES AND SHARE CAPITAL

<u>ACCOUNTS PAYABLE AND ACCRUED CHARGES</u> -		\$ 600.00
<u>SHARE CAPITAL:</u>		
Authorized -		
10,000,000 shares without par value		
Issued and fully paid -		
2 shares for \$1.00 each	\$ 2.00	
740,000 shares as consideration for rights to claims (Note 1)	74,000.00	
<u>338,500</u> for cash	<u>33,850.00</u>	<u>107,852.00</u>
	<u>1,078,502</u>	<u>\$108,452.00</u>

APPROVED ON BEHALF OF THE BOARD:

H. A. Quin Director  
Don S. John Director

The accompanying notes form an integral part of these financial statements

MABEE MINERALS INCORPORATED  
(Incorporated January 26 1976)  
STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE PERIOD FROM THE COMMENCEMENT OF BUSINESS  
ON JANUARY 26 1976 TO JULY 31 1976

SOURCE OF FUNDS:

Issue of shares		\$33,852.00
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APPLICATION OF FUNDS:

Payment of incorporation expenses	\$ 545.88	
Deferred exploration and administrative expenditures	12,622.30	
Purchase of rights to mineral claims	<u>5,000.00</u>	<u>18,168.18</u>

<u>WORKING CAPITAL JULY 31 1976 -</u>		<u>\$15,683.82</u>
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The accompanying notes form an integral part of these financial statements

MABEE MINERALS INCORPORATED

(Incorporated January 26 1976)

SCHEDULE OF DEFERRED EXPLORATION AND ADMINISTRATIVE EXPENDITURES

FOR THE PERIOD FROM THE COMMENCEMENT OF BUSINESS

ON JANUARY 26 1976 TO JULY 31 1976

Engineering and consulting -		\$ 6,735.00
Licenses and fees -		400.00
Exploration -		<u>2,200.00</u>
		9,335.00
General and administrative:		
Secretarial services, photocopying, and office supplies	\$1,131.21	
Subscriptions and memberships	97.00	
Audit and accounting	365.00	
Telephone	47.77	
Office rent and light	874.48	
Legal	250.00	
Printing	361.74	
Sundry	<u>160.10</u>	<u>3,287.30</u>
<u>BALANCE AS AT JULY 31 1976 -</u>		<u>\$12,622.30</u>

The accompanying notes form an integral part of these financial statements



MABEE MINERALS INCORPORATED  
(Incorporated January 26 1976)  
NOTES TO FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED JULY 31 1976

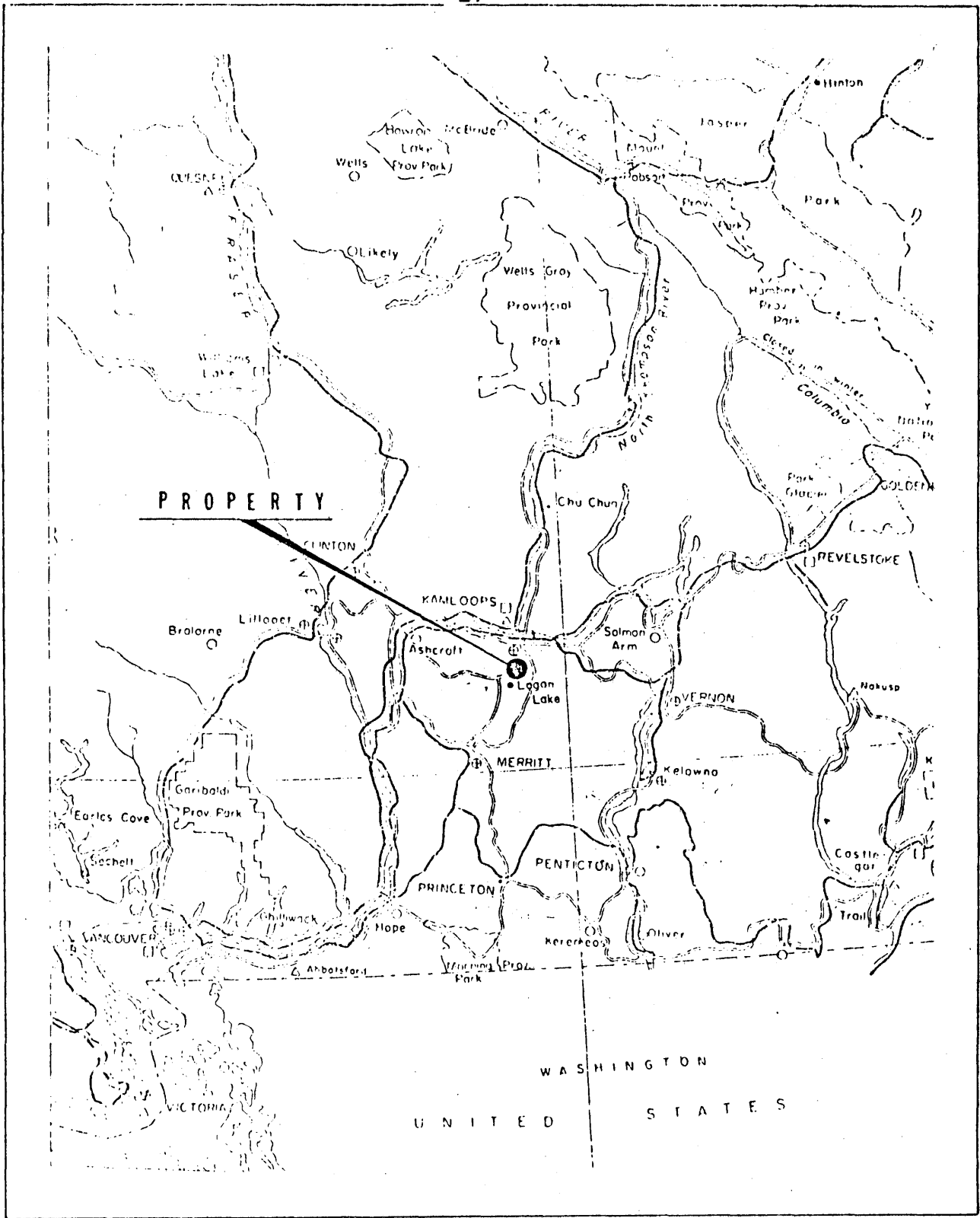
- 1.(a) By an agreement of January 30, 1976 the Company purchased a mineral claim (JIM 1 consisting of 20 units) in the Kamloops Mining Division, Province of British Columbia for \$2,000.00 and 740,000 shares of the capital stock of the Company.
  - (b) By an agreement of July 19, 1976 the Company acquired an option to purchase two Crown Granted mineral claims in the Vancouver Mining Division, Province of British Columbia for \$10,000.00; \$3,000.00 was paid on July 19, 1976 and the balance of \$7,000.00 is due on or before July 19, 1978.
2. No direct remuneration has been paid or is payable to directors and officers of the Company during the period in their capacity as directors, officers or employees, however, \$6,000.00 has been paid to a director for managerial and consulting services.

REPORT  
on  
MABEE MINERALS INCORPORATED

WALLENDER LAKE PROPERTY  
KAMLOOPS MD., B. C.

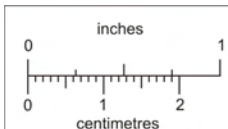
by  
EDWARD O. CHISHOLM

Dated April 12, 1976 at Vancouver, B.C.



Property Location Map  
Wallender lake group

MABEE MINERALS INC.



This reference scale bar has been added to the original image. It will scale at the same rate as the image, therefore it can be used as a reference for the original size.



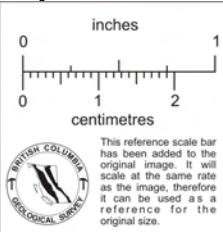
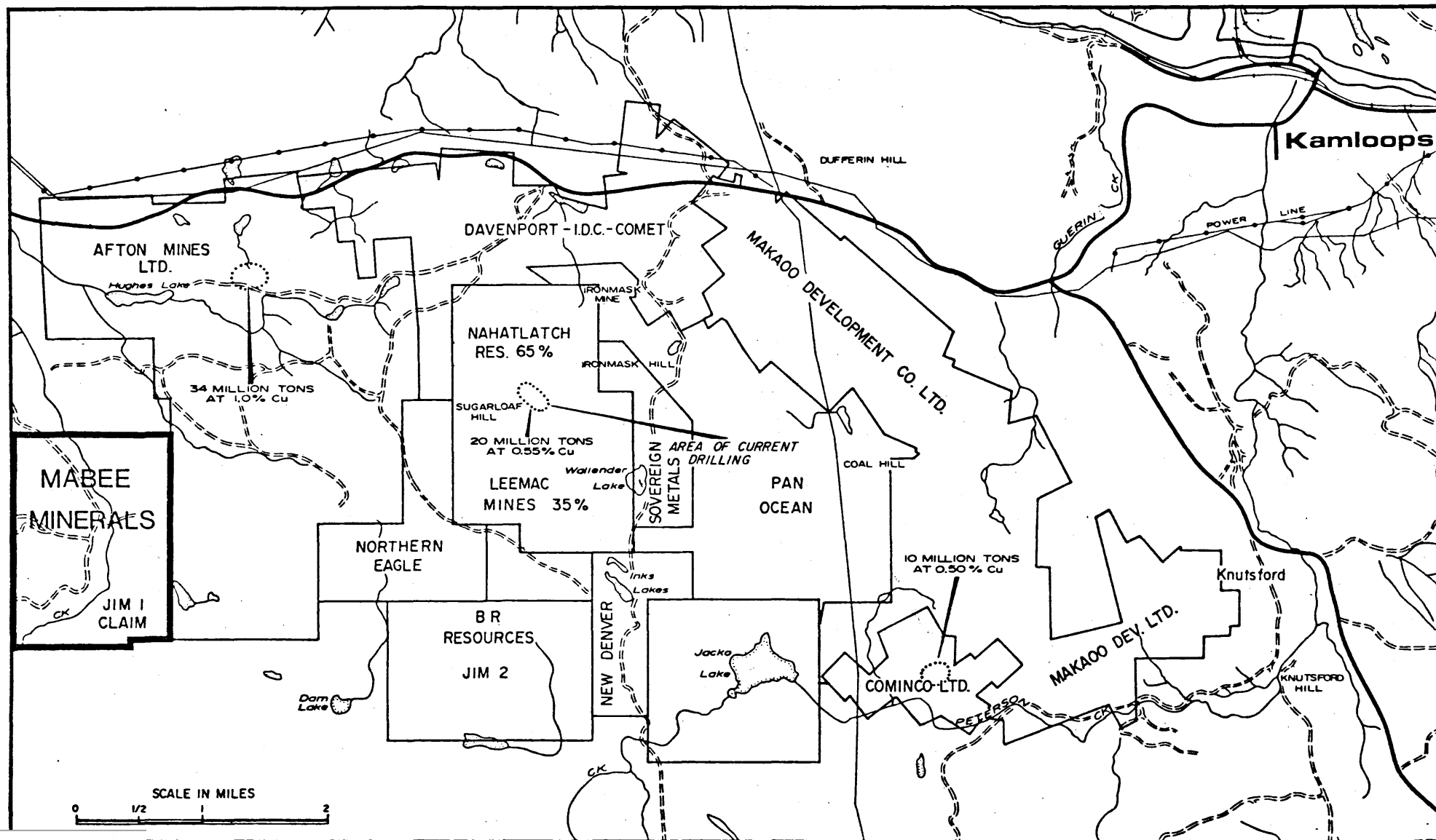




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Appendix - CERTIFICATE

ILLUSTRATIONS

FRONTPIECE

Property Location  
Map

CLAIM MAP

1.0 SUMMARY

1.1 The Jim 1 claim of Mabee Minerals Incorporated comprised of 20 units is located  $1\frac{1}{2}$  miles south of the AFTON orebody in the Kamloops Mining Division. It is covered with rolling ranchland and extensive overburden. Its location warrants detailed geophysical survey and a programme costing \$21,000.00 is recommended.

## 2.0 INTRODUCTION

### 2.1 Terms of Reference

The Jim 1 mineral claim was visited by the writer in April, 1976 at the request of Mabee Minerals Incorporated.

Experience gained in the supervision of numerous projects in the immediate area together with a review of pertinent data from both published and unpublished sources has been incorporated in this report.

This report has been prepared for Mabee Minerals Incorporated as a geological assessment of the Wallender Lake holdings together with recommendations for an exploration programme. Legal aspects of the claims are beyond the scope of this report.

### 2.2 Property Description and Ownership

The information of record is as follows:

<u>Claim</u>	<u>Record No.</u>	<u>Grid Units</u>	<u>Staked</u>
* Jim 1	128	20	Oct. 7, 1976

\* 1 Claim of 20 grid units was recorded in name of Mabee Minerals incorporated on Feb 6/76 by bill of sale of Feb 5/76. The staking of this claim appears to be in accordance with regulations established for locating claims under the modified grid system.

As prior locations adjoin the southeast corner of the staked area, portions of the above claim are noted as being in contravention and are so indicated on the accompanying claim map.

### 2.3 Location and Access

The claim is located on sheet 92-1-10E in the Kamloops Mining Division on Cherry Creek 2 miles west of Wallender Lake, and about 7 miles southwest of Kamloops. Several gravel and dirt roads cross the property providing excellent year round access. The trans canada highway lies  $3\frac{1}{4}$  miles to the north.



## 2.4 Physiography and Topography

Mean elevation on the claim is about 3,000 feet ASL and relief is to the order of 200 feet. The area is mainly open rolling grassland or brushland but stands of pine, spruce, and balsam as well as small sheltered groves of birch, alder and cottonwood are present. Average annual rainfall is about 10 inches, which is typical of the interior dry belt country and drainage is via a few seasonal streams to several small alkaline lakes.

The area was glaciated during the pleistocene with ice moving from the northwest to southeast. Surface features including drumlins modified by meltwater channels and rounded outcrops are products of this movement. For the most part the area is mantled in glacial drift.

## 2.5 Previous Work

Mining and mineral exploration began in the area in 1896. with the staking of the Iron Mask and adjoining claims which are located 1 mile north of the Red Head and Roda claims. Production lasted until 1928 at which time the mine closed. Regional prospecting and exploration appears to have continued sporadically until 1971 when an important discovery was made on the property of Afton Mines Ltd. lying immediately to the north.

## 3.0 GEOLOGY AND MINERALIZATION

With the exception of minor weak pyritization no sulphide minerals have been located in the limited number of outcrops which occur within the claim group. Medium to fine grained andesite identified as the Nicola series comprise the only rocks observed in outcrop. Local alterations was noted with epidote, chlorite and clay minerals present.

Significant concentrations of copper minerals are known to occur elsewhere within the Iron Mask Batholith 1½ miles to the north of the claim group.

## 4.0 CONCLUSIONS

Within the Iron Mask Batholith a northwest trending belt of mineral deposits which includes the Afton, Leemac-Nahatlatch, and Cominco-Jacko Lake deposits occurs. Several tens of millions of tons of copper mineralization grading from about 0.5% to over 1% have been located within this belt.

The Wallender Lake property of Mabee Minerals Incorporated is located adjacent to the south boundary of this belt and may be underlain in part by these favourable host rocks.

Detailed exploration of this property by geophysical methods and drilling is warranted.

5.0 RECOMMENDED PROGRAMME

5.1 Geology

Outcrop mapping should be conducted as a guide to geophysical interpretation. Soil and rock chip geochemistry would be of value in areas of suitable terrain.

5.2 Geophysics

Systematic coverage by Magnetic and Induced Polarization surveys is recommended.

5.3 Drilling

Provision for drilling at least two holes for lithologic and structural data should be included in the initial evaluation of this property.

5.4 Cost Estimate

Geological Mapping & Supervision 1 month @ \$2,000.00	\$ 2,000.00
Geophysical Surveys & Interpretation	
Picket lines and Survey Control	1,000.00
Magnetometer Survey	1,000.00
I.P. Survey	5,000.00
Drilling 500 feet @ \$15.00 per foot	7,500.00
Assaying & Analytical Services	500.00
Mobilization, Transportation, Communication	1,000.00
Sub total	<u>18,000.00</u>

5.4 Cost Estimate (cont'd)

Sub total forward	\$ 18,000.00
Consulting Fees & Expenses	1,000.00
Miscellaneous Expense	500.00
Contingency Allowance	1,000.00
	<hr/>
RECOMMENDED EXPENDITURE	\$ 21,000.00
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Respectfully submitted



E. O. Chisholm, P. Eng.



CERTIFICATE

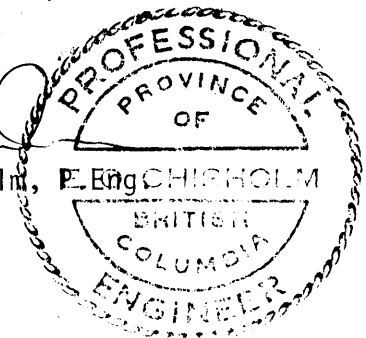
I, Edward O. Chisholm of the City of Vancouver  
in the Province of British Columbia, hereby certify that:

- (1) I am a geologist with offices at #821 - 602 West  
Hastings Street, Vancouver, B.C. V6B 1P2
- (2) I am a graduate of the University of Toronto, Ontario  
Master of Arts, 1945.
- (3) I am a member of the Professional Engineers of Ontario  
and British Columbia.
- (4) I have no direct interest or indirect interest in the  
property or securities of Mabee Minerals Corporation,  
or its affiliates, nor do I expect to receive any  
such interest.
- (5) This report is based on personal examination of the  
property and a knowledge and general examination of  
the area.

Dated at Vancouver, British Columbia

April 12, 1976

  
Edward O. Chisholm, P. Eng



CERTIFICATE

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

Terrence R. Feal  
Director & Promoter

Don Sifon  
Director & Promoter

H. A. Quinn  
Director & Promoter

William Storg  
Director & Promoter

Alex Stronach  
Director & Promoter

DATED: SEPTEMBER 29, 1976