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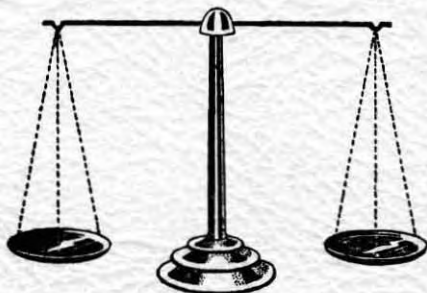
PROPERTY FILE

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ARAGON

EXPLORATIONS LTD. (N.P.L.)

1763 EAST HASTINGS STREET - VANCOUVER 6, B.C.



PROSPECTUS

JULY 21, 1971

This is Exhibit "A" referred to in the
deed of Raymond D. Mitchell
sworn before me at Vancouver BC
this 6 day of August 19 71.

[Signature]
A Commissioner for taking Affidavits
for British Columbia



Phone:
253-0644 - 253-2683

ARAGON EXPLORATIONS LTD. (N.P.L.)

Incorporated in British Columbia

P R O S P E C T U S

JULY 21, 1971.

FIRST PUBLIC OFFERING

ARAGON EXPLORATIONS LTD. (N.P.L.) (referred to as "the Company") offers Two Hundred Fifty Thousand (250,000) of its common shares without nominal or par value - price per share - Sixty (60¢) Cents each.

PLAN OF DISTRIBUTION

THE COMPANY MAKES THIS OFFERING OF ITS SHARES AS A SECURITY-ISSUER REGISTERED UNDER THE SECURITIES ACT OF BRITISH COLUMBIA. THE SAID SHARES MAY ALSO BE OFFERED BY PERSONS OR COMPANIES REGISTERED UNDER THE SAID ACT. SHOULD THE COMPANY DIRECTORS DISTRIBUTE THE SECURITIES OFFERED HEREIN THEY WILL NOT RECEIVE ANY COMMISSION.

	Price to Public	Commission	Proceeds to Company
Per Unit	.60	.15	.45
Total (250,000 shares)	\$150,000.00	\$37,500.00	\$112,500.00 (if all shares sold)

THE INSIDERS OF THE COMPANY HOLD 66.60% OF THE SHARES OF THE COMPANY, AND AFTER COMPLETION OF THIS OFFERING WILL HOLD 53.80%.

A PURCHASE OF THE SECURITIES OFFERED BY THIS PROSPECTUS MUST BE CONSIDERED A SPECULATION SINCE THE COMPANY'S MINING PROPERTY IS IN THE EXPLORATION STAGE ONLY AND SUCH AN UNDERTAKING INVOLVES A SIGNIFICANT RISK OF LOSS.

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.

THERE IS NO EXISTING MARKET FOR THE SECURITIES OF THE COMPANY.

NO SURVEY OF ANY PROPERTY OF THE COMPANY HAS BEEN MADE AND THEREFORE THE EXISTENCE OF AND THE AREAS OF SUCH PROPERTY COULD BE IN DOUBT. THERE IS NO KNOWN BODY OF COMMERCIAL ORE ON ANY OF THE COMPANY'S PROPERTY.

P R O S P E C T U SI N D E X

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THIS PROSPECTUS IS NOT TO BE CONSTRUED AS A PUBLIC OFFERING OF SECURITIES FOR SALE IN THE UNITED STATES OF AMERICA, OR IN ANY OF THE TERRITORIES OR POSSESSIONS THEREOF.

NO PERSON IS AUTHORIZED BY THE COMPANY TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS OTHER THAN THOSE CONTAINED IN THIS PROSPECTUS IN CONNECTION WITH THE ISSUE AND SALE OF THE SECURITIES OFFERED BY THE COMPANY.

HEAD OFFICE:

1763 East Hastings Street,
Vancouver 1, B. C.

REGISTRAR AND TRANSFER AGENT:

Guaranty Trust Company
540 Burrard St.,
Vancouver 1, B. C.

REGISTERED OFFICE:

220-890 West Pender Street,
Vancouver 1, B.C.

AUDITORS:

O'Neill, Scouten & Co.,
Certified General Accountants,
142 West 15th Street,
North Vancouver, B.C.

CONSULTING ENGINEER

V. Cukor, P. Eng.,
850 West Hastings Street,
Vancouver, B.C.

COMPANY'S BUSINESS AND ITS PRESENT PURPOSE

Aragon Explorations Ltd. (N.P.L.) is a mining company with power to engage in searching for and developing mineral properties. The Company is presently engaged in a search for a body or bodies of commercial ore on its properties in the Canim Lake Area of British Columbia.

The sum of \$112,500.00 to be derived from the issue of shares under this Prospectus will be used to finance the remaining portion of the program of exploration recommended by the Company's Consulting Engineer and to meet general corporate expenses. Full particulars are set out in the general section entitled "Mining Property" and in the report of Vladimir Cukor, P. Eng., dated March 18, 1971, and which said report is annexed to and forms a part of this Prospectus. See "Use of Proceeds" at page 12.

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 the securities offered by this Prospectus may lawfully be sold.

Should the Company propose to use the proceeds to acquire non-trustee type securities after the initial distribution of the securities offered by this Prospectus, approval by the shareholders must first be obtained and prior disclosure made to the regulatory securities bodies having jurisdiction over the sale of the securities offered by this Prospectus.

PURCHASER'S RIGHT OF RECISSION

Section 61 and 62 of the Securities Act, 1967 (British Columbia) provides in effect, that where a security is offered to the public in the course of primary distribution,

- (a) a purchaser while still the owner thereof has the right to rescind a contract for the purchase of a security, 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 British Columbia Securities Commission, was not delivered to him or his agent prior to delivery of the written confirmation of the sale of the securities to either of them. 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 while still the owner thereof, has the right to rescind a contract for the purchase of such security, 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 the expiration of 90 days from:-
 - (1) the date of such contract, or
 - (2) the date on which such prospectus or amended prospectus is received or is deemed to be received by the purchaser or his agent, whichever date is the later.

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

SHARE CAPITAL AND CAPITALIZATION

The Company is authorized to issue 3,000,000 common shares without nominal or par value having a maximum consideration of Fifty Cents (50¢) each. There is only one class of shares and all rank equally as to dividends, voting rights and participation in assets.

Designation of security	Amount authorized or to be authorized	Amount outstanding as of the date of the most recent balance sheet contained in the Prospectus	Amount outstanding as of July 1971	Amount to be outstanding if all securities being issued are sold
Common Shares	3,000,000	1,051,008	1,051,008	1,301,008

PRIOR SALES OF SHARES

(During period 12 months ending July 21, 1971)

Number of Shares	Price	Cash Received	Discounts and Commissions
8	.50 Cents	4.00	Nil
301,000	.10 Cents	\$30,100.00	Nil
750,000 (for property)	.10 Cents (deemed)	Nil	Nil
1,051,008	-	\$30,104.00	Nil

INCORPORATION

The Company is a specially limited company having been incorporated in British Columbia on January 15, 1969, by issuance of a Certificate of Incorporation No. 15304 upon the filing of a Memorandum and Articles of Association with the Registrar of Companies of British Columbia.

The Memorandum of Association and Articles of Association have been amended as follows:

- May 27, 1971 - Increase in capital
- May 27, 1971 - Change of name to Aragon Explorations Ltd. (N.P.L.)
- May 27, 1971 - Conversion from a limited company to a specially limited company
- July 21, 1971 - Conversion from a private Company to a public company.

POOLING OF SHARES

Certificates representing 301,008 issued shares in the capital stock of the Company are held by the Guaranty Trust Company, Vancouver, British Columbia, to be released thirty days after completion of the distribution of the shares offered hereby.

ESCROWED SHARES

Certificates representing 750,000 shares of the Company issued for mining property (and representing 57.64% of the shares which will have been issued on completion of the present offering) are held in escrow by the Guaranty Trust Company, Vancouver, British Columbia. If the Company loses or does not obtain a good marketable title to or abandons or discontinues

development of the property which was the consideration for the shares in escrow or in the event the property is not as represented, the holders of the escrow shares have agreed to advise the Superintendent of Brokers and to surrender by way of gift to the Company such number of escrowed shares as the Superintendent of Brokers may deem fair and equitable.

Designation of Class	Number of Shares held in escrow	Percentage of Class (upon completion of this offering)
Common Shares	750,000	57.64%

At the date of this Prospectus 71.36% of the shares outstanding are escrowed.

ESCROW SHAREHOLDERS

		Percentage Prior to Offering
Dartt Explorations Ltd. (N.P.L.) #220-890 West Pender Street, Vancouver, British Columbia.	200,000	19.03%
Raymond David Mitchell, 24541 - 54th Avenue, Aldergrove, British Columbia.	90,000	8.57%
Roy Frank Carline, 1069 Southdel Road, Richmond, British Columbia.	100,000	9.51%
Jan Versteeg, 5651 Keith Road, Eagle Harbour, West Vancouver, British Columbia.	90,000	8.57%
John C. Turner, Box 94, Watson Lake Yukon Territory	90,000	8.57%
Fred Carline, #602-700 Hamilton Street, New Westminster, B.C.	90,000	8.57%
Peter Carline, 3149 East 3rd Avenue, Vancouver, B.C.	30,000	2.85%
Sam D. Chessa, 562 West 60th Avenue, Vancouver, B.C.	25,000	2.37%

Gerald Sklar, #300 - 890 West Pender Street, Vancouver, B.C.	25,000	2.37%
Gordon MacRae, 1495 Frances Street, Vancouver, B.C.	10,000	.95%

PRINCIPAL HOLDERS OF SECURITIES

A. (Holding more than 10% each of the issued shares of the Company at July 21, 1971)

Name and Address	Designation of Class	Type of Ownership	Number of shares owned	Percentage
Dartt Explorations Ltd. (N.P.L.), 220-890 West Pender St., Vancouver, B.C.	Common Shares	Direct of record & beneficial	200,000	19.03%
Raymond David Mitchell, 24541 - 54th Avenue, Aldergrove, B.C.	Common Shares	Direct of record & beneficial	151,008	14.36%
Roy Frank Carline, 1069 Southdel Road, Richmond, B.C.	Common Shares	Direct of record & beneficial	120,000	11.41%
Jan Versteeg, 5651 Keith Road, Eagle Harbour, West Vancouver, B.C.	Common Shares	Direct of record & beneficial	135,000	12.84%

B. (Percentage of shares owned by Directors and Senior Officers)

Designation of Class	Percentage of Class
Common Shares	47.6%

PROMOTER

By virtue of the definition of "promoter" in Section 2 of The Securities Act, 1967 (British Columbia), Raymond David Mitchell of 24541 - 54th Avenue, Aldergrove, British Columbia, may be deemed to be the promoter of the Company.

Since September 1970, Mr. Mitchell has received a salary of \$700.00 per month. For his interest in the BEER 1-22 claims (see "Mining Property") Mr. Mitchell received 90,000 common shares issued into escrow.

DIRECTORS AND OFFICERS

Name and Address	Office held	Principal Occupation during preceding five years
Raymond David Mitchell 24541 - 54th Avenue Aldergrove, B.C.	President and Director	Prospector Equipment Operator Field Manager - Mining
Jan Versteeg 5651 Keith Road, Eagle Harbour, West Vancouver, B.C.	Vice-President and Director	Cameraman
Fred P. Carline #602 - 700 Hamilton St., New Westminster, B.C.	Secretary and Director	Salesman

At July 21 1971, 47.6% of the shares of the Company are beneficially owned directly or indirectly by all of its Directors and senior officers.

No remuneration has been paid to the Directors in their capacity as such and there is no present plan to remunerate the Directors or any one of them in the capacity of Managing Director or as Directors.

One of the Directors, Raymond David Mitchell, is the President of the Company and during the six months next ensuing will receive a salary of \$700.00 per month, together with reasonable expenses.

MINING PROPERTY

CANIM LAKE AREA, BRITISH COLUMBIA

The Company's mineral claims are in the Canim Lake Area of British Columbia about 24 miles Northeast of 100 Mile House and are recorded in the office of the Mining Recorder at Clinton, B.C.

Claim Name	Record Number	Expiry Date
PAT 1 - 14	25676 - 25689	April 6, 1972
BEER 1 - 8	20026 - 20033	February 3, 1972
BEER 9 - 22	20199 - 20212	April 22, 1972
BEER 23 - 40	21478 - 21495	June 8, 1972
RUM 1 - 40	23013 - 23052	October 20, 1971

DESCRIPTION OF TITLE:

The Company is the recorded holder of all the claims and there are no liens or encumbrances recorded against them.

Mineral Claims BEER 1 - 22 were acquired under the terms of an agreement dated November 6, 1970, between the Company as Purchaser and the following Vendors:

Jan Versteeg, 5651 Keith Road, Eagle Harbour, West Vancouver, B.C.	90,000 shares
Roy Frank Carline, 1069 Southdel Road, Richmond, B.C.	90,000 shares
Fred Carline, #602-700 Hamilton Street, New Westminster, B.C.	90,000 shares
Raymond David Mitchell, 24541 - 54th Avenue, Aldergrove, B.C.	90,000 shares
Donald Oliver Martin, 6975 - 120th Street, Delta, B.C.	90,000 shares
John C. Turner, Box 254, Vernon, B.C.	90,000 shares
Dartt Explorations Ltd. (N.P.L.) 220-890 West Pender Street, Vancouver, B.C.	210,000 shares
(Shareholders being Messrs. Raymond D. Mitchell, John Turner, Roy Carline, Fred Carline and Jan Versteeg.)	

Note: Since the agreement was entered into Mr. Donald Oliver Martin sold his escrow shares to the following persons:

Peter Carline, 3149 East 3rd Avenue, Vancouver, B.C.	30,000 shares
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Gerald Sklar, #300-890 West Pender St. Vancouver, B.C.	25,000 shares
Sam D. Chessa, 562 West 60th Avenue, Vancouver, B.C.	25,000 shares
Roy Frank Carline, 1069 Southdel Road, Richmond, B.C.	10,000 shares

and Dartt Explorations Ltd. (N.P.L.) has transferred 10,000 shares to Gordon MacRae.

See Section "Escrow Shareholders" for further particulars.

The full purchase price for the Company's BEER 1 - 22 mineral claims was the allotment into escrow of 750,000 shares and payment of \$4,500.00 cash.

The cost of the BEER 1-22 claims to the Vendors is estimated to be \$1,600.00 consisting of prospecting, staking, recording costs and consultant's fees. The remainder of the Company's claims were acquired by the Company on its own behalf.

ACCESS:

Access to the Company's mineral claims is by logging road from a point one half mile North of 100 Mile House Canim Lake Road.

GEOLOGY:

Geology of the area in which the Company's claims are situate is contained in the Report of Vladimir Cukor, P. Eng., dated March 18, 1971, a copy of which is annexed to and forms a part of this Prospectus.

HISTORY:

The area presently covered by the BEER Group of claims was previously staked in 1969 and to the knowledge of the Company no work was done. The claims expired by efluxion of time. The Company has performed some preliminary work, all of which is hereinafter described.

AS TO ALL OF THE COMPANY'S CLAIMS THERE IS NO UNDERGROUND OR SURFACE PLANT AND EQUIPMENT.

The Company has correlated aeromagnetic data to determine potential favourable areas in its group of mineral claims. It has also completed initial geochemical soil reconnaissance, preliminary geological mapping and geochemical soil sampling. In addition, the Company has carried out bulldozer trenching over a portion of its mineral claims.

PROPOSED PROGRAM OF EXPLORATION AND ESTIMATE OF COST:

The Company's Consultant has recommended that exploration of the Company's claims be carried out in three successive and related stages.

Phase 1 is to consist of prospecting and geochemical reconnaissance including photogeological study and preliminary geological mapping.

The second stage will consist of a geochemical soil survey, I.P. survey, bulldozer stripping and trenching and detailed geological mapping.

Depending on the results of Phase 1 and 2 the final portion of the exploration program is to be a minimum of 2,000 feet of drilling.

The following is the estimate of costs:

Stage 1:

Prospecting 2 men, 30 days @ \$50.00	\$3,000.00
Geochemical reconnaissance 200 samples @ \$6.00	1,200.00
Photogeological study	1,000.00
Geological mapping	3,000.00
Camp construction	4,000.00
Transport	<u>1,000.00</u>
Sub-total	\$13,200.00
Engineering and supervision 10%	1,300.00
Administration and contingencies 20%	<u>3,000.00</u>

STAGE 1 TOTAL

\$17,500.00

Stage 2:

Geochemical soil survey 800 samples @ \$6.00	\$4,800.00
I.P. Survey 10 linemiles @ \$500.00	5,000.00
Bulldozer stripping and trenching 200 hrs. @ \$30.00	6,000.00
Detailed geological mapping	2,000.00

USE OF PROCEEDS

Camp operation 200 man days @ \$10.00	2,000.00	
Transport and mobilization	3,000.00	
Rock assays	<u>1,500.00</u>	
Sub-total	\$24,300.00	
Engineering and supervision 10%	2,500.00	
Administration and contingencies 20%	<u>5,200.00</u>	
STAGE 2 TOTAL		\$32,000.00
<u>Stage 3:</u>		
Drilling 2000 feet @ \$15.00	\$30,000.00	
Bulldozer work 50 hrs. @ \$30.00	1,500.00	
Mobilization and demobilization	4,000.00	
Assaying 3,000.00	3,000.00	
Camp operation	<u>2,500.00</u>	
Sub-total	\$41,000.00	
Engineering and supervision 10%	4,000.00	
Administration and contingencies 20%	<u>8,000.00</u>	
STAGE 3 TOTAL		\$53,000.00
STAGE 1 TOTAL	\$17,500.00	
STAGE 2 TOTAL	32,000.00	
STAGE 3 TOTAL	<u>53,000.00</u>	
Total recommended field budget	<u>\$102,500.00</u>	

The estimated net proceeds of the offering made by this Prospectus are \$112,500.00 and the Company will carry out each of the three phases of exploration as and when sufficient funds are recovered and contingent upon the Consultant recommending continuation of the program of exploration called for.

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

The Company intends to apply the proceeds received from its offering of shares in the further exploration of its Canim Lake area mineral claims. \$102,500.00

Administration and general corporate expenses during the six months next ensuing, including the salary of the Company's Promoter, Raymond David Mitchell, \$ 10,000.00

As the funds are received from the sale of shares offered herein, they will be applied on exploration costs which include Consultants' fees and the costs of men and equipment. Specific priorities will be determined in consultation with the Company's Consulting Engineer and cognizance will be taken of the need to complete and file assessment work. Administration and corporate expenses will also be paid from the said funds as received. A breakdown of the total costs of proposed exploration and development is to be found at pages 10 and 11 of this Prospectus under the headings "Proposed Program of Exploration and Costs".

Net proceeds of the offering in excess of \$57,000.00 will be deposited with the Company's Registrar and Transfer Agent, the Guaranty Trust Company of Canada, 540 Burrard Street, Vancouver, British Columbia, to be released only with the approval of the British Columbia Securities Commission and upon the submission of a report by the Company's Consulting Engineer confirming the results of work done on the Company's mining property in stages 1 & 2 of the recommended program of exploration.

MATERIAL CONTRACTS

Each contract referred to in this Prospectus or a copy thereof may be inspected during primary distribution of the securities being offered during business hours at the Company's registered office, #220-890 West Pender Street, Vancouver, British Columbia.

Except those contracts described in this Prospectus there are no other material contracts which were entered into by the Company since its incorporation that can reasonably be regarded as presently material to the purchase of the securities being offered by the Company.

OTHER MATERIAL FACTS

By virtue of their shareholdings in the Company the principal shareholders could elect or cause to be elected a majority of the Board of Directors of the Company, however, there is no agreement to do so.

CERTIFICATES

DIRECTORS AND PROMOTERS

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, 1967, and the Regulations thereunder.

VANCOUVER, BRITISH COLUMBIA


JULY 21, 1971.



Director and Promoter



Director



Director

TO THE SHAREHOLDERS OF
ARAGON EXPLORATIONS LTD. (N.P.L.)
VANCOUVER, B. C.

WE HAVE EXAMINED THE BALANCE SHEET OF ARAGON EXPLORATIONS LTD. (N.P.L.) AS AT APRIL 30, 1971 AND THE RELATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS AND SCHEDULES OF EXPLORATION AND DEVELOPMENT AND OF ADMINISTRATIVE COSTS FOR THE PERIOD FROM INCORPORATION JANUARY 14, 1969 TO APRIL 30, 1971. OUR EXAMINATION INCLUDED A GENERAL REVIEW OF THE ACCOUNTING PROCEDURES AND SUCH TESTS OF THE ACCOUNTING RECORDS AND OTHER SUPPORTING EVIDENCE AS WE CONSIDERED NECESSARY IN THE CIRCUMSTANCES.

WE HAVE NOT VERIFIED TITLE TO THE MINERAL CLAIMS DIRECTLY WITH THE GOVERNMENT REGISTRY OFFICE. HOWEVER, WE HAVE RECEIVED CONFIRMATION FROM THE SOLICITOR OF THE COMPANY STATING THAT THE COMPANY IS THE BENEFICIAL OWNER OF ALL MINERAL CLAIMS RECORDED IN THE BOOKS OF THE COMPANY AND THAT THE MINERAL CLAIMS ARE IN GOOD STANDING AT 30TH OF APRIL 1971.

IN OUR OPINION THE ACCOMPANYING BALANCE SHEET AND RELATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS AND SCHEDULE OF EXPLORATION AND DEVELOPMENT AND OF ADMINISTRATIVE COSTS PRESENT FAIRLY THE FINANCIAL POSITION OF THE COMPANY AS AT APRIL 30, 1971 AND THE RESULTS OF ITS OPERATIONS FOR THE PERIOD THEN ENDED IN ACCORDANCE WITH GENERALLY ACCEPTED ACCOUNTING PRINCIPLES.

NORTH VANCOUVER, B. C.

O'NEILL, SCOUTEN & Co.

MAY 7, 1971

PER: 

SCHEDULE A

ARAGON EXPLORATIONS LTD. (N.P.L.)

SCHEDULE OF EXPLORATIONS AND DEVELOPMENT COSTS
FOR THE PERIOD JANUARY 14, 1969 TO APRIL 30, 1971

ASSAYING	\$ 564.70
ENGINEERING	2,509.41
FIELD SUPPLIES	406.33
STAKING	2,773.00
TRAVEL, AUTO AND LODGING	2,813.81
WAGES	7,965.14
RECORDING	202.00
	<u>\$ 17,234.39</u>

SCHEDULE B

SCHEDULE OF ADMINISTRATIVE COSTS
FOR THE PERIOD JANUARY 14, 1969 TO APRIL 30, 1971

ADVERTISING	\$ 29.34
BANK CHARGES	38.72
LICENSES	760.00
OFFICE EXPENSES AND WAGES	798.83
RENT, LIGHT AND POWER	1,131.90
LEASEHOLD IMPROVEMENTS	125.63
TELEPHONE	697.59
ACCOUNTING	175.00
PROSPECTUS	1,700.00
W. C. B.	112.00
	<u>\$ 5,569.01</u>

O'NEILL, SCOUTEN & CO., CERTIFIED GENERAL ACCOUNTANTS, NORTH VANCOUVER, B. C.

ARAGON EXPLORATIONS LTD. (N.P.L.)

Statement of Source and Application of Funds
for the period January 14, 1969 to December 31, 1969

<u>SOURCE</u>		
Sale of shares for cash	\$	500.00
Shareholders' loan		<u>1,183.85</u>
	\$	<u>1,683.85</u>

<u>APPLICATION</u>		
Development cost	\$	124.95
Administrative cost		<u>1,558.90</u>
		<u>1,683.85</u>

Cash balance \$ NIL

for the year ended December 31, 1970

<u>SOURCE</u>		
Sale of shares for cash	\$	12,970.00
Shareholders' loan		<u>354.49</u>
	\$	<u>13,324.49</u>

<u>APPLICATION</u>		
Payment on property- acquisition	\$	2,400.00
Exploration and development costs		9,295.76
Administrative costs		<u>1,291.63</u>
		<u>12,987.39</u>

Cash balance \$ 337.10

for the period January 1, 1971 to April 30, 1971

<u>SOURCE</u>		
Cash balance	\$	337.10
Sale of shares for cash		<u>16,634.00</u>
	\$	<u>16,971.10</u>

<u>APPLICATION</u>		
Payment on property- acquisition	\$	2,700.00
Exploration and development costs		7,813.68
Administrative costs		2,718.48
Automotive equipment		300.00
Incorporation costs		2,000.00
Refund of shareholders' loan		<u>1,425.12</u>
		<u>16,957.28</u>

Cash on hand - April 30, 1971 \$ 13.82

NOTE:

Property acquired for cash	\$4,500.00
Beer 1 - 22 Mineral Claims - (In addition to 750,000 Escrow Shares)	
Snow 1 - 6 Mineral Claims - Liard Mining Division (These Claims have been abandoned)	<u>600.00</u>
	<u>\$5,100.00</u>

O'NEILL, SCOUTEN & CO., CERTIFIED GENERAL ACCOUNTANTS, NORTH VANCOUVER, B. C.

STATEMENT II

ARAGON EXPLORATIONS LTD. (N.P.L.)

STATEMENT OF SOURCE AND APPLICATION OF FUNDS
FOR THE PERIOD FROM JANUARY 14, 1969 TO APRIL 30, 1971

FUNDS WERE PROVIDED BY:			
SALE OF SHARES FOR CASH		\$ 30,104.00	
SHAREHOLDERS LOAN		<u>113.22</u>	
		\$ 30,217.22	
FUNDS WERE APPLIED TO:			
PAYMENT ON PROPERTY ACQUIRED	\$ 5,100.00		
EXPLORATION AND DEVELOPMENT COSTS	17,234.39		
ADMINISTRATIVE COSTS	5,569.01		
AUTOMOTIVE EQUIPMENT	300.00		
INCORPORATION COSTS	<u>2,000.00</u>	<u>30,203.40</u>	
		\$ <u>13.82</u>	
REPRESENTED BY:			
CURRENT ASSETS	\$ 13.82		
LESS: CURRENT LIABILITIES	<u>NIL</u>	\$ <u>13.82</u>	

STATEMENT I

ARAGON EXPLORATIONS LTD. (N.P.L.)

BALANCE SHEET
AS AT APRIL 30, 1971ASSETS

CURRENT:			
CASH IN BANK		\$ 13.82	
MINING PROPERTY: AT COST		80,100.00	
DEFERRED COSTS:			
EXPLORATION AND DEVELOPMENT - SCHEDULE A	\$ 17,234.39		
ADMINISTRATIVE - SCHEDULE B	5,569.01		
INCORPORATION EXPENSE	<u>2,000.00</u>	<u>24,803.40</u>	
FIXED:			
AUTOMOTIVE EQUIPMENT - AT COST		<u>300.00</u>	
		\$ <u>105,217.22</u>	

LIABILITIES AND SHAREHOLDERS' EQUITY

CURRENT:			\$ NIL
SHAREHOLDERS' LOANS - R. D. MITCHELL			113.22
SHAREHOLDERS' EQUITY:			
SHARE CAPITALS			
AUTHORIZED - 3,000,000 NO PAR VALUE			
ISSUED AND FULLY PAID			
- 301,008 SHARES FOR CASH	\$ 30,104.00		
- 750,000 SHARES FOR PROPERTY	<u>75,000.00</u>	<u>105,104.00</u>	
		\$ <u>105,217.22</u>	

THIS IS THE BALANCE SHEET REFERRED TO
IN OUR REPORT DATED MAY 7, 1971.APPROVED BY THE
BOARD OF DIRECTORS.PER: *[Signature]**[Signature]*
[Signature]

ARAGON EXPLORATION LTD. (N.P.L.)

BEER & RUM GROUP

CANIM LAKE AREA

92-P, Clinton M.D., B.C.

51° 53' N, 120° 51' W

V. Cukor, P. Eng.

March 18, 1971.

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ARAGON EXPLORATION LTD. (N.P.L.)BEER & RUM GROUPCANIM LAKE AREA92-P, Clinton M.D., B.C.51° 53' N, 120° 51' W1. INTRODUCTION

On March 10, the writer visited the property on request of Aragon Exploration Ltd. (N.P.L.) and was accompanied by Mr. R.W. Mitchell. This report and recommendations are based on personal field examinations, as well as on a study of previous reports.

About 3 feet of snow hampered systematic examinations and only a part of the Beer claims was accessible. A D-6 cat had been used to clear snow from several rock outcrops.

Few claim posts were located in the field and staking appears to be done in accordance with requirements of the B.C. Mineral Act.

Research in the Mining Recorder's Office showed that all claims are in good standing.

The property area has a good access and water and timber for camp and drill supplies are available.

2. PROPERTY, LOCATION, ACCESS

The property consists of the following 80 mineral claims:

<u>Claim No.</u>	<u>Record No.</u>	<u>Recording date</u>
Beer 1 - 8	20026-034	Feb. 3, 1970
Beer 9 - 22	20199-212	April 22, 1970.
Beer 23 - 40	21478-495	June 8, 1970
Rum 1 - 40	23013-053	Oct. 20, 1970

All of the claims are fully owned by Aragon Exploration Ltd. (N.P.L.).

The property is located in the Canim Lake area about 24 airmiles NE of 100 Mile House, B.C. It is on the NTS Sheet 92-P, lat. 51° 53' N and long. 120° 51' W, approximate elevation 3000 - 3500 feet (see fig. 1).

A very good access is provided by a logging road connected with a highway about 1/2 mile North of 100 Mile House.

3. HISTORY

The area presently covered by the Beer Group of claims had been staked in 1969 but no work had been done. After a year the property was abandoned.

In 1970 D. Martin and C. Turner staked the 40 Beer claims, and Aragon Exploration Ltd. (N.P.L.) performed some preliminary exploration work.

The International Mondus Corporation Ltd. computerized aeromagnetic data published by the Department of Energy, Mines, and Natural Resources to eliminate displacement of magnetic anomalies. Three zones had been separated as "potentially favourable areas" and additional 40 Rum claims had been located to cover area "A" - the highest priority target. During this time, initial geochemical soil reconnaissance have been conducted on both the Rum and Beer Groups.

During January 1971, on part of the Beer Group of claims, preliminary geological mapping and geochemical soil sampling had been performed by geologist, J.W. McLeod. He also supervised bulldozer trenching over the geochem Cu anomalies.

4. GEOCHEMICAL SOIL SURVEY

During reconnaissance soil sampling, 28 samples were collected mainly along the logging roads of the Beer Group, and 36 samples on the Rum claims along claim location lines. Samples were assayed in the Bondar - Clegg Laboratory for Cu and Zn. On the Rum Group, results didn't exceed above background readings, but on the Beer Group, some anomalous values had been obtained, with the highest being 520 ppm. Cu. On the same group of claims, two areas with higher values were separated for geochemical follow-up exploration. Grid lines were marked in the field 200 feet apart. A total of 218 soil samples were collected with 100 foot spacing and assayed for Cu and Zn. All results for Cu were plotted on the 1" = 500' scale map (see fig. 3).

The frequency distribution diagram has been constructed (fig. 4), and all results have been grouped as follows:

Background	0 - 40 ppm. Cu
Threshold Zone	40 - 80 ppm. Cu
Anomalous	80 - 200 ppm. Cu
Highly Anomalous	>200 ppm. Cu

As shown on fig. 3, several anomalous and highly anomalous areas have been outlined in the northern part of the property, some of them opened. This is also the area with the most favourable geological structure, mineralization and alterations and should be considered as the primary exploration target.

The Zn values showed some erratic, moderately high zones, of which most don't seem to be connected with Cu highs.

5. GEOLOGY

The only available geological map, published by the Geological Survey of Canada, is Bonaparte River, Map 3-1966, scale 1" = 4 miles. This map has been enlarged to approximately 1" = 1 mile and attached to the report as fig. 2. According to this map, both the Beer and Rum Groups are underlain by a Triassic Nicola Group of volcanics and sediments, and the Rum Group partly covers a contact zone with Triassic dioritic intrusive.

From the writer's field examination on a few rock outcrops, it appears that volcanic rock is mostly green to dark green, fine to coarse grained andesite in places tuffaceous. In some specimens, it shows a porphyritic texture. Some coarse grained varieties, with more than 20% biotite and pyroxene crystals were also noted. J.W. McLeod reported appearance of syenitic intrusive in the North part of the Beer claims.

The observed rock is generally highly sheared and fractured, and in places foliated. A strong propylitic type alteration is encountered in the area with high Cu geochemical values and the occurrence of Cu mineralization. The most significant alteration minerals are K feldspars, epidote and dark chlorite. This could possibly be a cap-like body, surrounded by a wide halo of fine grained disseminated pyrite and/or pyrrhotite in places strongly oxidized.

Cu mineralization consists mostly of chalcopyrite, but some bornite and chalcocite are also present. Secondary malachite is also quite abundant. Chalcopyrite mineralization appears mostly as blebs and disseminations in fine grained tuffaceous rock, but also as fracture filling, sometimes very closely associated with pink feldspar veins. A selected sample taken by the writer assayed 0.8 % Cu.

6. SUMMARY AND RECOMMENDATIONS

Although the biggest part of the property is still not prospected, the geological features, alterations and mineralization are of a type that are usually connected with Cu-porphyry bodies. The area deserves further exploration work. It is recommended to divide an exploration program into 3 stages and work in every stage depending on the results of previous stages.

During Stage 1, prospecting and geochemical reconnaissance including photogeological study and preliminary geological mapping should be completed on the whole property. Some additional staking could be required after finishing this part of the program.

The geochemical follow-up exploration and geophysical I.P. survey should outline areas for detailed geological mapping and pinpoint the targets for bulldozer stripping in Stage 2.

If previous stages are successful, a minimum of 2000' of diamond drilling will be required in Stage 3.

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7. COST ESTIMATE

For the future exploration program, the following costs are estimated:

Stage 1:

Prospecting 2 men, 30 days @ \$50.00	\$ 3,000.00
Geochemical reconnaissance 200 samples @ \$6.00	1,200.00
Photogeological study	1,000.00
Geological mapping	3,000.00
Camp construction	4,000.00
Transport	<u>1,000.00</u>
Sub-total	\$13,200.00

Engineering and supervision 10%	1,300.00
Administration and contingencies 20%	<u>3,000.00</u>

STAGE 1 TOTAL \$17,500.00

Stage 2:

Geochemical soil survey 800 samples @ \$6.00	\$ 4,800.00
I.P. Survey 10 linemiles @ \$500.00	5,000.00
Bulldozer stripping and trenching 200 hrs. @ \$30.00	6,000.00
Detailed geological mapping	2,000.00
Camp operation 200 man days @ \$10.00	2,000.00
Transport and mobilization	3,000.00
Rock assays	<u>1,500.00</u>
Sub-total	\$24,300.00

Engineering and supervision 10%	2,500.00
Administration and contingencies 20%	<u>5,200.00</u>

STAGE 2 TOTAL \$32,000.00

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Stage 3:

Drilling 2000 feet @ \$15.00	\$30,000.00
Bulldozer work 50 hrs. @ \$30.00	1,500.00
Mobilization and demobilization	4,000.00
Assaying 3,000.00	3,000.00
Camp operation	<u>2,500.00</u>
Sub-total	\$41,000.00

Engineering and supervision 10%	4,000.00
Administration and contingencies 20%	<u>8,000.00</u>

STAGE 3 TOTAL \$53,000.00

STAGE 1 TOTAL \$17,500.00

STAGE 2 TOTAL 32,000.00

STAGE 3 TOTAL 53,000.00

Total recommended fieldbudget \$102,500.00

Respectfully submitted,




V. Cukor, P. Eng.

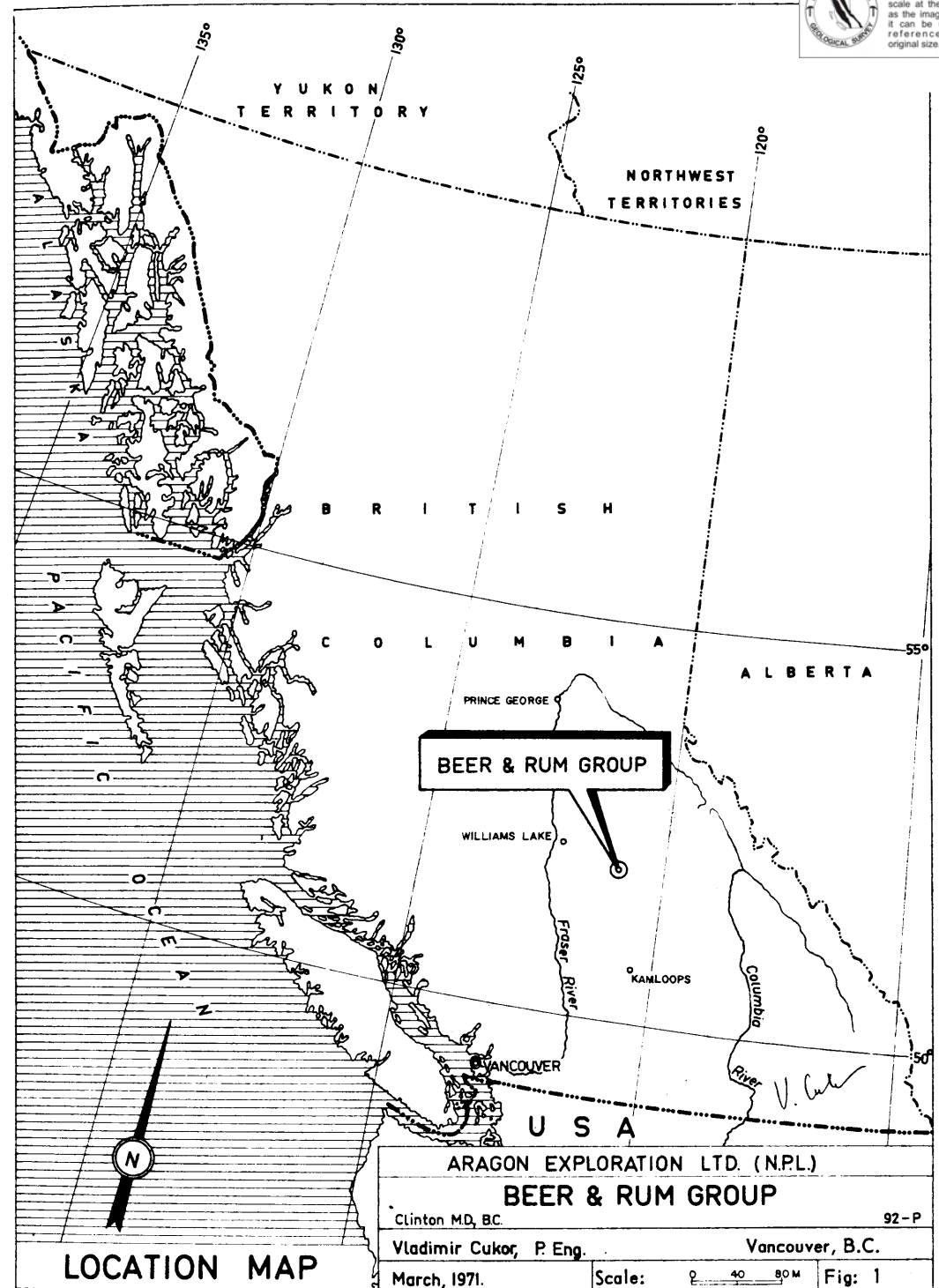
CERTIFICATE

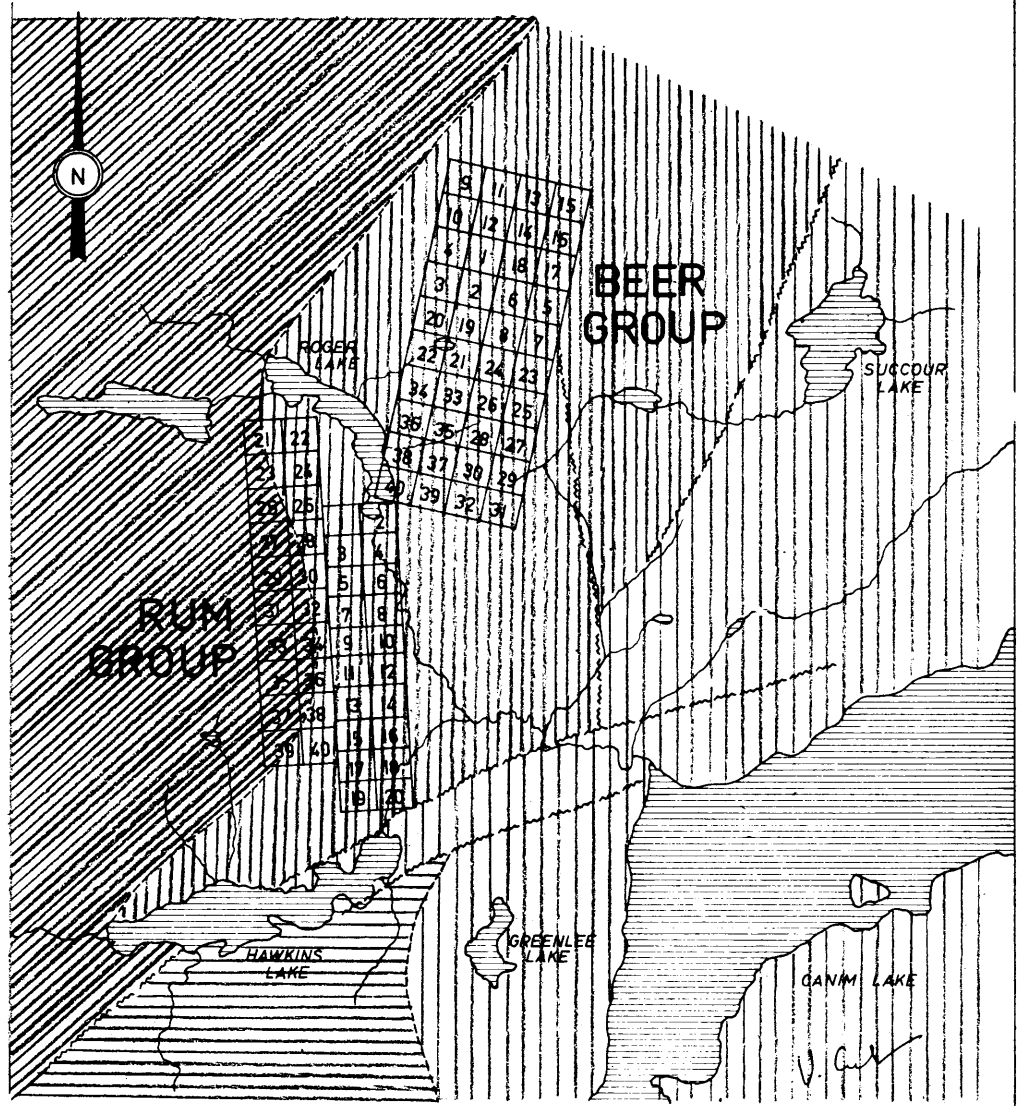
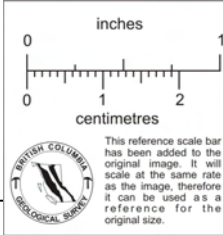
I, Vladimir Cukor, with address 3169 West 20th Avenue, in the City of Vancouver, in the Province of British Columbia, DO HEREBY CERTIFY:

1. THAT I am a Geological Engineer.
2. THAT I graduated at the University of Zagreb, Yugoslavia in 1963.
3. THAT I am a Registered Professional Engineer in the Geological section of the Association of Professional Engineers of the Province of British Columbia.
4. THAT I have practised my profession as a Geological Engineer for the past 8 years, both in Yugoslavia and Canada.
5. THAT I personally examined Beer Group of claims on March 10, 1971.
6. THAT I have no personal interest, directly or indirectly in any of the properties or securities of Aragon Exploration Ltd. (N.P.L.), nor do I expect to receive or acquire any.

Dated the 19th day of March. 1971.


V. Cukor, P. Eng.

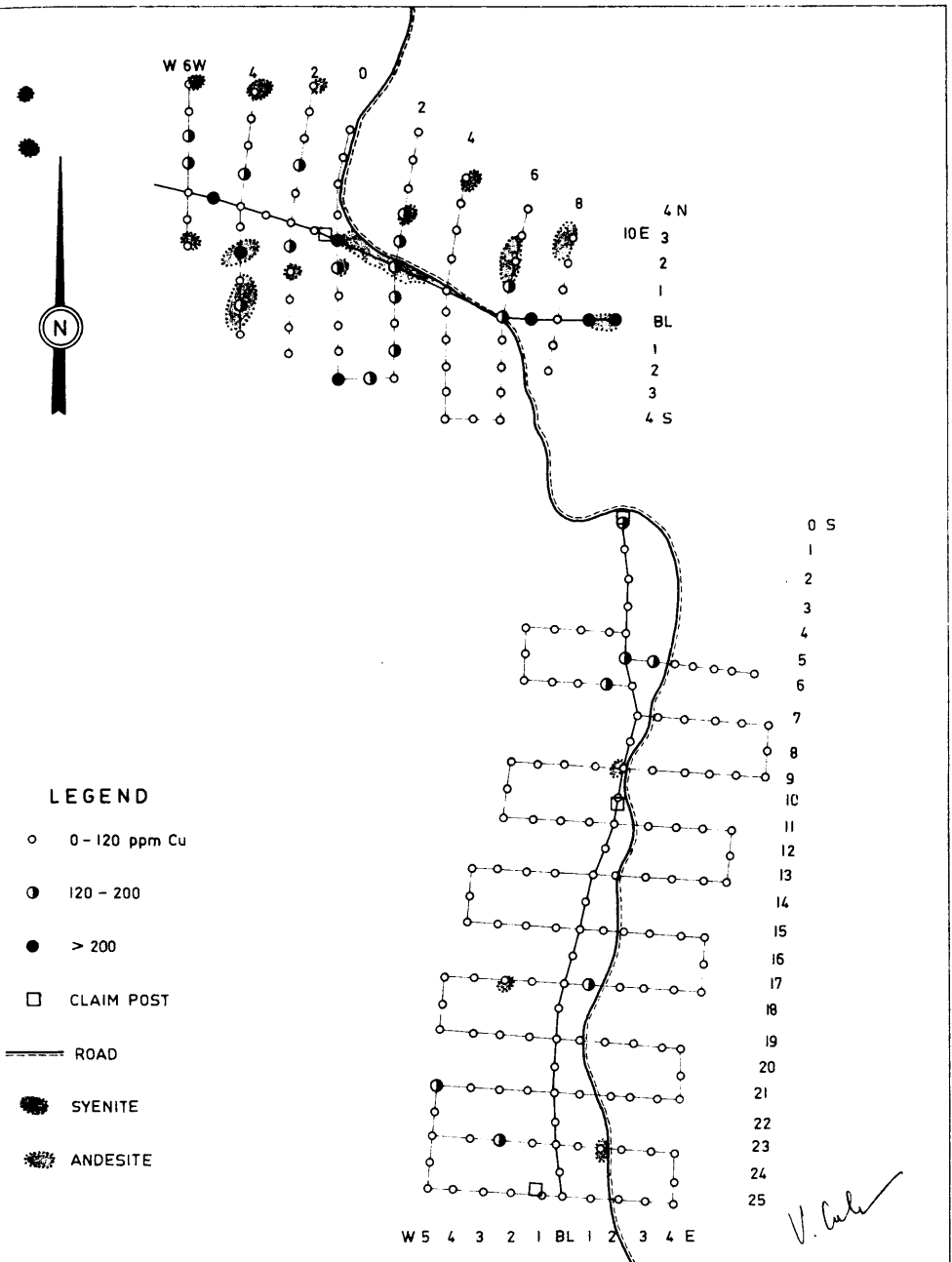




- LEGEND**
- EOCENE SKULL HILL FORMATION VOLCANICS
 - JURASSIC SEDIMENTS
 - TRIASSIC INTRUSIVES - MAINLY DIORITE
 - NICOLA GROUP VOLCANICS AND SEDIMENTS
 - FAULT

CLAIM LOCATION AND REGIONAL GEOLOGY

ARAGON EXPLORATION LTD (N.P.L.)	
BEER & RUM GROUP	
Clinton M.D. BC.	92-P
Vladimir Cukor, P. Eng.	Vancouver, B.C.
March, 1971	Scale: 0 _____ 1" Fig: 2



- LEGEND**
- 0 - 120 ppm Cu
 - 120 - 200
 - > 200
 - CLAIM POST
 - ROAD
 - SYENITE
 - ANDESITE

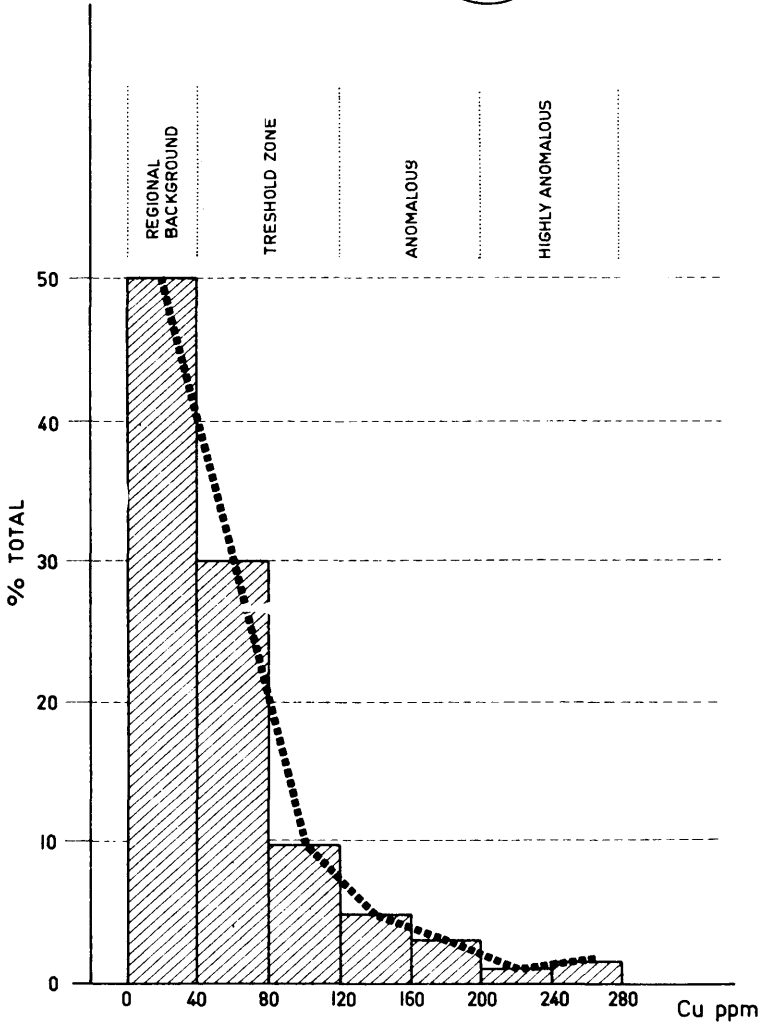
SOIL SAMPLING
Cu plot

Data by J.W. McLeod

ARAGON EXPLORATION LTD (N.P.L.)	
BEER & RUM GROUP	
Clinton M.D. BC.	92-P
Vladimir Cukor, P. Eng.	Vancouver, B.C.
March, 1971	Scale: 0 _____ 500' Fig: 3

FREQUENCY DISTRIBUTION

(Cu) in 218 soils



V. Cukor

ARAGON EXPLORATION LTD (N.P.L.)

BEER & RUM GROUP

Clinton M.D. B.C.

92-P

Vladimir Cukor, P. Eng.

Vancouver, B.C.

March, 1971

Scale:

Fig: 4

Data by J.W. McLeod