

093L 293- DEV/60

SUPERINTENDENT OF BROKERS
AND

015837

VANCOUVER STOCK EXCHANGE
STATEMENT OF MATERIAL FACTS (#84/88)
EFFECTIVE DATE: DECEMBER 09, 1988

PROPERTY FILE
DEV/GO 093L-292
93L/1

W RESOURCES INC.
1000-609 WEST HASTINGS STREET, VANCOUVER, BRITISH COLUMBIA
(604)681-8371

ISSUER, ADDRESS OF HEAD OFFICE AND TELEPHONE NUMBER
55 BURRARD STREET, VANCOUVER, BRITISH COLUMBIA V7X 1L1

OF REGISTERED AND RECORDS OFFICES OF ISSUER

AL TRUST COMPANY, 9TH FLOOR, 666 BURRARD STREET, VANCOUVER,
BRITISH COLUMBIA
NAME AND ADDRESS OF REGISTRAR AND TRANSFER AGENT FOR THE ISSUER'S
SECURITIES IN BRITISH COLUMBIA

OFFERING; 500,000 COMMON SHARES WITHOUT PAR VALUE

NET	ESTIMATED PRICE TO PUBLIC *	ESTIMATED AGENT'S COMMISSION	ESTIMATED PROCEEDS TO ISSUER
PER SHARE:	\$ 0.60	\$ 0.045	\$ 0.555
TOTAL	\$ 300,000	\$ 22,500	\$ 277,500

* TO BE CALCULATED IN ACCORDANCE WITH THE RULES OF THE VANCOUVER STOCK
EXCHANGE.

AGENTS

McDermid St. Lawrence
10th floor,
601 West Hastings Street
Vancouver, B.C.
V6B 5E2

Pacific International Securities Inc.
Suite 1500
700 Georgia Street
Vancouver, B.C.
V7Y 1G1

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.

3. MATERIAL NATURAL RESOURCE PROPERTIES

Summary of Material Mining Properties

Group 1 - Properties for which regulatory approval has been obtained under this Statement of Material Facts.

Group II - Presently held properties which are currently producing or being explored, or upon which exploration is planned within the next year.

Group III - Other presently held properties upon which the Issuer's acquisition and exploration costs to date exceed \$100,000.00.

Group Pro	Property	Issuer's Acquisition and Exploration Costs to June 30, 1988	Shares Issued To Date	Planned Expenditure from Funds Available upon Completion of the Offering
Group Name				
I	NIL	NIL	NIL	NIL
II	DEV/GO Claims	\$176,578.11	Nil	\$148,225
	REN PROJECT	NIL	NIL	NIL
III	NIL	NIL	NIL	NIL

Group I - PROPERTIES FOR WHICH REGULATORY APPROVAL HAS BEEN OBTAINED UNDER THIS STATEMENT OF MATERIAL FACTS
NIL

GROUP II - PRESENTLY HELD PROPERTIES WHICH ARE CURRENTLY PRODUCING OR BEING EXPLORED, OR UPON WHICH EXPLORATION IS PLANNED WITHIN THE NEXT YEAR.

I) DEV/GO CLAIMS OMENICA MINING DIVISION, PROVINCE OF BRITISH COLUMBIA

The Issuer has a 49% interest in and to 10 mineral claims (the "Claims") consisting of 196 units located approximately 45 kilometres southwest of the town of Houston, British Columbia.

NAME OF CLAIM	RECORD NUMBER	NUMBER OF UNITS	EXPIRY DATE
DEV 1	7018 (5)	16	MAY 21, 1990
DEV 2	7019 (5)	20	MAY 21, 1990
DEV 3	7020 (5)	20	MAY 21, 1990
DEV 4	7021 (5)	20	MAY 21, 1990
GE 1	8053 (11)	20	NOV 03, 1988
GO 2	8054 (11)	20	NOV 03, 1990
GO 3	8102 (12)	20	DEC 08, 1989
GO 4	9058 (10)	10	OCT 21, 1988
GO 5	9059 (10)	20	OCT 21, 1988
GO 6	9060 (10)	20	OCT 21, 1988

The Issuer acquired its interest in the Claims under an agreement, (the "Option Agreement"), dated December 30, 1986, as amended January 15, 1987, entered into with Normine Resources Ltd. ("Normine") of 1000-609 West Hastings Street, Vancouver, British Columbia and Kengold Mines Ltd. ("Kengold") of Box 662, Smithers, British Columbia.

The Issuer earned its interest in the Claims by having spent a total of \$150,000 on the Claims before December 31, 1987. Normine acquired it's interest in the Claims for \$10,000 on December 15, 1986.

Kengold is a private company controlled by Lorne Warren of Box 662, Smithers, British Columbia. Lorne Warren acquired the Dev 1-4 mineral claims by staking and recorded them in his name on May 21, 1985. On July 14, 1986, Lorne Warren transferred the Dev 1-4 claims to Kengold. Lorne Warren acquired the Go 1-3 mineral claims by staking and recording them in his name on November 03, 1986 (Go 1 and 2) and December 08, 1986 (Go 3). On February 18, 1987, Lorne Warren transferred the Go 1-3 claims to Kengold. Particulars of exploration costs incurred by Lorne Warren and Kengold in respect of the Claims are unknown to the Issuer.

Normine is a company whose shares trade on the Vancouver Stock Exchange. Normine has a right to earn, from Kengold, an interest in the Claims. Clive Johnson and Richard Barclay are Directors, Officers and Insiders of Normine. Clive Johnson became a Director of the Issuer on February 12, 1987. Richard Barclay became a Director and Officer of the Issuer on May 26, 1987. Reference is made to the heading "Conflict of Duty and Interest" on page 14 hereof for particulars of how any potential conflicts of duty and interest of Clive Johnson and Richard Barclay to Normine and to the Issuer will be resolved. Normine has incurred exploration expenditures totalling \$98,094.40 in respect of the Claims to date.

As at December 31, 1987 the Issuer had earned a 49% interest in the Claims subject to a 2.5% net smelter return retained by Kengold with respect to all commercial production from the Claims.

The area now encompassing the Claims was first explored for mineral potential in 1968. Line cutting, geochemical and geophysical surveys were undertaken, soil samples analyzed and frequency domain

induced polarization and resistivity surveys were complete. Results of this work were not reported. In 1969 and 1970 additional geochemical and magnetic surveys were conducted the results of which indicated low order silver and copper values, however no drilling was carried out. In the late 1970's a litho-geochemical survey for trace and base elements was conducted over a portion of the Claims. A multi-element anomaly with moderate to high values was indicated in a portion of the claims. In addition mercury in a geochemical soil survey that was found to be anomalous in another area of the Claims.

In 1986, further exploration was undertaken by or under the direction of the Issuer at a total cost to it of \$64,719.00. A report received by the Issuer January 15, 1987 prepared by B.H. Kalhert, P. Eng. of B.H. Kalhert and Associates Ltd., Consulting Geologists of Mississauga, Ontario. Results from that program consisted of the following: The Induced Polarization survey has outlined a large chargeability anomaly which appears to be sub-parallel to the favourable Skeena Group of volcanics and sediments. This rock sequence hosts the Equity Silver deposit located five kilometres to the west of the Claims. A geochemical anomaly is coincident with the IP anomaly, making this an excellent target for drill testing.

Acting on recommendations contained in the Kalhert report the Issuer conducted further exploration on the Claims in September 1987. A report outlining the results of the \$111,518 program was received by the Issuer on February 9, 1988 from Tom Garagan; B.Sc., FGAC of Aurum Geological Consultants Inc. of 604-675 West Hastings Street, Vancouver, British Columbia. The following is a summary of the Garagan report:

"Exploration during the 1987 season consisted of surveying the western claim boundary, staking the Go 3,4,5, and 6 claims, soil and rock sampling, IP surveying, road building and the diamond drilling of four NQ holes totaling 652.6 metres".

"The Dev/Go claims are underlain by pyritized and quartz sericite altered Cretaceous Goosly Lake tuffs and flows which are covered by a thin (0 to 15 metres; average 5 metres) veneer of glacial till. The rocks are similar to those hosting the Equity silver-copper deposit. The major difference is that the volcanics on the Dev/Go claims are more propylitized and contain more flows than the mine sequence".

"Soil sampling in 1986 and 1987 has outlined an area of coincident copper-silver anomalies trending in a northwest direction. The zone consists of two parallel anomalies containing values up to 9.6 ppm. silver and 1873 ppm. copper. Two IP anomalies are located near the eastern side of the soil geochemical anomalies and have been interpreted to represent defined zones of sulphide mineralization. Diamond drilling in this area intersected moderately to strongly altered volcanics with up to 15% disseminated and fracture controlled sulphides dispersed throughout the hole. Drill holes 87-3 and 87-4 appear to have a higher percentage of arsenopyrite and sphalerite mineralization and quartz-sericite alteration, possibly an indication of a closer proximity to mineralization".

"The glacial till on the property has been derived from the northeast, therefore the source of the soil geochemical anomalies should be near the northeastern margin of the soil anomaly as in the case of Equity. The shape of the soil anomaly suggests that the source is a northwest trending linear body. IP anomaly B is located near and at the eastern margin of the soil geochemical anomaly. In addition, the source of the sulphide enriched, strongly silicified volcanic boulders in Allen Creek (with up to 5.8 ppm. silver and 1150 ppb. gold) may be in the area of the northwest extension of the soil geochemical anomalies and proposed source rock. Diamond drill hole Dev 87-4, the only hole drilled along the eastern margin of the anomaly, intersected a very large monzonite dyke in the bottom third of the hole, negating a possible interpretation of the anomalies. The potential for locating an Equity style zone of mineralization near the eastern margin of the soil geochemical anomaly along IP anomaly B appears to be good".

"The IP line run in the area of the mercury anomaly was located east of the soil geochemical anomaly and did not properly assess the anomaly. More work is required on this anomaly".

"In summary the results of the 1986 and 1987 exploration programs indicate that there is good potential for locating an Equity style deposit on the Dev/Go Claims. A follow-up program of diamond drilling, grid soil geochemical sampling, geological mapping and prospecting, and IP surveying is recommended for the 1988 season".

The budget for this program as outlined in the Garagan report is as follows:

Geological & Supervision	\$ 15,000
Geochemical Analyses & Sampling	20,000
IP Survey	15,000
Bulldozer	5,000
Diamond Drilling 2500m @ \$80/m	200,000
Rentals	2,500
Camp	5,000
Supplies: field and camp	2,500
Travel and Freight	5,000
Report Preparation	5,000
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Sub Total	\$ 275,000
Plus approx. 10% for contingencies	27,500
TOTAL ESTIMATED BUDGET	\$ 302,500

The Issuer, is responsible for a 49% share of this recommended program: \$148,225.00, with Normine Resources Ltd. being responsible for the remaining \$154,275.00.