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REVIEW OF THE VALENTINE MOUNTAIN PROPERTY VANCOUVER ISLAND, BRITISH COLUMBIA

Prepared for

Beau Pre Exploration Ltd.

Prepared by

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2.0 SUMMARY AND RECOMMENDATIONS

Pincock, Allen & Holt, Inc. (PAH) a mining consulting firm based in Lakewood, Colorado, has reviewed reports and other data provided by Beau Pre Exploration Ltd. on the Valentine Mountain Property in British Columbia, Canada. The following information represents PAH's conclusions based on the evaluation of the data provided.

The Valentine Mountain Property is located 40 kilometres west of the City of Victoria on Vancouver Island, and consists of approximately 13,000 hectares covered by 762 claims.

Exploration by various companies has demonstrated the presence of high grade gold mineralization in narrow quartz veins. The veins are associated with shears in a sequence of metasandstone, biotite schist and amphibolite.

The veins vary from one to 50 centimetres wide and are 50 to 100 metres long. Mineralization consists of free gold commonly in coarse aggregates and masses. Disseminated arsenopyrite, pyrrhotite and rarely chalcopyrite occur in the veins and in the adjacent wall rock. The veins occur in an east-west trending zone that has been sporadically drill tested along a strike length of six kilometres.

The most intense exploration has occurred in the Discovery Zone. Ten drill holes, spaced approximately on 30 to 50 metre centres on one vein, show a drill indicated resource of 31,000 tonnes at an average grade of 14.7 grams of gold per tonne (0.429 oz Au/ton) over a minimum width of 1.2 metres. Visible gold occurred in nine of the ten holes. However, due to the very erratic wide range in gold values for the quartz vein intervals, confidence in the calculated grade is not sufficient to categorize this resource as a reserve.

The main problem in estimating reserves on the Valentine Mountain Property is related to the coarse-grained nature of the gold. Systematic bulk sampling is needed to estimate the grade of the veins.

PAH recommends a two-phase programme to evaluate the gold deposits on the property. Phase I should include bulk sampling of trenches on veins in the Discovery Zone. As a second part of Phase I, data from all past exploration programmes should be compiled to help identify the high priority areas for further exploration. Phase II should involve underground testing on the veins in the Discovery Zone to a depth of 40 metres by driving a decline on the veins.

Estimated costs for Phase I and II in Canadian dollars is $400,000 and $6.0 million, respectively. A large part of these costs may be defrayed by the value of the gold recovered when the bulk samples are processed.

In summary, it is PAH's opinion that high quality work has been done on the Valentine Mountain Property by the various exploration companies and consultants. Results are well documented on maps and reports. There is a reasonable possibility for the discovery of a deposit containing 500,000 to 1,000,000 tonnes at an average grade of 10 to 15 grams of gold per tonne (0.3 to 0.5 oz Au/ton).

4.2 Property Geology

The main prospecting and exploration activity on the property has been directed to quartz-gold veins, but potential also exists for the discovery of auriferous stratabound deposits.

Four zones containing gold mineralization have been partially explored on the property. These are known as the Discovery Zone, A-Zone, B-Zone and C-Zone, and are shown on Figure 3-2.

Discovery Zone

The Discovery Zone consists of a quartz-gold vein system in an east-west trending, 60 degrees south dipping sequence of metasandstone, biotite schist and amphibolite horizons cut by several fine-grained quartz diorite dykes. The zone has been partially explored over an area 1,000 metres by 70 metres and down to a depth of 165 metres.

The quartz-gold veins vary from one to 50 centimetres wide and are 50 to 100 metres long. Gold mineralization consists of free gold commonly in coarse aggregates and masses. Disseminated arsenopyrite, pyrite, pyrrhotite and rarely chalcopyrite occur in the veins and in the adjacent wall rock.

At least four gold-bearing structures have been identified in the Discovery Zone. From south to north they are the C vein, B vein, A vein, and D vein.

The C vein is one to 30 centimetres wide, averaging five centimetres, and has been intersected by ten drill holes along a strike length of 100 metres and down to a depth of 100 metres. Nine of the ten intercepts contain visible gold. Assays range from 0.24 grams of gold per tonne (0.007 oz Au/ton) over 0.21 metres to 259 grams of gold per tonne (7.55 oz Au/ton) over 0.49 metres.