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George Cross News Letter

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NO. 93 (1999)
MAY 14, 1999

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ROCCA RESOURCES LTD.

[RRL-V] 4,114,982 SHS.

ACQUISITION & DIVIDEND PLANNED - David Hodge, president, reports Rocca Resources Ltd. has acquired, from an arms length party, two separate sets of claims located near the Crowsnest property about 55 km southeast of Fernie, southeast BC.

The Aubyrd 1 to 3 claims encompass about 10 square km and are contiguous with and immediately south of the Crowsnest property of International Curator and Eastfield Resources where exploration has outlined a large system of alkaline intrusions with broad exploration potential. SEE MAP OVERLEAF P.3. Grab samples of magnetite rich, intrusive breccia averaged 8 grams gold/tonne with values as high as 630 grams/tonne from the Crowsnest property.

Int'l Curator has tentatively identified the mineralization of the Crowsnest property as belonging to a prolific class of gold deposits known as high level alkaline intrusive related deposits, which include Porgera, Papua New Guinea and Cripple Creek, Colorado. The Aubyrd claims cover a significant portion of a large aeromagnetic anomaly which underlies the Crowsnest property discovery.

The second set of claims, COMM 1 to 4, encompass some 20 square km near Commerce Peak in southeast BC, about 60 km southeast of Fernie. SEE MAP OVERLEAF P.4. The COMM claims are underlain by rocks of the Purcell Series, a Proterozoic -aged assemblage of clastic sediments, dolomites and andesitic lava flows, which have been intruded by Cretaceous alkaline plutonic rocks. Previous reconnaissance type exploration in the area outlined three major types of mineralization: copper, silver values within quartzites and redbeds, gold and silver values associated with Cretaceous and intrusive rocks, with reported gold values of over 34.28 grams gold/tonne and copper sulphide bearing quartz carbonate veinlets crosscutting the Grinnell and Siyeh Formations. These claims cover a complete aeromagnetic anomaly coinciding with a system of alkaline intrusions. Subsequent claim staking has taken place on the borders of these claims by competitive companies.

The consideration for the Aubyrd claims will be 200,000 shares and \$15,000 cash within 45 days of VSE acceptance. In addition, there will be a payment of \$15,000 on 3May2000. A 3% net smelter returns royalty will be payable to the vendor with a buyout of \$1,000,000 per percent to a maximum of 2%.

The consideration for the COMM claims will be identical. A finder's fee is payable.

To accommodate Rocca's focus on the development and production of oil shale and bentonite, project Mine Leonardo in Mendoza, Argentina, the company plans to separate its Canadian precious metal properties from itself, and dividend them to its shareholders. This dividend will be in the form of shares and rights in a new company. The procedure to accomplish this is outlined as follows:

Step 1. Assign the AU property located near Merritt, BC and the Aubyrd and COMM properties to Commerce Resources Corp. which will initially be a subsidiary of the company. The consideration to Rocca Resources will be 1,000,000 shares of Commerce Resources and the promise to issue 1,000,000 rights to purchase shares at 15¢ each.

Step 2. Rocca Resources would then dividend to its shareholders, all of the shares of Commerce Resources. Commerce Resources will then seek a listing on the VSE. Rocca currently has 4,114,982 shares issued. Consequently, shareholders of Rocca would receive about one share of Commerce Resources for each four shares of Rocca Resources held. It is anticipated by the time of the record date, there will be more shares of Rocca issued.

Step 3. Prepare and file a prospectus to qualify for trading the dividend of Commerce Resource's shares to the company's shareholders and qualify for trading the shares of Commerce Resources to be issued pursuant to the rights offering and private placement.

Step 4. Subject to regulatory approval, Rocca Resources will call a record date for the issuance of dividends of Commerce Resource's shares to all of the company's shareholders. Commerce Resources will then issue a rights offering to its shareholders. These rights will then be traded for a minimum of 21 days through the facilities of the VSE. Persons classified as an insider of Rocca may be subject to an escrow agreement on shares purchased on the 15¢ rights offering.

As part of the plan, a private placement in Commerce Resources of 1,000,000 shares at 25¢ with one warrant to purchase an additional share at 25¢ for one year, is planned. (SEE GCNL NO.30, 12Feb99, P.5 FOR ARGENTINA OIL SHALE PROJECT INFORMATION)

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826 SE 39
p. 1 of 3

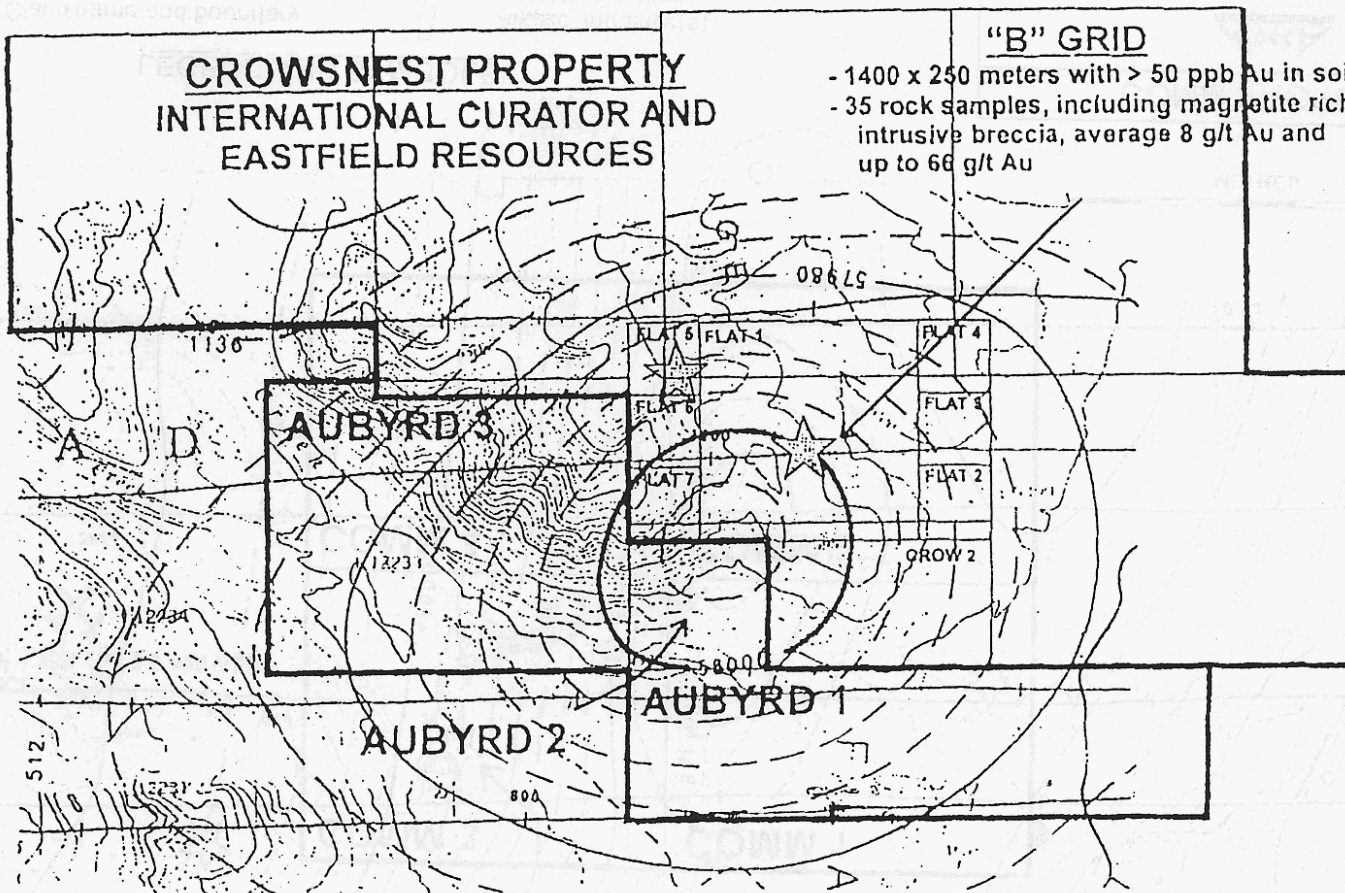
MAY 14, 1999

ROCCA RESOURCES LTD. AUBYRD PROPERTY SOUTHEAST BC

CROWSNEST PROPERTY
INTERNATIONAL CURATOR AND
EASTFIELD RESOURCES



"B" GRID

- 1400 x 250 meters with > 50 ppb Au in soils
- 35 rock samples, including magnetite rich intrusive breccia, average 8 g/t Au and up to 66 g/t Au



Aeromagnetic Contour Interval: 5 nT

LEGEND AND SYMBOLS

- AUBYRD 1  Claim name and boundary
-  Reported gold occurrence (exact location unknown)



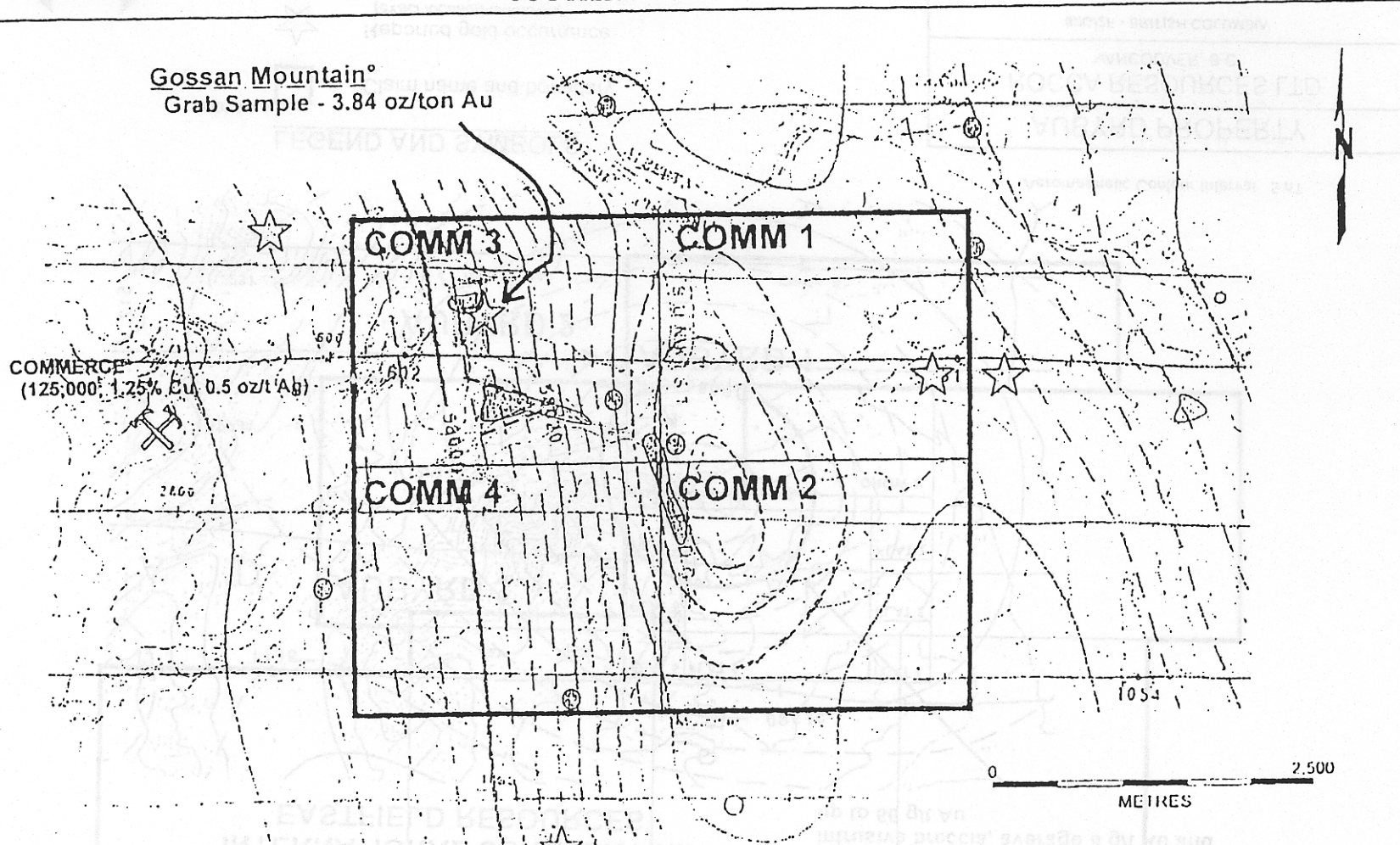
AUBYRD PROPERTY
ROCCA RESOURCES LTD. VANCOUVER, B.C.
B.C./2E - BRITISH COLUMBIA
Geology and Geophysics.
JD 1999.04

NO 93 (1999)
MAY 14, 1999

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ROCCA RESOURCES LTD.
COMM PROPERTY
SOUTHEAST BC

Gossan Mountain^o
 Grab Sample - 3.84 oz/ton Au



LEGEND AND SYMBOLS

- | | | |
|-----------------|--|---|
| COMM 1 | Claim name and boundary | Alkalic intrusive(s)
<i>(exact location unknown)</i> |
| COMMERCE | Ore Deposit
(Tonnage and Grade)
<i>(locations approximate)</i> | Reported copper occurrence
<i>(exact location unknown)</i> |
| | Aeromagnetic anomaly
<i>(Magnetic Contour Interval 5 nT)</i> | Reported gold occurrence
<i>(exact location unknown)</i> |

* After Canadian Mineral Deposits Not Being Mined in 1989, MR 223, Ener. Mines. Res. Can
 (S.M. 12638)

COMM PROPERTY	
REG/W BRITISH COLUMBIA	
Geology and Geophysics.	
JD	1999.04

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