

EXPLORATION REPORT

on the

GLEN 1-30, 35-40, CASTLE 1-14, RAG 1-28 & ELEPHANT 1-20 CLAIMS

Freegold Mountain Area

NTS 115 I-6

Lat. 62° 20' N, Long. 137° 30' W

Whitehorse Mining District

033528

For: La Rock Mining Corp.
Vancouver, B.C.

By: G.S. DAVIDSON, P.Geol.
December 15, 1996

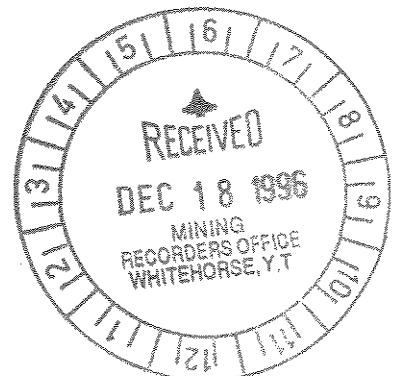


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APPENDIX-1 Certificates of Analysis

SUMMARY

The RAG, CASTLE, ELEPHANT and GLEN claim groups are located in the Freegold Mountain area of the Dawson Range, central Yukon Territory. La Rock Mining Corp. has acquired the claims by option agreements with the owners. This report is prepared to describe assessment work on the Glen claims (soil geochemistry) and on the Rag claims (road construction). Assessment was filed on the Rag claims by grouping from physical work performed on the Hope, Boo and Best claims (Caribou Property) on Caribou Creek. The work programs were supervised by B. Harris.

The Freegold Mountain area lies along the Big Creek Fault Zone, a regional structure closely associated with porphyry copper-gold deposits and hosting gold bearing stockwork bodies and gold-quartz veins. Prospectors discovered the Laforma and Caribou quartz veins in the early 1930's. More recent discoveries include the Antoniuk, Nucleus and Revenue low-grade gold stockwork deposits.

The Glen claim soil geochemistry added to geochemical sampling completed in 1994. Combined, the sampling has located several promising gold-silver-copper-lead-zinc-arsenic anomalies which may overlie mineralized quartz veins or shear zones. The anomalous area should be surveyed by grid geochemistry and geophysics.

The work program at Caribou Creek consisted of upgrading the access road to permit dump trucks to haul material from the Caribou Creek quartz vein to the Laforma mill.

INTRODUCTION

Exploration on the Glen claims was completed between July 10-15, 1996 and the road construction at Caribou Creek was undertaken from May 15-30, 1996. Mr. B. Harris of Whitehorse directed the work programs which employed the following personnel:

Glen Claims; (soil sampling)

B. Harris-prospecting, sampling
Jason Lorensen-sampler
Trask Brown-sampler

Hope, Boo and Best Claims; (road construction)

I Can Dig It Contractors Ltd.
P. Veenhoff-supervisor

The Glen claims exploration work was funded by La Rock Mining Corp. under terms of an agreement with Mr. B. Harris. La Rock is exploring the Rag, Elephant, Castle and Glen claims. The Caribou Creek work was funded by Midnight Mines Ltd. The properties lie on and around Freegold Mountain in the Dawson Range of the central Yukon.

This report is prepared to describe and present the results of work completed by Midnight Mines Limited; Mr. B. Harris has provided locations of soil sample lines and a general outline of the work programs. The writer has worked on the subject properties and in the Dawson Range since 1984. The most recent visit to the area was in 1995 on evaluations of the Caribou Creek property and a placer magnetometer survey on Guder Creek. In 1994 the writer inspected an adit driven on the Caribou Creek quartz vein and examined cat trenches on the Goldstar, Glen and Rag claims on Freegold Mountain.

LOCATION AND ACCESS

The properties are located in the Dawson Range on the western end of Freegold Mountain, approximately 65 kilometers northwest of Carmacks on NTS Map Sheets 115 I-6 at latitude 62 18'N and longitude 137 06'W. Figures 1 & 2 show the property locations.

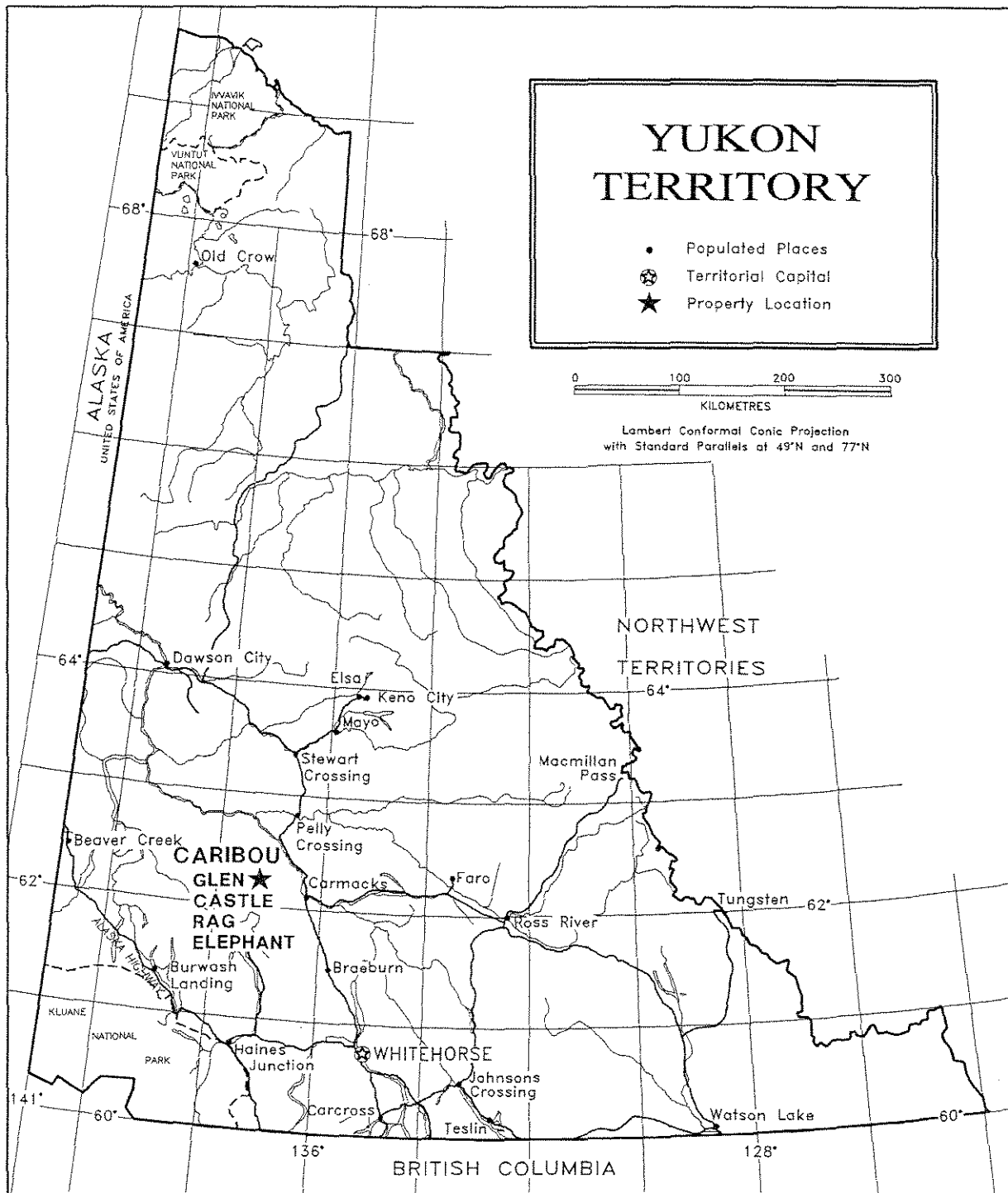
The claims are accessible via the Freegold Road, a government maintained gravel road. Side roads provide excellent access to the claim groups. The total road distance from Carmacks to the area is 90 kilometers.

PHYSIOGRAPHY

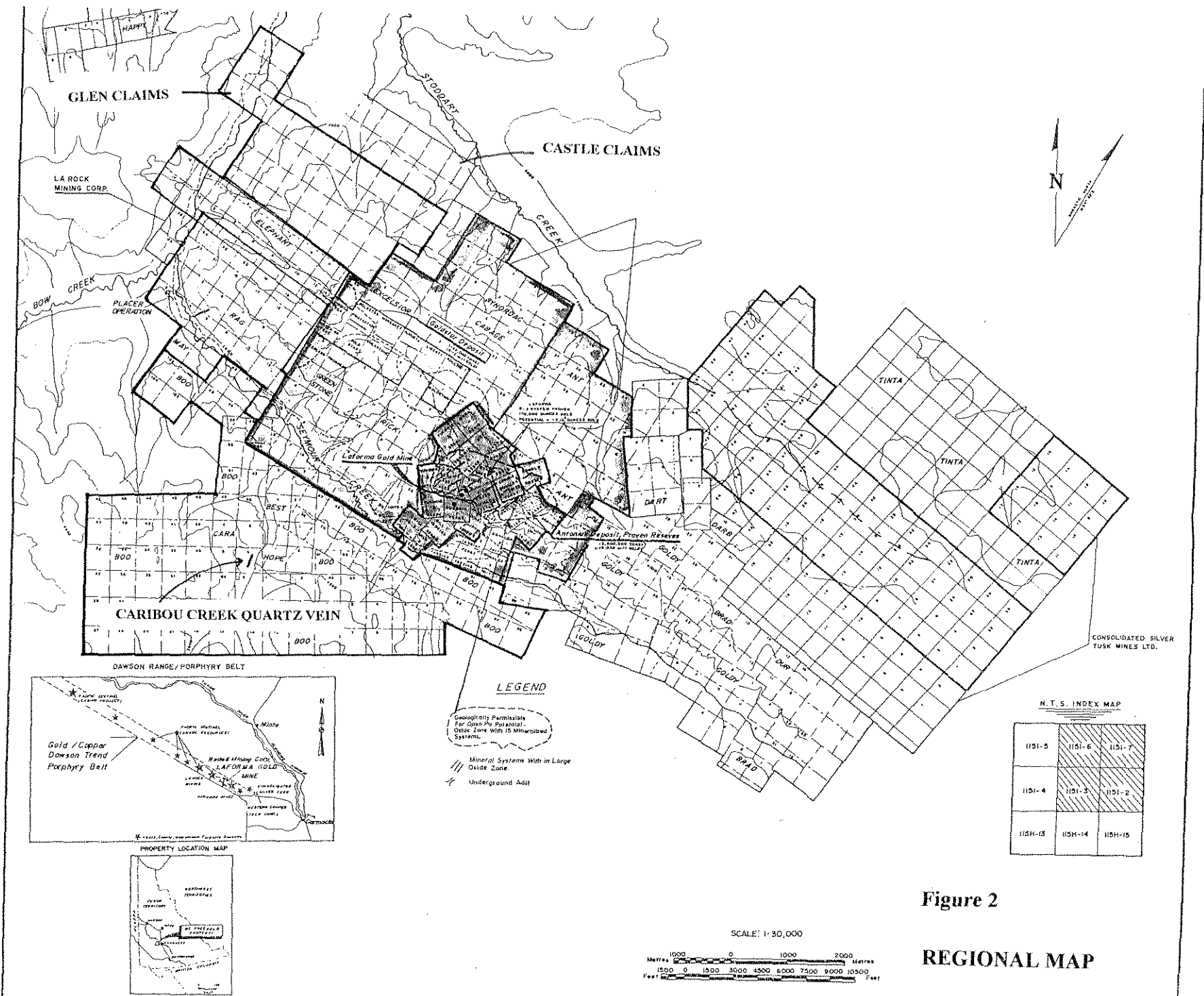
The Freegold Mountain area features large, well rounded hills and ridges of the Dawson Range of the Coast Mountains. Valley floors are flat and swampy, and valley walls rise sharply to the upland areas. Elevations range from 750 meters in the Seymour Creek valley to the summit of Freegold Mountain at 1,450 meters. Glaciation has had a limited effect; most of the area remained ice-free during the last Ice Age. The Seymour Creek valley formed a spillway for meltwater originating in the southeast.

The claims lie at the west end of Freegold Mountain where the upland area slopes down to Seymour Creek. The Rag claims cover a ridge top and the southwesterly facing slope above Seymour Creek. The ridges are broad and gently sloping with buck brush and spruce forest while southerly facing slopes feature thickets of dwarf willow, alder and poplar with patchy spruce forest. The Elephant claims cover the Guder Creek valley which is covered in spruce forest. The Glen and Castle claims cover a broad gently sloping area at the western end of Freegold Mountain extending down a steep westerly facing slope to the Seymour Creek valley floor. The slopes are covered in black spruce and poplar. Swampy conditions prevail at higher elevations. Outcrop is sparse and is restricted to ridge crests and the steepest slopes. Northerly facing slopes and valley floors are often underlain by permafrost, which hinders trenching and road building.

The Freegold area has a northern interior climate with long cold winters and moderate precipitation. The exploration season lasts from May until October.



Midnight Mines Ltd.		
LOCATION MAP		
Caribou Property - Glen, Castle, Rag & Elephant Claims		
<i>Graham Davidson, Consulting Geologist</i>		
SCALE: 1 : 6 000 000		DATE: Dec. 16, 1996
NTS: 115 1/3, 1/6	DRAWN:	FIGURE 1



PROPERTY

The claims are located in the Whitehorse Mining District and details of the individual claim groups are listed in Table 1 (see Figures 3a, 3b, 3c). Claim posts and claim lines for the Rag and Glen claims were found to be well located with posts standing up. Claim lines and posts have not been examined on the Elephant and Castle claims.

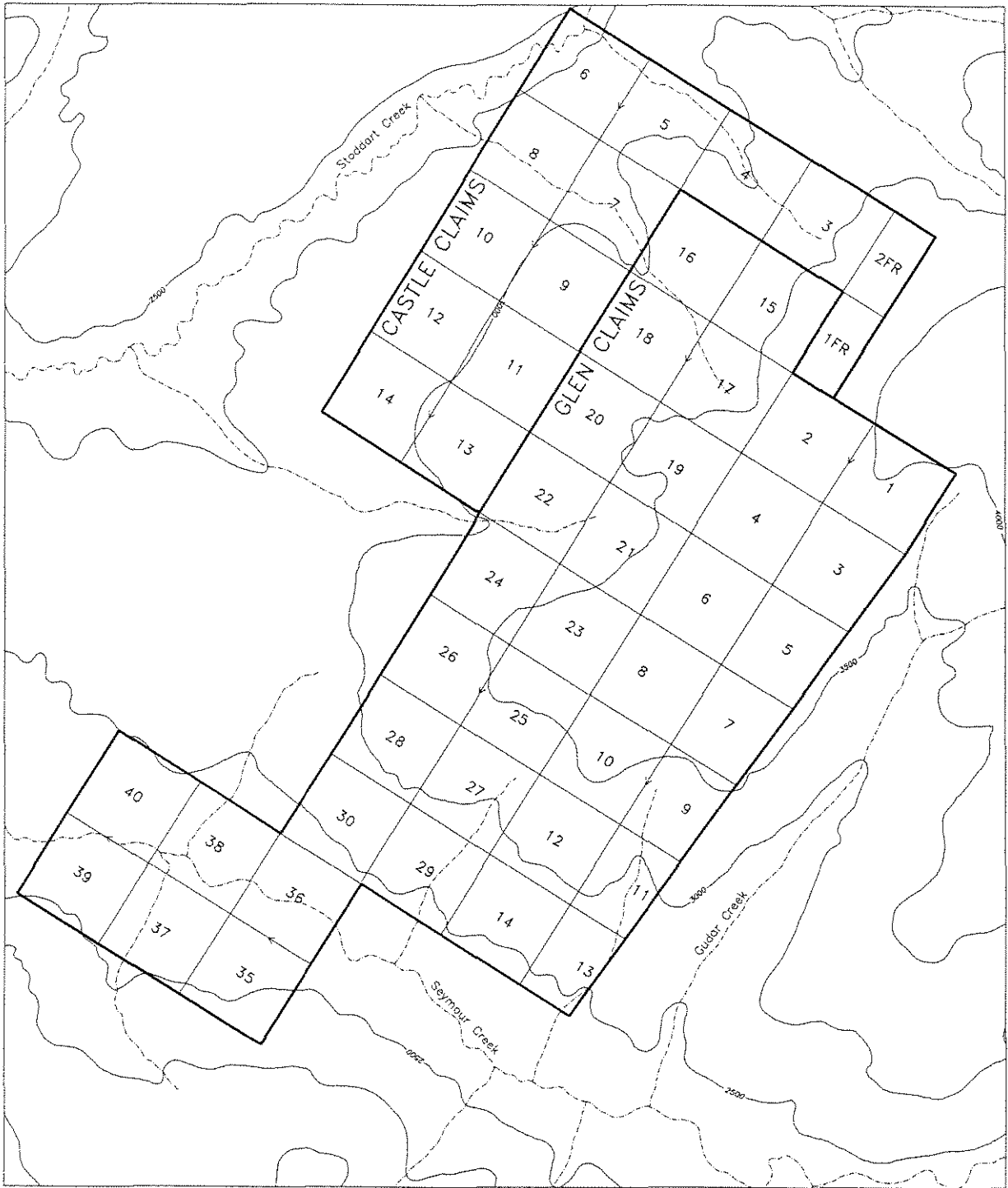
TABLE 1-PROPERTY DATA

CLAIM NAME	RECORD NUMBER	EXPIRY DATE (*applied for)	REGISTERED OWNER
RAG 1-24	YA86809-832	*Nov.30, 1997	B. Harris
RAG 25-26	YB46562-563	*Dec. 8, 1997	B. Harris
RAG 27-28	YA93755-756	*Nov. 30,1997	B. Harris
MAY 1	YB46564	Dec. 8, 1997	B. Harris
MAY 3	YB46565	Dec. 8, 1997	B. Harris
ELEPHANT 1-4	YA86794-797	May 22, 2001	La Rock Mining Corp.
ELEPHANT 5-14	YA86798-807	May 22, 2003	La Rock Mining Corp.
ELEPHANT 15-18	YA96415-418	Oct. 20,1999	La Rock Mining Corp.
ELEPHANT 19-20	YA96413-414	Oct. 20,1999	La Rock Mining Corp.
Glen 1-30	YB46680-709	*July 19,1997	G. Harris
Glen 35-40	YB46710-715	*July 19,1997	G. Harris
Castle 1-14			B. Harris

REGIONAL GEOLOGY

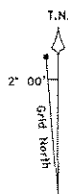
The Freegold Mountain area lies in the Yukon-Tanana Terrane, a complex assemblage of siliclastic, metavolcanic and metaplutonic rocks intruded by Mesozoic and Tertiary volcanic and plutonic suites. The northwest bearing Big Creek Fault, a regional structure crosses Freegold Mountain and is the locus of Cu-Au mineralization associated with skarns, stockworks and mafic to felsic intrusions of the Dawson Range Batholith and Carmacks Group.

The Caribou Creek and Freegold areas are primarily underlain by syenite and monzonite of the Early Jurassic Mount Freegold Meta-Plutonic Suite and by Casino granodiorite of the Early Cretaceous Dawson Range Plutonic Suite (see Figure 4). Volcanic flows, stockworks and dykes of the Cretaceous Carmacks Group intrude and overlie the older plutonic rocks.



LEGEND

- elevation contour interval, (500 feet)
- stream, creek
- 4-wheel drive road
- claim group boundary
- claim line
- camp location



Midnight Mines Ltd.

**GLEN & CASTLE CLAIMS
Claim Map**

Graham Davidson, Consulting Geologist

SCALE: 1 : 30,000

DATE: Dec. 16, 1996

NTS: 115 1/6

DRAWN:

FIGURE 3

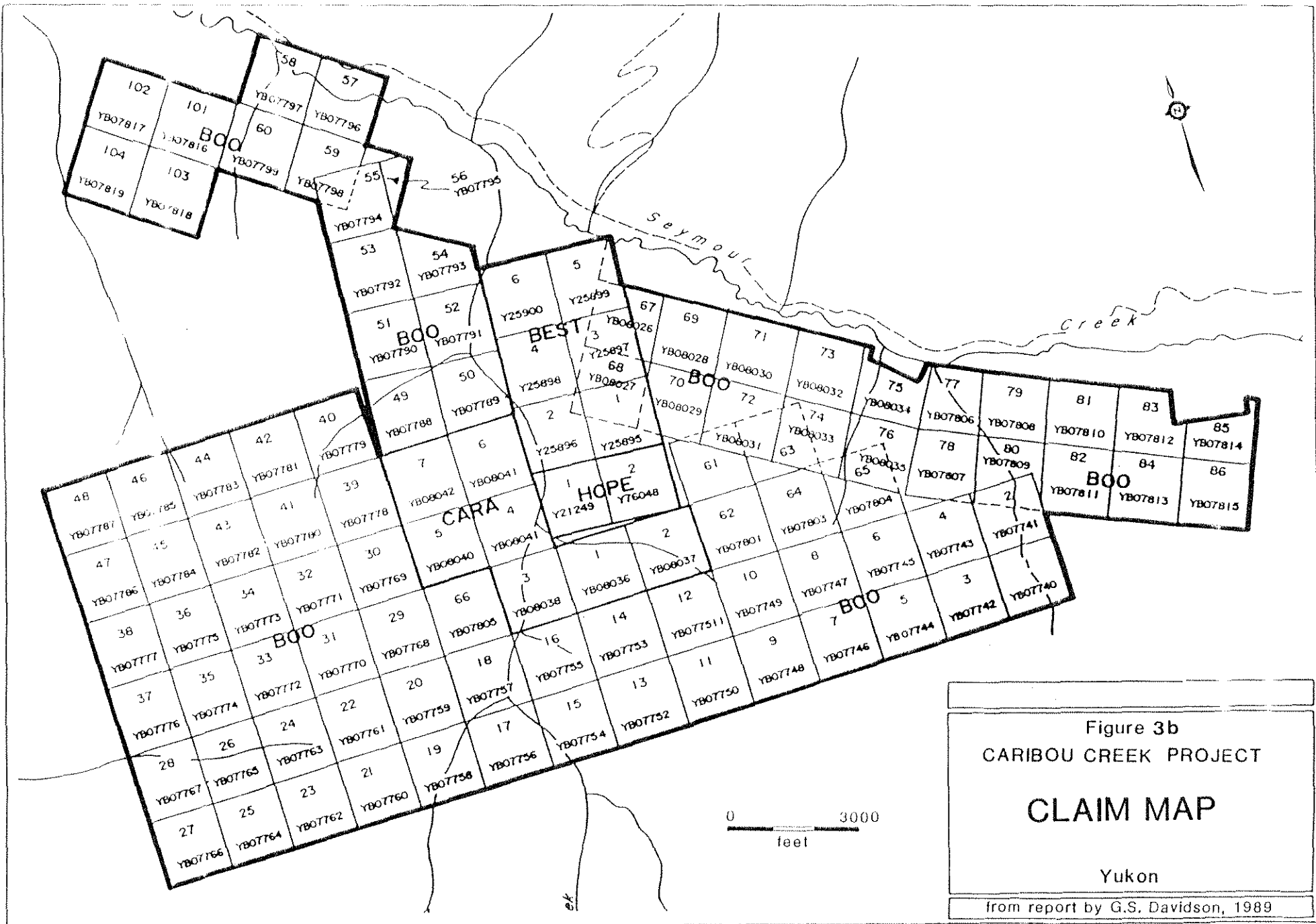


Figure 3b
 CARIBOU CREEK PROJECT
CLAIM MAP
 Yukon
 from report by G.S. Davidson, 1989

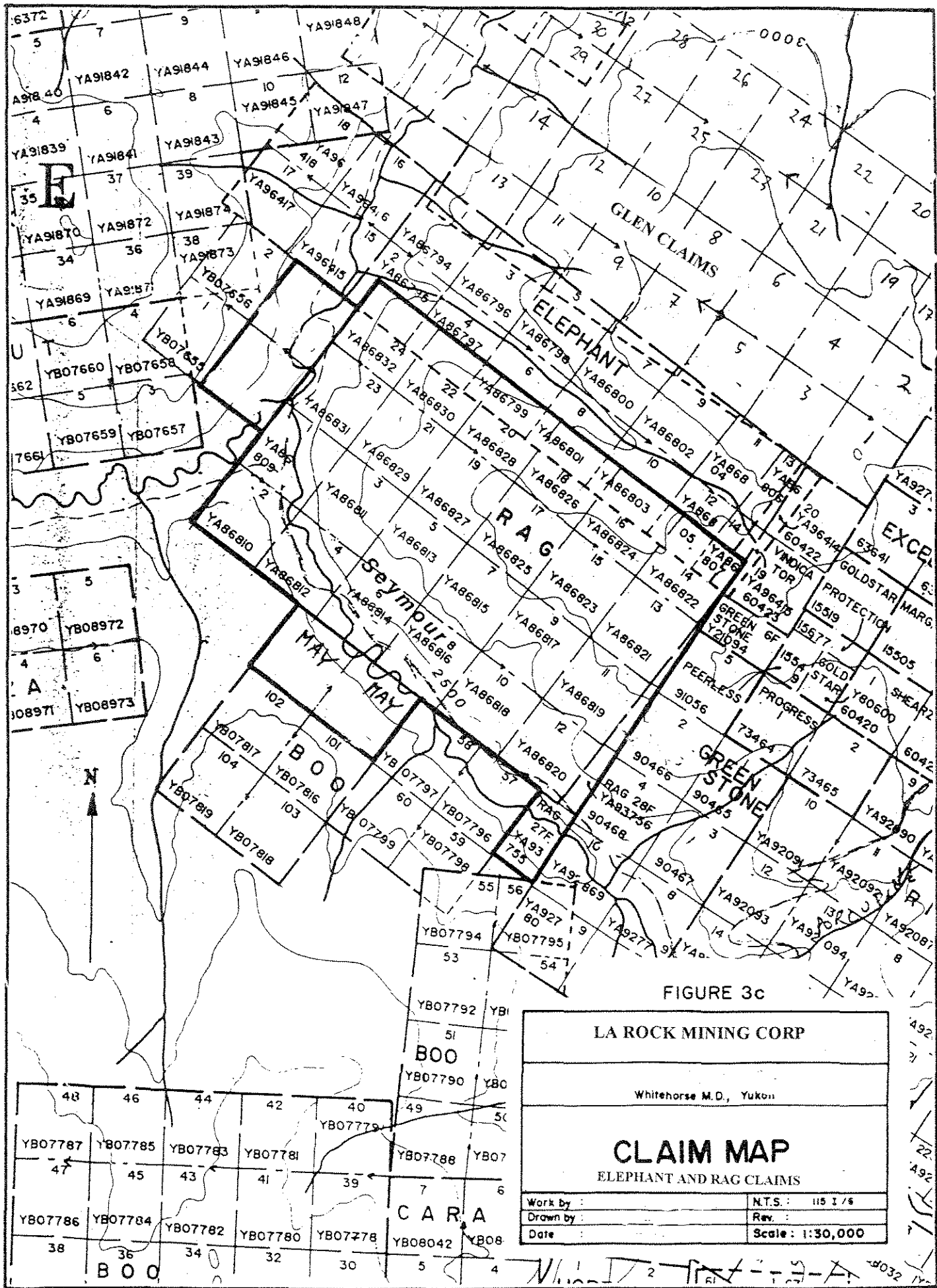
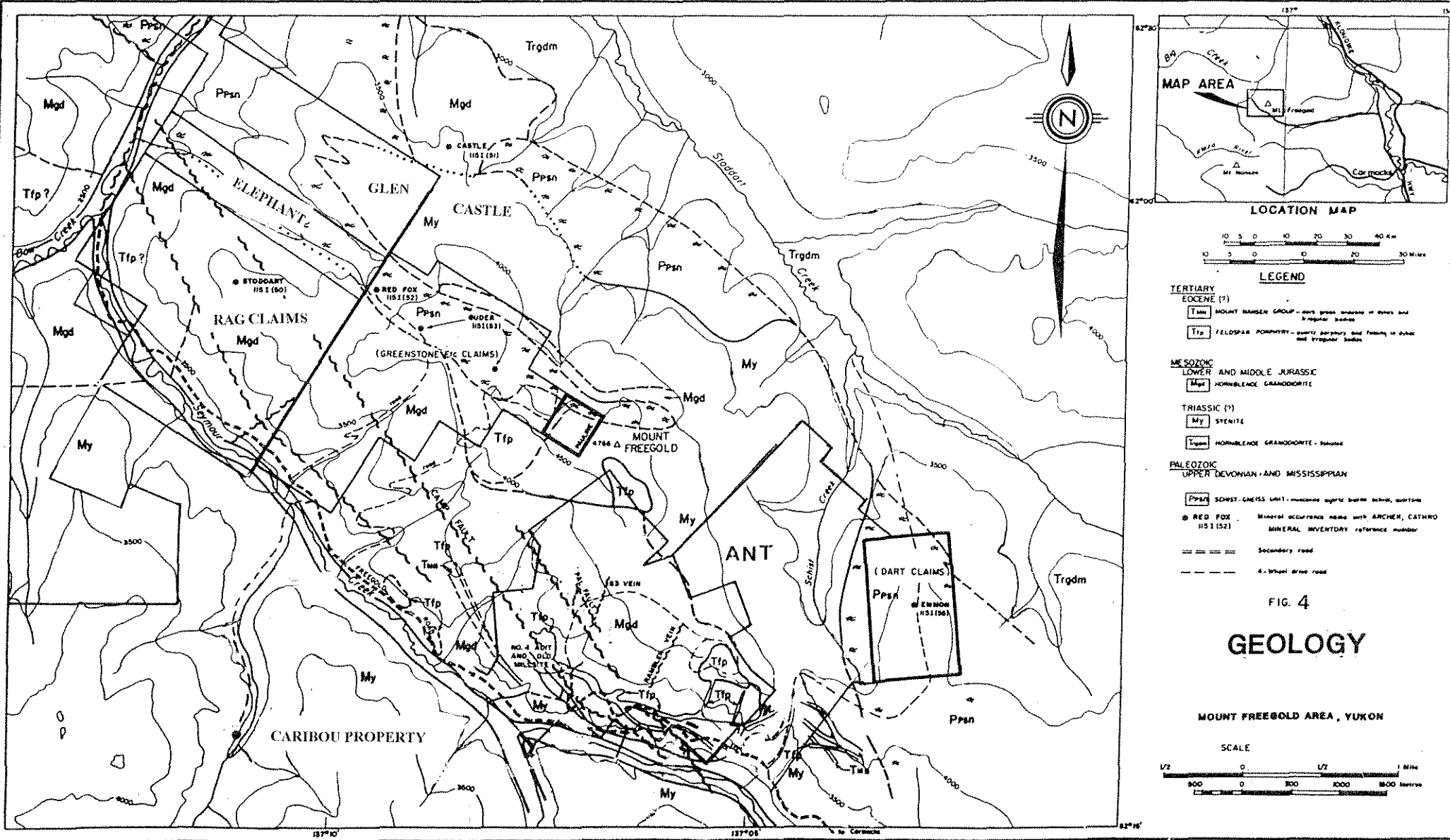


FIGURE 3c

LA ROCK MINING CORP	
Whitehorse M.D., Yukon	
CLAIM MAP	
ELEPHANT AND RAG CLAIMS	
Work by :	N.T.S. : 115 I / 6
Drawn by :	Rev. :
Date :	Scale : 1:30,000



CARIBOU PROPERTY

RAG CLAIMS

ELEPHANT

GLEN CASTLE

ANT

(DART CLAIMS)
 Ppsn
 MENNON 15 I (198)

(GREENSTONE BELT CLAIMS)

MOUNT FREEGOLD

RED FOX 15 I (52)

STODDART 15 I (90)

NO. 4 ANT AND OLD MOUNTAIN

RED VEIN

TRIGDM

Tfp

Ppsn

My

Trgdm

Mgd

Ppsn

Trgdm

My

Tfp

Mgd

Trgdm

Ppsn

My

Trgdm

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Three types of mineralization occur in the Mount Freegold area; low-grade gold bearing felsic stockwork bodies associated with younger intrusive rocks, higher grade gold bearing quartz veins, and gold bearing magnetite skarns. At Antoniuk, gold mineralization occurs in a felsic stockwork body within Carmacks Group igneous rocks. The stockwork is altered containing 1-2% pyrite as disseminations and in thin quartz veinlets. Gold values grade 1.16gpt while silver values in the stockwork are up to 90gpt. At Laforma, free gold and electrum occur in the G-3 quartz vein with average grade of 15.1gpt. Magnetite skarn occurs on the Augusta claim containing free gold in vuggy and limonitic magnetite. Sporadic very high gold assays have not been duplicated by drilling of the skarn.

HISTORY

Prospector P.F. Guder first discovered gold bearing rock on the west side of Freegold Mountain in 1930. He located the Augusta claim over an auriferous magnetite showing and proceeded to dig hand pits and shafts along the structure. On hearing of the find, prospectors rushed into the region, staking over 100 claims in the autumn and winter of 1930-1931.

The Laforma quartz vein was discovered on the southeast side of Freegold Mountain and was developed by the N. A. Timmins Corporation from 1934-1935. In 1935 the Yukon Consolidated Gold Corporation acquired the Laforma property and continued the underground development.

Seymour, Cabin and Caribou Creeks were first prospected for placer gold in 1930's by Guder and associates. They sunk numerous shafts along the narrow steep sided valleys. On finding boulders of quartz containing visible gold at the bottom of a small gulch (Rabbit Gulch) they began trenching the side hill. The bedrock source was located above Caribou Creek and staked as the Dark Moth claim in 1937 by W. Teare. A gravity fed stamp mill was constructed by T.C. Richards and E. Keobke to process hand picked ore from an open cut and adit. In 1938 twelve tons of high grade quartz was milled, producing 88 ounces of gold.

In the winter of 1938-1939 the milling equipment was moved from Caribou Creek to the Laforma property. Development at Laforma continued through the 1940's and 1950's with periodic production. In 1965-1966, Ormsby Mines Ltd. redeveloped the Laforma mine and processed 5,938 tons of ore grading 7.65gpt (0.27 oz/t) gold and 27.2gpt (0.96 oz/t) silver. Published reserves at Laforma are 180,000 tonnes grading 11gpt (0.39 oz/ton) gold. Extensive underground and surface exploration at Laforma from 1994-1996 was undertaken by Redell Mining Company. This work included restoration of the underground levels and construction of a mill however operations have stopped due to financial difficulties.

In the late 1960's exploration focused on porphyry copper occurrences in the Dawson Range. Well developed leached caps were recognized, overlying highly fractured porphyry copper deposits. These leached caps became exploration targets in the 1980's when the Antoniuk, Revenue and Nucleus low grade gold prospects were outlined. The Antoniuk deposit was identified in 1974 by a strong Cu-Ag-As-Pb-Zn soil geochemical anomaly over a 500 x 300 meter area. In 1986 the deposit was delineated by diamond drilling.

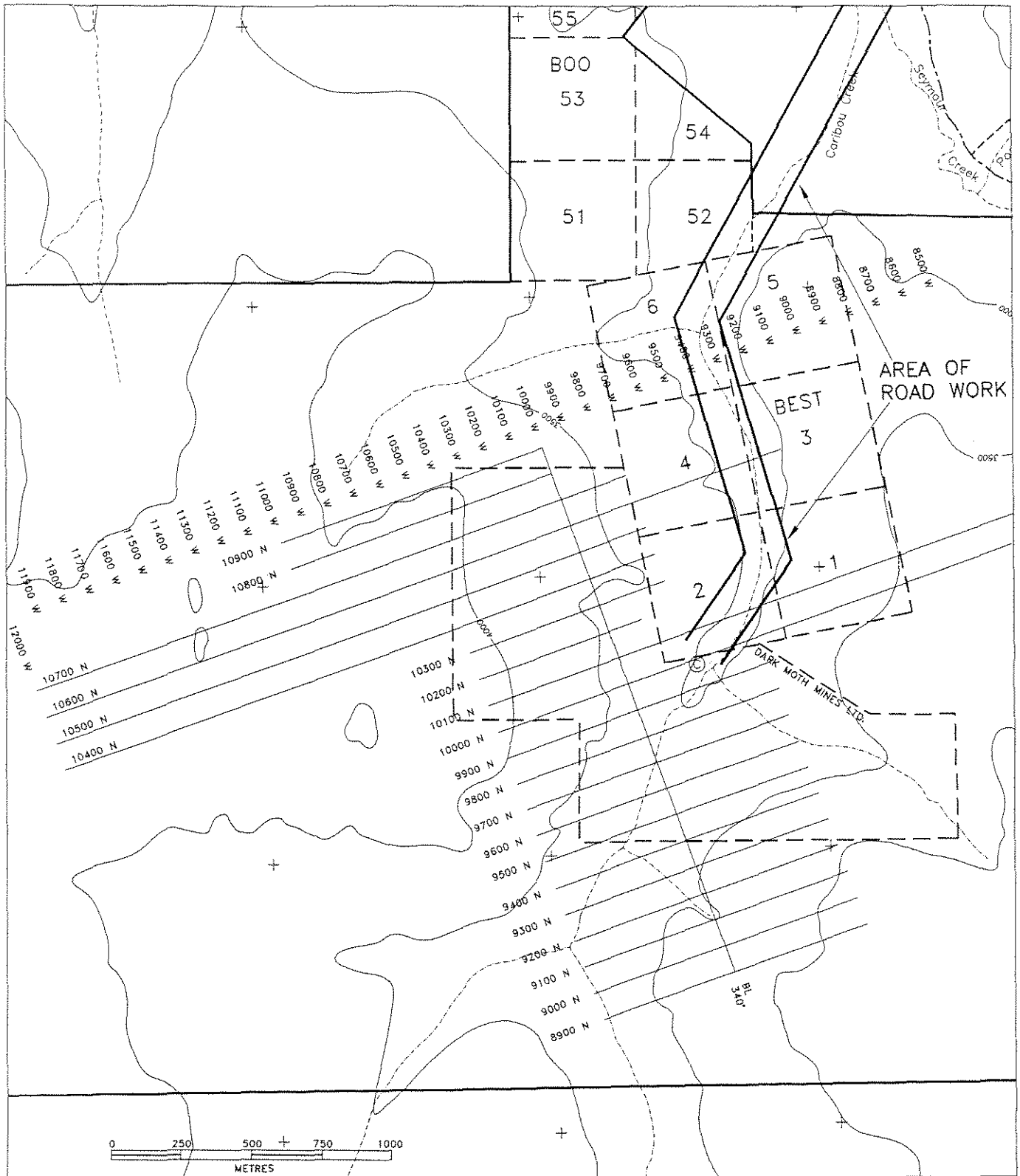
At the Caribou property, 31 diamond drill holes (1,500 meters) were completed between 1988-1989. The drilling outlined a high grade gold bearing quartz vein stockwork occurring along a shear zone at the contact between a graphitic siltstone and underlying volcanic or igneous rocks. An attempt to mine the stockwork in a large open cut in 1992 proved unsuccessful. In 1994 Dark Moth Mines Ltd. drove an adit on the quartz vein stockwork intersecting the zone at 15 meters and then drifted along the stockwork zone for 15 meters to the south and 25 meters to the north. Approximately 150 tons of ore is stockpiled at the mouth of the adit. A test mill was set up bellow the adit and several trial runs of high grade ore were processed. About 170 grams of gold was produced from 3 tons of ore.

Numerous mineral claims have covered the Freegold area and the main quartz veins and skarns have been held since the 1950's. Most of the larger claim blocks presently in good standing were acquired in the 1980's. Previous work consists of geophysical and geochemical surveys, trenching and diamond drilling. Geochemistry and prospecting have been the primary methods of locating mineralization in the district. The area of the Glen, Castle and Elephant claims was staked as the Sun claims in 1969 by Montana Mines Limited, as the Car claims in 1974 by the Carmacks Syndicate, and as the EYM claims by Chevron Canada Resources Limited in 1985. Limited exploration outlined erratic Au-Cu geochemical anomalies in association with altered granodiorite.

1996 EXPLORATION PROGRAM

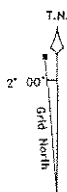
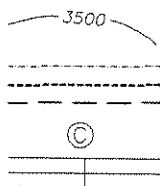
INTRODUCTION

On the Glen claims, soil samples were collected from July 10-15, 1996, while cat trenching and road building was undertaken on the Caribou property from May 15- 30, 1996. A camp at Caribou Creek was used for accommodations. Figure 5 shows the location of physical work on the Caribou property and Figure 6 shows the Glen claim sample plan. A total of 100 soil were collected from the B horizon at 25 meter intervals alongside the Glen claims access road and two side roads. All samples were analyzed by Northern Analytical Laboratories Limited and Certificates of Analyses are presented in Appendix I.



LEGEND

- elevation contour
- interval, (500 feet)
- stream, creek
- 4-wheel drive road
- Dark Moth Mines Ltd.
- Property Boundary
- camp location
- VLF-EM survey grid



Midnight Mines Ltd.

CARIBOU PROPERTY

Graham Davidson, Consulting Geologist

SCALE: 1 : 20,000

DATE: Dec. 16, 1996

NTS: 115 1/3, 1/8

DRAWN:

FIGURE 5

On the Hope, Boo and Best claims road work was performed by D-8 bulldozer, two back hoes, dump truck and grader owned by I Can Dig It Contracting Ltd. Approximately 2,000 cubic meters of material was moved each day in rebuilding the access road to the Caribou Creek quartz vein. Approximately 300 hours of cat and back hoe work was performed on the Boo 52, Hope, Best 2, 4 and 6 claims.

PROPERTY GEOLOGY

The claims are underlain by Mesozoic plutonic rocks of the Klotassin Suite intruded and overlain by Cretaceous to Tertiary igneous and sedimentary rocks of the Carmacks Group. The most common unit in the area is a fresh, coarse-grained syenite (**JMy**) which generally contains large phenocrysts of pink orthoclase in a coarse matrix of hornblende and plagioclase feldspar. Accessory minerals include quartz, magnetite, epidote and chlorite. Lenses of amphibolite and gneiss occur within the syenite. Quartz monzonite (**JMqm**) is less common than the syenite. It consists of equigranular medium-grained plagioclase, hornblende and quartz and is weakly to strongly foliated. Sericite, kaolinite and chlorite alteration zones are present in the quartz monzonite. Volcanic plugs and dykes (**uKC**) are andesitic to rhyolitic with quartz and feldspar phenocrysts.

The Dawson Range is covered by a layer of light gray ash anywhere from several centimeters to a meter thick. This layer effectively blocks surface enrichment in precious or base metals. Soil samples must be taken below the ash layer to be meaningful.

On the Rag claims rhyolite sills and dykes intrude quartz monzonite, granodiorite and a distinctive coarse grained syenite. Quartz veining is located along shear zones trending northwest-southeast in quartz monzonite. The footwall contact is marked by slickensides and an orange to red clay layer of variable thickness. Quartz-chalcedony occurs as anastomosing veins and stockwork in alteration zones. The hanging wall is poorly defined but is marked by fractures and a decrease in the amount of quartz veining. Quartz veins are present wherever the shear zone has been exposed by trenching or road cuts. Above the Seymour Creek road a trench dug in 1994 exposes galena and sphalerite in a quartz breccia vein. Other trenches higher on the hillside uncovered quartz vein stockworks however gold values were spotty with no significant mineralization defined.

The Elephant claims are underlain by quartz monzonite and a band of magnetite skarn. The skarn zone has been traced across Guder and Seymour Creeks and has a westerly trend. Mineralized quartz float samples have been uncovered by placer stripping on Guder Creek but the source of these samples has not been found. The samples contain bands of coarse arsenopyrite grains with less chalcopyrite and sphalerite in quartz-chalcedony veins.

The Glen and Castle claims are underlain by quartz monzonite of the Freegold Meta-Plutonic Suite intruded by felsic quartz eye porphyry. Narrow bands of skarn outcrop as rusty black foliated rock in the granitic rocks. The individual rock units are described as follows.

TABLE OF FORMATIONS

CRETACEOUS

Carmacks Group

uKC -Felsic volcanic plugs and dykes

This unit consists of dark green andesite and andesite stockwork and fine-grained flow banded rhyolite and fine-grained pink felsite to felsite stockwork which exhibits sharp unaltered contacts in syenite. Both units outcrop at the Antoniuk deposit and to the northwest on several ridge crests.

Black sediments and volcanics; Mainly graphitic siltstone with very minor silty sandstone; intercalated with and intruded by a number of highly altered porphyritic volcanic bodies composed of quartz and feldspar phenocrysts in a muscovite matrix. In places sericite mats replace the feldspar. The graphitic siltstone contains terrestrial fossils including grasses, stems, twigs and leaves. This unit hosts auriferous quartz veins at Caribou Creek.

JURASSIC (?)

Mount Freegold Meta-Plutonic Suite

Jgd - Hornblende Granodiorite

Medium-grained equigranular granitic rock containing 10-15% hornblende.

JMy-Syenite and JMqm-quartz monzonite

JSkn-Magnetite and goethite skarn

GEOCHEMISTRY (GLEN CLAIMS)

In 1994, a soil line run alongside the access road produced one strong anomaly and several weaker responses (see Figure 6). Samples at 17+50W and 17+75W carried 258 and 574ppb gold respectively and strongly anomalous values in Ag-As-Pb-Zn-Cu. The anomaly should overlie a mineralized quartz vein which may be visible in the road cut with a little digging.

In 1996 this sample line was extended to the west from 20+00W to 27+25W and gaps in the line were filled in from 0+00W to 2+50W and from 8+75W to 13+00W. Two additional sample lines were run from 0+00N to 5+00N and from 0+25S to 4+75S as shown on Figure 6. A weak to moderate strength but patchy geochemical anomaly in Au-Ag-Cu-Pb-Zn-As is present from 19+50-25+25W. A peak high for gold at 403ppb was recorded at 0+50N and arsenic values were moderately anomalous at this location.

Weaker geochemical responses coincide with narrow bands of amphibolite skarn or silicified shear zones in the granitic rocks.

RECOMMENDATIONS

The primary targets on the properties are auriferous skarns, volcanic stockwork bodies and quartz veins. Prospecting, Geochemistry, VLF-EM and magnetometer surveys are recommended over the Glen, Elephant and Castle claims on a grid with north-south lines spaced 100 meters apart. The following exploration program is recommended:

Geological mapping	\$3,500.00
Prospecting,	2,500.00
Grid work, 20 km of flagline grid	5,000.00
Geochemistry, 400 samples	10,000.00
Geophysics, 20 km VLF-EM and magnetometer	6,000.00
Camp and supplies	2,500.00
Transportation	1,500.00
Report and maps	2,500.00
Contingency, 10%	<u>3,500.00</u>
TOTAL BUDGET	\$37,000.00

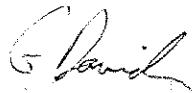
CERTIFICATE

I, GRAHAM DAVIDSON, of the City of Whitehorse, in the Yukon Territory, HEREBY CERTIFY:

1. That I am a consulting geologist and that I have worked on the subject properties and in the Freegold Mountain area since 1985.
2. That I am a graduate of the University of Western Ontario (H. BSc., Geology, 1981).
3. That I am registered as a Professional Geologist by the Association of Professional Engineers, Geologists & Geophysicists of Alberta (No. 42038).
4. That I have been engaged in mineral exploration on a full time basis for eleven years in the Yukon and Northwest Territories, and British Columbia.

SIGNED at Whitehorse, Yukon this 15 day of December, 1996.

G.S. DAVIDSON, P.Geol.

A handwritten signature in cursive script, appearing to read "G. Davidson", is written in black ink.

STATEMENT OF COSTS

Glen Claims

PERIOD: July 10-15, 1996

PERSONNEL:

B. Harris, 4 days	\$1,000.00
J. Lorenson, 3 days	600.00
T. Brown, 3 days	600.00

ANALYTICAL COSTS: (NAL)

100 soil samples	2,009.00
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TRANSPORTATION: Truck, fuel, mileage at \$100/day	400.00
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CAMP AND SUPPLIES: 10 mandays at \$60/day	600.00
---	--------

REPORT: Preparation, drafting, printing	1,250.00
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TOTAL COSTS	\$5,459.00
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Hope, Boo and Best Claims

Period: May 15-30, 1996

Hope; approximately 20 hours equipment time and 2,500 cubic meters moved;

Best 2; approximately 30 hours equipment time and 5,000 cubic meters moved;

Best 4; approximately 30 hours equipment time and 5,000 cubic meters moved

Best 6; approximately 20 hours equipment time and 3,000 cubic meters moved

Boo 52; approximately 10 hours equipment time and 1,500 cubic meters moved

Total 100 hours of equipment time for 2 back hoes, dump truck and D8 Cat at \$250/hour.

TOTAL COSTS \$25,000.00

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- Yukon Minfile, Standard Report, NTS 115I-6, DIAND

APPENDIX 1-CERTIFICATES OF ANALYSIS

05/07/96

Assay Certificate

Page 1

Bill Harris

WO#10346

Sample #	Au ppb	Ag ppm	Cu ppm	Pb ppm	Zn ppm	As ppm	Sb ppm
GC 0+00N	18	0.7	32	49	300	150	2
GC 0+25N	37	1.4	62	70	361	317	10
GC 0+50N	403	0.8	64	78	316	805	37
GC 0+75N	16	0.2	26	16	90	31	4
GC 1+00N	6	0.1	23	10	51	28	2
GC 1+25N	8	0.1	19	13	60	36	<2
GC 1+50N	77	1.4	44	95	197	341	7
GC 1+75N	14	0.2	19	43	129	134	4
GC 2+00N	26	0.4	42	41	163	164	5
GC 2+25N	44	0.8	47	33	178	47	4
GC 2+50N	47	0.8	53	23	96	43	3
GC 2+75N	31	0.5	32	27	201	78	4
GC 3+00N	31	1.9	37	67	207	66	6
GC 3+25N	75	3.3	66	81	176	188	9
GC 3+50N	35	3.0	47	91	119	81	7
GC 3+75N	40	1.2	63	36	114	46	2
GC 4+00N	26	0.7	52	25	93	44	2
GC 4+25N	28	0.9	44	22	84	40	4
GC 4+50N	27	1.0	37	31	117	43	3
GC 4+75N	35	0.7	48	24	99	54	4
GC 5+00N	26	0.8	36	30	98	50	3
GC 0+25S	84	0.3	33	15	69	51	2
GC 0+50S	52	0.4	66	28	87	128	7
GC 0+75S	27	0.4	33	22	91	50	<2
GC 1+00S	10	0.2	25	16	65	26	<2
GC 1+25S	15	0.2	23	12	61	30	<2
GC 1+50S	16	0.2	26	11	68	27	<2
GC 1+75S	17	0.6	37	39	77	34	<2
GC 2+00S	6	0.4	26	13	71	19	<2
GC 2+25S	70	1.0	17	14	57	16	<2

Certified by



05/07/96

Assay Certificate

Page 2

Bill Harris

WO#10346

Sample #	Au ppb	Ag ppm	Cu ppm	Pb ppm	Zn ppm	As ppm	Sb ppm
GC 2+50S	20	0.3	20	13	50	15	<2
GC 2+75S	46	0.4	19	13	54	15	<2
GC 3+00S	14	0.4	18	13	51	18	<2
GC 3+25S	7	0.4	35	10	66	20	<2
GC 3+50S	11	0.2	74	13	184	20	5
GC 3+75S	11	0.2	38	9	76	17	<2
GC 4+00S	291	0.1	12	8	50	14	<2
GC 4+25S	8	0.1	22	8	47	22	<2
GC 4+50S	13	0.2	32	12	39	17	<2
GC 4+75S	7	0.2	16	6	42	14	<2
GC 0+00W	16	0.5	29	55	151	48	7
GC 0+25W	9	0.1	26	19	75	25	<2
GC 0+50W	<5	0.5	26	20	70	27	<2
GC 0+75W	<5	0.8	32	14	73	23	<2
GC 1+00W	15	0.3	21	14	51	14	<2
GC 1+25W	14	0.1	15	31	81	23	<2
GC 1+50W	9	0.7	24	25	78	23	<2
GC 1+75W	7	1.8	37	117	122	18	2
GC 2+00W	23	0.2	101	90	161	26	2
GC 2+25W	35	0.5	66	459	372	19	8
GC 2+50W	10	0.4	34	29	73	11	<2
GC 8+75W	9	0.9	114	45	144	19	<2
GC 9+00W	6	0.8	34	68	175	24	<2
GC 9+25W	22	1.3	120	237	544	29	5
GC 9+50W	9	0.4	39	75	240	10	2
GC 9+75W	<5	0.4	25	40	117	14	2
GC 10+00W	7	0.4	25	16	69	21	<2
GC 10+25W	8	0.8	104	66	191	60	6
GC 10+50W	50	0.3	39	82	312	34	2
GC 10+75W	8	0.5	37	32	146	26	2

Certified by



05/07/96

Assay Certificate

Page 3

Bill Harris

WO#10346

Sample #	Au ppb	Ag ppm	Cu ppm	Pb ppm	Zn ppm	As ppm	Sb ppm
GC 11+00W	<5	0.5	37	53	103	35	<2
GC 11+25W	6	0.1	52	21	133	38	<2
GC 11+50W	5	0.6	25	14	65	18	<2
GC 11+75W	8	0.5	21	22	79	17	<2
GC 12+00W	16	0.2	24	13	65	20	<2
GC 12+25W	8	0.2	38	14	65	25	<2
GC 12+50W	8	0.6	33	16	76	11	<2
GC 12+75W	<5	0.2	21	11	45	16	<2
GC 13+00W	33	0.2	58	52	95	105	2
GC 20+00W	54	0.7	28	23	185	79	2
GC 20+25W	55	0.5	53	56	293	204	<2
GC 20+50W	73	0.8	27	155	480	182	7
GC 20+75W	149	0.2	29	26	138	107	2
GC 21+00W	24	1.2	24	29	242	114	2
GC 21+25W	33	0.5	101	27	148	60	<2
GC 21+50W	42	0.9	94	94	396	482	2
GC 21+75W	48	0.5	48	31	261	172	3
GC 22+00W	50	3.9	66	683	478	52	2
GC 22+25W	42	0.6	130	73	8440	136	2
GC 22+50W	59	1.1	64	84	306	77	<2
GC 22+75W	36	1.3	28	156	804	120	<2
GC 23+00W	56	2.2	32	216	642	122	26
GC 23+25W	70	1.2	44	170	419	83	8
GC 23+50W	36	2.7	38	143	265	55	3
GC 23+75W	25	1.2	26	81	103	17	<2
GC 24+00W	40	1.0	28	109	196	14	<2
GC 24+25W	44	1.1	36	59	268	31	<2
GC 24+50W	76	0.8	18	72	232	80	3
GC 24+75W	120	1.1	21	88	165	96	4
GC 25+00W	127	5.3	482	89	135	64	3

Certified by 

05/07/96

Assay Certificate

Page 4

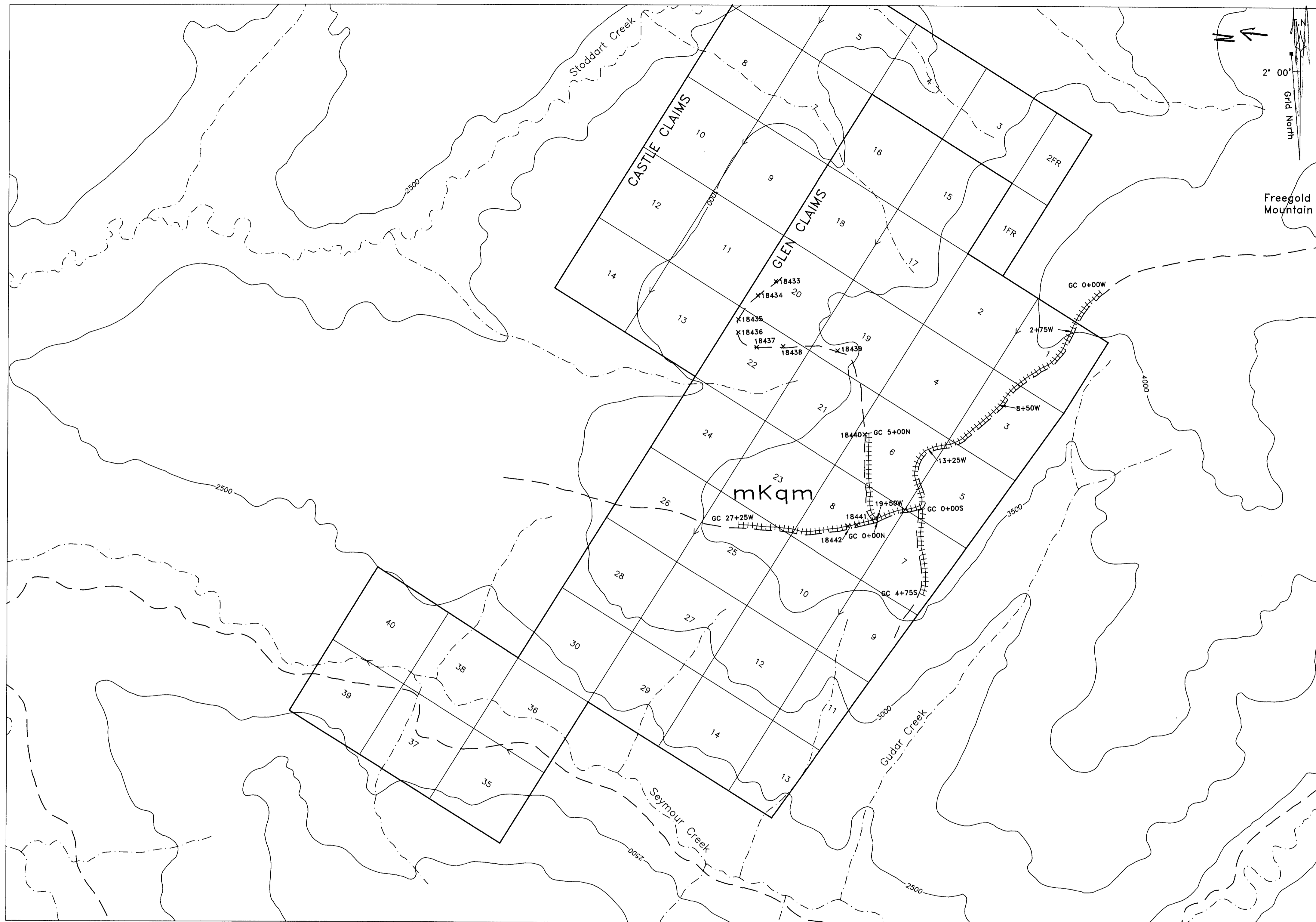
Bill Harris

WO#10346

Sample #	Au ppb	Ag ppm	Cu ppm	Pb ppm	Zn ppm	As ppm	Sb ppm
GC 25+25W	31	1.3	22	113	240	67	2
GC 25+50W	38	1.8	23	90	186	91	<2
GC 25+75W	27	0.6	18	51	130	109	<2
GC 26+00W	37	0.4	20	46	117	59	<2
GC 26+25W	10	0.2	16	26	85	36	<2
GC 26+50W	30	0.4	21	44	134	75	3
GC 26+75W	32	0.2	25	28	96	42	<2
GC 27+00W	9	0.2	15	14	61	25	<2
GC 27+25W	40	0.1	24	16	63	49	3

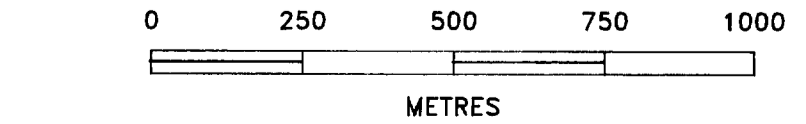
Certified by





SOIL SAMPLE RESULTS - 1996

GC 4+50S	13	0.2	32	12	39	17	<2	GC 11+00W	<5	0.5	37	53	103	35	<2
GC 4+75S	7	0.2	16	6	42	14	<2	GC 11+25W	6	0.1	52	21	133	38	<2
GC 0+00W	16	0.5	29	55	151	48	7	GC 11+50W	5	0.6	25	14	65	18	<2
GC 0+25W	9	0.1	26	19	75	25	<2	GC 11+75W	8	0.5	21	22	79	17	<2
GC 0+50W	<5	0.5	26	20	70	27	<2	GC 12+00W	16	0.2	24	13	65	20	<2
GC 0+75W	<5	0.8	32	14	73	23	<2	GC 12+25W	8	0.2	38	14	65	25	<2
GC 1+00W	15	0.3	21	14	51	14	<2	GC 12+50W	8	0.6	33	16	76	11	<2
GC 1+25W	14	0.1	15	31	81	23	<2	GC 12+75W	<5	0.2	21	11	45	16	<2
GC 1+50W	9	0.7	24	25	78	23	<2	GC 13+00W	33	0.2	58	52	95	106	2
GC 1+75W	7	1.8	37	117	122	18	2	GC 20+00W	54	0.7	28	23	185	105	2
GC 2+00W	23	0.2	101	90	161	26	2	GC 20+25W	55	0.5	53	56	293	79	<2
GC 2+25W	35	0.5	66	459	372	19	8	GC 20+50W	73	0.8	27	155	480	204	7
GC 2+50W	10	0.4	34	29	73	11	<2	GC 20+75W	149	0.2	29	26	138	182	2
GC 8+75W	9	0.9	114	45	144	19	<2	GC 21+00W	24	1.2	24	29	242	107	2
GC 9+00W	6	0.8	34	68	175	24	<2	GC 21+25W	33	0.5	101	27	148	114	<2
GC 9+25W	22	1.3	120	237	544	29	5	GC 21+50W	42	0.9	94	94	396	60	2
GC 9+50W	9	0.4	39	75	240	10	2	GC 21+75W	48	0.5	48	31	261	482	3
GC 9+75W	<5	0.4	25	40	117	14	2	GC 22+00W	50	3.9	66	683	478	172	2
GC 10+00W	7	0.4	25	16	69	21	<2	GC 22+25W	42	0.6	130	73	8440	52	2
GC 10+25W	8	0.8	104	66	191	60	6	GC 22+50W	59	1.1	64	84	306	136	<2
GC 10+50W	50	0.3	39	82	312	34	2	GC 22+75W	36	1.3	28	156	804	77	<2
GC 10+75W	8	0.5	37	32	146	26	2	GC 23+00W	56	2.2	32	216	642	120	26



LEGEND & SYMBOLS

- elevation contour 2500
- interval, (500 feet)
- stream, creek
- 4-wheel drive road
- claim group boundary
- claim line
- soil sample line, sample location
- rock sample location, number x18433
- LOWER CRETACEOUS
Dawson Range Batholith - Freegold Meta-Plutonic Suite
- mKqm quartz monzonite

SOIL SAMPLE RESULTS - 1994

Sample #	Au ppb	Ag ppm	Cu ppm	Pb ppm	Zn ppm	As ppm	Sb ppm
GC 2+75W	<5	1.0	20	40	86	12	<1
GC 3+00W	24	3.1	24	42	83	19	<1
GC 3+25W	19	0.6	24	32	101	<10	<1
GC 3+50W	41	1.8	31	33	58	12	<1
GC 3+75W	1.0	0.5	27	33	93	13	<1
GC 4+00W	33	2.2	62	52	157	17	<1
GC 4+25W	19	1.5	46	121	191	29	<1
GC 4+50W	31	3.9	89	194	172	17	<1
GC 4+75W	14	1.1	29	191	179	15	<1
GC 5+00W	9	1.0	52	115	120	146	<1
GC 5+25W	8	0.9	42	92	140	16	<1
GC 5+50W	10	0.8	36	63	92	16	<1
GC 5+75W	11	0.5	26	50	85	20	<1
GC 6+00W	25	0.8	47	91	74	13	<1
GC 6+25W	21	0.5	24	32	85	17	<1
GC 6+50W	165	0.8	28	115	189	26	<1
GC 6+75W	20	0.5	25	36	61	14	<1
GC 7+00W	11	0.6	22	21	48	24	<1
GC 7+25W	9	1.2	67	225	244	52	5
GC 7+50W	13	1.8	27	88	250	17	<1
GC 7+75W	30	0.8	73	350	629	30	<1
GC 8+00W	<5	1.4	33	28	84	24	<1
GC 8+25W	<5	1.0	29	146	574	18	1
GC 8+50W	<5	1.5	28	62	107	27	<1
GC 13+25W	19	0.6	22	14	61	20	<1
GC 13+50W	15	0.9	32	16	72	25	<1
GC 13+75W	10	1.1	18	11	65	17	<1
GC 14+25W	12	0.7	59	18	154	37	11
GC 14+50W	39	0.9	56	26	112	64	11
GC 14+75W	34	1.0	24	17	66	29	2
GC 15+00W	17	0.7	21	14	55	34	3
GC 15+25W	16	0.8	17	16	55	19	<1
GC 15+50W	51	3.0	55	136	124	67	9
GC 15+75W	12	0.9	29	19	44	26	4
GC 16+00W	18	0.9	35	12	56	37	1
GC 16+25W	47	2.1	45	23	74	138	9
GC 16+50W	23	1.2	35	47	198	214	5
GC 16+75W	12	1.0	23	16	73	118	4
GC 17+00W	33	1.1	52	116	247	469	16
GC 17+25W	28	1.5	35	42	121	410	5
GC 17+50W	258	21.3	41	340	213	3790	46
GC 17+75W	574	3.0	197	161	675	2040	17
GC 18+00W	5	0.9	27	40	223	110	1
GC 18+25W	18	0.9	36	62	238	216	7
GC 18+50W	15	0.9	19	19	437	113	3
GC 18+75W	24	0.7	31	28	109	87	3
GC 19+00W	6	0.9	20	21	82	37	<1
GC 19+25W	0.6	0.6	41	36	127	29	8
GC 19+50W	24	1.7	84	129	403	440	5

ROCK SAMPLE RESULTS - 1994

Sample #	Au ppb	Ag ppm	Cu ppm	Pb ppm	Zn ppm	As ppm	Sb ppm
18433	27	0.9	32	20	59	<10	1
18434	<5	0.5	25	10	56	20	1
18435	15	1.6	10	67	45	<10	1
18436	1164	>50.0	1643	5470	762	724	804
18437	28	13.7	35	207	33	44	8
18438	17	2.9	18	70	68	<10	3
18439	62	1.0	6	9	10	<10	4
18440	7	0.7	10	15	64	32	4
18441	21	0.8	25	14	84	54	10
18442	17	1.0	8	107	206	61	<1

SOIL SAMPLE RESULTS - 1996

GC 0+00N	18	0.7	32	49	300	150	2
GC 0+25N	37	1.4	62	70	361	317	10
GC 0+50N	403	0.8	64	78	316	805	37
GC 0+75N	16	0.2	26	16	90	31	4
GC 1+00N	6	0.1	23	10	51	28	2
GC 1+25N	8	0.1	19	13	60	36	<2
GC 1+50N	77	1.4	44	95	197	341	7
GC 1+75N	14	0.2	19	43	129	134	4
GC 2+00N	26	0.4	42	41	163	164	5
GC 2+25N	44	0.8	47	33	178	47	4
GC 2+50N	47	0.8	53	23	96	43	3
GC 2+75N	31	0.5	32	27	201	78	4
GC 3+00N	31	1.9	37	67	207	66	6
GC 3+25N	75	3.3	66	81	176	188	9
GC 3+50N	35	3.0	47	91	119	81	7
GC 3+75N	40	1.2	63	36	114	46	2
GC 4+00N	26	0.7	52	25	93	44	2
GC 4+25N	28	0.9	44	22	84	40	4
GC 4+50N	27	1.0	37	31	117	43	3
GC 4+75N	35	0.7	48	24	99	54	4
GC 5+00N	26	0.8	36	30	98	50	3
GC 0+25S	84	0.3	33	15	69	51	2
GC 0+50S	52	0.4	33	28	87	128	7
GC 0+75S	27	0.4	33	22	91	50	<2
GC 1+00S	10	0.2	25	16	65	26	<2
GC 1+25S	15	0.2	23	12	61	30	<2
GC 1+50S	16	0.2	26	11	68	27	<2
GC 1+75S	17	0.6	37	39	77	34	<2
GC 2+00S	6	0.4	26	13	71	19	<2
GC 2+25S	70	1.0	17	14	57	16	<2
GC 2+50S	20	0.3	20	13	50	15	<2
GC 2+75S	46	0.4	19	13	54	15	<2
GC 3+00S	14	0.4	18	13	51	18	<2
GC 3+25S	7	0.4	35	10	66	20	<2
GC 3+50S	11	0.2	74	13	184	20	5
GC 3+75S	11	0.2	38	9	76	17	<2
GC 4+00S	291	0.1	12	8	50	14	<2
GC 4+25S	8	0.1	22	8	47	22	<2

MIDNIGHT MINES LTD.

**GLEN CLAIMS
PROPERTY PLAN**

093523 #1

Graham Davidson, Consulting Geologist

SCALE: 1 : 12,500 DATE: Dec. 16, 1996
N.T.S.: 115 1/6 DRAWN: J.A. FIGURE 6