094596

ASSESSMENT REPORT
GEOCHEMICAL SAMPLING, PROSPECTING AND TRENCHING
LIME CREEK AND CIRQUE ZONES
AND
AIRBORNE GEOPHYSICAL SURVEY INTERPRETATION
RAMS HORN PROPERTY

Quartz Claims RAM 1-60 (YC26622-26681),
RAM 61-64 (YC40971-40973)
and RAM 65-88 (YC26686-26709)
Whitehorse Mining District
Yukon Territory

NTS 105D1 and 105D2
60° 04' North Latitude
134° 30' West Longitude

Work carried out between 1-9 August, 2005
and October 29-November 2, 2005

Report Prepared for Midnight Mines Ltd.
by
Ronald C. R. Robertson, P. Geol.
September 7, 2006

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Costs associated with this report have been approved in the amount of $ 43,500.00 for assessment credit under Certificate of Work No. Q1027896

[signature]
Mining Recorder
Whitehorse Mining District

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1.0 INTRODUCTION

This report describes work programs carried out on the Lime Creek and Cirque zones of the Rams Horn property in August and November, 2005.

The RAM 1-60 Quartz mineral claims (grant numbers YC26622-26681) and RAM 65-88 claims (grant numbers YC26686-26709) were recorded in March 2004, and RAM 61-64 claims (grant numbers YC40971-40973) were recorded in November 2005, in the Whitehorse Mining District. In September 2004, McPhar Geosurveys Ltd. of Ontario carried out helicopter-borne geophysical surveys over two large grids on the Rams Horn property. Grid "A" covered parts of the RAM 1-30 and RAM 87-88 claims, as well as some of the Rams Horn propery claims across the border in British Columbia. Grid "B" is entirely within the Yukon, in the area of the RAM 49-60 and RAM 65-80 claims. Helicopter-borne magnetometer and electromagnetic surveys were flown over both grids. In addition, a radiometric survey was flown over Grid "B" (Lime Creek Zone). A report describing these airborne geophysical surveys was filed for assessment credit in August 2005 (Robertson, 2005).

Aurora Geosciences Ltd. of Whitehorse was contracted to prepare an interpretation of these geophysical surveys and provide recommendations for future ground geophysical follow-up work. Scott Casselman of Aurora visited the Lime Creek Zone on November 2, 2005 to collect field data to assist in their interpretation and collected 4 rock samples. Analyses of these samples are included in the present report. The interpretation report is included as Appendix V of the present report.

The field program conducted from August 1-9, 2005, included geochemical sampling and limited prospecting. Considerable time was spent in locating and trying to identify the sites of work carried out in previous exploration programs (1966-1971 and 1979-1980), particularly the 31 old blast pits and 9 drill sites; no traces of the original extensive grid were found. A total of 203 soil samples (including checks and duplicates) were collected from three new grids and one reconnaissance traverse. Rock sampling from old blast pits and trenches, and from prospecting, produced 25 samples.

A small crew returned to the area and carried out a program of blasting, hand trenching and rock sampling from October 29 to November 2nd. The Grid 3 soil sample lines were extended to the north, producing 13 additional soil samples, in an attempt to define anomalous areas indicated at the end of several lines. Hand trenching by drilling and blasting in the area of old pits 1, 2, 3 and 3a (close to the inferred location of DDH 80-01) excavated approximately 14.5 cubic metres of rock. Chip sampling in the excavated zone was carried out to extend sampling on either side of a 3 m chip sample collected in the August, 2005 program. 4 chip samples and 3 grab samples were collected.

Rams Horn Property
Yukon Location Map
Figure 1

150 km

2.0 LOCATION, ACCESS & PHYSIOGRAPHY

The Rams Horn property is located 20 km south of Carcross on the British Columbia – Yukon border, on the east side of Windy Arm of Tagish Lake (Figure 1). The property is located within the Whitehorse Mining District and centred approximately at latitude 60° 04' N and longitude 134° 30' W, on NTS map sheets 105D/01 and 105D/02.

The city of Whitehorse, located 80 km to the north, is the nearest major supply centre. The South Klondike Highway, connecting Whitehorse, Yukon, to Skagway, Alaska, runs along the west side of Windy Arm. Access to the Yukon portion of the property is presently by helicopter. Camp mobilization for the August and November field programs was carried out by trucking equipment and supplies to a location on the west side of Windy Arm and slinging by helicopter from there to the Lime Creek camp site.

The property is located in the Tagish Lake area on the western side of the Coast Mountains in a northern interior climate zone. The weather is influenced by proximity to the Pacific Ocean. Generally summers are cool and dry while winter temperatures are highly variable and snowpack averages 2 to 3 m. The exploration season normally extends from late May to late September although cool rainy conditions and occasional snowfall can occur in late August and September.

Physiographically, the area is characteristic of the northern Coast Mountains. Elevations range from 655 m (2150 ft) at the lakeshore to 1830 m (over 6000 ft) at the peak of White Mountain. Relief is generally moderate except for the steep, rugged western slopes of Escarpment Mountain and Mount Conrad along the east side of Windy Arm. Slopes are tree covered to approximately 1370 m (4500 ft) with low scrub and alpine grasses above. South-facing slopes commonly have open alder groves separated by grassy areas while west-facing slopes are more heavily vegetated with spruce and buck brush. Pine trees are locally common in drier areas.

3.0 LAND TENURE

The Rams Horn property straddles the British Columbia – Yukon border and consists of 87 Yukon Quartz claims and several BC mineral claims. The Yukon claims are located in the Whitehorse Mining District in NTS map sheets 105D1 and 105D2, as shown in Figure 2.

Fieldwork in August and November, 2005 was carried out on the claims listed in Table 1 below.

Table 1: Claims Worked On

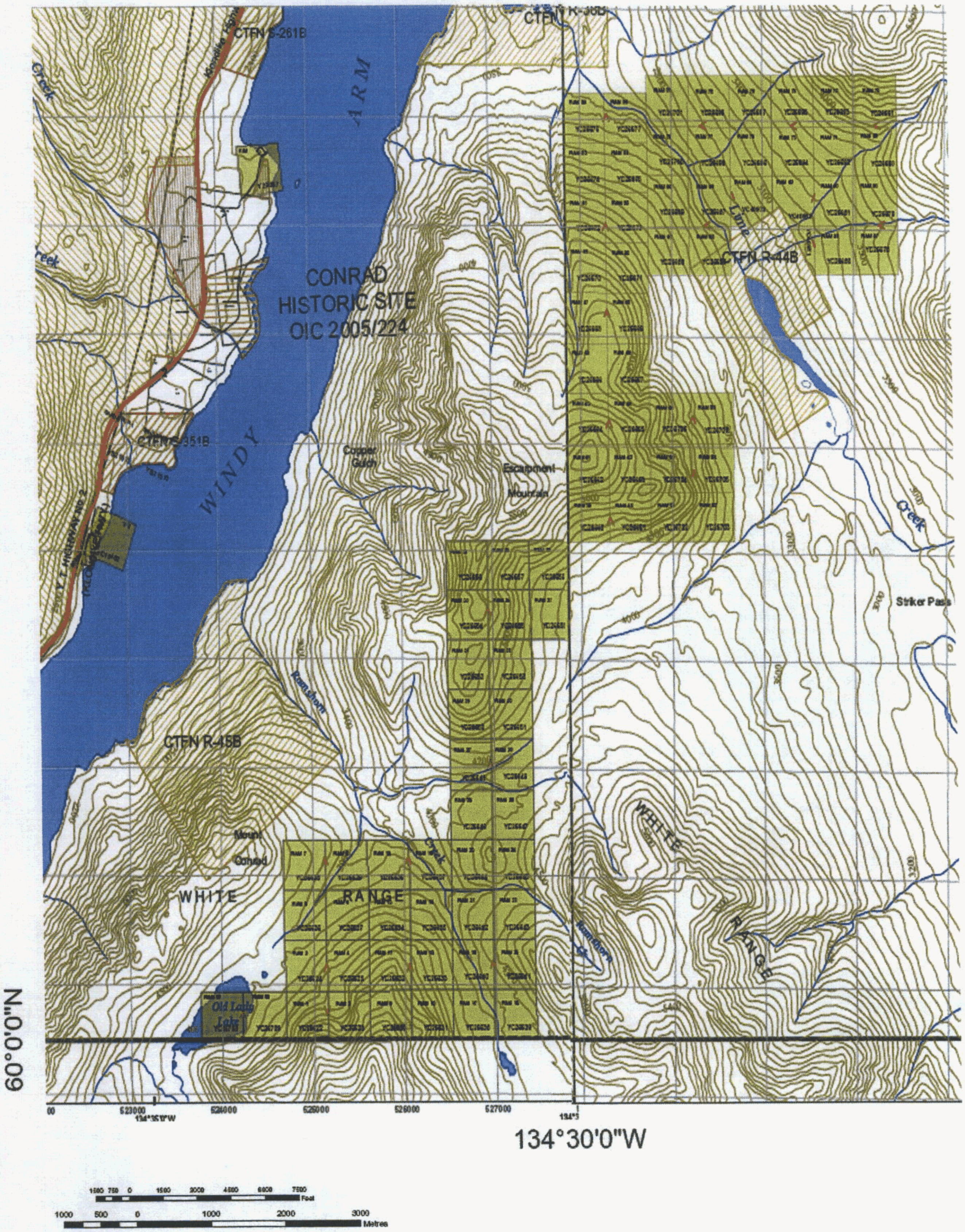
Claim Name	*Grant Number*
RAM 1	YC26622
RAM 2	YC26623
RAM 3	YC26624
RAM 4	YC26625
RAM 59	YC26680
RAM 60	YC26681
RAM 65	YC26686
RAM 66	YC26687
RAM 67	YC26688
RAM 68	YC26689
RAM 71	YC26692
RAM 72	YC26693
RAM 73	YC26694
RAM 74	YC26695
RAM 75	YC26696
RAM 76	YC26697
RAM 77	YC26698
RAM 78	YC26699
RAM 88	YC26709

The table below updates the claim status following this work being applied.

Table 2: Claim Status following this Filing

Claim Name	*Grant No.*	*Expiry Date*	*New Expiry Date**
RAM 1	YC26622	11 March 2007	11 March 2012
RAM 2	YC26623	11 March 2007	11 March 2012
RAM 3	YC26624	11 March 2007	11 March 2012
RAM 4	YC26625	11 March 2007	11 March 2012
RAM 5	YC26626	11 March 2007	11 March 2012
RAM 6	YC26627	11 March 2007	11 March 2012
RAM 7	YC26628	11 March 2007	11 March 2012
RAM 8	YC26629	11 March 2007	11 March 2012

Rams Horn Property Claim Location Map
Figure 2
NTS 105 D/01 & D/02



Claim Name	***Grant No.***	***Expiry Date***	***New Expiry Date****
RAM 9	YC26630	11 March 2007	11 March 2012
RAM 10	YC26631	11 March 2007	11 March 2012
RAM 11	YC26632	11 March 2007	11 March 2012
RAM 12	YC26633	11 March 2007	11 March 2012
RAM 13	YC26634	11 March 2007	11 March 2012
RAM 14	YC26635	11 March 2007	11 March 2012
RAM 15	YC26636	11 March 2007	11 March 2012
RAM 16	YC26637	11 March 2007	11 March 2012
RAM 17	YC26638	11 March 2007	11 March 2012
RAM 18	YC26639	11 March 2007	11 March 2012
RAM 19	YC26640	11 March 2007	11 March 2012
RAM 20	YC26641	11 March 2007	11 March 2012
RAM 21	YC26642	11 March 2007	11 March 2012
RAM 22	YC26643	11 March 2007	11 March 2012
RAM 23	YC26644	11 March 2007	11 March 2012
RAM 24	YC26645	11 March 2007	11 March 2012
RAM 25	YC26646	11 March 2007	11 March 2012
RAM 26	YC26647	11 March 2007	11 March 2012
RAM 27	YC26648	11 March 2007	11 March 2012
RAM 28	YC26649	11 March 2007	11 March 2012
RAM 29	YC26650	11 March 2007	11 March 2012
RAM 30	YC26651	11 March 2007	11 March 2012
RAM 31	YC26652	11 March 2007	11 March 2012
RAM 32	YC26653	11 March 2007	11 March 2012
RAM 33	YC26654	11 March 2007	11 March 2012
RAM 34	YC26655	11 March 2007	11 March 2012
RAM 35	YC26656	11 March 2007	11 March 2012
RAM 36	YC26657	11 March 2007	11 March 2012
RAM 37	YC26658	11 March 2007	11 March 2012
RAM 38	YC26659	11 March 2007	11 March 2012
RAM 39	YC26660	11 March 2007	11 March 2012
RAM 40	YC26661	11 March 2007	11 March 2012
RAM 41	YC26662	11 March 2007	11 March 2012
RAM 42	YC26663	11 March 2007	11 March 2012
RAM 43	YC26664	11 March 2007	11 March 2012
RAM 44	YC26665	11 March 2007	11 March 2012
RAM 45	YC26666	11 March 2007	11 March 2012
RAM 46	YC26667	11 March 2007	11 March 2012
RAM 47	YC26668	11 March 2007	11 March 2012
RAM 48	YC26669	11 March 2007	11 March 2012
RAM 49	YC26670	11 March 2007	11 March 2012
RAM 50	YC26671	11 March 2007	11 March 2012
RAM 51	YC26672	11 March 2007	11 March 2012
RAM 52	YC26673	11 March 2007	11 March 2012

Claim Name	*Grant No.*	*Expiry Date*	*New Expiry Date**
RAM 53	YC26674	11 March 2007	11 March 2012
RAM 54	YC26675	11 March 2007	11 March 2012
RAM 55	YC26676	11 March 2007	11 March 2012
RAM 56	YC26677	11 March 2007	11 March 2012
RAM 57	YC26678	11 March 2007	11 March 2012
RAM 58	YC26679	11 March 2007	11 March 2012
RAM 59	YC26680	11 March 2007	11 March 2012
RAM 60	YC26681	11 March 2007	11 March 2012
RAM 61	YC40971	22 Nov 2006	22 Nov 2011
RAM 62	YC40972	22 Nov 2006	22 Nov 2011
RAM 64	YC40973	22 Nov 2006	22 Nov 2011
RAM 65	YC26686	11 March 2007	11 March 2012
RAM 66	YC26687	11 March 2007	11 March 2012
RAM 67	YC26688	11 March 2007	11 March 2012
RAM 68	YC26689	11 March 2007	11 March 2012
RAM 69	YC26690	11 March 2007	11 March 2012
RAM 70	YC26691	11 March 2007	11 March 2012
RAM 71	YC26692	11 March 2007	11 March 2012
RAM 72	YC26693	11 March 2007	11 March 2012
RAM 73	YC26694	11 March 2007	11 March 2012
RAM 74	YC26695	11 March 2007	11 March 2012
RAM 75	YC26696	11 March 2007	11 March 2012
RAM 76	YC26697	11 March 2007	11 March 2012
RAM 77	YC26698	11 March 2007	11 March 2012
RAM 78	YC26699	11 March 2007	11 March 2012
RAM 79	YC26700	11 March 2007	11 March 2012
RAM 80	YC26701	11 March 2007	11 March 2012
RAM 81	YC26702	11 March 2007	11 March 2012
RAM 82	YC26703	11 March 2007	11 March 2012
RAM 83	YC26704	11 March 2007	11 March 2012
RAM 84	YC26705	11 March 2007	11 March 2012
RAM 85	YC26706	11 March 2007	11 March 2012
RAM 86	YC26707	11 March 2007	11 March 2012
RAM 87	YC26708	11 March 2007	11 March 2012
RAM 88	YC26709	11 March 2007	11 March 2012

* following approval of filing

4.0 REGIONAL GEOLOGY

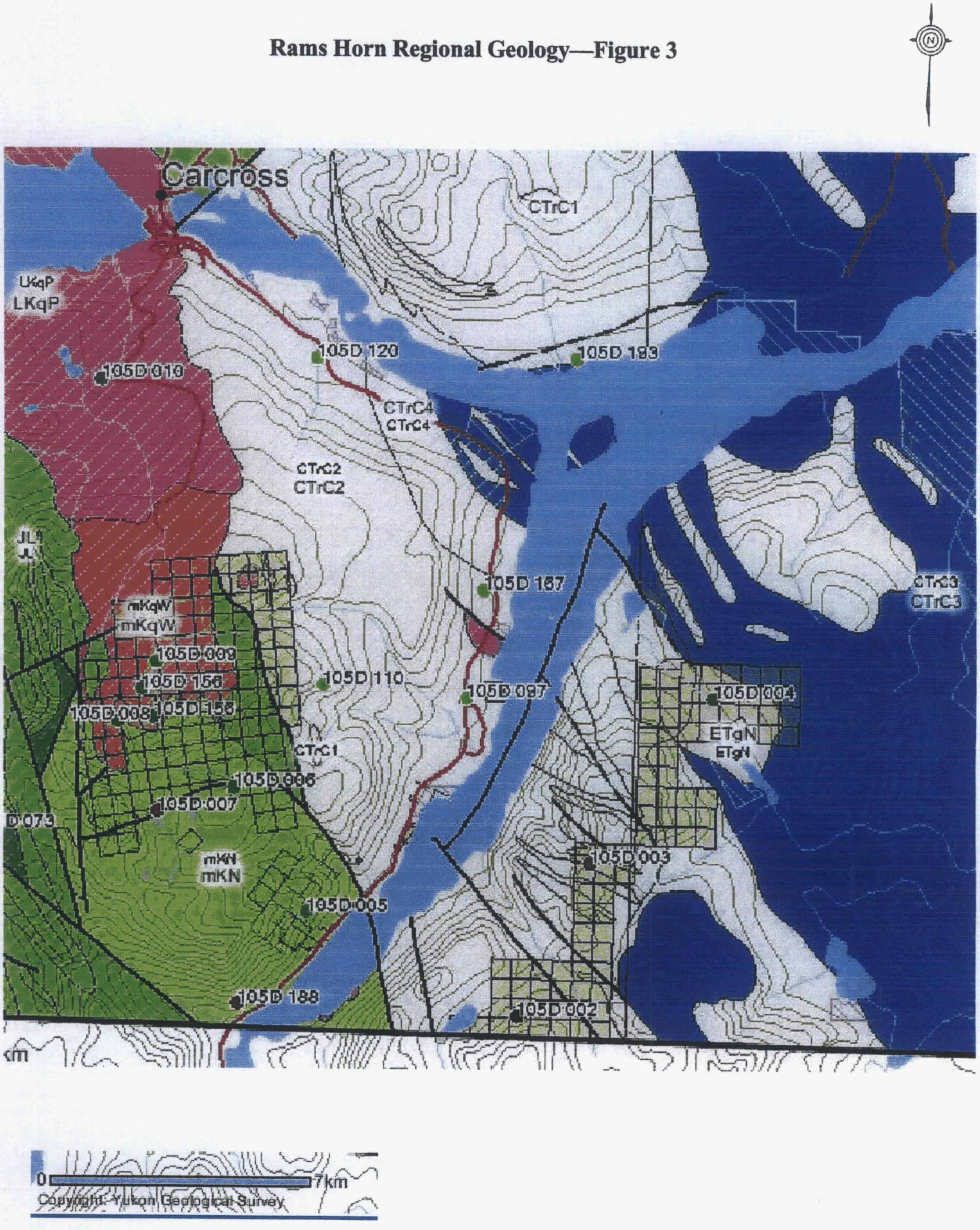
The Rams Horn property is located close to the boundary between the Coast Crystalline Belt to the west and the Intermontane Belt (Whitehorse Trough) to the east (Hart, 2002). The Coast Plutonic Complex is composed of granitic and granodioritic intrusive rocks of Cretaceous age while the Whitehorse Trough is represented by sedimentary and volcanic rocks of the Upper Triassic Lewes River Group and the Lower Jurassic Laberge Group. Most of the Yukon portion of the Rams Horn property is underlain by Carboniferous and Permian rocks of the Cache Creek Group. Within this area, rocks assigned to three units of the Cache Creek Group have been mapped (Hart and Pelletier, 1989; Hart and Radlof, 1990). These are the Nakina Formation(dark, massive metabasite, hornblende diorite and thin chert and carbonate bands), Kedahda Formation (bedded cherts with lesser sandstones, siltstones and limestones) and Horsefeed Formation (massive spilitized basalt sills, dykes and pillow lavas, and massive to poorly bedded limestones). Numerous steep northwest trending faults have been mapped in this area. The small Lime Creek Granite intrudes and hornfelses sedimentary and volcanic rocks of the Cache Creek Group. The granite can probably be correlated with the nearby Carcross Pluton which is probably of Late Cretaceous to Paleocene age (Hart and Radlof, 1990) and hosts several molybdenite occurrences.

The regional geology is shown in Figure 3.

5.0 EXPLORATION HISTORY

The Windy Arm - Montana Mountain district has been explored for precious metals in the past. Initial prospecting probably dates from the time of the Klondike Gold Rush. Several discoveries of vein-hosted gold-silver mineralization were made in the 1880-1920 period, some of which had limited production (Venus, Arctic-Big Thing, Montana). Aerial tramways were constructed on the west side of Windy Arm (across the lake from the Rams Horn property) to veins on Montana Mountain and a mill was constructed below the Venus vein to process high grade ores. Prospectors and miners lived in the settlements of Conrad and Wynton on the west side of Windy Arm. Interest in the area waned in the 1920s but there was a short period of renewed activity in the late 1960s when the Arctic and Venus veins were worked again. Higher gold prices and the discovery of the Mount Skukum gold deposit in the early 1980s focussed renewed exploration interest in the district. United Keno Hill Mines Ltd. redeveloped the Venus Mine and constructed a 100 ton/day mill at the south end of Windy Arm, although the operation was closed before entering production.

Rams Horn Regional Geology—Figure 3



EARLY TERTIARY

ETN

ETN: NISLING RANGE SUITE

medium to coarse grained equigranular to porphyritic rocks of intermediate composition (g), fine to coarse grained, equigranular and porphyritic granitic rocks of felsic composition (q) and felsic dyke rocks (f)

g. biotite-hornblende granodiorite (locally K-feldspar megacrysts), quartz monzonite, quartz diorite; minor granodiorite-gneiss; hornblende and biotite hornblende diorite; biotite quartz feldspar porphyry and porphyritic biotite quartz monzonite **(Ruby Range Suite)**

LATE CRETACEOUS TO TERTIARY

LKP

LKP: PROSPECTOR MOUNTAIN SUITE

grey, fine to coarse grained, massive, granitic rocks of felsic (q) intermediate (g) rarely mafic (d) composition and related felsic dykes (f)

q. quartz monzonite, biotite quartz-rich granite; porphyritic alaskite and granite with plagioclase and quartz-eye phenocrysts; biotite and hornblende quartz monzodiorite, granite, and leucocratic granodiorite with local alkali feldspar phenocrysts **(Prospector Mountain Suite, Carcross Pluton)**

MID-CRETACEOUS

mKN

mKN: MOUNT NANSEN

massive aphyric or feldspar-phyric andesite to dacite flows, breccia and tuff; massive, heterolithic, quartz- and feldspar-phyric, felsic lapilli tuff; flow-banded quartz-phyric rhyolite and quartz-feldspar porphyry plugs, dykes, sills and breccia **(Mount Nansen Gp., Byng Creek Volcanics, Hutshi Gp.)**

UPPER TRIASSIC, CARNIAN TO NORIAN

uTrAK

uTrAK2

uTrAK: AKSALA

mixed clastic-carbonate assemblage divisible into three dominant facies including calcareous greywacke (1), locally thick carbonate (2) and red-coloured clastics (3) **(Aksala)**

1. brown shale, black and minor red siltstone, greenish, calcareous greywacke and interbedded bioclastic, argillaceous limestone; igneous- or limestone-cobble conglomerate; lahaaric debris flows; rare feldspar-augite porphyry flows **(Casca mb. of Aksala)**

CARBONIFEROUS TO JURASSIC

CTrC

CTrC3

CTrC: CACHE CREEK

oceanic assemblage of ultramafic rocks (1), volcanics (2), carbonate (3) and ribbon chert (4)

2. andesitic and basaltic spherulitic greenstone, locally pillowed; aphanitic, tuffaceous(?) greenstone with clasts of limestone and chert; altered volcanic rocks with numerous serpentine bodies; massive, fine-grained metabasite and hornblende diorite **(Cache Creek Gp., Nakina)**
3. massive, finely crystalline, locally crinoidal and fusiline grey limestone; limestone, limestone breccia; massive to poorly bedded, medium-grained, recrystallized white to pale yellow limestone and crinoidal bioclastic limestone; rare dolostone **(Cache Creek Gp., Horsefeed)**

6.0 CIRQUE ZONE: 2005 PROGRAM

The **Cirque Zone** (Yukon Minfile 105D 002: "Lulu") is located on the north slopes of Mount Patterson, in a small cirque east of Old Lady Lake, in the area of the RAM 1-4 and RAM 88 claims. Cairnes (1908) reported that:

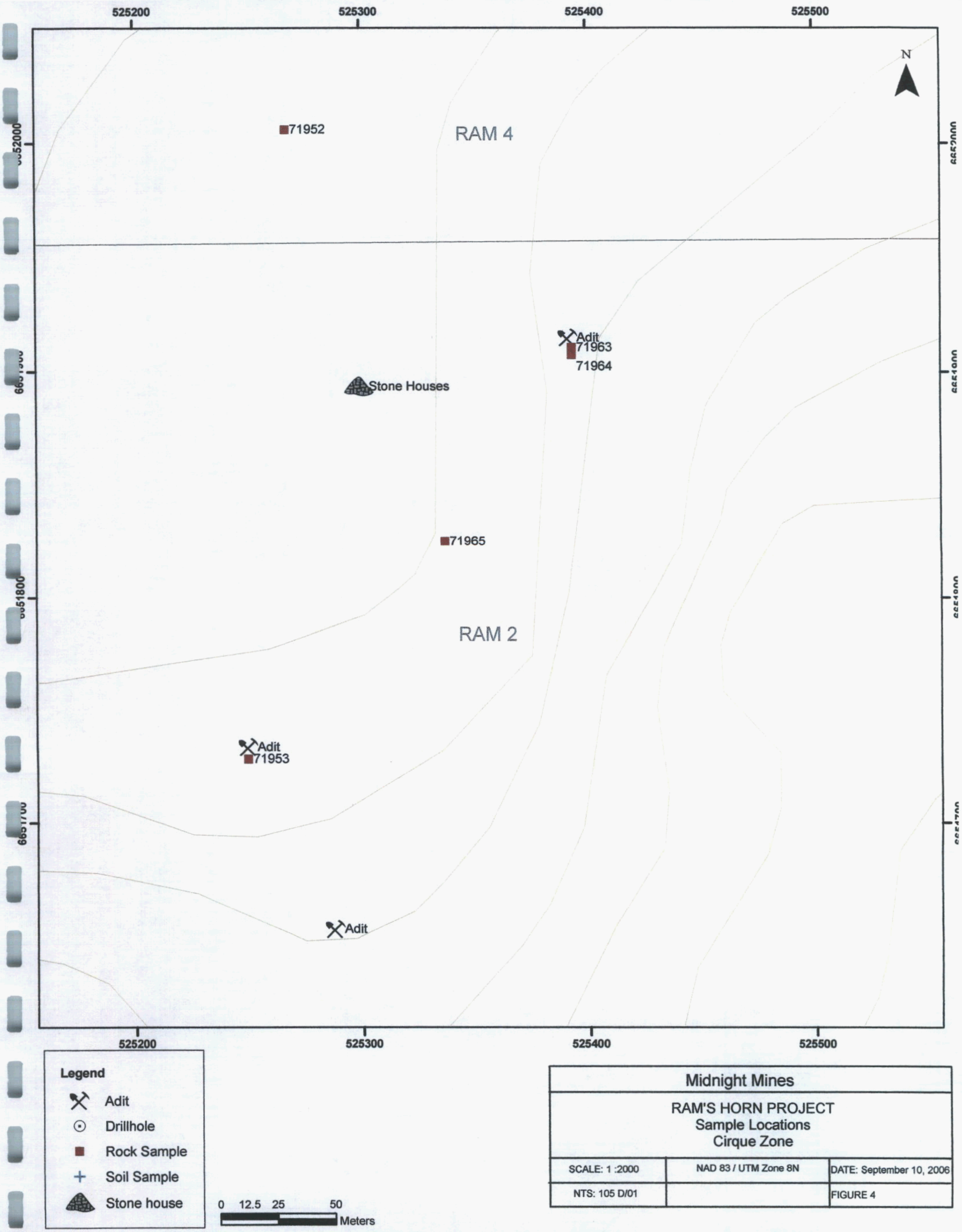
> "Some work was done this summer on the Rams Horn on the east side of Windy Arm, and a very good looking quartz ore carrying galena, zinc blende, chalcopyrite and arsenopyrite were seen there, but the veins examined were too narrow to be profitably worked".

Davidson (1992) described the occurrences as follows:

> "Two adits were collared on steeply dipping quartz veins on the face of Mount Patterson. The uppermost adit is 10 m in length. The lower adit is larger and a short decline suggests that some high grade ore may have been mined. Higher on the slope four blast pits uncover mineralized quartz veins and massive pyrrhotite ... The adits have been staked numerous times since the 1950s. Premier Mining Corporation acquired the claims in 1968 and performed mag and soil sampling surveys ... Quartz veins and sulphide mineralization occur as lenses along shears in dioritic rocks. The quartz veins range from 10-90 cm in width and contain bands of arsenopyrite. Lenses of sulphides consist of variable amounts of galena, sphalerite, arsenopyrite, pyrrhotite, chalcopyrite and pyrite ... The adits were collared on two separate veins. The lower adit follows a 20-75 cm wide quartz and sulphide lense which strikes 060° and dips 25° north. The lense pinches and swells along strike and terminates at a fault. Sulphide mineralization consists of arsenopyrite, galena, sphalerite and chalcopyrite as coarse crystalline masses or in fine-grained bands. The upper adit is 10 m long and cuts a 25-50 cm wide quartz-arsenopyrite vein that strikes 055° and dips 62° north ... A third quartz-sulphide lense located 75 m above the upper adit is exposed in three old pits. The mineralization appears to be a stratiform lense approximately 70 m long and up to 2 m thick that strikes 035° and dips 45° southeast. It consists of pyrrhotite, sphalerite, galena, chalcopyrite, arsenopyrite and quartz or rusty greenstone. A 15 cm wide quartz-arsenopyrite vein cuts the lense ... Above the old camp another quartz-sulphide lense (North Vein) is exposed in an old cut".

The writer visited these occurrences in August, 2005. Large float blocks in the floor of the cirque are very similar to rocks shown in Figure 4 of Hart and Pelletier, (1989). These are fine grained, grey-green metavolcanics or tuffs with networks of albite (?) veinlets, often filling tension gashes. Sample 71952 was collected as a composite sample from areas of veining in these blocks; analysis showed low values in all elements of economic interest (Appendix IV). Mineralization seen in several of the old cuts and adits seems to follow low angle thrust faults in dioritic or gabbroic rocks. These may be either the Conrad or Nares members of the Nakina Formation of Mississippian to Pennsylvanian age (Cache Creek Group). Samples 71963 and 71964 were collected at the dump just below the north adit where quartz veins carrying arsenopyrite follow small fault zones. Sample 71953 was collected as a 1.20m chip sample across a rusty zone of veining with pyrrhotite and arsenopyrite with lesser amounts of galena and sphalerite, from the portal area of the south adit (Figure 4);

this sample contained 1.48 g/t gold and 111 g/t silver (Appendix IV). Sample 71965 is a grab sample from a talus block at the base of the cirque; the rock is a pale breccia vein with euhedral quartz crystals in open spaces, wallrock clasts and rusty patches where sulphide minerals and coarse siderite have



Midnight Mines

RAM'S HORN PROJECT
Sample Locations
Cirque Zone

SCALE: 1 :2000	NAD 83 / UTM Zone 8N	DATE: September 10, 2006
NTS: 105 D/01		FIGURE 4

7.0 LIME CREEK ZONE: 2005 PROGRAM

Introduction

The **Lime Creek Zone** (Yukon Minfile 105D 004: "Lime") is a molybdenite occurrence within a small biotite-quartz monzonite intrusion, located in the area of the RAM 59 to 68 and RAM 71 to 80 claims. The original showings were first staked in 1958. Most exploration of the zone was completed between 1966 – 1971 and 1979-1980.

In 1966 a six hole X-ray drill program (average 80 foot holes; approximately 152 m total drilled) was carried out on the zone. The program was hampered by waterline problems and holes were sited close to water rather than in optimum locations to test anomalies. Only one hole was assayed; this reported 60 feet grading 0.027% Mo and 0.05% Cu (Skerl, 1966). The location of core from this program is unknown; it is believed that all of the holes were drilled close to the area of the 1968-1969 blast pits numbered 1 through 3 and that the collar locations cannot be identified now because of later blasting and trenching of this zone.

In 1968 a program consisting of 27 line-km of grid construction, geological mapping, soil sampling, a fluxgate magnetometer survey and some trenching was carried out. A total of 1650 soil samples were collected on the grid north of Lime Lake. Soil samples were analyzed for copper and molybdenum. The results showed three areas of anomalous copper and molybdenum (Hilker, 1969). The first anomaly was characterized by a ring halo common to copper-molybdenum porphyry granite stocks. The second anomaly was either alteration due to this stock or a small subordinate stock and the third zone suggested mineralization further up hill on Lime Mountain (Hilker, 1969). Mapping by Hilker in 1968 and 1969 outlined an elliptical 1 km wide biotite granite plug intruding basalts and mafic pyroclastics of the Horsefeed Formation and chert and limestones of the Kedahada Formation. Most of the intrusive contacts are covered by overburden, but pyritic hornfels was reported on the north contact of the granite. Within the intrusion, a zone of sheeted quartz veins containing rosettes of molybdenum on vein selvages and disseminated molybdenum and minor chalcopyrite was outlined over a strike length of some 600 m by excavation and sampling of 31 small blast pits and trenches (Hilker, 1970). The average strike of this zone is 070° and the zone is up to 150 m wide. It should be noted that this zone is not well indicated by the molybdenum soil anomaly. Additional mapping and soil sampling were carried out in 1971 (Vincent, 1972); much of this work was directed at testing the area on the west side of Lime Creek.

In 1979, El Paso Energy Corporation conducted a property visit (Trenholme, 1979) which recommended additional geochemical and geophysical surveys and diamond drilling to test the porphyry copper-molybdenum mineralized quartz monzonite intrusion. A three hole 1491 foot (454 m) drill program was completed by Placer Development Ltd. in 1980. Results indicated significant anomalous molybdenum results but with overall low grades.

This work has outlined molybdenite showings associated with quartz veining in a discontinuous zone approximately 600 m long and 120 m wide, striking near east-west. In addition, several large areas of anomalous molybdenum in soil samples were identified and several other zones with molybdenite veining in float were located.

The small Lime Creek Granite intrudes and hornfelses sedimentary and volcanic rocks of the Cache Creek Group. The granite can probably be correlated with the Carcross Pluton which is Late Cretaceous to Paleocene in age (Hart and Radlof, 1990) and hosts several molybdenite occurrences. Hart and Radlof (1990) reported two new molybdenite occurrences found during mapping of the 105D2 sheet. In both cases the host rock is the Carcross granite pluton.

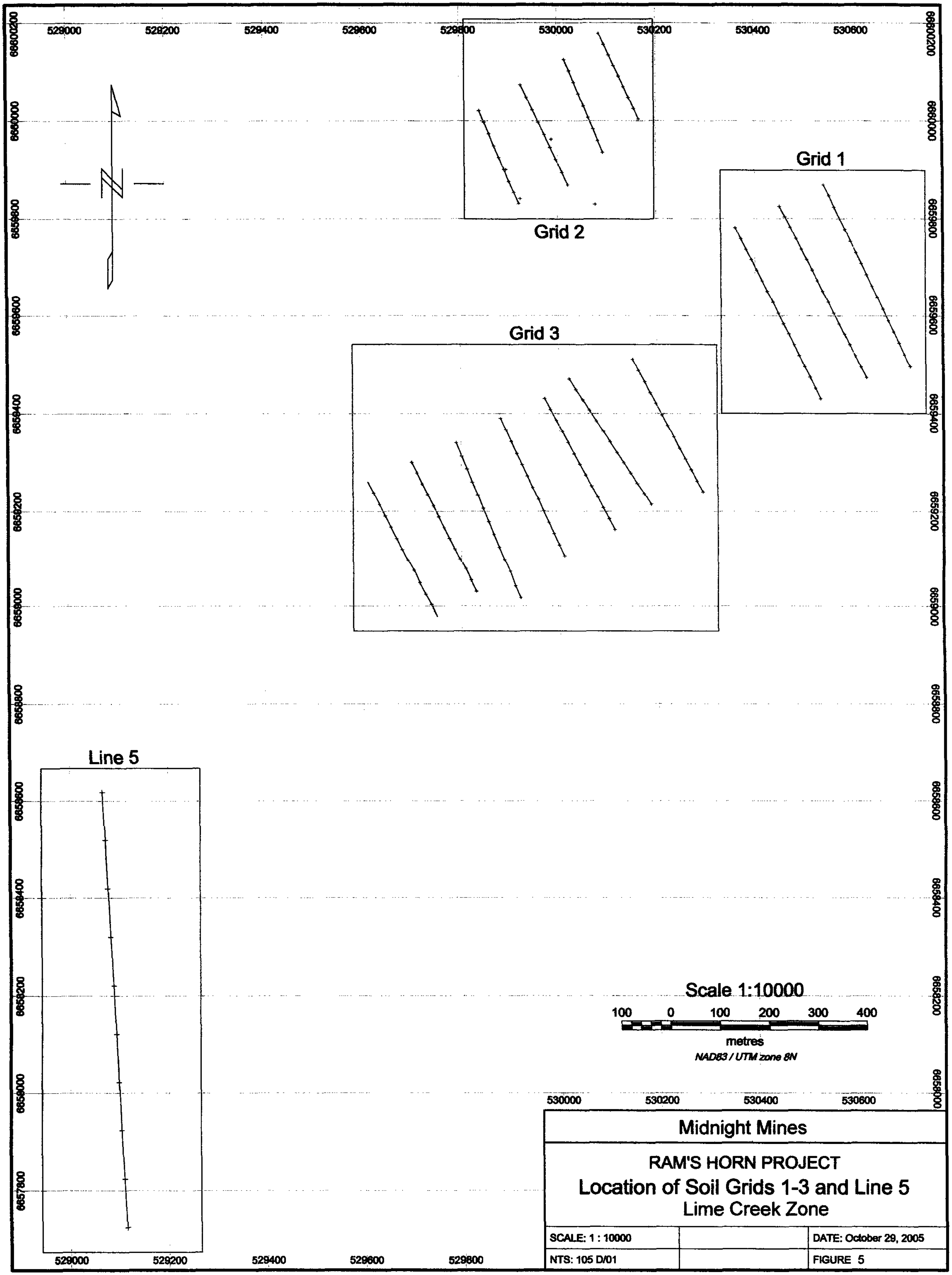
Soil Geochemical Sampling

The 1968 exploration program included establishment of an extensive grid on the east side of Lime Creek with baselines on 335° and sample lines on 065° (Hilker, 1969; Assessment report 018625). Lines were 400 ft apart and samples were collected at 100 ft intervals. No trace of this grid can now be identified on the ground. A map of molybdenum geochemistry in that report shows Mo values contoured at 4 ppm and 8.77 ppm intervals. The 8.77 ppm contour outlines three principal anomalous areas labelled Zones A, B and C. During the 2005 field program three soil grids were sampled to test extensions of the Zone A anomaly: no additional sampling was carried out in the Zone B and C anomalies, in part because of time and budget constraints. The 1968 sampling also outlined several smaller Mo anomalies; one of these is now within the CTFN-S-49B land selection.

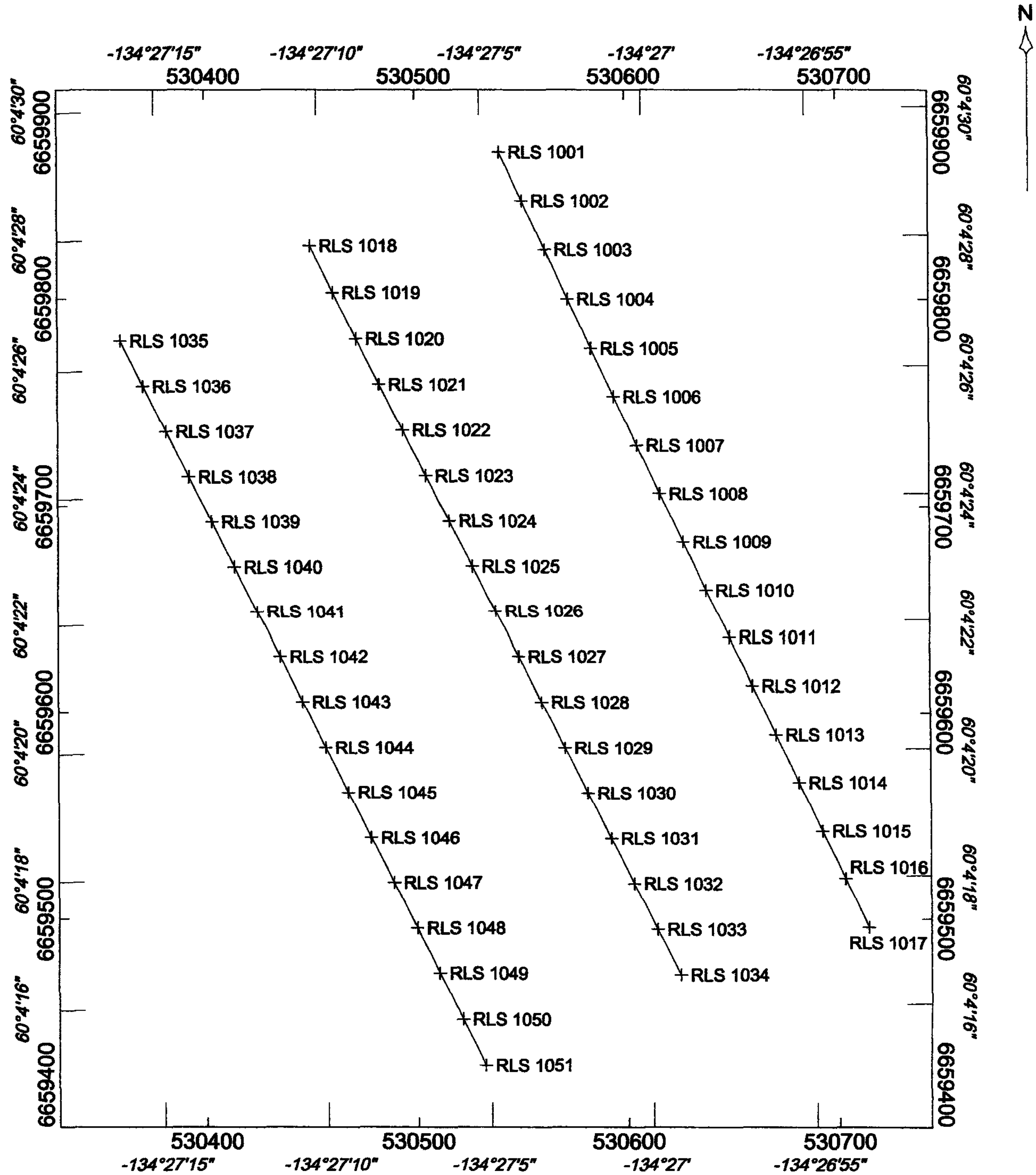
Note that the main area of molybdenite showings (the area of the 1968-69 blast pits) is not well identified by the Mo soil geochemistry. In addition, two small areas of molybdenite veining in granitic float material (probably close to outcrop) are not obvious on the Mo soil geochemistry map (1968 grid locations on Line 24+00N from 250W to 550W, and on the same line from 1300W to 1700W) although there are anomalous Mo values downslope from the second location.

The 2005 Grid 1 soil sample grid was established to cover a smaller Mo soil anomaly located upslope from the largest of the 1968 anomalies (Zone A). the original anomaly is approximately 150 m by 250 m in extent with a maximum value of 29 ppm Mo. Grid 1 was sampled as three lines on bearing 155°; the lines are 300 m long, 100 m apart and sampled at 25 m stations (see Figures 5, 6, 7, 8 and 16). A total of 51 samples were collected, numbered RLS 1001 to 1051. No "site duplicates" were collected on this grid.

Two samples (RLS 1000, 1052) were inserted in this sample group as internal checks; a total of 5 samples were collected from a small pit just north of camp for use as internal check samples. The pit is in alluvial material consisting of fine sand and silt with minor amounts of rounded and angular pebbles of local volcanic and granitic rock types.



Grid 1
Grid 2
Grid 3
Line 5
529000
529200
529400
529600
529800
530000
530200
530400
530600
6660200
6660000
6659800
6659600
6659400
6659200
6659000
6658800
6658600
6658400
6658200
6658000
6657800
Scale 1:10000
100 0 100 200 300 400
metres
NAD83 / UTM zone 8N
Midnight Mines
RAM'S HORN PROJECT
Location of Soil Grids 1-3 and Line 5
Lime Creek Zone
SCALE: 1 : 10000
DATE: October 29, 2005
NTS: 105 D/01
FIGURE 5



Scale 1:3000

50 0 50 100 150

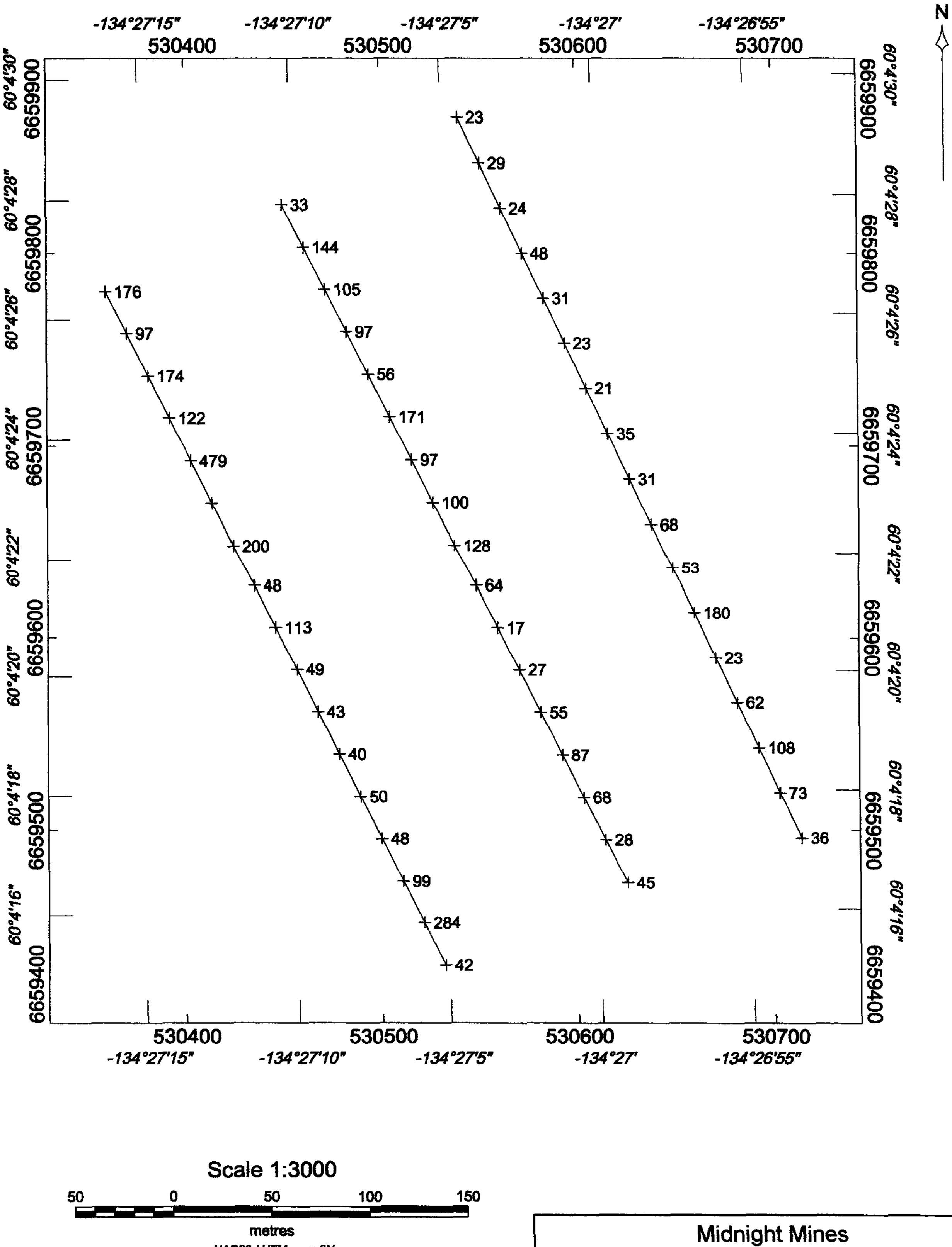
metres

NAD83 / UTM zone 8N

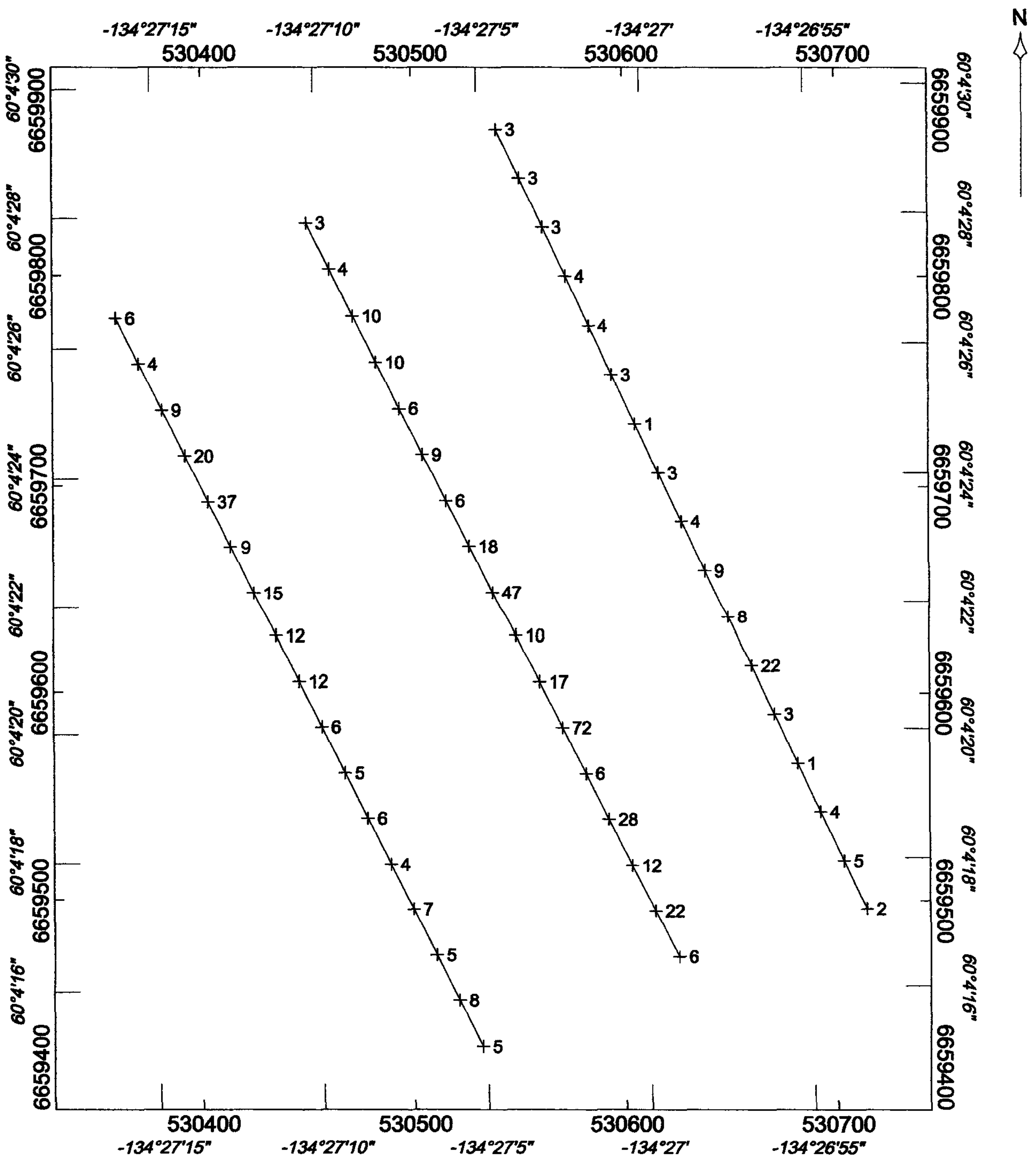
Midnight Mines

RAM'S HORN PROJECT
Soil Sample Locations
Grid 1

SCALE: 1 : 3000		DATE: October 19, 2005
NTS: 105 D/01		FIGURE 6



Midnight Mines		
RAM'S HORN PROJECT Soil Geochemistry - Cu ppm Grid 1		
SCALE: 1 : 3000		DATE: October 19, 2005
NTS: 105 D/01		FIGURE 7



Scale 1:3000

50 0 50 100 150

metres

NAD83 / UTM zone 8N

Midnight Mines		
RAM'S HORN PROJECT Soil Geochemistry - Mo ppm Grid 1		
SCALE: 1 : 3000		DATE: October 19, 2005
NTS: 105 D/01		FIGURE 8

Table 3: Analytical Results for Internal Check Samples

	Au	Ag	As	Cu	Mo	Ni	Pb	Zn
Sample No.	ppb	ppm	ppm	ppm	ppm	ppm	ppm	ppm
RLS 1000	<5	<0.2	5	8	3	9	10	39
RLS 1052	5	<0.2	5	8	3	9	8	36
RLS 2022A	<5	<0.2	<5	7	3	8	8	35
RLS 3050	5	<0.2	5	8	3	8	10	36
RLS 3090	5	<0.2	5	10	3	10	8	39

Element values are from Eco Tech Laboratory reports AK 2005-970 and AK 2005-971 (Appendix IV)

Soil samples from Grid 1 were analysed by Ecotech Laboratory (report AK 2005-970; Appendix IV).

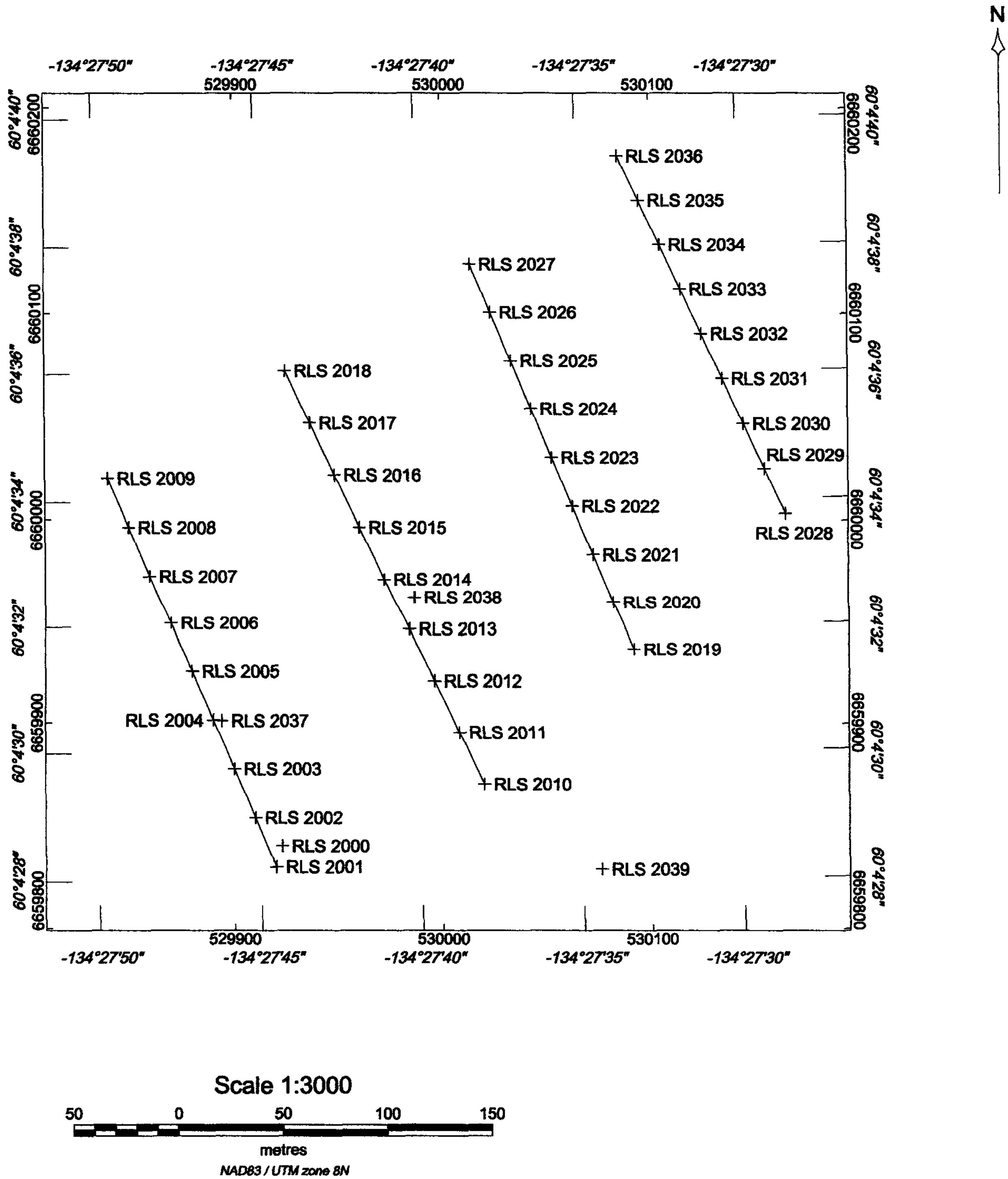
Grid 2 was established to better define a small area of anomalous Mo soil values indicated by the 1968 sampling. The area is north west of the main Zone A anomaly and it was thought that it might indicate an upslope continuation of the mineralized showings located west of the Zone A anomaly. This grid covers an area of 300m by 200 m, sampled as 4 lines 100 m apart, on 155°, sampled at 25 m intervals. A total of 36 samples were collected, plus one additional sample collected outside the grid area (RLS 2039) (see Figures 5, 9, 10, 11 and 16). One internal check sample was inserted in the batch (sample RLS 2022A; see Table 3). Duplicate samples were collected from three sites (see Table 4 below). Soil samples from Grid 2 were analysed by Ecotech Laboratory (report AK 2005-970; Appendix IV).

Table 4: Analytical Results for Site Duplicate Samples from Grid 2

	Au	Ag	As	Cu	Mo	Ni	Pb	Zn
Sample No.	ppb	ppm	ppm	ppm	ppm	ppm	ppm	ppm
2000	<5	0.4	5	86	18	39	18	341
2011	<5	<0.2	5	45	18	18	14	141
2004	5	0.2	5	16	12	11	12	108
2037	<5	0.2	5	15	12	11	12	123
2013	<5	0.3	5	27	8	14	10	100
2038	<5	0.5	10	25	8	14	22	100

Element values are from Eco Tech Laboratory report AK 2005-970 (Appendix IV).

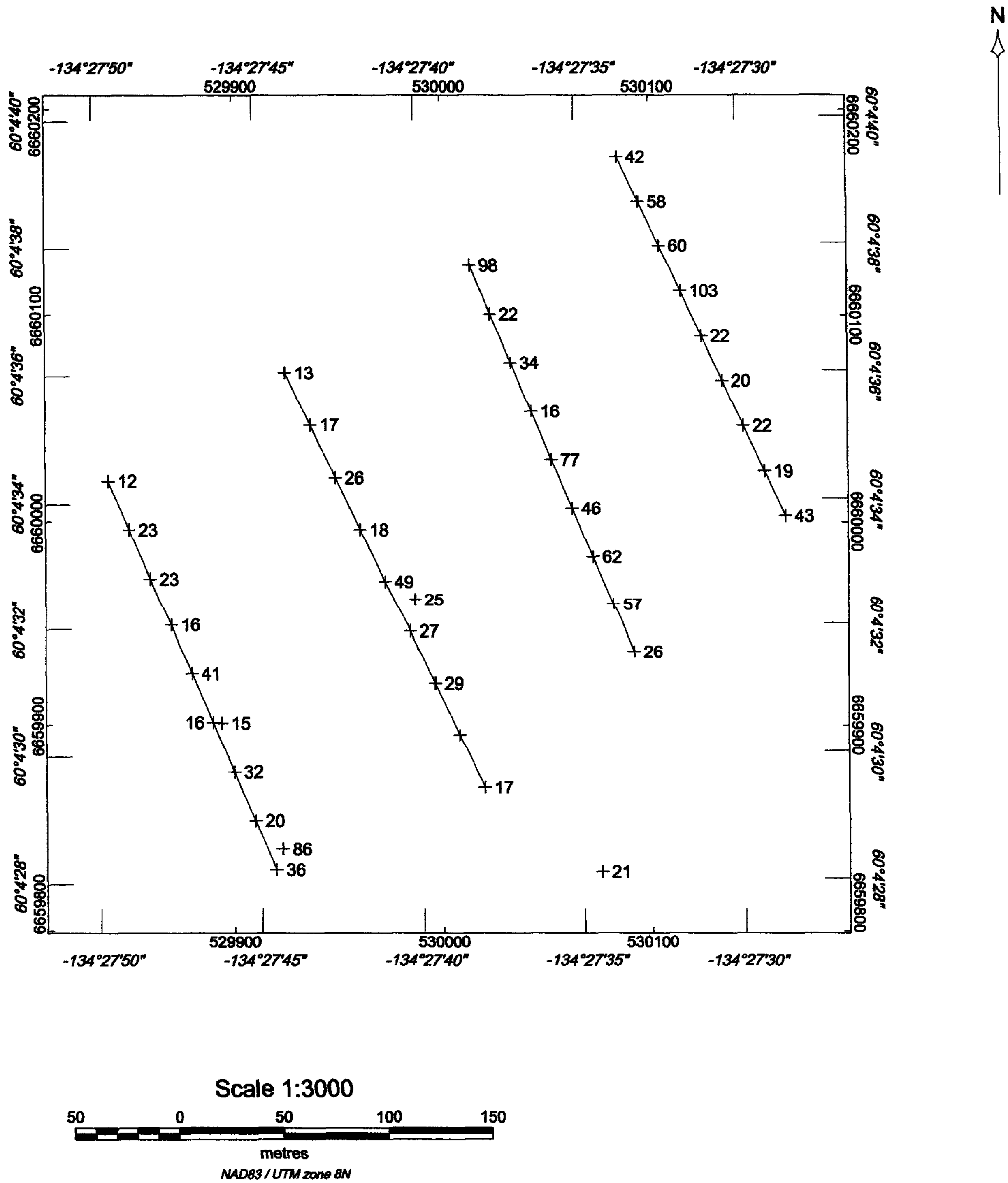
Duplicate samples were collected from sample pits located between 0 and 4 m from the original site. There are significant differences in some element values between samples 2000 and 2011; these were collected 4 m apart and the material sampled may not be identical at the two sites.



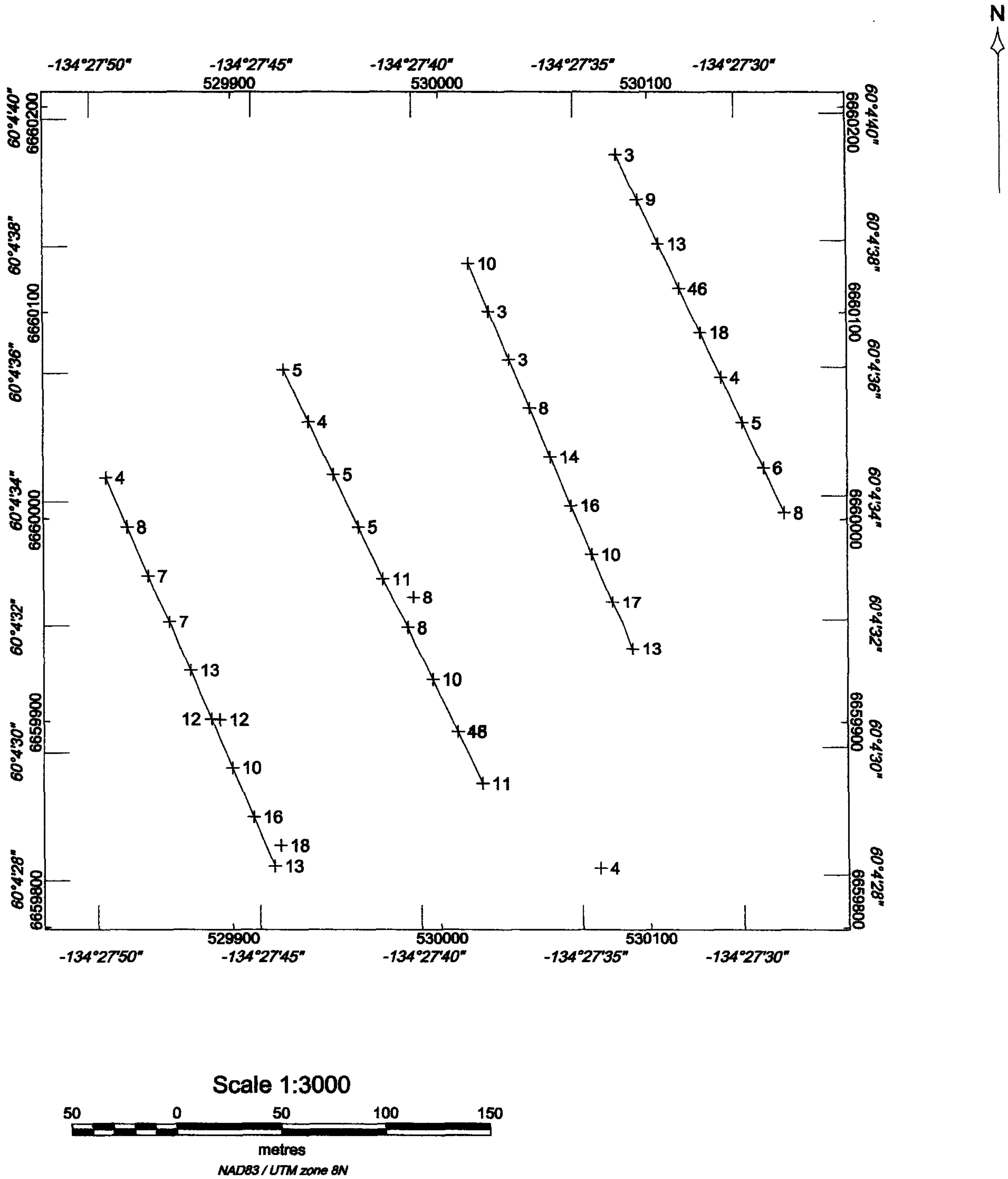
Midnight Mines

RAM'S HORN PROJECT
Soil Sample Locations
Grid 2

SCALE: 1 : 3000		DATE: October 19, 2005
NTS: 105 D/01		FIGURE 9



Midnight Mines		
RAM'S HORN PROJECT Soil Geochemistry - Cu ppm Grid 2		
SCALE: 1 : 3000		DATE: October 19, 2005
NTS: 105 D/01		FIGURE 10



Midnight Mines		
RAM'S HORN PROJECT Soil Geochemistry - Mo ppm Grid 2		
SCALE: 1 : 3000		DATE: October 19, 2005
NTS: 105 D/01		FIGURE 11

Grid 3 was sampled to cover part of the uphill portion of the large Zone A soil anomaly including the central low, described by Hilker, 1969 as similar to a ring-halo typical of copper-molybdenum porphyry mineralization. The grid covers an area of 300 m by 600 m, sampled as 7 lines 100 m apart, bearing 155°, sampled at 25 m intervals producing 91 samples (see Figures 5, 12, 13, 14 and 16). Two internal check samples were added to this sample group (samples RLS 3050 and 3090). Site duplicates were collected at 5 sites (see Table 5 below). Soil samples from Grid 3 were analysed by Ecotech Laboratory (report AK 2005-970; Appendix IV).

Table 5: Analytical Results for Site Duplicate Samples from Grid 3

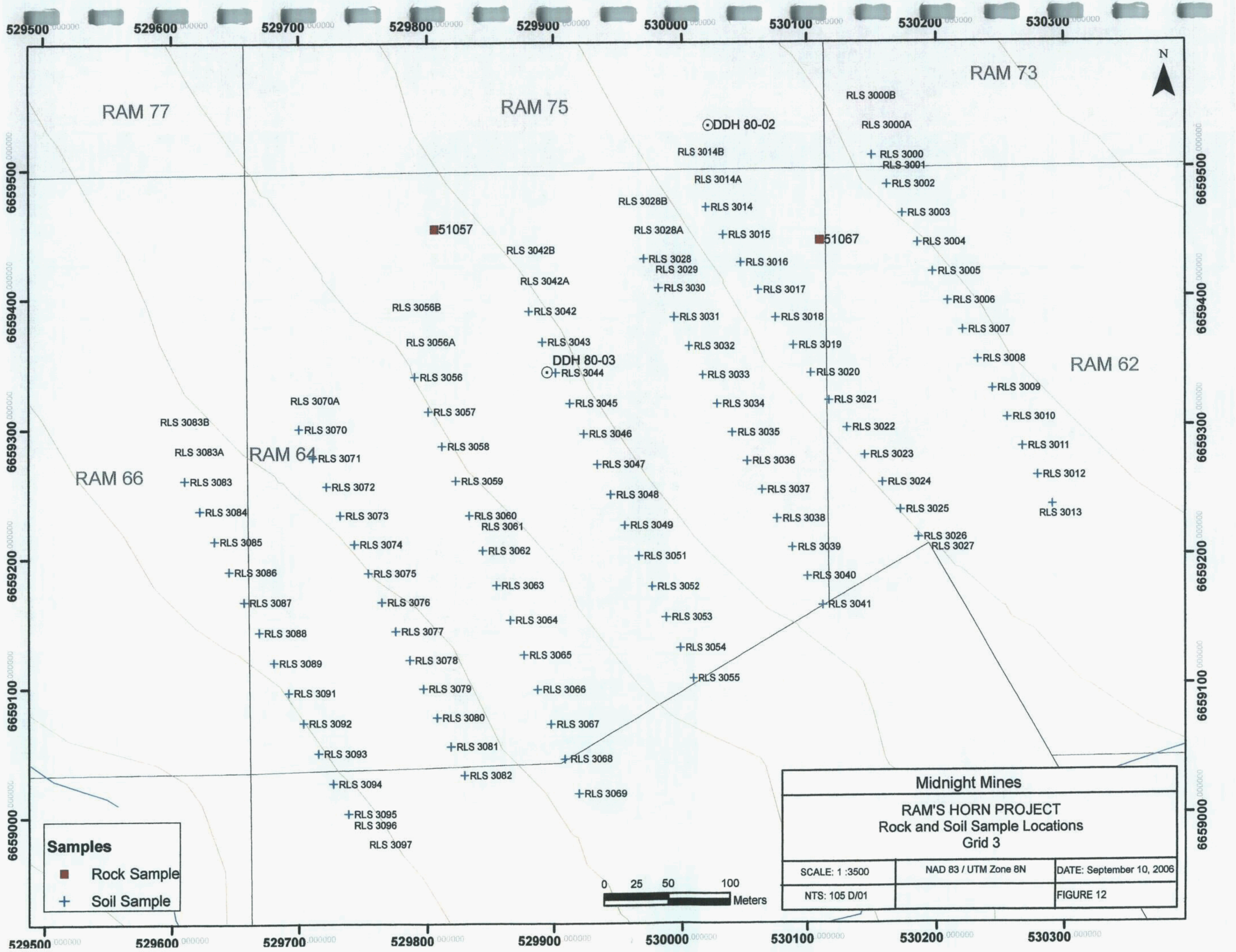
	Au	Ag	As	Cu	Mo	Ni	Pb	Zn
Sample No.	ppb	ppm	ppm	ppm	ppm	ppm	ppm	ppm
3000	<5	0.2	20	15	6	12	10	46
3001	<5	0.2	10	18	7	16	18	49
3026	5	0.7	20	98	30	23	10	57
3027	10	0.6	10	75	19	17	10	57
3028	5	0.2	20	26	19	10	26	62
3029	<5	0.2	25	51	26	12	26	66
3060	<5	<0.2	15	8	16	8	16	101
3061	5	<0.2	15	7	15	8	14	99
3095	<5	0.2	85	11	19	7	16	40
3096	<5	0.2	80	12	24	9	18	38

Element values are from Eco Tech Laboratory report AK 2005-971 (Appendix IV). These sample pairs were collected as two bags of sample from the same sample pit.

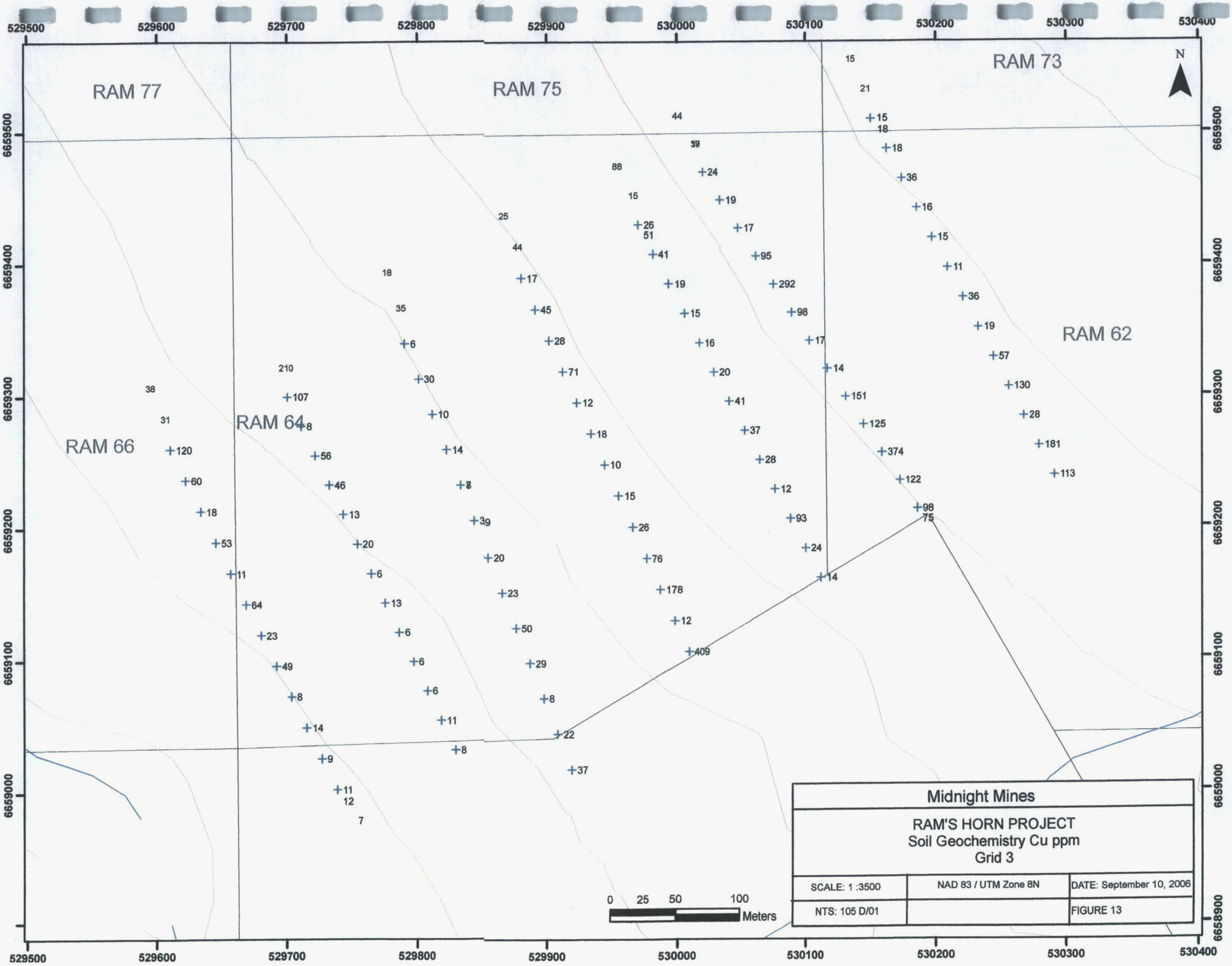
Results for molybdenum on this grid (Figures 14 and 16) suggest a second zone of molybdenite mineralization, parallel to the zone sampled by pits and trenches in 1968-69, may occur in the centre of the grid. High Mo values towards the north end of several sample lines were followed up by extending all sample lines in this direction in the November, 2005, program by 1 or 2 samples per line (13 additional samples; results are reported in ALS Chemex report VA06004222 in Appendix IV). This anomaly probably reflects the known mineralization although the possibility of some contamination from the 1968-69 blast trenching program cannot be completely discounted. The north east contact of the small granite intrusive may be indicated by the low values on the upper line of this grid (Figure 16); if so, the Mo geochemistry results suggest that smaller apophyses of this intrusion may underlie parts of grids 1 and 2, with accompanying elevated Mo values.

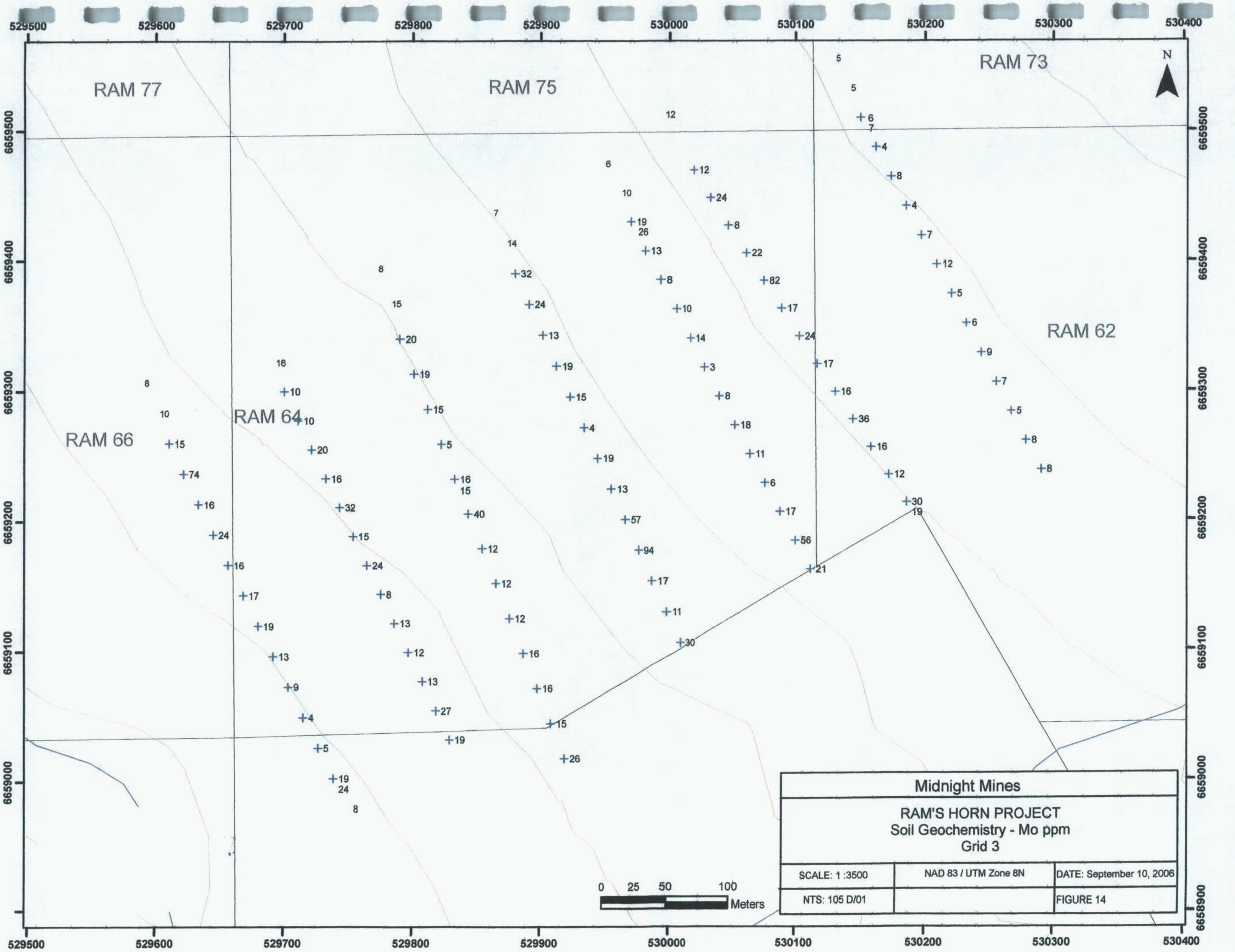
Also on grid 3, note that sample RLS 3084 has high values in Ag (23.8 ppm), Bi (100 ppm), Mo (74 ppm) and Pb (316 ppm) but only modest values in Au, As, Cu, Sb and Zn.

In the southwest part of the Lime Creek work area, a reconnaissance soil sample traverse across slope was completed on a near north-south line. On this Line 5, 10 soil samples were collected 100 m apart on a 900 m long line. Sample numbers are RLS 5001 to 5010 (see Figures 5, 15 and 16). No internal check samples or site duplicates were included in this group. Analytical results are in Eco Tech Laboratory report AK 2005-970 (Appendix IV).



529500
529600
529700
529800
529900
530000
530100
530200
530300
6659500
6659400
6659300
6659200
6659100
6659000
N
RAM 77
RAM 75
RAM 73
RAM 64
RAM 66
RAM 62
DDH 80-02
DDH 80-03
51057
51067
RLS 3000B
RLS 3000A
RLS 3000
RLS 3001
RLS 3002
RLS 3003
RLS 3004
RLS 3005
RLS 3006
RLS 3007
RLS 3008
RLS 3009
RLS 3010
RLS 3011
RLS 3012
RLS 3013
RLS 3014B
RLS 3014A
RLS 3014
RLS 3015
RLS 3016
RLS 3017
RLS 3018
RLS 3019
RLS 3020
RLS 3021
RLS 3022
RLS 3023
RLS 3024
RLS 3025
RLS 3026
RLS 3027
RLS 3028B
RLS 3028A
RLS 3028
RLS 3029
RLS 3030
RLS 3031
RLS 3032
RLS 3033
RLS 3034
RLS 3035
RLS 3036
RLS 3037
RLS 3038
RLS 3039
RLS 3040
RLS 3041
RLS 3042B
RLS 3042A
RLS 3042
RLS 3043
RLS 3044
RLS 3045
RLS 3046
RLS 3047
RLS 3048
RLS 3049
RLS 3051
RLS 3052
RLS 3053
RLS 3054
RLS 3055
RLS 3056B
RLS 3056A
RLS 3056
RLS 3057
RLS 3058
RLS 3059
RLS 3060
RLS 3061
RLS 3062
RLS 3063
RLS 3064
RLS 3065
RLS 3066
RLS 3067
RLS 3068
RLS 3069
RLS 3070A
RLS 3070
RLS 3071
RLS 3072
RLS 3073
RLS 3074
RLS 3075
RLS 3076
RLS 3077
RLS 3078
RLS 3079
RLS 3080
RLS 3081
RLS 3082
RLS 3083B
RLS 3083A
RLS 3083
RLS 3084
RLS 3085
RLS 3086
RLS 3087
RLS 3088
RLS 3089
RLS 3091
RLS 3092
RLS 3093
RLS 3094
RLS 3095
RLS 3096
RLS 3097
Samples
Rock Sample
Soil Sample
0 25 50 100
Meters
Midnight Mines
RAM'S HORN PROJECT
Rock and Soil Sample Locations
Grid 3
SCALE: 1 :3500
NAD 83 / UTM Zone 8N
DATE: September 10, 2006
NTS: 105 D/01
FIGURE 12

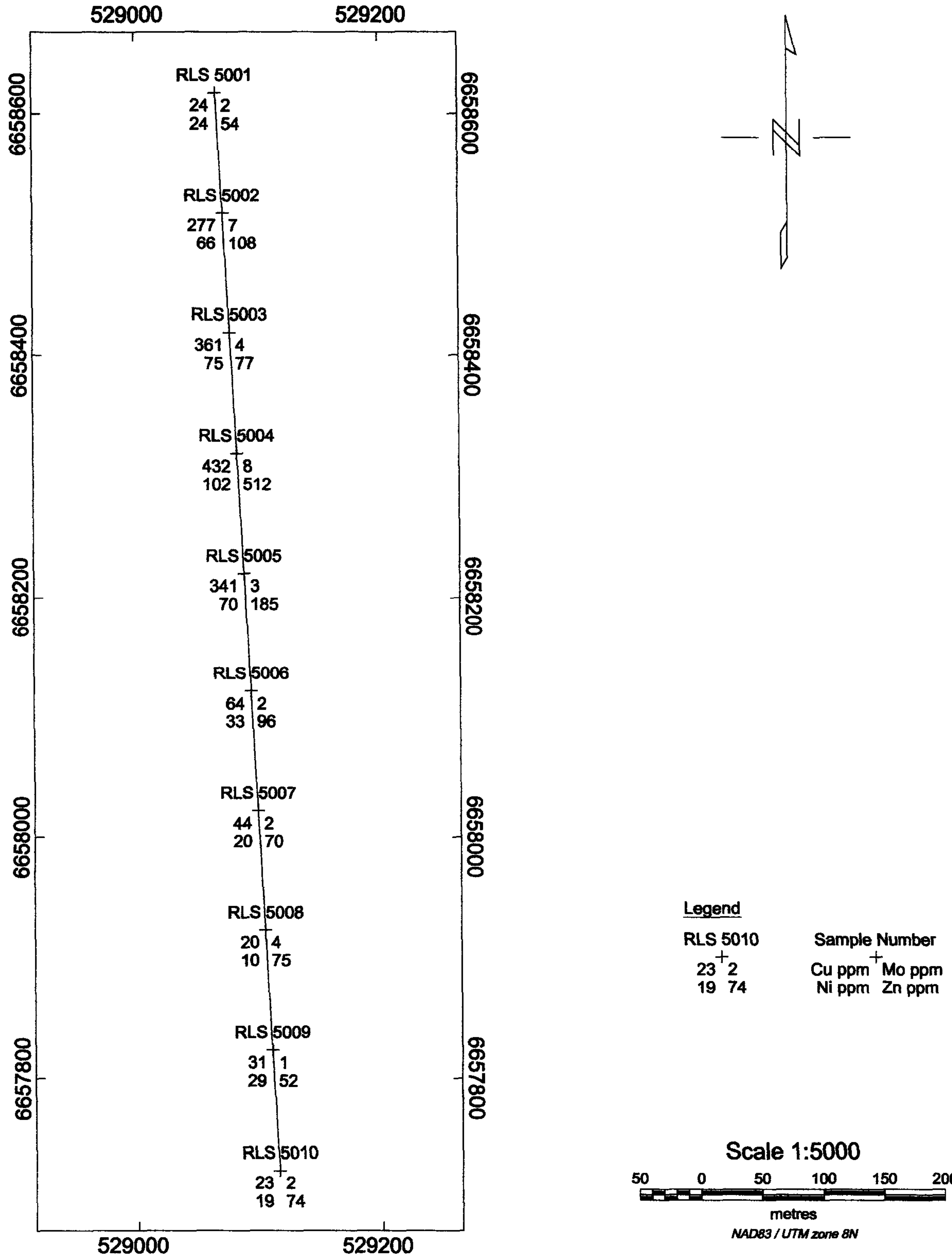

RAM 77
RAM 75
RAM 73
RAM 62
RAM 64
RAM 66
N
Midnight Mines
RAM'S HORN PROJECT
Soil Geochemistry Cu ppm
Grid 3
SCALE: 1 :3500
NAD 83 / UTM Zone 8N
DATE: September 10, 2006
NTS: 105 D/01
FIGURE 13
0 25 50 100
Meters
529500
529600
529700
529800
529900
530000
530100
530200
530300
530400
6659500
6659400
6659300
6659200
6659100
6659000
6658900



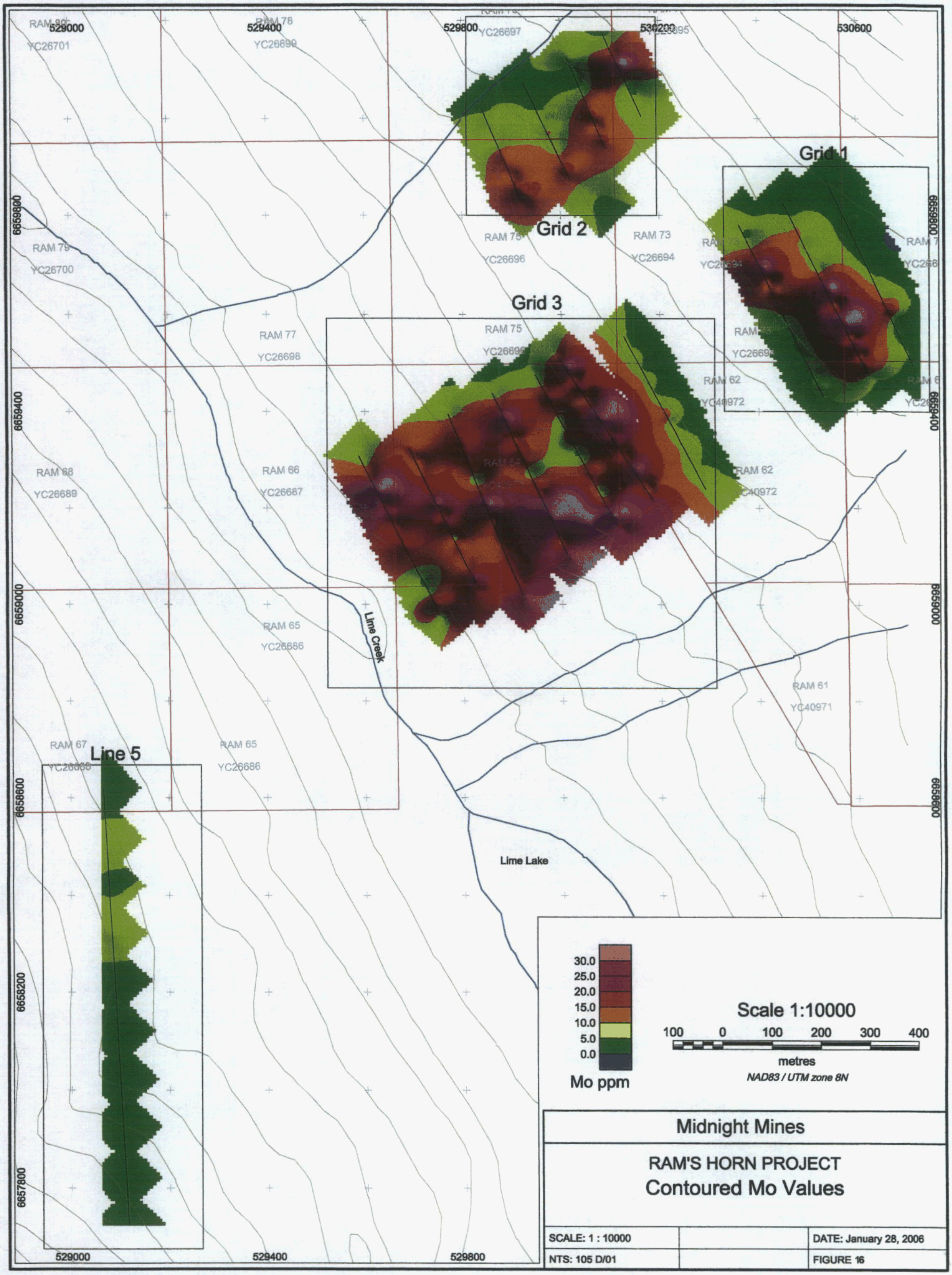
Midnight Mines

RAM'S HORN PROJECT
Soil Geochemistry - Mo ppm
Grid 3

SCALE: 1 :3500	NAD 83 / UTM Zone 8N	DATE: September 10, 2006
NTS: 105 D/01		FIGURE 14



Midnight Mines		
RAM'S HORN PROJECT Soil Geochemistry Line 5		
SCALE: 1 : 5000		DATE: October 29, 2005
NTS: 105 D/01		FIGURE 15


Grid 1
Grid 2
Grid 3
Line 5
Lime Creek
Lime Lake
529000
529400
529800
530200
530600
6659800
6659400
6659000
6658600
6658200
6657800
RAM 79
YC26700
RAM 77
YC26698
RAM 75
YC26696
RAM 73
YC26694
RAM 68
YC26689
RAM 66
YC26687
RAM 65
YC26686
RAM 67
RAM 62
YC40972
RAM 61
YC40971
30.0
25.0
20.0
15.0
10.0
5.0
0.0
Mo ppm
Scale 1:10000
100 0 100 200 300 400
metres
NAD83 / UTM zone 8N
Midnight Mines
RAM'S HORN PROJECT
Contoured Mo Values
SCALE: 1 : 10000
NTS: 105 D/01
DATE: January 28, 2006
FIGURE 16

Note sample RLS 5003 has 5 ppb gold in the original analysis but 50 ppb gold in the laboratory repeat analysis; all other Au values are low (<5 to 5 ppb). A group of 4 samples RLS 5002 to 5005) shows elevated copper values with Cu from 277 to 432 ppm with some associated zinc anomalies, but low values in Mo, Ag, As, and Pb; this indicates an anomalous area of copper values in excess of 300 m long with potentially associated gold and zinc.

Rock Sampling

During the 1968-69 exploration programs, blast pits and trenches were excavated in a number of areas of the mineralized outcrops and 267.8 cubic yards were removed (Hilker, 1970). A total of 31 pits and trenches were listed, but some numbers cover several pits in the same general area; the total of separate pits and trenches is 49. These range in size from 32 cubic yards down to 0.3 cubic yards. In practice, it is difficult to distinguish a single irregular trench from a series of small pits close together. There is thus considerable uncertainty in assigning the original pit numbers to the pits encountered in the field today. The original sampling of these blast pits returned molybdenum values ranging from 0.004% to 0.756%.

Figure 17 shows the location of pits and trenches located in the 2005 field program. A total of 22 rock samples were collected as part of the August field program (sample numbers 51051 to 51069 and 71954 to 71959). Locations of most samples are shown in Figure 17 and analytical results are included in Appendix IV.

Samples 71954 to 71959 were collected from float and outcrop while prospecting up "Sulphide Creek", the creek west of Grid 2 which is shown on Vincent's 1971 geology map as "areas of sulphide-bearing float". Most samples are of hard, fine-grained biotite hornfels with very fine-grained sulphides (pyrite, pyrrhotite, possibly trace chalcopyrite). These samples show weakly anomalous values of copper, chromium and nickel, suggesting they were originally basic volcanic rocks.

Samples 51051-51056 and 51067 are from float and outcrop of granite with quartz veining and occasional molybdenite veins (51055 -51056, 51067). Samples 51057 and 51068-51069 are grab samples of better mineralized material from old pits. Samples 51058 – 51063 were collected as composite chip samples across areas of veining in old pits:

Table 6: Composite Chip Samples from Old Pits

Sample No.	Sample Width m.	Mo ppm	Pit no.
51058	3.0	1385	3?
51059	1.8	402	22?
51060	2.6	233	20?
51061	1.45	138	16?
51062	3.5	119	11?
51063	0.85	32	5?

Blast Trenching

In November, 2005 Bushmaster Exploration Services Ltd. carried out a program of blast trenching and rock sampling. Hand trenching by drilling and blasting in the area of the old pits 1, 2, 3 and 3a (close to the inferred location of DDH 80-01) excavated approximately 14.50 cubic metres of rock. Chip sampling in the excavated zone was carried out to extend sampling on either side of a 3 m chip sample collected in the August, 2005 program (sample 51058); sampling now extends over a distance of 11 metres giving an approximate weighted average value of 0.15% molybdenum across this interval or 0.84% across the central 8 metres of the sampled area. 4 chip samples and 3 grab samples were collected. (sample numbers 206003 to 206009) Analyses of these samples are included in Appendix IV as ALS Chemex report VA06004221.

Scott Casselman of Aurora visited the Lime Creek Zone on November 2, 2005 and collected 4 rock samples (sample numbers RAM05-01 to RAM05-04). Analyses are included in Appendix IV (Acme Analytical Labs reports A508009 and A600116). For this group of samples, sample preparation involved crushing to 70% passing 10 mesh, and pulverizing a 250 gram split to 95% passing 150 mesh. Gold was analysed by classic lead collection fire assay on a 1 assay-ton sample (29.2 grams) with ICP-ES analysis of the doré bead.

8.0 GEOPHYSICS

In September 2004, McPhar Geosurveys Ltd. of Ontario carried out helicopter-borne geophysical surveys over two large grids on the Rams Horn property. Grid "A" covered parts of the RAM 1-30 and RAM 87-88 claims, as well as some of the Rams Horn propery claims across the border in British Columbia. Grid "B" is entirely within the Yukon, in the area of the RAM 49-60 and RAM 65-80 claims. Helicopter-borne magnetometer and electromagnetic surveys were flown over both grids. In addition, a radiometric survey was flown over Grid "B" (Lime Creek Zone). A report describing these airborne geophysical surveys was filed for assessment credit in August 2005 (Robertson, 2005).

Aurora Geosciences Ltd. of Whitehorse was contracted to prepare an interpretation of these geophysical surveys and provide recommendations for future ground geophysical follow-up work. Scott Casselman of Aurora visited the Lime Creek Zone on November 2, 2005 to collect field data to assist in their interpretation and collected 4 rock samples. Analyses of these samples are included in Appendix IV of this report. The preliminary and final interpretation reports are included as Appendix V of the present report; the report and figures are on the enclosed CD-ROM.

9.0 RECLAMATION

The old camp site, dating from the 1980 drill program, was largely taken apart, cleaned up and rebuilt. Old tent floors were repaired. Tent frames were rebuilt, using old lumber where possible. Damaged or rotten lumber and garbage were burned and the remains buried. Materials which could not be burned were flown out and trucked to Whitehorse for disposal; this included a number of old drums.

10.0 CONCLUSIONS and RECOMMENDATIONS

In general, relatively low copper values in soil and rock samples, low sulphide content and overall lack of typical extensive alteration of the host granitic intrusive body suggest that this is not a copper-molybdenum porphyry style of mineralization. Instead the geochemistry and geology are typical of molybdenum mineralization in many granites, similar to the Ruby Creek (Adanac) deposit in the Atlin district of northern British Columbia, located approximately 70 km to the south east of the Rams Horn property.

Many of the molybdenum anomalies in soil samples collected in the 2005 field programs are spot anomalies. This may mean that there is not much chemical breakdown of molybdenite and some of the anomalies may be caused by the presence of discrete particles of molybdenite in the soil (i.e. mechanical breakdown only). Therefore anomalous molybdenum values in soil samples are probably close to a bedrock source which could be exposed by trenching and blasting (for example, on Grid 3 where several sites with anomalous molybdenum values are close to outcrop).

At the east end of the area of blast pits there are mineralized veins over a width of approximately 200 metres between pits 20 and 31. Several areas need to be tested for

APPENDIX I

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APPENDIX II

STATEMENT OF EXPENDITURES

APPENDIX III

STATEMENT OF QUALIFICATIONS

I, Ronald C. R. Robertson, certify that:

I am a self-employed consulting geologist with office address at 36 Riverview Gardens SE, Calgary, Alberta, T2C 4G7.

I obtained a Bachelor of Science degree with First Class honours in Geology from the University of Aberdeen, Scotland, in 1970 and subsequently carried out graduate studies in economic geology at Queen's University, Kingston, Ontario.

I am registered as a Professional Geologist (number M54692) by the Association of Professional Engineers, Geologists & Geophysicists of Alberta.

I have been engaged in mineral exploration and development on a full-time basis for over 30 years, of which 13 have been spent on programs in the Yukon Territory, northern British Columbia and Alaska. I visited the Rams Horn property of Midnight Mines Ltd.. in October 2004 and supervised a field exploration program on the property in August, 2005.

SIGNED at Whitehorse, Yukon Territory, on September 8, 2006

____

Ronald C. R. Robertson, P. Geol.

APPENDIX IV

GEOCHEMICAL ANALYSES
SOIL AND ROCK SAMPLES

LABORATORY REPORTS

Initial Field Program (August, 2005)

Eco Tech Laboratory, Kamloops
AK 2005-970 (105
soil samples)
AK 2005-971 (98 soil samples)
AK 2005-1092i (18 rock samples)
(**Note**: 4 samples, #s 71951and 71960/61/62 are from the Lakeshore Zone on the British Columbia side of the Rams Horn property and are not discussed in this report)

ALS Chemex, North Vancouver
VA05075439 (16 rock samples)

Trenching Program (November, 2005)

ALS Chemex, North Vancouver
VA06004221 (7 rock samples)
VA06004222 (13 Soil samples)

Acme Analytical Labs, Vancouver
A508009 (3 rock samples)
A600116 (1 rock sample)

APPENDIX V

AURORA GEOSCIENCES LTD.

PRELIMINARY AND FINAL REPORTS

"INTERPRETATION OF A HELICOPTER-BORNE ELECTROMAGNETIC SURVEY AT THE RAMS HORN PROPERTY, TAGISH LAKE AREA, YUKON TERRITORY"

continuity of the known mineralization and to locate extensions; for example, are there mineralized veins over a similar width west (downslope) of pits 23-31? Can the mineralized veins seen in pits 4-9 be traced downslope through the area of porr exposure to the area of pits 1-3? Can the known mineralization be traced farther upslope (above the upper heli pad)?

The 1968 map of molybdenum values in soil samples shows several other anomalous areas; some of these also have molybdenite mineralization in float rocks. The main soil anomaly could be interpreted as a half-ring surrounding a barren core zone. Note that the area west of Lime Creek also requires follow-up sampling as previous work on the property has shown anomalous molybdenum values in soil samples there, as well as float occurrences of molybdenite mineralization.

Most geophysical methods will not work on this type of target because of the low sulphide content of the mineralization. It is recommended that a test program of ground magnetometer and induced polarization surveys be carried out. The magnetometer survey will not indicate mineralized zones but might help to discriminate the different phases of the granitic intrusion as shown on the geology map in Vincent (1971). The induced polarization survey should be carried out over the known mineralization and some of the possible extensions. If the known showings are not indicated by the IP survey it will be because the mineralization is too weak or discontinuous. Test lines should be at least 1km long; one or more lines should run through zones of better mineralization (such as the pit 1-3 area and the area of DDh80-02 and pits 18-31) and one of the lines should run through the covered area between pits 3 and 4.

Respectfully Submitted,

Ronald C. R. Robertson, P. Geol.

APPENDIX I

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APPENDIX II

STATEMENT OF EXPENDITURES

Rams Horn Assessment Costs 2005						
		Lime Creek Zone August 2005	November 2005	Lime Creek Total	Cirque Zone August 2005	Cirque Zone Total
Item	**Rates**					
Labour:						
Bill Harris	$300	5 days	4 days	$2700	2 days	$600
Ron Robertson	$400	5 days		$2000	2 days	$800
Matthias Bindig	$250	5 days	4 days	$2250		
Jeff Bridge	$300	5 days		$1500		
Ryan Coe	$300	5 days		$1500		
Casey Adshead	$300	5 days		$1500		
Corey Coe	$400				1 day	$400
Sue Craig	$400				1 day	$400
Andrew Robinson	$300		4 days	$1200		
Bill Brommell	$300		4 days	$1200		
Total Labour:				**$13850**		**$2200**
Reclamation of old camp				$1213		
Helicopter				$5288		$5700
				$3485		
Trucks rental (2)			$139	$139		$200
Trucks: fuel						$300
Trucks: mileage	0.485/km	720 km		$349		
Generator (1 week):				$193		
Chain Saws (1 week)				$193		
Radios (1 week)				$214		
Field Supplies				$1152		
Food (man days)	$35	30 days	16 days	$1610	6 days	$210
Trenching/Blasting			$2151	$2151		
Freight (sample shipping)		$548	$165	$713	$50	$50
Analyses and Assays		$4736	$595	$5331	$138	$138
Geophysical Interpretation				$1074		$1074
Drafting				$2232		$225
Report Preparation				$2400		$500
Total				**$41,587.00**		**$10,597.00**

APPENDIX III

STATEMENT OF QUALIFICATIONS

I, Ronald C. R. Robertson, certify that:

I am a self-employed consulting geologist with office address at 36 Riverview Gardens SE, Calgary, Alberta, T2C 4G7.

I obtained a Bachelor of Science degree with First Class honours in Geology from the University of Aberdeen, Scotland, in 1970 and subsequently carried out graduate studies in economic geology at Queen's University, Kingston, Ontario.

I am registered as a Professional Geologist (number M54692) by the Association of Professional Engineers, Geologists & Geophysicists of Alberta.

I have been engaged in mineral exploration and development on a full-time basis for over 30 years, of which 13 have been spent on programs in the Yukon Territory, northern British Columbia and Alaska. I visited the Rams Horn property of Midnight Mines Ltd.. in October 2004 and supervised a field exploration program on the property in August, 2005.

SIGNED at Whitehorse, Yukon Territory, on September 8, 2006

Ronald C. R. Robertson, P. Geol.

APPENDIX IV

GEOCHEMICAL ANALYSES
SOIL AND ROCK SAMPLES

LABORATORY REPORTS

Initial Field Program (August, 2005)

Eco Tech Laboratory, Kamloops
AK 2005-970 (105 soil samples)
AK 2005-971 (98 soil samples)
AK 2005-1092i (18 rock samples)
(**Note**: 4 samples, #s 71951and 71960/61/62 are from the Lakeshore Zone on the British Columbia side of the Rams Horn property and are not discussed in this report)

ALS Chemex, North Vancouver
VA05075439 (16 rock samples)

Trenching Program (November, 2005)

ALS Chemex, North Vancouver
VA06004221 (7 rock samples)
VA06004222 (13 Soil samples)

Acme Analytical Labs, Vancouver
A508009 (3 rock samples)
A600116 (1 rock sample)

ECO TECH LABORATORY LTD.
10041 Dallas Drive
KAMLOOPS, B.C.
V2C 6T4
Phone: 250-573-5700
Fax : 250-573-4557

ICP CERTIFICATE OF ANALYSIS AK 2005-970

Bushmaster Exploration
PO Box 31293
Whitehorse, Yukon
Y1A 5P7

09-Sep-05

No. of samples received:105
Sample Type: Soil
Project: Ramshorn - Lime Creek
Submitted by: R. Robertson

Values in ppm unless otherwise reported

Et #.	Tag #	Au(ppb)	Ag	Al %	As	Ba	Bi	Ca %	Cd	Co	Cr	Cu	Fe %	La	Mg %	Mn	Mo	Na %	Ni	P	Pb	Sb	Sn	Sr	Ti %	U	V	W	Y	Zn
1	RLS 0001	5	<0.2	1.19	10	85	<5	0.51	<1	6	23	11	2.03	10	0.40	434	17	0.02	8	140	16	<5	<20	17	0.08	<10	29	<10	13	43
2	RLS 1000	<5	<0.2	0.88	5	55	<5	0.23	<1	6	26	8	1.78	10	0.42	258	3	0.02	9	440	10	<5	<20	11	0.06	<10	37	<10	4	39
3	RLS 1001	<5	0.2	1.24	10	230	<5	0.30	<1	8	30	23	1.90	<10	0.54	216	3	0.02	16	260	12	<5	<20	11	0.07	<10	41	<10	4	61
4	RLS 1002	5	<0.2	1.12	5	190	<5	0.38	<1	7	31	29	1.82	<10	0.60	264	3	0.03	18	260	12	<5	<20	14	0.07	<10	42	<10	9	68
5	RLS 1003	<5	0.2	1.29	10	265	<5	0.41	<1	8	32	24	1.94	10	0.60	230	3	0.03	17	230	14	<5	<20	15	0.07	<10	43	<10	7	66
6	RLS 1004	<5	0.3	0.99	10	205	<5	0.58	<1	8	34	48	1.86	10	0.61	360	4	0.03	23	320	12	<5	<20	17	0.06	<10	42	<10	16	54
7	RLS 1005	5	0.2	1.12	10	225	<5	0.43	<1	8	30	31	1.92	10	0.56	273	4	0.02	20	300	10	<5	<20	12	0.07	<10	40	<10	10	61
8	RLS 1006	<5	<0.2	1.26	10	230	<5	0.35	<1	8	32	23	1.97	10	0.61	203	3	0.03	19	190	14	<5	<20	14	0.06	<10	45	<10	7	52
9	RLS 1007	<5	0.2	1.18	10	195	<5	0.48	<1	8	35	21	2.16	<10	0.66	208	1	0.02	18	460	14	<5	<20	14	0.06	<10	46	<10	6	59
10	RLS 1008	5	0.4	1.33	10	265	5	0.52	<1	10	34	35	2.10	10	0.72	280	3	0.02	25	410	18	<5	<20	17	0.06	10	48	<10	13	95
11	RLS 1009	<5	0.4	1.32	15	175	<5	0.29	<1	10	42	31	2.26	10	0.66	296	4	0.02	20	240	18	<5	<20	14	0.07	<10	54	<10	9	97
12	RLS 1010	5	0.6	1.19	15	160	5	1.49	<1	9	47	68	2.76	10	0.88	186	9	0.04	24	540	10	<5	<20	21	0.08	<10	67	<10	14	46
13	RLS 1011	<5	0.4	1.22	10	125	<5	0.62	<1	6	42	53	2.23	10	0.69	135	8	<0.01	21	310	10	<5	<20	11	0.07	<10	47	<10	11	55
14	RLS 1012	<5	0.3	2.52	<5	520	5	1.26	<1	28	106	180	5.77	<10	2.93	289	22	0.11	53	470	14	<5	<20	29	0.23	<10	197	<10	7	64
15	RLS 1013	<5	0.2	1.10	10	180	<5	0.34	<1	8	31	23	2.03	<10	0.59	204	3	0.02	16	170	14	<5	<20	14	0.06	<10	44	<10	5	74
16	RLS 1014	<5	0.3	0.98	5	155	<5	0.70	<1	6	31	62	1.94	20	0.60	196	1	0.03	24	340	14	<5	<20	20	0.05	<10	35	<10	11	51
17	RLS 1015	<5	0.3	1.92	10	230	<5	1.25	<1	19	70	108	3.00	10	1.47	266	4	0.09	45	420	16	<5	<20	36	0.13	<10	88	<10	13	101
18	RLS 1016	<5	0.3	1.87	5	280	<5	0.86	<1	17	47	73	2.74	<10	0.98	298	5	0.05	39	330	14	<5	<20	25	0.10	<10	80	<10	8	95
19	RLS 1017	<5	0.5	0.97	5	195	<5	0.75	<1	7	33	36	1.77	10	0.61	296	2	0.03	18	450	14	<5	<20	22	0.05	<10	41	<10	13	48
20	RLS 1018	<5	0.4	1.38	10	215	5	0.64	<1	9	40	33	2.09	10	0.75	214	3	0.02	24	400	20	<5	<20	17	0.06	<10	49	<10	10	83
21	RLS 1019	5	0.5	0.97	25	260	<5	1.06	<1	12	32	144	2.22	10	0.64	509	4	0.02	48	600	16	<5	<20	24	0.03	<10	45	<10	23	101
22	RLS 1020	15	0.2	1.05	10	205	<5	0.73	<1	12	33	105	2.00	<10	0.66	236	10	0.02	55	370	12	<5	<20	18	0.05	<10	43	<10	10	92
23	RLS 1021	5	0.5	1.71	5	320	5	1.04	<1	17	59	97	2.94	<10	1.19	660	10	0.06	45	400	16	<5	<20	31	0.13	<10	78	<10	10	155
24	RLS 1022	<5	0.2	1.22	5	305	<5	0.59	<1	8	33	56	2.13	<10	0.64	192	6	0.03	43	120	12	<5	<20	17	0.07	<10	49	<10	5	66
25	RLS 1023	5	0.5	2.18	<5	785	<5	1.40	<1	23	63	171	3.18	<10	1.65	352	9	0.06	78	450	16	<5	<20	32	0.15	<10	85	<10	11	98
26	RLS 1024	<5	0.2	1.59	<5	420	<5	0.83	<1	14	43	97	2.41	<10	0.84	255	6	0.03	48	230	12	<5	<20	27	0.10	<10	59	<10	8	139
27	RLS 1025	<5	0.4	1.20	5	560	<5	0.71	<1	10	42	100	2.16	10	0.90	130	18	<0.01	47	260	8	<5	<20	15	0.05	<10	53	<10	10	47
28	RLS 1026	<5	0.5	1.58	15	295	5	0.78	1	13	46	128	3.84	<10	0.69	213	47	0.01	62	400	20	<5	<20	17	0.06	<10	76	<10	6	137
29	RLS 1027	5	0.2	1.33	<5	175	5	0.45	1	15	30	64	2.10	<10	0.57	379	10	0.01	39	270	12	<5	<20	16	0.08	<10	54	<10	6	166
30	RLS 1028	<5	<0.2	0.97	<5	125	<5	0.25	<1	9	25	17	1.62	<10	0.37	136	17	<0.01	13	110	10	<5	<20	15	0.09	<10	58	<10	4	145

Et #.	Tag #	Au(ppb)	Ag	Al %	As	Ba	Bi	Ca %	Cd	Co	Cr	Cu	Fe %	La	Mg %	Mn	Mo	Na %	Ni	P	Pb	Sb	Sn	Sr	Ti %	U	V	W	Y	Zn
31	RLS 1029	<5	<0.2	1.39	10	100	<5	0.16	<1	7	35	27	2.79	<10	0.42	141	72	<0.01	23	150	14	<5	<20	14	0.09	<10	67	<10	3	154
32	RLS 1030	<5	<0.2	0.96	<5	220	<5	0.68	<1	9	24	55	1.50	<10	0.57	129	6	0.02	38	120	8	<5	<20	16	0.07	<10	37	<10	4	210
33	RLS 1031	<5	0.6	0.82	5	175	5	1.24	<1	7	34	87	4.29	<10	0.33	122	28	0.01	19	670	14	<5	<20	26	0.05	<10	59	10	7	69
34	RLS 1032	<5	<0.2	1.81	<5	225	<5	0.42	<1	30	40	68	2.64	<10	0.85	625	12	0.01	43	300	14	<5	<20	14	0.11	<10	78	<10	5	221
35	RLS 1033	5	0.3	0.74	5	100	<5	0.20	<1	4	23	28	1.96	<10	0.27	89	22	0.01	10	360	12	<5	<20	9	0.07	<10	62	<10	3	48
36	RLS 1034	<5	0.2	1.17	<5	210	<5	0.33	4	13	32	45	2.31	<10	0.51	1140	6	0.01	28	410	18	<5	<20	12	0.07	<10	70	<10	5	495
37	RLS 1035	5	0.3	1.80	<5	485	5	1.41	3	23	61	176	3.13	<10	1.29	890	6	0.02	70	630	20	<5	<20	26	0.11	<10	77	<10	14	323
38	RLS 1036	5	0.7	1.26	5	265	10	2.10	1	9	42	97	2.03	<10	1.10	298	4	0.02	41	660	20	<5	<20	29	0.05	<10	43	<10	13	122
39	RLS 1037	5	0.6	0.95	10	220	5	1.69	<1	9	37	174	2.18	10	0.90	345	9	0.02	61	740	16	<5	<20	30	0.04	<10	42	<10	17	111
40	RLS 1038	15	<0.2	1.11	10	235	<5	0.91	<1	8	38	122	2.44	10	0.90	289	20	0.02	43	440	10	<5	<20	27	0.09	<10	54	<10	13	110
41	RLS 1039	5	0.3	0.49	5	220	<5	1.24	1	11	45	479	3.03	20	0.99	311	37	<0.01	125	640	10	<5	<20	36	0.06	<10	58	<10	32	190
42	RLS 1040	<5	0.3	0.96	10	245	<5	0.91	<1	6	28	120	1.89	<10	0.62	156	9	0.01	51	340	12	<5	<20	21	0.04	<10	44	<10	15	60
43	RLS 1041	5	0.3	0.88	5	175	<5	0.64	<1	9	34	200	2.27	10	0.58	229	15	0.01	76	460	10	<5	<20	23	0.07	<10	43	<10	19	61
44	RLS 1042	<5	<0.2	1.33	10	235	5	0.38	<1	10	34	48	2.18	<10	0.72	243	12	0.02	28	200	16	<5	<20	15	0.08	<10	49	<10	4	85
45	RLS 1043	5	0.3	1.19	10	225	<5	0.65	<1	10	36	113	2.32	10	0.66	284	12	0.02	65	350	16	<5	<20	22	0.07	<10	51	<10	11	161
46	RLS 1044	5	0.2	1.14	10	215	<5	0.66	<1	8	31	49	2.04	<10	0.66	244	6	0.03	26	430	14	<5	<20	24	0.07	<10	49	<10	10	52
47	RLS 1045	<5	0.3	1.01	10	175	<5	1.01	<1	7	33	43	1.90	<10	0.56	193	5	0.01	19	330	14	<5	<20	17	0.05	<10	53	<10	9	85
48	RLS 1046	<5	0.2	1.29	10	155	<5	0.46	1	10	31	40	2.20	10	0.60	291	6	0.02	26	200	14	<5	<20	15	0.08	<10	54	<10	8	223
49	RLS 1047	<5	0.2	1.39	15	220	<5	0.52	<1	9	34	50	2.26	10	0.70	217	4	0.02	26	240	20	<5	<20	16	0.08	<10	63	<10	13	70
50	RLS 1048	<5	0.2	1.27	15	175	<5	0.72	<1	7	33	48	2.07	10	0.61	162	7	0.01	24	290	14	<5	<20	15	0.06	<10	63	<10	12	56
51	RLS 1049	<5	0.2	1.16	10	200	<5	1.26	1	9	34	99	2.02	10	0.68	229	5	0.03	43	420	14	<5	<20	27	0.05	<10	66	<10	16	98
52	RLS 1050	5	0.4	0.43	5	195	<5	1.76	<1	8	25	284	1.50	10	0.49	366	8	<0.01	58	850	10	<5	<20	34	0.03	<10	37	<10	19	50
53	RLS 1051	5	<0.2	0.96	<5	180	<5	0.50	<1	8	26	42	1.72	<10	0.56	285	5	0.02	22	250	12	<5	<20	18	0.05	<10	43	<10	5	162
54	RLS 1052	5	<0.2	0.86	5	45	<5	0.24	<1	6	25	8	1.84	<10	0.41	219	3	0.02	9	430	8	<5	<20	10	0.06	<10	38	<10	5	36
55	RLS 2000	<5	0.4	1.32	5	235	<5	0.55	2	14	37	86	2.46	10	0.63	1093	18	0.02	39	410	18	<5	<20	19	0.09	<10	50	<10	9	341
56	RLS 2001	<5	0.2	1.18	10	180	<5	0.43	1	14	43	36	2.42	<10	0.67	612	13	0.02	21	380	12	<5	<20	14	0.14	<10	57	<10	6	146
57	RLS 2002	<5	<0.2	1.33	5	140	<5	0.29	<1	14	36	20	2.49	<10	0.62	464	16	0.02	16	410	14	<5	<20	11	0.13	<10	61	<10	5	114
58	RLS 2003	5	<0.2	1.17	10	150	<5	0.22	<1	13	39	32	2.54	<10	0.68	231	10	0.02	21	570	14	<5	<20	9	0.14	<10	65	<10	4	102
59	RLS 2004	5	0.2	1.03	5	110	<5	0.27	<1	9	32	16	2.35	<10	0.44	217	12	0.01	11	400	12	<5	<20	10	0.11	<10	61	<10	3	108
60	RLS 2005	<5	0.2	1.43	10	165	5	0.60	1	13	36	41	2.47	<10	0.61	369	13	0.03	24	380	14	<5	<20	22	0.11	<10	59	<10	8	130
61	RLS 2006	5	0.2	1.10	5	110	<5	0.26	<1	9	30	16	2.09	<10	0.55	298	7	0.02	13	260	10	<5	<20	11	0.10	<10	51	<10	4	79
62	RLS 2007	<5	0.2	1.45	5	195	<5	0.38	<1	15	43	23	2.73	<10	0.81	453	7	0.02	19	410	14	<5	<20	16	0.14	<10	74	<10	4	131
63	RLS 2008	<5	0.2	1.44	10	195	<5	0.28	<1	11	43	23	2.80	<10	0.73	240	8	0.02	20	380	14	<5	<20	14	0.13	<10	76	<10	4	100
64	RLS 2009	<5	0.2	1.33	5	155	<5	0.37	2	18	31	12	2.49	10	0.45	1058	4	0.01	12	420	16	<5	<20	13	0.09	<10	53	<10	6	235
65	RLS 2010	5	<0.2	1.19	10	165	<5	0.32	<1	9	33	17	2.30	<10	0.57	226	11	0.02	13	200	12	<5	<20	13	0.12	<10	66	<10	4	73
66	RLS 2011	<5	<0.2	1.13	5	170	<5	0.33	2	14	34	45	2.33	<10	0.52	479	18	0.02	18	310	14	<5	<20	21	0.10	<10	57	<10	7	141
67	RLS 2012	5	<0.2	1.02	10	190	<5	0.38	1	10	33	29	2.11	<10	0.58	284	10	0.02	17	380	12	<5	<20	15	0.06	<10	52	<10	4	185
68	RLS 2013	<5	0.3	0.82	5	185	<5	0.54	1	9	26	27	1.69	<10	0.48	303	8	0.01	14	330	10	<5	<20	16	0.07	<10	43	<10	4	100
69	RLS 2014	<5	0.2	1.42	5	120	<5	0.16	<1	15	47	49	2.83	<10	0.65	237	11	0.01	27	120	12	<5	<20	9	0.17	<10	68	<10	5	64
70	RLS 2015	<5	<0.2	1.11	5	160	<5	0.49	<1	8	31	18	2.13	<10	0.54	292	5	0.02	13	370	12	<5	<20	15	0.09	<10	54	<10	4	85

Et #.	Tag #	Au(ppb)	Ag	Al %	As	Ba	Bi	Ca %	Cd	Co	Cr	Cu	Fe %	La	Mg %	Mn	Mo	Na %	Ni	P	Pb	Sb	Sn	Sr	Ti %	U	V	W	Y	Zn
71	RLS 2016	<5	0.2	1.21	10	105	<5	0.33	<1	9	31	26	2.13	<10	0.52	184	5	0.02	20	250	18	<5	<20	11	0.08	<10	49	<10	5	53
72	RLS 2017	<5	0.2	1.29	10	170	<5	0.21	<1	8	30	17	2.14	<10	0.54	249	4	0.02	15	230	12	<5	<20	10	0.08	<10	47	<10	4	105
73	RLS 2018	<5	<0.2	1.12	5	120	<5	0.24	<1	8	30	13	2.11	<10	0.53	309	5	0.02	12	650	10	<5	<20	11	0.07	<10	44	<10	4	97
74	RLS 2019	<5	<0.2	1.15	10	305	<5	0.45	<1	10	38	26	2.28	<10	0.73	322	13	0.01	21	310	12	<5	<20	14	0.10	<10	77	<10	4	83
75	RLS 2020	<5	<0.2	1.19	<5	200	<5	0.43	2	17	38	57	2.45	<10	0.67	725	17	0.02	57	300	10	<5	<20	18	0.10	<10	58	<10	6	281
76	RLS 2021	<5	0.2	1.29	<5	370	<5	0.75	<1	13	35	62	2.63	<10	1.00	439	10	0.02	26	580	10	<5	<20	21	0.21	<10	68	<10	8	151
77	RLS 2022	<5	0.3	1.38	<5	265	<5	0.62	<1	14	65	46	2.68	<10	1.01	613	16	0.02	28	220	10	<5	<20	19	0.18	<10	76	<10	6	88
78	RLS 2022-A	<5	<0.2	0.81	<5	55	<5	0.21	<1	6	23	7	1.67	<10	0.38	247	3	0.02	8	390	8	<5	<20	12	0.06	<10	35	<10	4	35
79	RLS 2023	<5	0.2	1.12	<5	150	<5	0.30	<1	12	33	77	1.97	<10	0.75	312	14	0.02	35	220	12	<5	<20	19	0.09	<10	55	<10	6	202
80	RLS 2024	<5	0.3	0.96	5	135	<5	0.22	1	11	29	16	2.00	<10	0.51	345	8	0.01	12	250	10	<5	<20	11	0.07	<10	51	<10	3	257
81	RLS 2025	<5	0.3	1.23	10	215	<5	0.29	<1	10	32	34	2.13	<10	0.66	380	3	0.02	24	340	14	<5	<20	16	0.06	<10	55	<10	7	76
82	RLS 2026	<5	0.2	1.07	10	220	<5	0.21	<1	9	31	22	2.03	<10	0.60	252	3	<0.01	17	260	12	<5	<20	10	0.06	<10	50	<10	3	161
83	RLS 2027	<5	0.6	1.43	10	215	5	0.53	3	23	45	98	3.08	<10	0.76	1088	10	<0.01	40	590	24	<5	<20	18	0.08	<10	65	<10	6	436
84	RLS 2028	<5	0.2	1.31	5	220	<5	0.36	<1	10	36	43	2.25	<10	0.67	273	8	0.02	23	240	12	<5	<20	15	0.09	<10	59	<10	5	77
85	RLS 2029	<5	0.3	1.25	5	200	<5	0.38	<1	11	36	19	2.31	<10	0.64	393	6	0.01	15	430	12	<5	<20	15	0.09	<10	54	<10	4	179
86	RLS 2030	<5	0.3	1.11	10	225	<5	0.25	<1	8	30	22	2.13	<10	0.61	159	5	0.01	17	260	12	<5	<20	13	0.06	<10	51	<10	3	104
87	RLS 2031	5	<0.2	0.85	15	180	<5	0.17	<1	8	25	20	1.96	<10	0.47	216	4	<0.01	15	190	12	<5	<20	10	0.04	<10	40	<10	3	100
88	RLS 2032	<5	0.2	1.30	<5	195	<5	0.18	<1	15	34	22	2.45	<10	0.69	637	18	0.01	11	220	14	<5	<20	9	0.12	<10	72	<10	3	139
89	RLS 2033	<5	0.9	0.94	<5	335	<5	0.52	1	48	26	103	3.39	<10	0.28	2172	46	0.01	23	750	14	<5	<20	56	0.04	<10	43	<10	6	118
90	RLS 2034	5	0.6	1.28	<5	425	<5	0.37	1	24	39	60	2.69	<10	0.73	1027	13	<0.01	23	380	12	<5	<20	15	0.10	<10	67	<10	4	280
91	RLS 2035	5	0.4	1.66	10	265	5	0.39	<1	19	47	58	3.36	<10	0.92	215	9	0.01	30	360	16	<5	<20	14	0.14	<10	87	<10	4	210
92	RLS 2036	<5	0.3	1.50	5	220	5	0.34	<1	15	44	42	2.72	<10	0.97	238	3	0.02	26	360	14	<5	<20	12	0.11	<10	65	<10	4	159
93	RLS 2037	<5	0.2	1.11	5	125	5	0.33	<1	11	35	15	2.42	<10	0.49	313	12	0.01	11	480	12	<5	<20	12	0.11	<10	63	<10	3	123
94	RLS 2038	<5	0.5	0.84	10	180	<5	0.48	1	9	28	25	1.78	<10	0.49	309	8	0.01	14	330	22	<5	<20	15	0.07	<10	44	<10	4	100
95	RLS 2039	<5	0.2	1.68	10	155	<5	0.36	<1	10	34	21	2.29	10	0.61	255	4	0.03	17	460	14	<5	<20	17	0.08	<10	51	<10	6	51
96	RLS 5001	<5	<0.2	1.51	10	180	5	0.52	<1	13	52	24	3.04	<10	0.90	272	2	0.02	24	500	12	<5	<20	16	0.10	<10	67	<10	6	54
97	RLS 5002	<5	0.3	1.24	5	160	<5	1.59	<1	16	41	277	2.61	20	0.73	732	7	<0.01	66	880	12	<5	<20	60	0.08	<10	58	<10	29	108
98	RLS 5003	5	0.7	1.15	5	120	<5	2.28	<1	14	53	361	2.66	10	1.01	548	4	<0.01	75	840	10	<5	<20	73	0.12	<10	81	<10	19	77
99	RLS 5004	5	0.3	1.41	10	145	5	0.77	2	22	58	432	4.11	20	0.77	706	8	<0.01	102	640	16	5	<20	36	0.09	<10	90	<10	35	512
100	RLS 5005	<5	0.7	1.05	<5	155	<5	1.79	1	13	35	341	2.37	20	0.66	432	3	<0.01	70	580	10	<5	<20	71	0.09	<10	57	<10	29	185
101	RLS 5006	<5	0.3	1.75	10	305	<5	0.83	<1	19	52	64	3.70	10	1.14	748	2	0.04	33	800	12	<5	<20	47	0.13	<10	86	<10	11	96
102	RLS 5007	<5	<0.2	1.21	5	190	5	0.38	<1	12	38	44	3.00	<10	0.71	355	2	0.03	20	780	10	<5	<20	24	0.10	<10	64	<10	7	70
103	RLS 5008	<5	0.2	1.09	<5	125	<5	0.28	<1	7	31	20	2.34	10	0.49	353	4	<0.01	10	350	10	<5	<20	10	0.10	<10	90	<10	5	75
104	RLS 5009	<5	<0.2	1.89	10	285	5	0.76	<1	14	62	31	3.14	10	1.04	450	1	0.03	29	630	14	<5	<20	24	0.11	<10	66	<10	10	52
105	RLS 5010	<5	<0.2	1.37	10	315	<5	0.44	<1	14	45	23	3.02	<10	0.58	723	2	0.02	19	430	12	<5	<20	20	0.10	<10	71	<10	5	74

Et #.	Tag #	Au(ppb)	Ag	Al %	As	Ba	Bi	Ca %	Cd	Co	Cr	Cu	Fe %	La	Mg %	Mn	Mo	Na %	Ni	P	Pb	Sb	Sn	Sr	Ti %	U	V	W	Y	Zn
QC DATA:																														
Repeat:																														
1	RLS 0001	<5	<0.2	1.11	10	75	<5	0.50	<1	6	22	10	1.91	10	0.37	331	16	0.02	7	120	14	<5	<20	17	0.08	<10	28	<10	12	43
10	RLS 1008	<5	0.4	1.23	10	250	<5	0.48	<1	10	32	32	2.00	10	0.68	292	2	0.02	23	380	18	<5	<20	16	0.06	<10	45	<10	11	91
19	RLS 1017	<5	0.5	1.02	5	200	<5	0.79	<1	7	35	40	1.90	10	0.64	304	2	0.03	20	520	16	<5	<20	22	0.05	<10	44	<10	15	50
28	RLS 1026	<5	0.3	1.60	15	280	10	0.76	1	13	43	122	3.83	<10	0.67	219	52	0.02	59	370	20	<5	<20	17	0.06	<10	75	<10	6	136
36	RLS 1034	<5	0.2	1.14	<5	210	<5	0.33	4	12	32	44	2.34	<10	0.51	1061	6	0.01	27	430	18	<5	<20	12	0.07	<10	70	<10	5	473
45	RLS 1043	<5	0.3	1.20	10	250	<5	0.67	<1	10	36	115	2.36	10	0.66	290	12	0.02	65	350	16	<5	<20	23	0.07	<10	52	<10	11	156
54	RLS 1052	<5	<0.2	0.88	5	55	<5	0.24	<1	6	25	8	1.77	<10	0.42	222	3	0.02	9	410	10	<5	<20	11	0.06	<10	36	<10	4	37
63	RLS 2008	5	0.2	1.41	10	200	<5	0.28	<1	11	42	22	2.73	<10	0.72	240	7	0.02	19	370	14	<5	<20	14	0.12	<10	75	<10	4	102
71	RLS 2016	<5	0.2	1.16	10	110	<5	0.33	<1	9	30	23	2.04	<10	0.50	181	4	0.01	18	270	16	<5	<20	11	0.08	<10	49	<10	5	51
80	RLS 2024	<5	0.3	0.97	5	135	<5	0.23	1	11	29	16	2.03	<10	0.52	351	8	0.01	12	260	10	<5	<20	11	0.08	<10	50	<10	3	267
89	RLS 2033	<5	0.8	0.88	<5	320	5	0.49	1	45	27	110	3.57	<10	0.27	2068	50	<0.01	24	740	14	<5	<20	56	0.04	<10	42	<10	6	115
98	RLS 5003	50	0.5	1.15	5	120	<5	2.40	<1	14	55	382	2.70	10	1.03	573	4	<0.01	79	920	10	<5	<20	76	0.11	<10	82	<10	20	77
Standard:																														
OXF41		795																												
OXF41		805																												
OXF41		800																												
GEO'05			1.5	1.55	50	125	<5	1.60	<1	19	63	86	3.65	<10	0.89	669	<1	0.02	27	680	22	<5	<20	53	0.11	<10	70	<10	10	74
GEO'05			1.5	1.54	50	125	<5	1.56	<1	19	61	87	3.60	<10	0.89	664	<1	0.02	27	710	24	<5	<20	56	0.11	<10	71	<10	10	76
GEO'05			1.6	1.57	50	130	<5	1.61	<1	19	64	88	3.67	<10	0.91	679	<1	0.02	28	690	22	<5	<20	54	0.11	<10	70	<10	10	73

JJ/ga
df/n970
XLS/05

ECO TECH LABORATORY LTD.
Jutta Jealouse
B.C. Certified Assayer

ECO TECH LABORATORY LTD.
10041 Dallas Drive
KAMLOOPS, B.C.
V2C 6T4
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07-Sep-05

ICP CERTIFICATE OF ANALYSIS AK 2005-971

Bushmaster Exploration Services Ltd.
P.O. Box 31293
Whitehorse, Yukon
Y1A 5P7
Attention: R. Robertson

No. of samples received: 98
Sample Type: Soil
Submitted by: R. Robertson
Project Name: Ramskom-Lime Ck.

Values in ppm unless otherwise reported

Et #.	Tag #	Au(ppb)	Ag	Al %	As	Ba	Bi	Ca %	Cd	Co	Cr	Cu	Fe %	La	Mg %	Mn	Mo	Na %	Ni	P	Pb	Sb	Sn	Sr	Ti %	U	V	W	Y	Zn
1	RLS 3000	<5	0.2	0.95	20	125	<5	0.45	<1	8	27	15	1.80	<10	0.55	350	6	0.03	12	550	10	<5	<20	17	0.06	<10	42	<10	6	46
2	RLS 3001	<5	0.2	1.60	10	125	<5	0.68	<1	12	57	18	2.47	<10	0.85	560	7	0.06	16	640	18	<5	<20	36	0.10	<10	66	<10	8	49
3	RLS 3002	<5	0.2	1.33	10	140	<5	0.53	<1	9	33	18	2.17	10	0.63	302	4	0.04	15	460	12	<5	<20	20	0.09	<10	51	<10	10	48
4	RLS 3003	<5	0.2	1.11	15	170	<5	0.93	<1	8	33	36	2.20	<10	0.59	379	8	0.03	16	650	12	<5	<20	23	0.07	<10	52	<10	8	61
5	RLS 3004	<5	0.2	1.51	10	135	<5	0.52	<1	9	37	16	2.31	<10	0.69	344	4	0.03	15	540	16	<5	<20	20	0.10	<10	55	<10	6	86
6	RLS 3005	<5	<0.2	1.05	20	100	<5	0.38	<1	6	25	15	1.63	10	0.42	197	7	0.03	10	110	12	<5	<20	14	0.07	<10	35	<10	9	39
7	RLS 3006	5	<0.2	0.69	35	40	<5	0.11	<1	3	16	11	1.45	<10	0.26	116	12	0.01	6	80	12	<5	<20	5	0.05	<10	28	<10	4	38
8	RLS 3007	<5	0.2	0.92	20	140	<5	1.38	2	7	26	36	1.64	<10	0.59	355	5	0.04	14	770	10	<5	<20	30	0.05	<10	34	<10	9	162
9	RLS 3008	<5	0.2	0.85	25	95	<5	0.58	<1	7	28	19	1.65	10	0.53	305	6	0.04	11	850	10	<5	<20	22	0.07	<10	36	<10	9	112
10	RLS 3009	5	0.4	0.93	25	150	10	1.36	1	6	28	57	1.75	10	0.53	402	9	0.04	17	900	14	<5	<20	30	0.04	<10	38	<10	15	75
11	RLS 3010	5	0.5	0.87	30	170	<5	1.34	3	7	31	130	1.77	20	0.52	546	7	0.03	28	850	12	<5	<20	29	0.04	<10	39	<10	45	174
12	RLS 3011	<5	0.2	1.23	20	150	<5	0.58	<1	8	34	28	2.03	10	0.56	269	5	0.04	16	290	14	<5	<20	21	0.08	<10	44	<10	10	44
13	RLS 3012	5	0.3	1.31	30	190	<5	0.89	1	10	40	181	2.37	20	0.68	747	8	0.03	44	600	18	<5	<20	28	0.07	<10	53	<10	37	217
14	RLS 3013	5	0.4	1.01	20	170	<5	1.19	3	8	30	113	1.84	10	0.50	519	8	0.03	26	690	14	<5	<20	36	0.06	<10	41	<10	22	130
15	RLS 3014	5	<0.2	1.13	20	115	5	0.85	<1	6	26	24	1.97	<10	0.41	209	12	0.03	11	210	14	<5	<20	18	0.07	<10	36	<10	6	46
16	RLS 3015	<5	0.3	1.46	15	125	<5	0.60	<1	7	33	19	2.26	10	0.59	217	24	0.03	13	300	14	<5	<20	18	0.07	<10	49	<10	9	81
17	RLS 3016	<5	<0.2	0.94	15	120	<5	0.89	<1	6	25	17	1.62	<10	0.46	259	8	0.03	10	250	12	<5	<20	22	0.06	<10	34	<10	3	332
18	RLS 3017	5	0.5	0.78	50	165	<5	2.27	3	6	24	95	1.53	<10	0.40	628	22	0.03	23	1270	18	<5	<20	38	0.03	<10	28	<10	16	195
19	RLS 3018	<5	0.9	1.14	165	125	<5	1.40	4	5	22	292	1.61	40	0.24	188	82	0.02	54	1640	18	5	<20	26	0.04	<10	23	<10	55	149
20	RLS 3019	<5	1.6	0.84	125	130	<5	2.48	3	5	22	98	1.44	<10	0.49	338	17	0.05	19	1350	14	<5	<20	40	0.03	<10	26	<10	16	242
21	RLS 3020	5	0.2	1.45	20	85	<5	0.33	<1	7	35	17	2.40	<10	0.61	217	24	0.01	14	260	16	<5	<20	10	0.09	<10	53	<10	5	104
22	RLS 3021	5	<0.2	1.33	20	115	<5	0.49	<1	7	30	14	2.09	<10	0.54	222	17	0.02	14	110	16	<5	<20	14	0.09	<10	46	<10	5	76
23	RLS 3022	5	0.6	0.51	15	195	<5	4.44	9	7	12	151	1.09	<10	0.44	696	16	0.02	27	1580	10	<5	<20	66	0.03	<10	20	<10	13	157
24	RLS 3023	10	0.5	0.28	25	210	<5	3.63	6	4	11	125	0.74	20	0.19	2107	36	<0.01	27	1560	6	<5	<20	54	<0.01	<10	14	<10	51	101
25	RLS 3024	5	1.5	<0.01	25	205	<5	5.39	6	4	13	374	0.56	30	0.19	221	16	<0.01	58	2130	6	<5	<20	80	<0.01	<10	6	<10	110	92
26	RLS 3025	5	0.9	1.01	45	175	<5	1.82	5	6	27	122	1.76	10	0.49	310	12	0.02	26	890	14	<5	<20	33	0.04	<10	33	<10	18	233
27	RLS 3026	5	0.7	0.87	20	160	<5	3.13	4	8	25	98	1.43	<10	0.51	822	30	0.02	23	1280	10	<5	<20	46	0.02	<10	31	<10	17	57
28	RLS 3027	10	0.6	0.79	10	135	<5	3.04	3	5	17	75	1.27	<10	0.39	443	19	0.03	17	1080	10	<5	<20	44	0.03	<10	26	<10	13	57
29	RLS 3028	5	0.2	1.29	20	175	<5	0.89	1	6	24	26	2.47	<10	0.28	301	19	0.02	10	250	26	<5	<20	18	0.06	<10	39	<10	9	62
30	RLS 3029	<5	0.2	1.28	25	190	5	1.31	1	5	24	51	2.43	10	0.28	357	26	0.01	12	430	26	<5	<20	23	0.05	<10	38	<10	16	66

Et #.	Tag #	Au(ppb)	Ag	Al %	As	Ba	Bi	Ca %	Cd	Co	Cr	Cu	Fe %	La	Mg %	Mn	Mo	Na %	Ni	P	Pb	Sb	Sn	Sr	Ti %	U	V	W	Y	Zn
31	RLS 3030	5	0.4	1.27	15	130	<5	0.88	1	8	31	41	2.13	10	0.55	369	13	0.03	17	560	14	<5	<20	23	0.06	<10	47	<10	13	166
32	RLS 3031	<5	<0.2	1.50	20	110	<5	0.43	<1	9	37	19	2.67	<10	0.72	273	8	0.02	14	910	16	<5	<20	17	0.10	<10	67	<10	4	122
33	RLS 3032	<5	0.2	1.32	15	95	<5	0.46	<1	8	35	15	2.31	<10	0.64	188	10	0.02	14	260	14	<5	<20	13	0.10	<10	57	<10	4	130
34	RLS 3033	<5	0.2	1.31	30	125	<5	0.68	<1	9	29	16	2.09	<10	0.66	354	14	0.06	12	360	14	<5	<20	28	0.10	<10	52	<10	5	161
35	RLS 3034	5	0.2	1.45	15	110	<5	0.36	<1	9	33	20	2.20	10	0.65	180	3	0.02	18	300	24	<5	<20	15	0.09	<10	53	<10	8	96
36	RLS 3035	5	0.4	1.16	35	130	<5	1.30	1	7	30	41	2.00	10	0.67	314	8	0.04	17	610	12	<5	<20	31	0.05	<10	42	<10	17	152
37	RLS 3036	5	0.2	1.15	30	120	5	0.91	3	7	27	37	1.97	<10	0.43	415	18	0.02	15	240	16	<5	<20	21	0.06	<10	39	<10	10	268
38	RLS 3037	5	0.2	1.00	30	115	<5	2.06	1	6	25	28	1.79	10	1.28	444	11	0.04	12	550	12	<5	<20	28	0.05	<10	35	<10	11	226
39	RLS 3038	<5	<0.2	1.26	15	80	<5	0.27	<1	7	35	12	2.06	<10	0.53	150	6	0.02	15	70	14	<5	<20	10	0.07	<10	44	<10	6	30
40	RLS 3039	5	0.3	1.18	75	145	<5	1.04	4	9	28	93	2.21	20	0.51	750	17	0.03	25	330	16	<5	<20	25	0.08	<10	40	<10	23	227
41	RLS 3040	15	0.4	1.25	420	85	20	0.39	2	4	21	24	2.79	10	0.24	259	56	<0.01	6	110	166	10	<20	13	0.02	<10	27	<10	4	283
42	RLS 3041	<5	0.2	1.48	15	55	<5	0.84	<1	7	31	14	2.17	<10	0.50	132	21	0.02	12	170	16	<5	<20	18	0.07	<10	49	<10	8	47
43	RLS 3042	5	<0.2	1.41	65	95	5	0.34	<1	6	26	17	2.49	<10	0.50	236	32	0.01	10	90	26	<5	<20	11	0.09	<10	38	<10	6	78
44	RLS 3043	5	0.2	1.38	20	85	<5	0.81	<1	6	30	45	2.27	20	0.60	347	24	0.02	14	560	16	<5	<20	19	0.07	<10	42	<10	29	57
45	RLS 3044	<5	<0.2	1.34	30	135	<5	0.80	1	6	25	28	2.33	40	0.47	331	13	0.02	14	180	20	<5	<20	17	0.09	<10	33	<10	9	166
46	RLS 3045	<5	0.2	1.05	75	160	<5	1.44	4	12	30	71	2.38	10	0.58	1112	19	0.03	25	510	20	<5	<20	23	0.08	<10	44	<10	10	319
47	RLS 3046	100	0.3	1.38	20	95	5	0.38	<1	8	32	12	2.43	<10	0.61	189	15	0.02	12	190	16	<5	<20	13	0.10	<10	55	<10	4	76
48	RLS 3047	<5	0.2	1.50	20	135	<5	0.43	<1	9	36	18	2.41	<10	0.71	221	4	0.02	18	380	18	<5	<20	13	0.09	<10	50	<10	7	80
49	RLS 3048	5	0.5	1.26	10	120	10	0.25	2	9	29	10	2.44	<10	0.42	367	19	0.01	9	210	20	<5	<20	10	0.09	<10	51	<10	4	366
50	RLS 3049	5	0.6	1.69	25	200	5	0.38	<1	9	35	15	2.62	10	0.59	230	13	0.02	14	200	22	<5	<20	15	0.11	<10	57	<10	6	177
51	RLS 3050	5	<0.2	0.86	5	50	<5	0.21	<1	6	25	8	1.77	<10	0.43	243	3	0.02	8	420	10	<5	<20	10	0.06	<10	37	<10	4	36
52	RLS 3051	5	1.2	1.95	130	100	10	0.22	2	12	40	26	3.50	10	0.62	686	57	0.01	15	550	100	<5	<20	13	0.11	<10	70	<10	7	541
53	RLS 3052	85	1.0	0.76	445	70	55	0.42	3	3	17	76	2.16	<10	0.13	269	94	<0.01	12	170	592	20	<20	12	0.02	<10	30	<10	8	271
54	RLS 3053	5	1.0	0.88	120	175	10	1.70	5	7	27	178	2.10	20	0.37	411	17	0.01	35	500	32	<5	<20	31	0.05	<10	32	<10	29	444
55	RLS 3054	10	<0.2	0.89	45	95	<5	0.55	1	3	10	12	1.23	<10	0.15	280	11	0.02	3	140	14	<5	<20	14	0.08	<10	17	<10	4	206
56	RLS 3055	15	1.4	1.04	190	115	5	1.50	6	6	25	409	1.97	40	0.21	462	30	<0.01	65	610	30	5	<20	36	0.05	<10	30	<10	103	215
57	RLS 3056	<5	0.2	0.73	<5	95	<5	0.26	<1	6	18	6	1.56	<10	0.26	387	20	0.01	5	150	14	<5	<20	9	0.07	<10	36	<10	3	122
58	RLS 3057	<5	0.4	1.21	45	130	<5	1.25	2	9	28	30	2.08	10	0.80	1258	19	0.02	14	390	16	<5	<20	19	0.07	<10	43	<10	17	291
59	RLS 3058	5	0.3	1.17	15	95	<5	0.34	2	9	26	10	1.89	<10	0.44	681	15	0.02	10	200	16	<5	<20	11	0.08	<10	38	<10	5	272
60	RLS 3059	<5	0.2	1.41	10	115	<5	0.26	<1	9	34	14	2.50	<10	0.60	256	5	0.02	13	370	20	<5	<20	13	0.12	<10	57	<10	5	105
61	RLS 3060	<5	<0.2	1.06	15	80	<5	0.22	<1	6	27	8	2.21	<10	0.45	184	16	0.01	8	130	16	<5	<20	9	0.08	<10	49	<10	3	101
62	RLS 3061	5	<0.2	1.02	15	85	<5	0.24	<1	6	27	7	2.09	<10	0.44	173	15	0.01	8	120	14	<5	<20	8	0.07	<10	47	<10	3	99
63	RLS 3062	<5	0.3	1.34	65	190	5	0.51	7	15	30	39	2.53	10	0.43	2864	40	0.02	20	410	24	<5	<20	17	0.08	<10	44	<10	10	803
64	RLS 3063	5	0.2	1.18	15	95	<5	0.35	1	7	21	20	1.82	10	0.38	1404	12	0.02	9	1730	22	<5	<20	13	0.05	<10	31	<10	9	108
65	RLS 3064	5	2.1	0.93	10	90	<5	1.11	1	6	20	23	1.39	10	0.25	336	12	0.02	11	340	20	<5	<20	22	0.05	<10	30	<10	16	122

Et #.	Tag #	Au(ppb)	Ag	Al %	As	Ba	Bi	Ca %	Cd	Co	Cr	Cu	Fe %	La	Mg %	Mn	Mo	Na %	Ni	P	Pb	Sb	Sn	Sr	Ti %	U	V	W	Y	Zn
66	RLS 3065	5	0.5	1.01	50	135	5	1.20	2	7	24	50	2.07	10	0.44	332	12	0.02	15	280	26	<5	<20	26	0.07	<10	27	<10	18	268
67	RLS 3066	<5	0.3	0.94	50	115	5	1.62	3	7	20	29	1.73	<10	0.29	602	16	0.02	9	390	20	<5	<20	31	0.05	<10	26	<10	11	372
68	RLS 3067	<5	<0.2	1.05	40	105	<5	0.36	<1	5	13	8	1.68	<10	0.20	370	16	0.02	3	110	14	<5	<20	11	0.10	<10	24	<10	6	125
69	RLS 3068	<5	<0.2	1.14	105	135	10	0.82	4	6	13	22	2.00	<10	0.22	876	15	0.02	6	110	20	<5	<20	16	0.10	<10	19	<10	9	143
70	RLS 3069	5	<0.2	1.35	40	105	<5	0.24	<1	7	23	37	1.90	10	0.31	518	26	0.01	11	240	28	<5	<20	11	0.09	<10	40	<10	5	253
71	RLS 3070	5	0.9	0.87	35	160	<5	3.03	2	6	26	107	1.54	<10	0.46	478	10	0.02	26	1210	14	<5	<20	47	0.02	<10	29	<10	20	108
72	RLS 3071	<5	0.2	0.67	20	65	<5	0.25	<1	4	15	8	1.25	<10	0.24	187	10	0.01	5	130	12	<5	<20	9	0.06	<10	32	<10	3	42
73	RLS 3072	5	0.8	1.19	50	140	10	1.63	3	7	23	56	2.10	20	0.22	840	20	0.02	19	370	34	<5	<20	28	0.04	<10	28	<10	28	132
74	RLS 3073	5	0.9	1.02	30	110	5	1.72	2	6	17	46	1.57	10	0.16	718	16	0.03	13	350	26	<5	<20	28	0.04	<10	22	<10	27	62
75	RLS 3074	<5	0.4	1.57	25	115	10	0.69	1	6	22	13	2.61	10	0.33	578	32	0.02	7	290	40	<5	<20	16	0.08	<10	34	<10	13	332
76	RLS 3075	<5	<0.2	1.26	35	90	<5	0.58	1	5	20	20	1.90	10	0.30	222	15	0.02	9	50	16	<5	<20	15	0.06	<10	30	<10	13	79
77	RLS 3076	<5	<0.2	0.90	20	60	<5	0.17	<1	5	17	6	1.65	<10	0.26	148	24	0.01	5	70	12	<5	<20	6	0.08	<10	31	<10	3	44
78	RLS 3077	<5	0.2	0.97	50	80	<5	0.51	2	7	20	13	1.59	<10	0.31	330	8	0.02	8	120	12	<5	<20	14	0.08	<10	28	<10	7	403
79	RLS 3078	<5	<0.2	0.72	5	55	<5	0.17	<1	5	19	6	1.50	<10	0.28	197	13	0.01	5	70	10	<5	<20	7	0.09	<10	33	<10	3	37
80	RLS 3079	<5	<0.2	0.70	5	55	<5	0.18	<1	5	18	6	1.53	<10	0.27	195	12	0.01	5	110	8	<5	<20	8	0.08	<10	33	<10	3	34
81	RLS 3080	<5	<0.2	0.70	5	60	<5	0.19	<1	5	19	6	1.57	<10	0.27	205	13	0.01	5	110	8	<5	<20	8	0.08	<10	35	<10	3	35
82	RLS 3081	<5	0.2	1.16	20	100	<5	0.36	1	9	24	11	2.09	<10	0.34	725	27	0.02	9	210	18	<5	<20	10	0.07	<10	45	<10	7	109
83	RLS 3082	5	<0.2	1.11	30	110	<5	0.22	<1	5	21	8	2.01	10	0.35	245	19	0.01	8	130	14	<5	<20	8	0.08	<10	37	<10	5	39
84	RLS 3083	5	0.9	1.13	70	140	<5	2.14	2	8	32	120	1.97	10	0.75	503	15	0.03	30	970	16	<5	<20	37	0.04	<10	39	<10	25	100
85	RLS 3084	10	23.8	0.80	80	90	100	2.11	1	2	10	60	0.95	20	0.15	343	74	0.03	11	800	316	<5	<20	38	<0.01	<10	15	<10	43	69
86	RLS 3085	5	1.0	1.33	60	110	5	0.57	2	7	28	18	2.10	10	0.40	457	16	0.02	13	250	24	<5	<20	17	0.07	<10	35	<10	11	311
87	RLS 3086	<5	0.6	1.22	90	140	<5	1.17	3	8	27	53	2.36	20	0.40	939	24	0.02	17	360	26	<5	<20	26	0.07	<10	34	<10	26	283
88	RLS 3087	<5	<0.2	1.08	30	55	<5	0.31	<1	6	24	11	1.96	10	0.37	188	16	0.02	9	150	18	<5	<20	10	0.07	<10	38	<10	6	39
89	RLS 3088	5	0.2	1.11	60	135	<5	0.93	2	6	23	64	2.48	20	0.46	824	17	0.02	16	470	16	<5	<20	25	0.07	<10	34	<10	27	102
90	RLS 3089	<5	<0.2	1.34	90	120	<5	0.46	1	6	23	23	2.29	<10	0.36	307	19	0.01	12	110	18	<5	<20	19	0.10	<10	33	<10	8	258
91	RLS 3090	5	<0.2	0.86	5	50	<5	0.23	<1	6	26	10	1.85	<10	0.43	235	3	0.02	10	440	8	<5	<20	11	0.06	<10	37	<10	4	39
92	RLS 3091	5	0.3	1.23	40	120	<5	0.91	<1	7	29	49	2.20	20	0.51	390	13	0.03	16	330	16	<5	<20	22	0.07	<10	39	<10	33	35
93	RLS 3092	<5	<0.2	1.20	15	70	<5	0.31	<1	6	28	8	2.10	<10	0.44	194	9	0.02	9	210	12	<5	<20	11	0.07	<10	43	<10	5	42
94	RLS 3093	5	0.3	1.27	10	125	5	0.54	<1	7	31	14	2.14	<10	0.56	307	4	0.02	13	490	14	<5	<20	15	0.07	<10	42	<10	7	68
95	RLS 3094	<5	0.2	1.29	15	60	<5	0.32	<1	7	29	9	2.11	<10	0.48	213	5	0.02	11	270	12	<5	<20	12	0.08	<10	43	<10	6	41
96	RLS 3095	<5	0.2	1.00	25	85	<5	0.39	<1	6	22	11	1.74	<10	0.33	215	19	0.02	7	160	16	<5	<20	11	0.09	<10	42	<10	4	40
97	RLS 3096	<5	0.2	1.23	30	80	5	0.28	<1	7	27	12	2.18	<10	0.43	179	24	0.02	9	120	18	<5	<20	11	0.12	<10	55	<10	5	38
98	RLS 3097	<5	0.2	0.74	10	60	<5	0.41	<1	4	15	7	1.04	<10	0.24	241	8	0.01	4	110	12	<5	<20	11	0.06	<10	22	<10	5	36

Et #.	Tag #	Au(ppb)	Ag	Al %	As	Ba	Bi	Ca %	Cd	Co	Cr	Cu	Fe %	La	Mg %	Mn	Mo	Na %	Ni	P	Pb	Sb	Sn	Sr	Ti %	U	V	W	Y	Zn
QC DATA:																														
Repeat:																														
1	RLS 3000	<5	0.2	0.96	10	100	<5	0.41	<1	8	28	13	1.83	<10	0.55	337	6	0.03	11	480	12	<5	<20	15	0.07	<10	43	<10	6	44
10	RLS 3009	<5	0.4	0.89	20	150	5	1.32	1	6	26	55	1.69	10	0.50	372	9	0.03	16	870	14	<5	<20	29	0.04	<10	36	<10	14	76
19	RLS 3018	<5	0.9	1.10	155	115	<5	1.42	4	5	21	277	1.52	40	0.23	174	81	0.02	50	1650	16	5	<20	26	0.04	<10	22	<10	56	135
28	RLS 3027	<5	0.5	0.74	10	145	<5	3.06	3	5	18	76	1.24	<10	0.38	483	22	0.03	17	1080	8	<5	<20	47	0.02	<10	25	<10	13	50
36	RLS 3035	<5	0.4	1.15	35	135	5	1.31	1	7	28	41	2.00	10	0.64	348	9	0.04	17	600	14	<5	<20	34	0.05	<10	41	<10	18	152
45	RLS 3044	<5	<0.2	1.28	25	130	<5	0.73	1	6	24	26	2.28	10	0.46	322	13	0.02	14	160	18	<5	<20	16	0.09	<10	32	<10	8	161
54	RLS 3053	<5	1.0	0.90	130	160	10	1.81	5	7	27	182	2.19	20	0.37	451	19	0.01	37	510	34	<5	<20	32	0.05	<10	33	<10	32	464
63	RLS 3062	<5	0.3	1.28	65	185	5	0.50	7	14	29	38	2.48	10	0.42	2789	40	0.02	20	380	24	<5	<20	16	0.08	<10	40	<10	10	795
71	RLS 3070	<5	1.0	0.89	35	165	<5	3.08	2	6	26	110	1.55	<10	0.46	470	10	0.02	26	1320	14	<5	<20	49	0.02	<10	29	<10	21	113
80	RLS 3079	<5	<0.2	0.73	5	60	<5	0.18	<1	5	18	6	1.58	<10	0.28	197	13	0.01	5	90	8	<5	<20	8	0.08	<10	35	<10	4	35
85	RLS 3084		26.8																											
89	RLS 3088	<5	0.3	1.17	60	135	<5	1.01	2	6	25	72	2.34	20	0.47	805	17	0.02	18	500	16	<5	<20	27	0.07	<10	33	<10	29	104
Standard:																														
GEO '05		145	1.6	1.56	55	135	<5	1.57	<1	17	64	83	3.74	<10	0.94	670	1	0.02	30	740	24	<5	<20	52	0.12	<10	77	<10	10	76
GEO '05		145	1.6	1.48	55	130	5	1.53	<1	16	60	88	3.58	<10	0.90	644	<1	0.02	28	700	24	<5	<20	50	0.11	<10	73	<10	10	74
GEO '05		140	1.6	1.52	55	130	5	1.55	<1	16	61	86	3.65	<10	0.91	651	<1	0.02	28	720	22	<5	<20	50	0.11	<10	75	<10	10	74

JJ/ga
ff/977
XLS/05

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03-Oct-05

ICP CERTIFICATE OF ANALYSIS AK 2005-1092

Bushmaster Exploration Services Ltd.
PO Box 31293
Whitehorse, Yukon
Y1A 5P7

No. of samples received:18
Sample Type: Rock
Project: Rams Horn
Submitted by: R. Robertson

Values in ppm unless otherwise reported

Et #.	Tag #	Au(ppb)	Ag	Al %	As	Ba	Bi	Ca %	Cd	Co	Cr	Cu	Fe %	La	Mg %	Mn	Mo	Na %	Ni	P	Pb	Sb	Sn	Sr	Ti %	U	V	W	Y	Zn
1	51064	20	<0.2	1.83	<5	245	<5	0.82	<1	21	105	51	3.44	<10	1.13	282	<1	0.21	55	550	18	<5	<20	23	0.18	<10	116	<10	6	43
2	51065	10	<0.2	0.71	<5	260	<5	0.11	<1	5	90	59	2.00	<10	0.50	97	9	0.05	20	290	2	<5	<20	4	0.07	<10	38	<10	2	40
3	51066	10	<0.2	0.43	<5	125	<5	0.12	<1	3	103	22	1.24	<10	0.25	72	2	0.03	8	100	<2	<5	<20	5	0.02	<10	19	<10	2	19
4	71951	>1000	>30	0.14	385	30	<5	0.02	53	<1	131	835	1.54	<10	<0.01	33	12	<0.01	2	60	9122	40	<20	17	<0.01	<10	1	<10	<1	8680
5	71952	10	0.2	2.67	10	25	<5	2.12	<1	14	81	56	2.09	<10	0.76	243	<1	0.30	26	580	40	5	<20	30	0.16	<10	65	<10	8	35
6	71953	>1000	>30	3.19	>10000	55	<5	1.72	89	39	85	314	>10	<10	1.19	619	3	0.19	28	310	4342	190	<20	30	0.05	<10	170	<10	<1	3724
7	71954	15	0.7	1.29	20	75	<5	0.04	<1	13	68	75	3.51	<10	0.53	167	8	0.03	61	120	14	<5	<20	7	<0.01	<10	12	<10	<1	134
8	71955	10	0.6	1.38	15	90	<5	0.07	<1	12	78	72	3.10	<10	1.07	237	3	0.03	39	150	22	<5	<20	6	0.03	<10	41	<10	<1	90
9	71956	5	0.4	0.40	<5	40	<5	5.50	<1	30	91	450	3.76	<10	0.24	269	<1	0.11	116	710	<2	<5	<20	30	0.16	<10	36	<10	7	11
10	71957	10	0.4	1.82	10	90	<5	1.01	<1	29	317	276	3.24	<10	1.74	251	<1	0.26	145	470	24	<5	<20	34	0.19	<10	81	<10	8	48
11	71958	10	0.3	1.59	<5	150	<5	0.18	<1	12	116	106	3.45	<10	1.16	228	2	0.03	46	140	14	<5	<20	7	0.04	<10	74	<10	<1	94
12	71959	10	0.4	0.91	<5	110	<5	0.04	<1	14	96	88	2.36	<10	0.79	171	7	0.02	56	180	10	<5	<20	4	0.01	<10	23	<10	<1	108
13	71960	>1000	>30	0.17	295	35	<5	0.03	65	2	133	708	1.80	<10	<0.01	39	3	<0.01	4	40	>10000	15	<20	18	<0.01	<10	2	<10	<1	>10000
14	71961	>1000	5.8	0.18	2770	30	<5	0.08	2	2	153	11	1.06	<10	0.05	75	3	<0.01	5	160	552	<5	<20	16	<0.01	<10	4	<10	<1	559
15	71962	>1000	>30	0.04	1080	20	<5	<0.01	69	<1	143	288	1.01	<10	<0.01	28	7	<0.01	3	<10	>10000	10	<20	8	<0.01	<10	<1	<10	<1	>10000
16	71963	>1000	>30	1.83	>10000	75	<5	0.92	670	43	76	2177	>10	<10	0.37	194	<1	0.21	7	20	>10000	1380	<20	21	0.06	<10	81	<10	<1	>10000
17	71964	>1000	>30	0.07	>10000	80	<5	0.02	>1000	23	55	2749	>10	<10	<0.01	134	<1	<0.01	5	<10	>10000	1935	<20	4	<0.01	<10	3	<10	<1	>10000
18	71965	25	2.2	0.93	65	20	<5	0.02	4	20	252	23	2.48	<10	0.97	679	<1	<0.01	59	30	64	<5	<20	2	<0.01	<10	52	<10	<1	170

QC DATA:

Et #.	Tag #	Au(ppb)	Ag	Al %	As	Ba	Bi	Ca %	Cd	Co	Cr	Cu	Fe %	La	Mg %	Mn	Mo	Na %	Ni	P	Pb	Sb	Sn	Sr	Ti %	U	V	W	Y	Zn
Resplit:																														
1	51064	20	<0.2	2.02	10	255	<5	0.91	<1	23	128	55	3.67	<10	1.24	301	<1	0.24	58	580	22	<5	<20	25	0.20	<10	128	<10	9	48
Repeat:																														
1	51064	20	<0.2	1.95	<5	270	<5	0.86	<1	22	111	55	3.60	<10	1.21	288	<1	0.23	56	550	18	<5	<20	24	0.20	<10	123	<10	7	45
Standard:																														
OXF41		810																												
GEO'05			1.5	1.50	60	145	<5	1.32	<1	19	59	86	3.71	<10	0.77	554	<1	0.03	23	510	24	<5	<20	54	0.10	<10	72	<10	10	46

JJ/ga
df/1192
XLS/05

ECO TECH LABORATORY LTD.
Jutta Jealouse
B.C. Certified Assayer

CERTIFICATE OF ASSAY AK 2005-1092

Bushmaster Exploration
PO Box 31293
Whitehorse, Yukon
Y1A 5P7

11-Oct-05

No. of samples received: 18
Sample type: Rock
Project: Rams Horn

ET #.	Tag #	Au (g/t)	Au (oz/t)	Ag (g/t)	Ag (oz/t)	Pb (%)	Zn (%)
4	71951	7.75	0.226	282	8.22		
6	71953	1.48	0.043	111	3.24		
13	71960	6.95	0.203	151	4.40	1.35	1.43
14	71961	2.98					
15	71962	35.8	1.044	183	5.34	1.83	1.24
16	71963	2.62	0.076	1090	31.79	3.25	2.57
17	71964	6.92	0.202	1640	47.83	3.53	4.85

QC DATA:

		Au (g/t)	Au (oz/t)	Ag (g/t)	Ag (oz/t)	Pb (%)	Zn (%)
Repeat:							
4	71951			280	8.166		
***Standard*:**							
Pb 106				58.1	1.694	0.52	0.84
OXF41		0.80	0.023				

JJ/bw
XLS/05

ECO TECH LABORATORY LTD.
Jutta Jealouse
B.C. Certified Assayer

ALS Chemex report VA05075439 - Finalized
CLIENT : "BUSHMA - Bushmaster Exploration Services Ltd"
# of SAMPLES : 16
DATE RECEIVED : 2005-09-15 DATE FINALIZED : 2005-09-18
PROJECT : "Rams Horn Lime Creek"
CERTIFICATE COMMENTS : "" all elements by ME-ICP41

SAMPLE DESCRIPTION	Ag ppm	Al %	As ppm	B ppm	Ba ppm	Be ppm	Bi ppm	Ca %	Cd ppm	Co ppm	Cr ppm	Cu ppm
E51051	<0.2	0.3	5	<10	140	<0.5	<2	0.03	<0.5	4	10	21
E51052	<0.2	0.85	2	<10	320	<0.5	<2	0.09	<0.5	3	6	4
E51053	<0.2	0.43	<2	<10	40	0.5	<2	0.06	<0.5	1	7	10
E51054	<0.2	0.5	<2	<10	50	<0.5	<2	0.05	<0.5	1	5	3
E51055	<0.2	0.63	2	<10	110	0.8	<2	0.16	<0.5	1	7	12
E51056	<0.2	0.62	<2	<10	110	0.7	<2	0.2	<0.5	1	8	7
E51057	<0.2	0.55	5	<10	100	0.5	2	0.16	<0.5	1	8	15
E51058	<0.2	0.64	2	<10	100	0.8	<2	0.1	<0.5	1	7	20
E51059	0.2	0.43	15	<10	60	0.6	2	0.09	1	1	8	21
E51060	0.4	0.46	70	<10	60	0.7	9	0.05	0.7	1	8	18
E51061	<0.2	0.36	14	<10	40	<0.5	<2	0.04	<0.5	<1	7	10
E51062	0.5	0.51	23	<10	70	0.6	2	0.05	<0.5	1	6	13
E51063	<0.2	0.56	5	<10	110	0.6	<2	0.16	<0.5	2	8	9
E51067	<0.2	0.52	2	<10	90	0.5	<2	0.08	<0.5	<1	7	13
E51068	<0.2	0.6	<2	<10	100	0.6	<2	0.1	<0.5	1	5	10
E51069	0.6	0.51	142	<10	60	0.6	2	0.04	<0.5	<1	6	26

SAMPLE DESCRIPTION	Fe %	Ga ppm	Hg ppm	K %	La ppm	Mg %	Mn ppm	Mo ppm	Na %	Ni ppm	P ppm	Pb ppm
E51051	1.28	<10	<1	0.14	10	0.04	133	7	<0.01	16	40	<2
E51052	2.12	10	<1	0.51	30	0.3	557	3	0.07	2	220	4
E51053	0.82	<10	<1	0.23	10	0.05	170	12	0.07	1	120	8
E51054	1.01	<10	<1	0.21	20	0.11	264	2	0.07	1	110	8
E51055	1.27	<10	1	0.24	10	0.12	555	694	0.06	<1	320	7
E51056	1.06	<10	<1	0.3	20	0.13	327	13	0.08	1	200	6
E51057	1.16	<10	<1	0.27	20	0.1	371	621	0.07	<1	260	4
E51058	1.24	<10	<1	0.32	20	0.12	490	1385	0.07	<1	280	8

E51059	0.86	<10	1	0.23	10	0.04	347	402	0.05	<1	180	10
E51060	0.9	<10	<1	0.21	10	0.05	260	233	0.05	1	130	25
E51061	0.7	<10	<1	0.16	10	0.03	127	138	0.04	<1	100	7
E51062	1.05	<10	<1	0.26	10	0.07	345	119	0.08	<1	160	25
E51063	1.16	<10	<1	0.36	20	0.11	464	32	0.07	1	280	7
E51067	0.98	<10	<1	0.28	10	0.08	408	181	0.08	1	200	6
E51068	1.12	<10	<1	0.3	10	0.11	295	7960	0.07	1	300	6
E51069	1.06	<10	<1	0.32	10	0.03	132	198	0.06	1	90	35

SAMPLE DESCRIPTION	S %	Sb ppm	Sc ppm	Sr ppm	Ti %	Tl ppm	U ppm	V ppm	W ppm	Zn ppm
E51051	0.01	6	2	3	<0.01	<10	<10	8	<10	30
E51052	<0.01	<2	3	17	0.13	<10	<10	23	<10	48
E51053	<0.01	<2	1	5	0.01	<10	<10	4	<10	13
E51054	<0.01	<2	2	4	0.02	<10	<10	6	<10	19
E51055	0.06	<2	1	13	0.02	<10	<10	5	<10	25
E51056	<0.01	<2	2	14	0.04	<10	<10	7	<10	19
E51057	0.05	<2	1	15	0.03	<10	10	5	<10	18
E51058	0.06	<2	1	10	0.03	<10	<10	6	<10	20
E51059	0.05	<2	1	6	0.01	<10	10	2	<10	104
E51060	0.02	2	1	7	0.01	<10	<10	2	<10	109
E51061	0.01	<2	1	5	<0.01	<10	<10	2	<10	54
E51062	0.01	<2	1	7	0.02	<10	10	4	<10	32
E51063	0.01	<2	1	13	0.04	<10	<10	8	<10	30
E51067	0.02	<2	1	8	0.03	<10	10	4	<10	40
E51068	0.47	3	1	9	0.03	<10	<10	3	<10	19
E51069	0.07	<2	1	8	<0.01	<10	<10	2	<10	61

ALS Chemex Report VA06004221 - Finalized
CLIENT : "BUSHMA - Bushmaster Exploration Services Ltd"
# of SAMPLES : 7
DATE RECEIVED : 2006-01-18 DATE FINALIZED : 2006-01-27
PROJECT : "Rams Horn"
CERTIFICATE COMMENTS : "" all elements by ME-ICP41 except Mo % by AA46
PO NUMBER : " "

SAMPLE DESCRIPTION	Ag ppm	Al %	As ppm	B ppm	Ba ppm	Be ppm	Bi ppm	Ca %	Cd ppm	Co ppm	Cr ppm	Cu ppm
206003	<0.2	0.48	9	<10	80	0.7	<2	0.09	<0.5	2	12	28
206004	0.4	0.04	12	10	10	0.8	<2	0.02	<0.5	<1	22	10
206005	0.2	0.56	4	<10	100	0.9	<2	0.13	<0.5	1	7	24
206006	<0.2	0.37	2	<10	10	<0.5	<2	13.05	<0.5	1	6	3
206007	<0.2	0.27	<2	<10	50	<0.5	<2	0.06	<0.5	<1	11	7
206008	0.3	0.64	7	<10	120	0.9	<2	0.13	<0.5	2	4	33
206009	0.2	0.63	3	<10	100	0.8	<2	0.12	<0.5	2	8	25

SAMPLE DESCRIPTION	Fe %	Ga ppm	Hg ppm	K %	La ppm	Mg %	Mn ppm	Mo ppm	Na %	Ni ppm	P ppm	Pb ppm
206003	1.18	<10	<1	0.24	10	0.07	316	1955	0.06	2	210	7
206004	0.56	<10	<1	0.02	<10	<0.01	35	>10000	0.01	4	20	44
206005	1.09	<10	<1	0.31	10	0.06	348	3220	0.07	2	270	10
206006	0.21	<10	<1	0.01	<10	6.4	72	29	0.05	<1	130	2
206007	0.74	<10	<1	0.15	10	0.03	114	151	0.04	1	160	5
206008	1.54	<10	<1	0.35	20	0.09	432	706	0.07	1	380	13
206009	1.42	<10	<1	0.31	10	0.09	577	392	0.08	2	340	7

SAMPLE DESCRIPTION	S %	Sb ppm	Sc ppm	Sr ppm	Ti %	Tl ppm	U ppm	V ppm	W ppm	Zn ppm	Mo %
206003	0.16	<2	1	7	0.02	<10	<10	5	<10	20	
206004	0.74	<2	<1	1	<0.01	<10	<10	<1	<10	41	1.3
206005	0.16	<2	1	9	0.01	<10	<10	4	<10	14	
206006	0.01	<2	<1	58	<0.01	<10	<10	3	<10	17	
206007	0.01	<2	<1	4	0.01	<10	<10	2	<10	8	
206008	0.06	<2	1	15	0.02	<10	<10	6	<10	16	
206009	0.15	<2	1	8	0.02	<10	<10	5	<10	19	

ALS Chemex report VA06004222 - Finalized
CLIENT : "BUSHMA - Bushmaster Exploration Services Ltd"
# of SAMPLES : 14
DATE RECEIVED : 2006-01-18 DATE FINALIZED : 2006-01-26
PROJECT : "Rams Horn"
CERTIFICATE COMMENTS : "" all elements by ME-ICP41

SAMPLE DESCRIPTION	Ag ppm	Al %	As ppm	B ppm	Ba ppm	Be ppm	Bi ppm	Ca %	Cd ppm	Co ppm	Cr ppm
RLS 3000A	0.2	1.58	13	<10	180	<0.5	<2	0.54	0.5	7	29
RLS 3000B	0.2	1.72	15	<10	180	<0.5	<2	0.4	<0.5	7	31
RLS 3014A	<0.2	2.29	14	<10	80	0.6	<2	0.34	<0.5	8	34
RLS 3014B	<0.2	1.94	27	<10	190	0.5	4	1	1.9	9	45
RLS 3028A	<0.2	1.42	16	<10	150	<0.5	<2	0.5	<0.5	5	25
RLS 3028B	0.4	1.24	13	<10	210	<0.5	2	2.85	2.8	5	24
RLS 3042A	<0.2	2.38	36	<10	160	0.6	3	0.66	0.6	11	49
RLS 3042B	0.2	1.36	16	<10	150	<0.5	<2	1.82	0.7	4	25
RLS 3056A	0.2	1.56	48	<10	130	0.5	2	0.85	1.1	7	38
RLS 3056B	0.4	1.4	16	<10	140	<0.5	<2	1.06	0.5	6	27
RLS 3070A	1.1	0.92	46	<10	150	1.1	<2	4.38	3.2	4	16
RLS 3070B											
RLS 3083A	0.2	1.92	42	<10	110	0.6	<2	0.75	0.7	8	46
RLS 3083B	0.3	1.96	16	<10	200	<0.5	6	0.49	0.5	10	46

SAMPLE DESCRIPTION	Cu ppm	Fe %	Ga ppm	Hg ppm	K %	La ppm	Mg %	Mn ppm	Mo ppm	Na %	Ni ppm
RLS 3000A	21	2.19	<10	<1	0.13	10	0.52	368	5	0.02	18
RLS 3000B	15	2.3	<10	<1	0.14	10	0.59	272	5	0.02	19
RLS 3014A	17	2.94	10	<1	0.04	10	0.48	159	39	0.01	17
RLS 3014B	44	2.68	10	<1	0.07	10	0.85	212	12	0.02	29
RLS 3028A	15	1.96	<10	<1	0.04	10	0.46	279	10	0.03	16
RLS 3028B	88	1.47	<10	<1	0.05	10	0.52	230	6	0.03	17
RLS 3042A	44	3.12	10	<1	0.06	10	1	213	14	0.03	32
RLS 3042B	25	2.01	<10	1	0.06	10	0.48	184	7	0.02	15
RLS 3056A	35	2.17	<10	<1	0.06	10	0.53	309	15	0.03	25
RLS 3056B	18	2.17	<10	<1	0.06	10	0.5	408	8	0.02	14
RLS 3070A	210	1.1	<10	<1	0.04	20	0.3	626	16	0.03	16
RLS 3070B											
RLS 3083A	31	2.7	<10	2	0.09	10	0.68	435	10	0.05	26
RLS 3083B	38	2.47	10	<1	0.06	10	0.81	322	8	0.02	29

SAMPLE DESCRIPTION	P ppm	Pb ppm	S %	Sb ppm	Sc ppm	Sr ppm	Ti %	Tl ppm	U ppm	V ppm	W ppm	Zn ppm
RLS 3000A	400	10	0.01	4	3	20	0.08	<10	<10	47	<10	56
RLS 3000B	400	11	0.01	2	3	17	0.1	<10	<10	50	<10	60
RLS 3014A	100	12	0.01	<2	3	15	0.11	<10	10	68	<10	54
RLS 3014B	400	18	0.05	<2	3	26	0.1	<10	<10	57	<10	158
RLS 3028A	170	14	0.01	<2	3	23	0.07	<10	<10	43	<10	40
RLS 3028B	1080	11	0.14	2	1	49	0.04	<10	10	33	<10	95
RLS 3042A	130	23	0.01	<2	4	26	0.15	10	<10	66	<10	161
RLS 3042B	220	11	0.04	<2	2	31	0.07	<10	<10	46	<10	51
RLS 3056A	130	18	0.01	<2	3	30	0.1	<10	<10	46	<10	128
RLS 3056B	280	10	0.03	3	3	26	0.1	<10	<10	55	<10	78
RLS 3070A	1660	10	0.21	3	1	69	0.02	<10	20	17	<10	106
RLS 3070B												
RLS 3083A	200	15	0.02	<2	3	33	0.11	<10	<10	63	<10	59
RLS 3083B	200	21	0.01	<2	3	23	0.12	<10	<10	58	<10	127

From ACME ANALYTICAL LABORATORIES LTD. 852 E. HASTINGS ST. VANCOUVER BC V6A 1R6

To Aurora Geosciences Ltd. PROJECT Rams Horn

Acme file # A508009 Received: DEC 12 2005 * 5 samples in this disk file.

Analysis: GROUP 7AR - 1.000 GM SAMPLE, AQUA - REGIA (HCL-HNO3-H2O) DIGESTION TO 100 ML, ANALYSED BY ICP-ES.

AU** GROUP 6 BY FIRE ASSAY FROM 1 A.T.

ELEMENT	Mo	Cu	Pb	Zn	Ag	Ni	Co	Mn	Fe	As	Sr
SAMPLES	%	%	%	%	gm/mt	%	%	%	%	%	%
G-1	<.001	<.001	<.01	<.01	<2	0.001	0.001	0.06	1.93	<.01	0.008
RAM05-01	0.118	0.003	<.01	<.01	<2	0.001	<.001	0.02	0.73	0.01	0.001
RAM05-02	0.415	0.003	<.01	<.01	<2	0.001	<.001	0.02	0.74	<.01	<.001
RAM05-03	0.572	0.001	<.01	<.01	<2	0.001	<.001	0.02	0.81	<.01	0.001
STANDARD R-2a/OxL34	0.047	0.566	1.5	4.2	157	0.356	0.043	0.2	22.84	0.22	0.179

ELEMENT	Cd	Sb	Bi	Ca	P	Cr	Mg	Al	Na	K	W
SAMPLES	%	%	%	%	%	%	%	%	%	%	%
G-1	<.001	<.001	<.01	0.61	0.079	0.009	0.58	1.23	0.16	0.61	<.001
RAM05-01	<.001	<.001	<.01	0.09	0.034	<.001	0.03	0.52	0.08	0.34	0.001
RAM05-02	<.001	0.001	<.01	0.03	0.026	<.001	0.02	0.39	0.05	0.24	0.005
RAM05-03	<.001	<.001	<.01	0.07	0.028	0.001	0.06	0.5	0.06	0.31	<.001
STANDARD R-2a/OxL34	0.03	0.134	<.01	2.34	0.083	0.069	1.68	1.41	0.22	0.53	0.073

ELEMENT	Hg	Au**
SAMPLES	%	gm/mt
G-1	<.001	<.01
RAM05-01	<.001	<.01
RAM05-02	0.001	<.01
RAM05-03	0.001	<.01
STANDARD R-2a/OxL34	0.181	5.74

From ACME ANALYTICAL LABORATORIES LTD. 852 E. HASTINGS ST. VANCOUVER BC V6A 1R6

To Aurora Geosciences Ltd. PROJECT Rams Horn

Acme file # A600116 Received: JAN 9 2006 * 3 samples in this disk file.

Analysis: GROUP 7AR - 1.000 GM SAMPLE, AQUA - REGIA (HCL-HNO3-H2O) DIGESTION TO 100 ML, ANALYSED BY ICP-ES.

AU** GROUP 6 BY FIRE ASSAY FROM 1 A.T. SAMPLE.

ELEMENT	Mo	Cu	Pb	Zn	Ag	Ni	Co	Mn	Fe	As	Sr
SAMPLES	%	%	%	%	gm/mt	%	%	%	%	%	%
G-1	<.001	<.001	<.01	<.01	<2	0.001	<.001	0.06	1.96	<.01	0.008
RAM05-04	0.587	0.001	<.01	<.01	<2	<.001	<.001	0.03	1.02	<.01	0.001
STANDARD R-2a/OxL34	0.049	0.564	1.53	4.27	158	0.359	0.044	0.2	22.61	0.22	0.179

ELEMENT	Cd	Sb	Bi	Ca	P	Cr	Mg	Al	Na	K	W
SAMPLES	%	%	%	%	%	%	%	%	%	%	%
G-1	<.001	0.001	<.01	0.54	0.082	0.001	0.58	1.29	0.2	0.63	<.001
RAM05-04	<.001	<.001	<.01	0.09	0.029	0.001	0.09	0.75	0.18	0.39	<.001
STANDARD R-2a/OxL34	0.029	0.13	<.01	2.3	0.081	0.07	1.59	1.39	0.22	0.54	0.06

ELEMENT	Hg	Au**
SAMPLES	%	gm/mt
G-1	<.001	0.01
RAM05-04	<.001	<.01
STANDARD R-2a/OxL34	0.174	5.75

APPENDIX V

AURORA GEOSCIENCES LTD.

PRELIMINARY AND FINAL REPORTS

"INTERPRETATION OF A HELICOPTER-BORNE ELECTROMAGNETIC SURVEY AT THE RAMS HORN PROPERTY, TAGISH LAKE AREA, YUKON TERRITORY"

AURORA GEOSCIENCES LTD.
GEOLOGY & GEOPHYSICS

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aurora@klondiker.com

MEMORANDUM

To: Bill Harris
Midnight Mines Ltd.

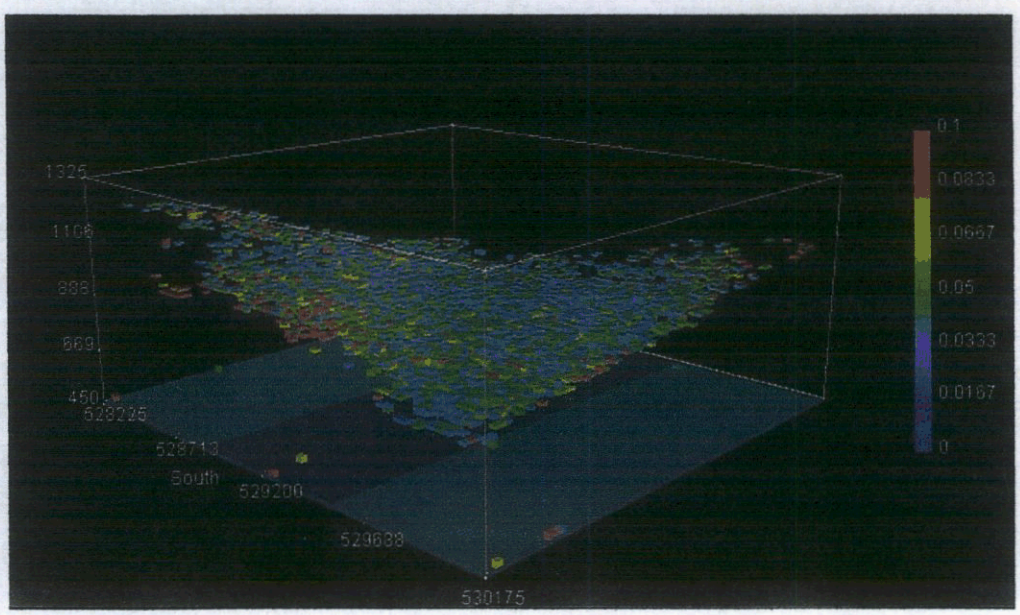
Date: 20 Jan 2006

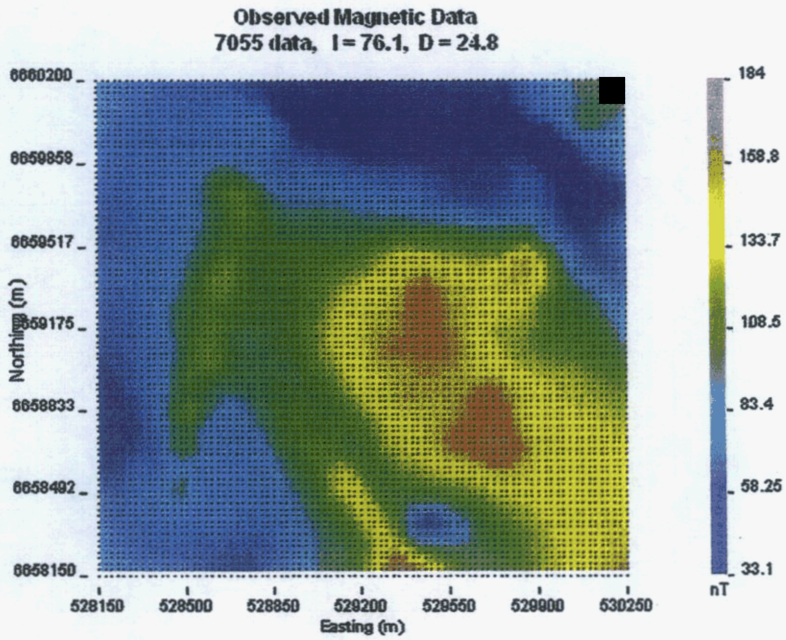
From: Mike Power

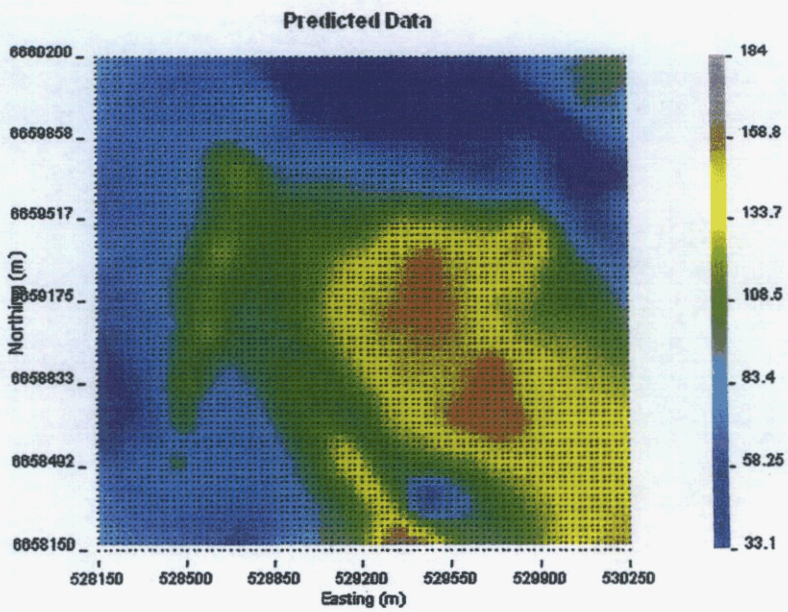
Re: Interim report - Rams Horn Property

This memorandum is an interim report on work conducted to date on the Rams Horn Property airborne survey interpretation.

a. **Magnetic field inversion.** We have set up and run preliminary 3D magnetic field inversions of the Rams Horn Area B total magnetic field data. We were able to get a very good match to the data but the models are unrealistic. This is likely a result of an incorrect beta (depth decay parameter) this normally is set at 1.5 but may have to be reduced because of the considerable vertical relief over the survey area. Plots of the magnetic field results (model results versus actual data) and a plot of the model are shown below:

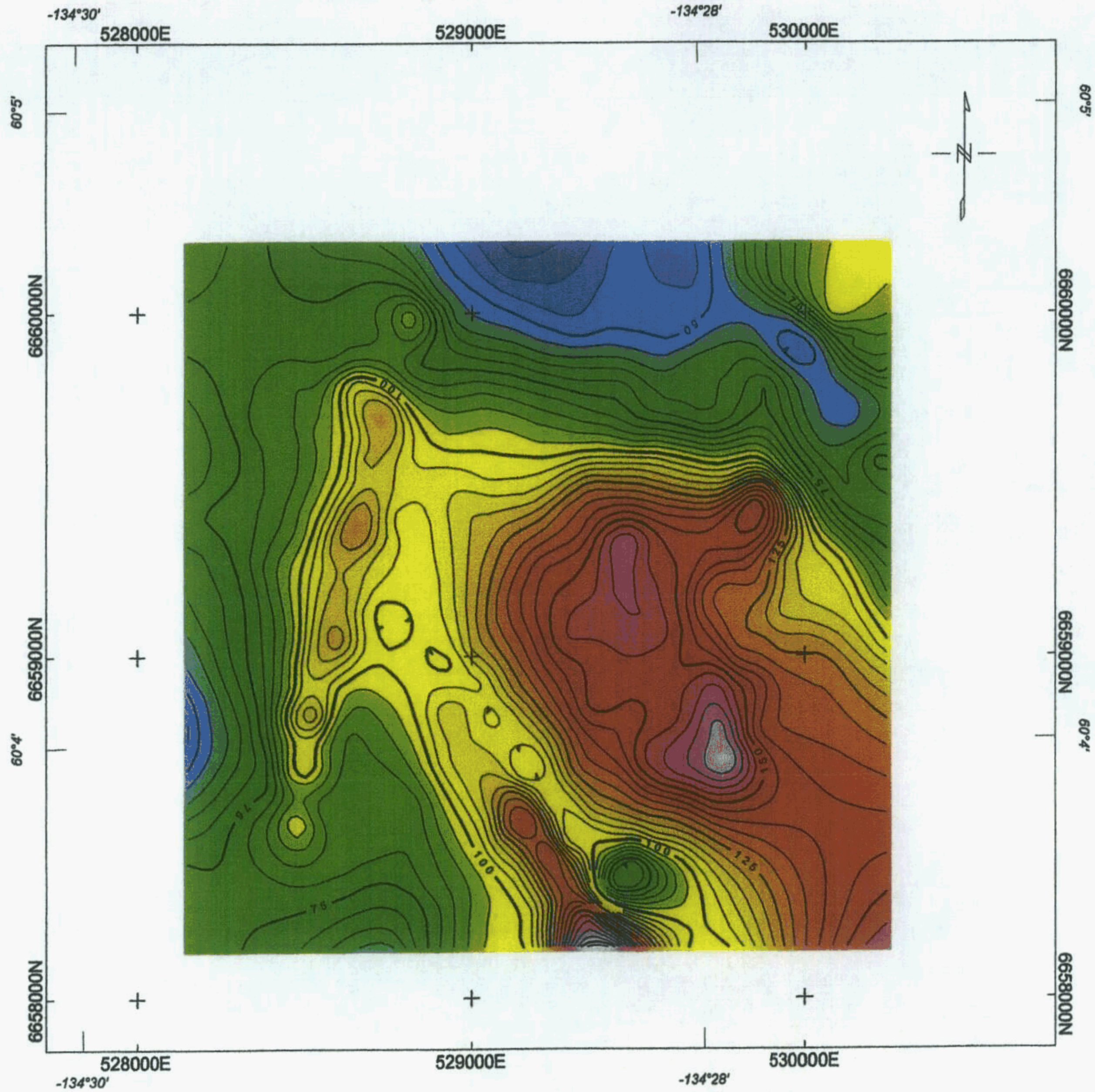


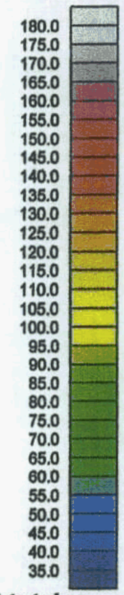




b. EM Interpretation - Area A.

Preliminary results of the interpretation of Area A are shown in the attached three maps. Conductors have been identified based on the IP and Q response at 7200 Hz and 6600 Hz. The shaded IP and Q maps illustrate the trend of responses from narrow steeply dipping conductors with geometries similar to those of economic targets on the property.





Residual total magnetic field
(nT)

LEGEND

TOTAL FIELD MAGNETICS

CONTOUR INTERVALS (nT)

2

10

80

DATA: McPhar Final Leveled IGRF corrected

GRIDDING ALGORITHM : MINIMUM CURVATURE
GRID CELL SIZE : 25 m
Gridding extended beyond survey area to regularize model area
Filters: None

Scale 1:15000

250 0 250 500

metres

NAD27 / UTM zone 8N

MIDNIGHT MINES LTD.

RAMS HORN PROPERTY
Airborne HEM Survey
Figure 1 - Total magnetic field data

NTS: 105 D01 / 02
Datum: NAD27
Job: MNL-06-01-YT

Mining District: Whitehorse, YT
Projection: UTM Zone 8N
Date: 14 Jan 2006

AURORA GEOSCIENCES LTD.

MIDNIGHT MINES LTD.

INTERPRETATION OF A HELICOPTER-BORNE ELECTROMAGNETIC SURVEY AT THE RAMS HORN PROPERTY, TAGISH LAKE AREA, YUKON TERRITORY

Mike Power, M.Sc. P.Geoph.

Location: 60° 02' N 134° 28' W
NTS: 105 D 01 / 02, 104 M 15/16
Mining District: Whitehorse, YT & Atlin B.C.
Date: 20 April 2006

SUMMARY

This report describes a limited interpretation of a helicopter-borne electromagnetic and magnetic field (HEM) survey conducted on the Rams Horn Property in the southern Yukon Territory. The Rams Horn Property covers intrusion-related molybdenum mineralization (Lime Showing) and auriferous vein-hosted disseminated sulphide mineralization (Rams Horn Showing). The scope of this engagement was to perform a three dimensional magnetic field inversion of the data collected over the Lime Showing and to examine the HEM data collected near the Rams Horn Showing to identify conductive trends.

The total magnetic field response at the Lime Showing consists of several low amplitude high spatial frequency magnetic linears and isolated highs. The 3D total magnetic field inversion was performed with the UBC Mag3D code using gridded total magnetic field data and gridded apparent topography data calculated from the GPS elevations and the radar altimeter data. The inversion required approximately 20 hours to complete on a sole-tasked computer with an Athlone chip running at 2.4 Ghz. The inversion results suggest that the Lime Showing is associated with a flat lying zone of elevated magnetic susceptibility (~0.04 SI Units).

The Rams Horn Showing is not associated with a detectible HEM anomaly and the HEM data in the area of the showing is not characterized by strongly conductive features. There area a number of very weakly conductive trends likely originating in steeply dipping conductors. Some of these trends separate domains with different EM responses and may represent conductive contacts. These were imaged in difference channels calculated from the difference between the coaxial and coplanar responses at the same general frequency. These trends are generally parallel with mapped regional structures and merit additional investigation.

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LIST OF FIGURES

1.0 INTRODUCTION

This report describes an interpretation of data collected during a helicopter-borne electromagnetic and magnetic field (HEM) survey of the Rams Horn Property in the Whitehorse Mining District, Yukon Territory. The surveys were conducted to investigate intrusion related molybdenum mineralization and auriferous vein-hosted disseminated sulphide mineralization.

2.0 STUDY AREA

The HEM survey is described in Robertson (2005). The scope of this project was confined to two areas, shown in Figure 1:

1. *Lime Creek*. The objective was to determine constraints on the shape of the host intrusion through inversion of the total magnetic field data.

2. *Rams Horn*. The objective was to locate conductive structural trends evident in the HEM data which may host auriferous disseminated sulphide veins.

All coordinates cited in this study are in UTM NAD27 (Yukon) Zone 8N metric coordinates unless otherwise stated.

3.0 TOTAL MAGNETIC FIELD INVERSION THEORY

The following discussion is based on Telford *et. al.* (1990) and UBC (1998). The latter is a description of the inversion algorithm and modelling software.

All magnetic sources are dipolar consisting of positive and negative poles. By convention, a magnetic pole attracted to the north magnetic pole is positive; this is the pole commonly labelled N on compass or other magnets. The south seeking pole is labelled negative. The strength of an external field is measured by placing a unit magnetic pole in the field an observing the force upon it. This vector quantity (magnetic field strength) is commonly labelled **H**. The same magnetic field may also be produced by a circulating current (Ampere's Law) and consequently **H** is expressed in amperes per metre.

A magnetizable body placed in an external magnetic field will be magnetized by induction. In most cases, the magnetic field induced in a susceptible body (**M**) is uniform and in the same direction as the external field; such a body is uniformly magnetized. The strength of the induced magnetic field in the susceptible object at low magnetic field strengths is linearly related to the external field:

$$\mathbf{M} = k\mathbf{H}$$

where k is the magnetic susceptibility of the object. Susceptibility is measured in dimensionless SI units. In the earth, k varies from about 0.0001 in non-susceptible rocks to 0.5 in highly susceptible rocks. The table below, adapted from Telford *et. al.* (1990) shows the common range of relative magnetic susceptibilities exhibited by various common rocks and minerals. Note that the susceptibilities are expressed in SI units x10^3 to make the ranges more apparent.

Table I. Average magnetic susceptibility of common rocks and magnetic minerals after Telford *et. al.* (1990)

Rock / mineral	**Range (SI units x10^3)**	**Average (SI units x10^3)**
Carbonates	0 - 3	0.3
Sandstone	0 - 20	4.0
Shale	0.01-15	0.6
Granite / rhyolite	0 - 80	8
Diorite	0.6 - 120	85
Andesite	not reported	160
Basalt	0.2 - 175	70
Gabbro	1 - 90	70
Peridotite	90- 200	150
Magnetite	1200 - 19200	6000
Pyrrhotite	1 - 6000	1500
Ilmenite	300 - 3500	1800
Chromite	3 - 110	7
Hematite	0.5 - 35	6.5
Average non-ferrous	0 - 3	0.2

The magnetic induction (B) is the total field created by both the external field and the induced field. This slightly misleading denomination is used because the external field is also considered to create an induced field in free space which has a susceptibility $\mu_0 = 4\pi \times 10^{-7}$ and thus the total field is:

$$B = \mu_0(\mathbf{H}+\mathbf{M}) = \mu_0(1+k)\mathbf{H}$$

It is readily apparent that the external (earth's) field is amplified in the presence of a body with magnetic susceptibility.

In broad terms, the earth's external field consists of a dipole with north and south poles and with large scale secondary features in the order of thousands of kilometres due to deep-seated magnetic features in the mantle and core. The earth's field is a vector quantity having both magnitude (the total field strength) and direction (inclination and declination - the angles with respect to vertical and to geodetic north). The earth's field is mathematically approximated by the International Geomagnetic Reference Field (IGRF) - a formulation of the earth's magnetic field in spherical coordinates using Legendre Polynomials to approximate the external field due to large scale features in the earth's mantle and core. If the effect of the earth's field is removed from a data set by calculation and subtraction, the remnant field due to shallow sources is termed the residual field.

For the purposes of this discussion, the anomalous magnetic field to be inverted is the residual field and the magnetic effects in the model are caused solely by magnetic induction. The induced magnetic field is presumed to be parallel to the external field and there is no remnant magnetization. In this study, the inversion software models the total field strength only.

The inversion software calculates the total magnetic field anomaly at any point by dividing the model into a 3D distribution of rectangular cells. The total magnetic field contribution of each cell is calculated using the numerical expressions for the magnetization of a rectangular prism developed by Bhattacharyya (1964). Consider the case of an external field H_p with direction cosines l, m, and n, and a rectangular prism centred at point (x_0, y_0, z_0 (=h)), with prism lower and upper bounding points (x_l, y_l, z_l) and (x_u, y_u, z_u) and internal polarization vector direction cosines L, M, and N. The anomalous field at observation point (x,y,z) for the single rectangular prism element can be evaluated numerically using:

$$T = H_p \left[\begin{array}{l} \frac{a_{23}}{2}\log\left(\frac{r_0 - a_1}{r_0 + a_1}\right) + \frac{a_{13}}{2}\log\left(\frac{r_0 - b_1}{r_0 + b_1}\right) - a_{12}\log(r_0 - h_1) \\ -lL\tan^{-1}\left(\frac{a_1 b_1}{a_1^2 + r_o h + h^2}\right) - mM\tan^{-1}\left(\frac{a_1 b_1}{r_0^2 + r_0 h - a_1^2}\right) \\ + Nn\tan^{-1}\left(\frac{a_1 b_1}{r_0 h}\right) \end{array} \right] \Big|_{x_l}^{x_u} \Big|_{y_l}^{y_u}$$

where

$$a_{12} = Lm + Ml$$
$$a_{13} = Ln + Nl$$
$$a_{23} = Mn + Nm$$
$$r_0^2 = (x - x_0)^2 + (y - y_0)^2 + h^2$$
$$a_1 = x - x_0$$
$$b_1 = y - y_0$$

The calculations are simplified slightly by the fact that the polarization vector in each element is assumed to be parallel to the external earth's field (ie. there is no demagnetization effect and no remnant magnetization). Consequently,

$$l = L$$
$$m = M$$
$$n = N$$

The observed field at any point above the 3D susceptibility model is the vector sum of the magnetization from each prismatic volume element in the model. The model mesh normally consists of large, widely spaced cells in the areas surrounding the region where the data is located and at depth below the likely range of investigation of the data. These padding cells are necessary to prevent sharp edge effects where the susceptibility would otherwise be zero. Normally, these cells are removed in displaying the final model to concentrate the reader's attention on that area of the model where the data is strongly controlling the susceptibility distribution. In addition, the inversion process can incorporate topography into the final model by setting all cells which are above the ground surface to a null-value (ie. not to be used in the calculation).

To determine an optimum solution, it is first necessary to determine the how changes in the model create changes in the observed field at the stations at surface. This can be done by defining a sensitivity matrix **G** relating the measurements **d** and the susceptibility of the model elements **k**:

$$\mathbf{d} = \mathbf{G}\mathbf{k}$$

The sensitivity matrix can be very large with dimensions equal to the product of the number of cells in the 3D model and the number of measurements. To minimize the computational and storage burden, the program compresses this sparse matrix by only recording the elements which have discernible effects on the data.

The inversion algorithm attempts to create a 3D model of susceptibility which has a response which agrees with the field data within the bounds of measurement error, and which incorporates a minimum degree of complexity. An inherent assumption in the inversion process is the assumption that, in general, the model with the least complexity is the best solution to the inversion problem. It is possible to over-model data by generating fine details in the model which have little or no effect on the model response. The model should also incorporate any assumptions about the decay of the magnetic field with depth and information on any preferred orientation for magnetic features. To guide the generation of a geophysically meaningful model, we define a model objective function which, when minimized, indicates that the inversion process has generated a valid model.

The model objective function is minimized when it has generated a model which is "close" to a reference model $\mathbf{m_0}$ and which is smooth in all three (x,y,z) directions. The objective function also incorporates weighting functions for the three directions (w) and coefficients expressing the relative importance of different components in the objective function (α). The general form for this model objective function is:

$$\phi_{\mathrm{m}}(m) = \alpha_{\mathrm{s}}\int_V w_s\left\{w(\mathbf{r})\left[m(\mathbf{r}) - m_o\right]\right\}^2 dv + \alpha_{\mathrm{x}}\int_V w_x\left\{\frac{\partial w(\mathbf{r})\left[m(\mathbf{r}) - m_o\right]}{\partial x}\right\}^2 dv$$
$$+\alpha_{\mathrm{y}}\int_V w_y\left\{\frac{\partial w(\mathbf{r})\left[m(\mathbf{r}) - m_o\right]}{\partial y}\right\}^2 dv + \alpha_{\mathrm{z}}\int_V w_z\left\{\frac{\partial w(\mathbf{r})\left[m(\mathbf{r}) - m_o\right]}{\partial z}\right\}^2 dv$$

where the functions w_s, w_x, w_y and w_z are position dependent weighting functions and

α_s, α_x, α_y and α_z are coefficients which bias the relative importance of different elements in the weighting function. w(r) is a generalized depth weighting function implemented to counteract the geometrical decay of sensitivity with distance from the observation point. This function prevents the recovered susceptibility from being concentrated near the observation point. m_o is a reference model with which the developing model is compared in order to loosely constrain a final solution to some general region of the solution space - at least in those portions of the model not strongly controlled by sensitivity to the data. By changing the relative weights of the α coefficients, the developing model can be forced to generate features which are elongated in the direction of the coefficient with the largest weighting. For example, if vertical features are known to be present, α_z could be weighted at 5 while the other coefficients could be left at 1 to force the model to preferentially generate vertical features. The coefficient α_s is a measure of the degree to which the model is forced to approximate the reference model; if α_s is small, the model norm is not especially sensitive to deviations from the reference model. In practice, the reference model is a constant average of the estimated half space magnetic susceptibilities. Consequently, using default reference models, a large value of α_s causes a minimized model norm to approximate a simple half space. Under-weighting α_s allows the model to generate compact small scale features to replicate the observed field. In other situations where a reference model generated from a geological cross section or some other *apriori* data is used, varying α_s will govern the extent to which the inversion model will be allowed to drift from this preferred region of the solution space.

To numerically implement the model norm, this function is discretized using a finite difference mesh defining the susceptibility model:

$$\phi_m = (m - m_0)^T \left(W_s^T W_s + W_x^T W_x + W_y^T W_y + W_z^T W_z\right)(m - m_0)$$
$$\equiv (m - m_0)^T \left(W_m^T W_m\right)(m - m_0) = \left\| W_m (m - m_0) \right\|^2$$

in which the individual weighting matrics W_s, W_x, W_y, and W_z are calculated from the weighting functions once the model mesh has been defined. To assess the misfit between the magnetic field generated by the model and the observed magnetic field, the 2D norm is used as a misfit:

$$\phi_d = \left\| W_d \left(G_k - d^{obs}\right) \right\|^2$$

in which W_d is the weighting matrix of the observations. If the noise in the data is assumed to Gaussian, we use the inverse of the standard deviation in magnetic field repeat measurements in the weighting matrix. If the weighting matrix perfectly compensates for the error in the data, the target misfit for the data set is N where N is the number of data points.

The depth weighting function is incorporated into the weighting matrix $\mathbf{W}_m$. Magnetic field data collected at surface is inherently insensitive to depth; a given magnetic field anomaly could be produced by a wide range of sources - some compact with high (or low) magnetic susceptibility near surface or, alternatively, extended deep sources with lower magnetic susceptibility. The inherent non-uniqueness of depth solutions to magnetic field problems requires that the inverter specify some method of dealing with this source of uncertainty. Intuitively, this requires a weighting of deeper cells to the cancel the decay in deep cell influence on the final solution and thereby allow the deeper cells to enter into the solution with a nonzero susceptibility. In the case of data collected at the earth's surface, a $1/z^3$ decay is observed and the weighting function can be framed as:

$$w(\mathbf{r}_j) = \left[\frac{1}{\Delta z_j} \int_{\Delta z_j} \frac{dz}{(z + z_o)^{\beta}} \right]^{0.5} \quad (j = 1,2,3 \ldots M)$$

where M is the number of cells in the mesh. β is commonly set to 3.0 in most inversions but can be varied by the interpreter in situations where a pseudo-monopole field might be expected (eg. some distance above a very large source in a vertical magnetic field).

The optimum solution to the geophysical problem is to generate a geophysically plausible model (minimize model objective function) and to explain the observed data by replicating it (achieve desired misfit). Formally, the inverse problem can be framed as minimize:

$$\phi = \phi_{\mathrm{d}} + \xi \phi_{\mathrm{m}} - 2\lambda \sum_{j=1}^{M} \ln(m_j)$$

subject to:

$$m > 0$$

where ξ is a tradeoff parameter which the controls the relative importance of the model norm and the data misfit and **m** is the matrix of model elements. The final term in the expression for ϕ is a logarithmic barrier expressing the positivity constraint. By definition, magnetic susceptibility is a positive number and negative solutions are not physically plausible. Implementing this constraint in the solution search by a sharp logic term (ie. if negative, reject) would provide no input to the objective function as to where to search for a solution. Instead a logarithmic barrier is erected to prevent the model from generating negative solutions.

The inversion program implements the conjugate gradient algorithm with forced positivity to search for an optimum solution. The program iteratively adjusts the susceptibility of each element to minimize ϕ by noting the gradient in ϕ as a function of each element in the sensitivity matrix. The coefficient λ in the logarithmic barrier is gradually reduced as the program converges on a solution in a region of solution space where all model elements are positive.

The determination of a trade-off parameter is important. In general, the trade-off parameter will be high for noisy data and small for data with little measurement error. The standard deviation of the total magnetic field measurements is not known and can only be roughly estimated from the instrument specifications because the atmospheric noise, correction errors, and the effect of geographic location error are not known. If this error were known, the sum of the squared error would be used to determine a trade-off parameter which minimized f. In the absence of reliable measurement error information, x must be determined using one of three strategies:

1. Chi-factor

2. Constant trade-off

3. Generalized cross validation (GCV)

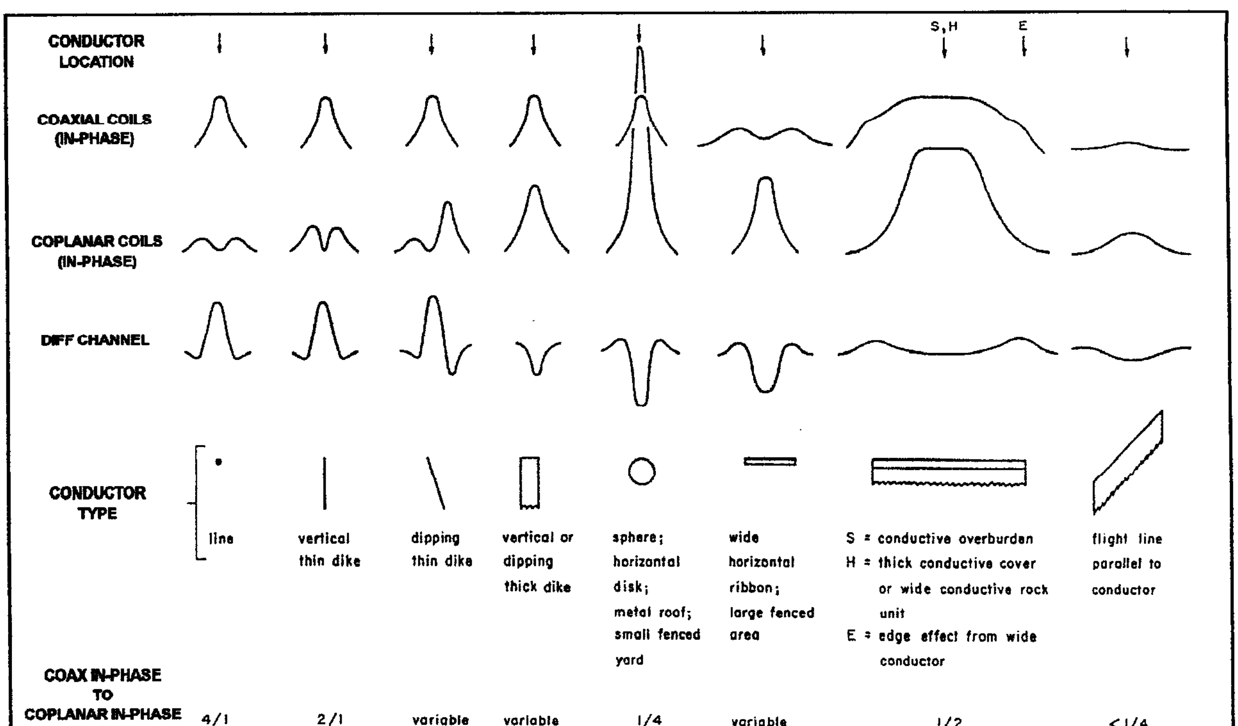
Option 1 assumes that the errors are well known and thus x can estimated directly from the number of measurements. Option 2 searches a three dimensional solution space occupied by f_d, x and f_m to find a minimum value of all three. This strategy is computationally intense and the process is expedited by relaxing the positivity constraint to capitalize on the fact that x curves near a solution follow the same curve regardless of whether positivity is constrained or not. Relaxing the positivity constraint greatly speeds up the computations and this is done to determine the slope of solution space near the correct ξ in a first pass. In a second pass with positivity, this information is used to quickly converge to a valid solution which minimizes all three variables in the inversion. Option 3 (GCV) is a statistical technique used to estimate the error in the absence of reliable error determinations. In this implementation, it is applied without positivity and the estimate of ξ is then used in a final solution with positivity. It is useful if the data does not have a strong negative bias and are not sparsely distributed.

4.0 HEM INTERPRETATION PROCEDURES

A Hummingbird™ HEM system was employed in the surveys on the Rams Horn Property and system specifications are contained in Robertson (2005). The HEM system employs the following coil pairs:

Frequency	Orientation
880 Hz	Horizontal coplanar
980 Hz	Vertical coaxial
6,600 Hz	Horizontal coplanar
7,000 Hz	Vertical coaxial
34,000 Hz	Horizontal coplanar

In general terms, horizontal coplanar coils produce a vertical magnetic source field, optimally coupled with flat lying conductors. Vertical coplanar coils produce a horizontal magnetic source field optimally coupled with steeply dipping conductors. The general responses from each coil pair is illustrated schematically below:



HEM discrete target responses

The primary targets of interest in this study are thin, steeply dipping to vertical vein-faults. These elicit a horizontal coplanar response consisting of a trough with flanking subsidiary highs centred over the apex of the target. The vertical coaxial coil response consists of a peak centred over the apex of the target. In areas where appreciable conductive overburden is present, the HEM response is effectively low-pass filtered and it is difficult to identify structural trends solely based on the responses in the individual channels. It is useful in these instances to calculate a difference (diff) channel as follows:

$$D = H_{Coaxial} - H_{Coplanar}$$

where H is the induced (secondary) magnetic field response in ppm. This channel will peak over thin vertical structures where the coaxial response if positive and the coplanar response is negative. Wide, flat lying or compact structures will produce negative diff responses.

In areas with weak HEM response, weakly conductive structural trends can be identified by gridding, contouring and shading the difference channels. Laterally continuous, high frequency highs or breaks between zones of contrasting HEM response (steps or scarps in the difference channel response) may indicated the location of faults or contacts of economic significance, particularly if the target mineralization is likely at best only very weakly conductive.

5.0 LIME CREEK AREA

The Lime Creek area covers the Minfile LIME (105D04) showing, summarized in Gordey & Makepeace (2000). Mineralization consists of a north-trending 760 m by 150 m stockwork of widely distributed quartz veins within a Paleocene Nisling Suite biotite-horneblende-granodiorite stock. Mineralization consists of disseminations and rosettes of molybdenite within the quartz veins and molybdenite disseminations in wall rock up to a metre from the vein walls. Assays from 31 trenches across the mineralized area returned values from 0.004 to 0.756% MoS_2.

The total magnetic field inversion was performed using the following procedure:

1. Total magnetic field data was extracted from the HEM survey data base and gridded with the minimum curvature method using a 25 m cell size. The data was extended beyond the survey area to create a rectangular grid in the area bounded by 528150E 6658150N to 530250E 6660200N. The total magnetic field data used in the inversion is shown in Figure 2.

2. Topographic data was extracted from a digital elevation model (DEM) created from the HEM survey data incorporating both the GPS indicated elevation of the bird and the radar altimeter reading. This data was also gridded at 25 m.

3. International Geomagnetic Reference Field (IGRF) parameters for the survey period were calculated using the centre of the survey area, a nominal survey elevation of 1000 m and a survey date of September 1, 2004. The extracted IGRF field parameters were T=57,281 nT, I=76.1^0 and D=24.8^0 E. These parameters were used to constrain the inversion.

4. The magnetic field and topographic data were formatted for entry into the inversion package. The gridded data was exported as ASCII (text) data and a header inserted into the magnetic field data set. A mesh consisting of 25 m x 25 m x 25 m cells was constructed with necessary padding cells added peripheral to and beneath the mesh to permit stable inversion.

5. The inversion was conducted using default inversion parameters and a decay constant of 3.0. The inversion required approximately 20 hours to complete on a sole-tasked computer with an Athlone chip running at 2.4 Ghz. A single inversion was run once it was established that a satisfactory result had been obtained. The final model was smoothed in two passes to remove a large number of single node excursions.

6. The final model was imaged with the UBC GIF mesh tools software and standard perspective views (SW, SE, NE, NW, top) were extracted as well as an east-west cut through the center of the Lime Showing. A cut-off value of 0.020 SI units was used as this appeared to enclose all material with anomalous magnetic susceptibility beneath the magnetic field anomalies detected in the survey. This threshold is arbitrary however and the regions shown in the models can be expanded or contracted by lowering or raising this threshold.

7. Maps of the observed, predicted and difference (observed - predicted) total magnetic field were created in the GIF data viewer software and extracted.

8. Final images were consolidated in a single diagram summarizing the inversion results.

Figure 3 summarizes the results of the Lime Creek area total magnetic field inversion.

Figure 3 (a) shows the total magnetic field data input to the inversion (the same data as in Figure 2). Figure 3(b) shows the total magnetic field response predicted by the final inversion model. Figure 3(c) shows the difference on a cell by cell basis between the observed total magnetic field and the total magnetic field predicted by the final model. There are only a few peripheral areas where there are any significant differences between the observed and model data; the model results fit the observed data very well.

Figures 3 (d) through (h) are views of the final model displayed with a colour bar from 0.02 SI (low) to 0.04 SI (high) and using a cut-off of 0.02 SI. Cells with magnetic susceptibilities below the cutoff value are not shown in these models. Elevations in these models are in metres above mean sea level and the horizontal coordinates are in UTM coordinates. The view in Figure 3(d) is a top view showing the magnetic sources at ground surface. Figure 3 (i) is an east-west slice through the model at 6659400N with a cutoff of 0.00 SI units (all cells shown). This view illustrates the keel-like nature of the magnetic sources generated by the inversion.

The inversion results suggest that observed field is caused by a flat-lying region of elevated susceptibility with a central keel-shaped region extending beneath it. The Lime Showing is located northeast of the center of this body and of the keel. There is a flat lying zone of elevated magnetic susceptibility beneath the Lime Showing (Figure 3 (i)). In the absence of any susceptibility measurements on the mineralized rock and surrounding host rocks, it is impossible to determine the economic significance, if any, of these magnetic features.

6.0 RAMS HORN AREA

The HEM data collected over the Rams Horn area is in general of low relief and no significant highly conductive trends are apparent in the resistivity or EM data. Discrete (redball) anomalies picked by McPhar are scattered throughout the map area but are only of significant density near the northern and eastern limits of the survey area.

The following procedure was used to delineate conductive trends and breaks between domains of contrasting EM response:

1. In-phase and quadrature difference channels (DIFF_IP and DIFF_Q) were calculated using the 7000 Hz vertical coaxial and the 6600 Hz horizontal coplanar coil pairs.

2. The difference channels were gridded with a minimum curvature algorithm and shade imaged. Both the EM and the total magnetic field data were

imaged using an illumination angle of 190° 10°. West northwest trending features were preferentially accentuated using this procedure.

3. Weak, high frequency highs and breaks between regions with contrasting HEM response were identified in both the DIFF_IP and DIFF_Q channels using the shaded images. Trends with only DIFF_Q response are likely more weakly conductive or are phase shifted by conductive overburden; these were demarcated with dashed lines. Trends with both DIFF_IP and DIFF_Q responses are indicated by solid lines.

4. Plots of the 7KHz coaxial response (stacked profiles) and shaded DIFF_IP and DIFF_Q response (colour contour maps) were prepared. Figure 4 contains stacked profiles of the 7 KHz vertical coaxial coil data with the conductive trends superimposed upon them. Figures 5 and 6 illustrate the shaded in-phase and quadrature difference channels respectively. Figure 7 contains the shaded total magnetic field with the EM trends superimposed.

It is readily apparent in the figures that the Rams Horn showing does not fall on any of the conductive trends identified. Some of the conductive trends in the southwest quadrant of the survey area are coincident with magnetic breaks and other conductive trends in DIFF_Q demarcate zones of contrasting EM responses, suggesting that they may be either faults or contacts. Isolated conductive trends are likely formation-bounded faults or alteration zones. If these features are in fact structures, splays or junctions and zones of inflection may be areas to explore for dilatant veins.

7.0 CONCLUSIONS

The results of this interpretation suggest the following conclusions:

a. The Lime Showing lies above a flat lying zone of elevated magnetic susceptibility and between zones of elevated magnetic susceptibility which apparently subcrop beneath overburden.

b. The Rams Horn showing does not occur on a conductive trend identified in the HEM survey.

c. There are a series of dominantly WNW trending anomalies, parallel to mapped structural trends in the area, which may be of economic interest, particularly at junctions and inflection points.

8.0 RECOMMENDATIONS

The following recommendations are made based on the conclusions of this work:

a. Magnetic susceptiblity measurements of the host and mineralized rocks at the Lime Showing are required to determine the significance, if any, of the magnetically susceptible regions identified in the inversion.

b. Weakly conductive trends identified in the HEM survey should be prospected along their length with particular attention paid to the regions where these trends splay or bend.

Respectfully submitted,
AURORA GEOSCIENCES LTD.

M.A. POWER

Mike Power M.Sc. P.Geoph.
Geophysicist

APPENDIX A. CERTIFICATE

I, Michael Allan Power, M.Sc. P.Geo., P.Geoph., with business and residence addresses in Whitehorse, Yukon Territory do hereby certify that:

1. I am a member of the Association of Professional Engineers and Geoscientists of British Columbia (registration number 21131) and a professional geophysicist registered by the Northwest Territories Association of Professional Engineers, Geologists and Geophysicists (licensee L942).

2. I am a graduate of the University of Alberta with a B.Sc. (Honours) degree in Geology obtained in 1986 and a M.Sc. in Geophysics obtained in 1988.

3. I have been actively involved in mineral exploration the Northern Cordillera since 1988.

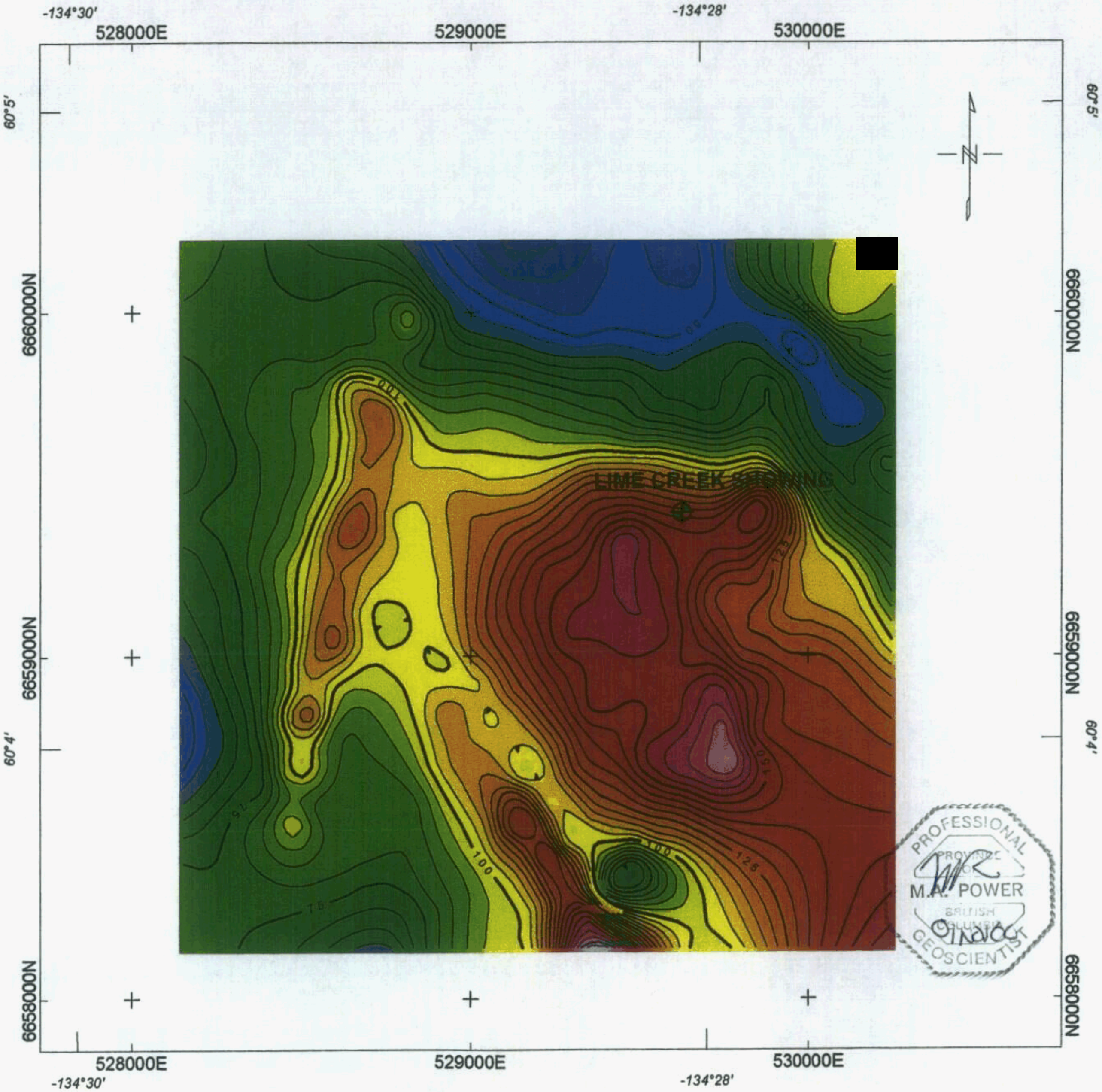
4. I have no interest, direct or indirect, nor do I hope to receive any interest, direct or indirect, in Midnight Mines Ltd. or any of its properties.

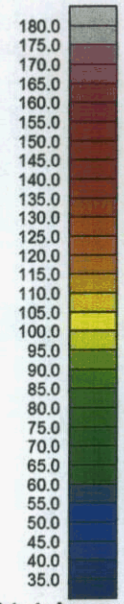
Dated this 20th day of April, 2006 in Whitehorse, Yukon.

Respectfully Submitted,

M.A. POWER

Michael A. Power M.Sc., P.Geo., P. Geoph.
Geophysicist





Residual total magnetic field
(nT)

LEGEND

TOTAL FIELD MAGNETICS

CONTOUR INTERVALS (nT)

2

10

50

DATA: McPhar Final Leveled IGRF corrected

GRIDDING ALGORITHM : MINIMUM CURVATURE

GRID CELL SIZE : 25 m

Gridding extended beyond survey area to regularize model area

Filters: None

Scale 1:15000

250 0 250 500

metres

NAD27 / UTM zone 8N

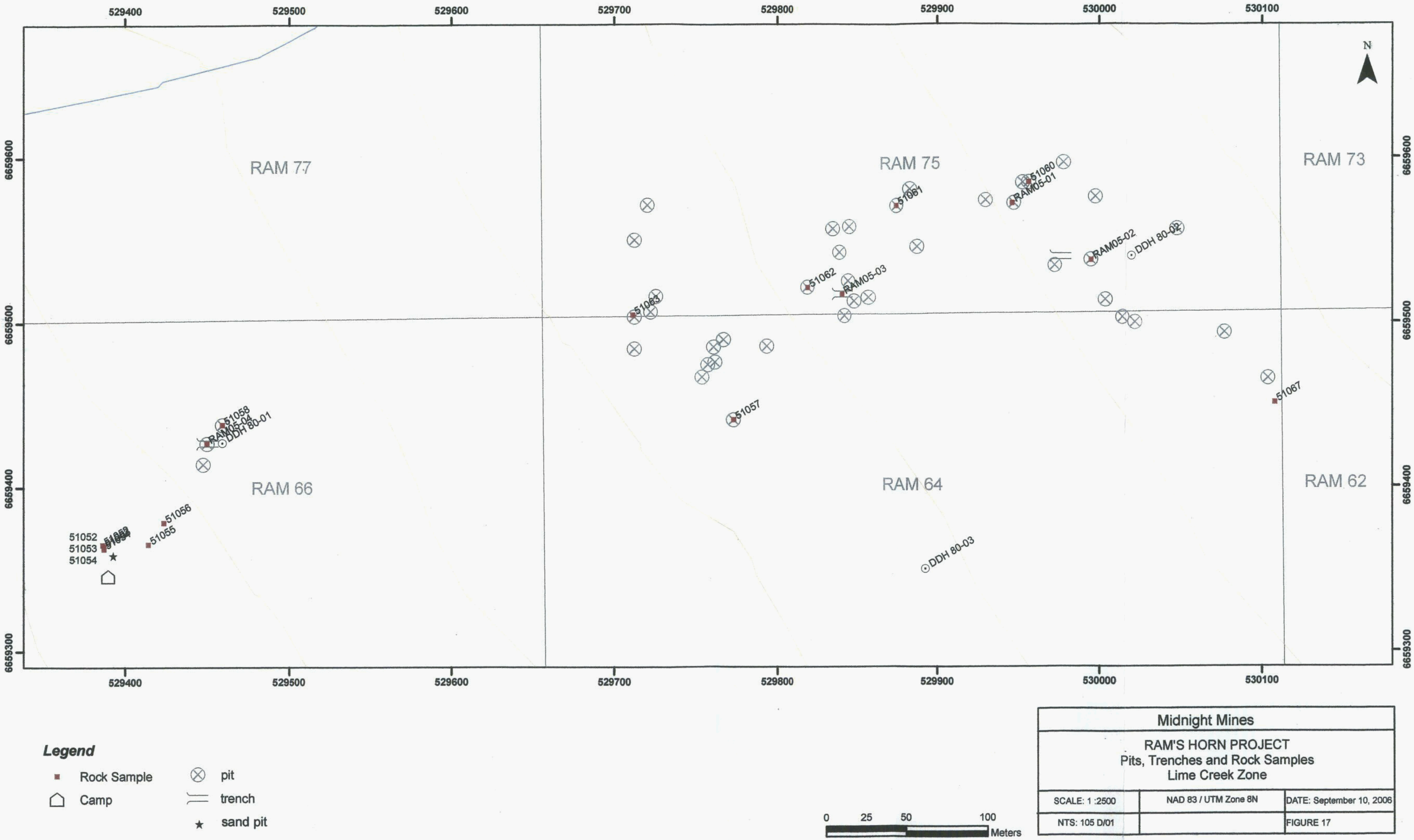
MIDNIGHT MINES LTD.

RAMS HORN PROPERTY
Airborne HEM Survey
Figure 2 - Lime Showing - Total magnetic field data

NTS: 105 D01 / 02
Datum: NAD27
Job: MNL-06-01-YT

Mining District: Whitehorse, YT
Projection: UTM Zone 8N
Date: 14 Jan 2006

AURORA GEOSCIENCES LTD.


529400
529500
529600
529700
529800
529900
530000
530100
6659600
6659500
6659400
6659300
N
RAM 77
RAM 75
RAM 73
RAM 66
RAM 64
RAM 62
51052
51053
51054
51055
51056
51057
51058
51060
51061
51062
51063
51067
RAM05-01
RAM05-02
RAM05-03
RAM05-04
DDH 80-01
DDH 80-02
DDH 80-03
Legend
Rock Sample
Camp
pit
trench
sand pit
0
25
50
100
Meters
Midnight Mines
RAM'S HORN PROJECT
Pits, Trenches and Rock Samples
Lime Creek Zone
SCALE: 1 :2500
NAD 83 / UTM Zone 8N
DATE: September 10, 2006
NTS: 105 D/01
FIGURE 17