

MAP NO.: PLACER ASSESSMENT REPORT X
115015 PROSPECTUS X
CONFIDENTIAL
OPEN FILE

DOCUMENT NO: 120202
MINING DISTRICT: Dawson
TYPE OF WORK: Magnetometer survey

REPORT FILED UNDER: Midnight Mines Ltd.

DATE PERFORMED: April/May 2002

DATE FILED: December 2002

LOCATION: LAT.: 63°46'00" N

AREA: Gold Run Creek

LONG.: 138°44'00"W

VALUE \$: 7120.00

CLAIM NAME & NO.:

Gold Run 1(P44982), Gold Run 2 (P44983), Placer Lease ID00332

WORK DONE BY: Bill Harris, Midnight Mines Ltd.

WORK DONE FOR: Midnight Mines Ltd.

DATE TO GOOD STANDING :

REMARKS:

Mag and gradiometer surveys indicated a possible right limit channel coming out of a right limit pup on upper Gold Run Creek.

**Total Magnetic Field and
Gradiometer Surveys**

**At the
Gold Run Creek Placer Property**
Placer Claims: Gold Run 1 (P44982), Gold Run 2 (P44983)
Placer Lease: ID00332

**NTS 115 O-15
Lat. 63°46'N, Long. 138°44'W
Dawson Mining District**

120202

**By: Midnight Mines Ltd.
Box 31293
Whitehorse, YT
Y1A 5P7**

December 2002

**Period of Work:
April/May 2002**

**YUKON ENERGY, MINES
& RESOURCES LIBRARY**
P.O. Box 2703
Whitehorse, Yukon Y1A 2C8



Costs associated with this report have been
approved in the amount of \$ 7,120.⁰⁰
for assessment credit under Certificate of
WORK NO. 1D00332/AD01887

H. Perry.....

Mining Recorder
Dawson City Mining District

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Summary

A total field magnetic survey and gradiometer survey was conducted on the Gold Run Creek Property in the Dawson Mining District of the Yukon Territory in 2002. The aim of the survey was to locate buried channels containing placer deposits on the property. A total of approximately 4.0 line kilometers were surveyed on a prepared grid, taking both magnetometer and gradiometer readings. The survey was conducted on a portion of the upper 3 miles of Gold Run Creek, which is approximately 9 miles long. The area of the creek which was surveyed was on average, 400 metres wide, but narrowed and widened as it proceeded up the valley.

Three anomalies were delineated, one of which was likely related to bedrock highs crossing the creek valley on the downstream portion of the grid. Another anomaly appears to be located at the upstream end of the grid at Line 450N-500N and may indicate a channel proceeding out of the right limit pup which enters Gold Run Creek in that area. The most interesting anomaly discovered during the survey was found on the right limit (western) side of the baseline beside and, in some areas, even under the present creek channel. This fairly strong and persistent anomaly appears to undulate along the general trend of the Gold Run Creek Valley, and could be responding to a buried channel containing placer deposits.

Introduction

A. Introduction

This report describes total magnetic field and gradiometer surveys conducted on the Gold Run Creek Property in the Yukon Territory. The survey was conducted to locate occurrences of magnetite or other magnetic minerals which may occur on the property. The writer owns the property and has prepared this report for assessment filing purposes.

B. Location and Access

The property is located within the Klondike Goldfields in the Dawson Mining District of the Yukon Territory (Figure 1). Gold Run Creek is a right limit tributary of Dominion Creek which it enters approximately four miles above its confluence with Sulphur Creek.

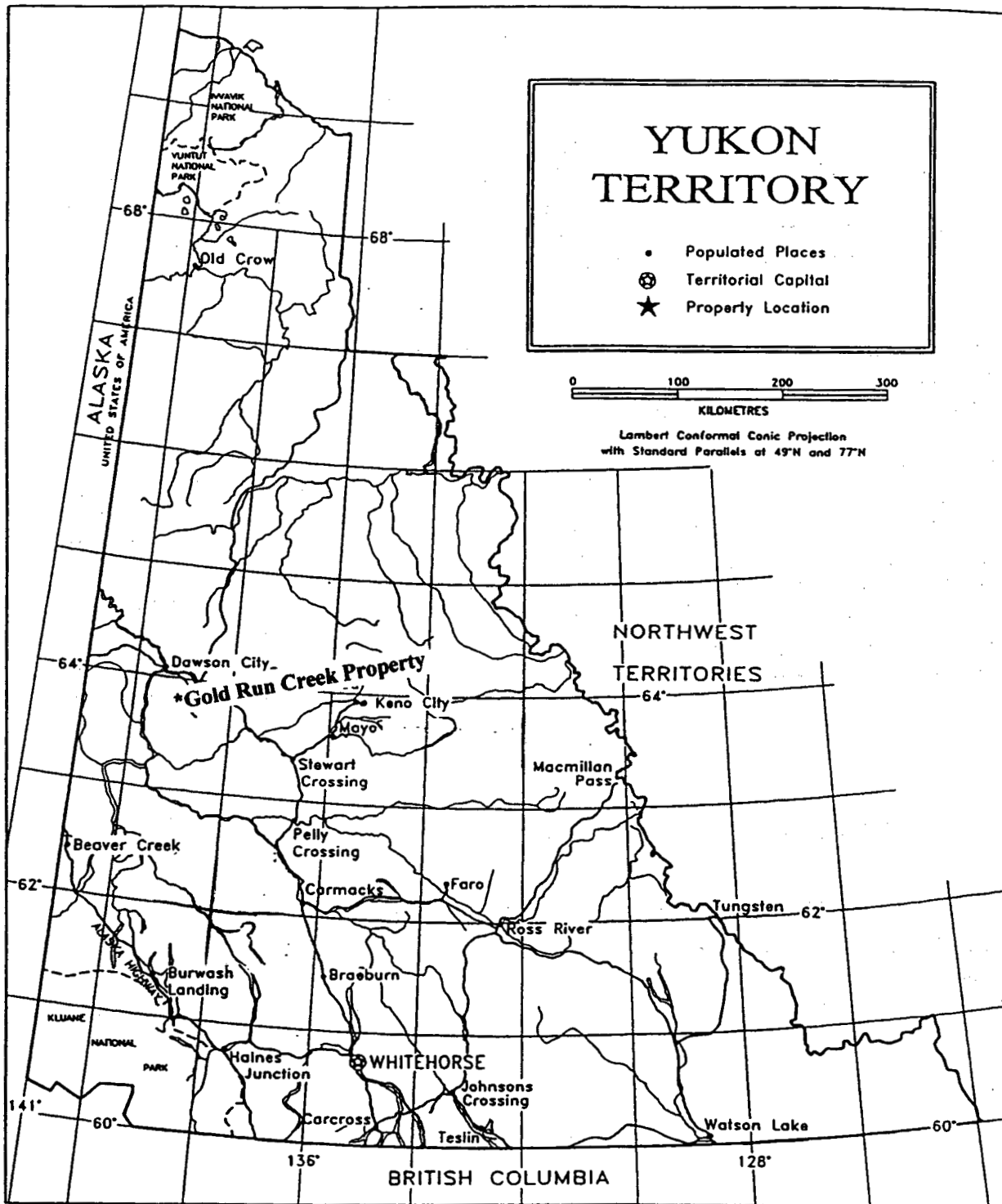
The claims can be accessed from Dawson City via the Hunker or Bonanza Creek roads, proceeding along either the Dominion or Sulphur Creek roads to the mouth of Gold Run Creek (Figure 2). A road leads upstream along the left limit of the Gold Run Creek valley accessing the mining operation of Marie-Ange Mining (Kleins), No-Name Resources (Pasareno) and D and P Mining (Cuevos) in the lower seven miles of the creek. Adjoining D and P Mining's operation on the upstream side are Gold Run 1 and 2 and the 2 mile Placer Lease. The access road continues through the claims and leases and continues over Dominion Mountain to connect with the Sulphur Creek road near King Solomon's Dome.

C. Property/Claim Summary

The Gold Run Creek Property consists of the following placer claims and placer prospecting lease.

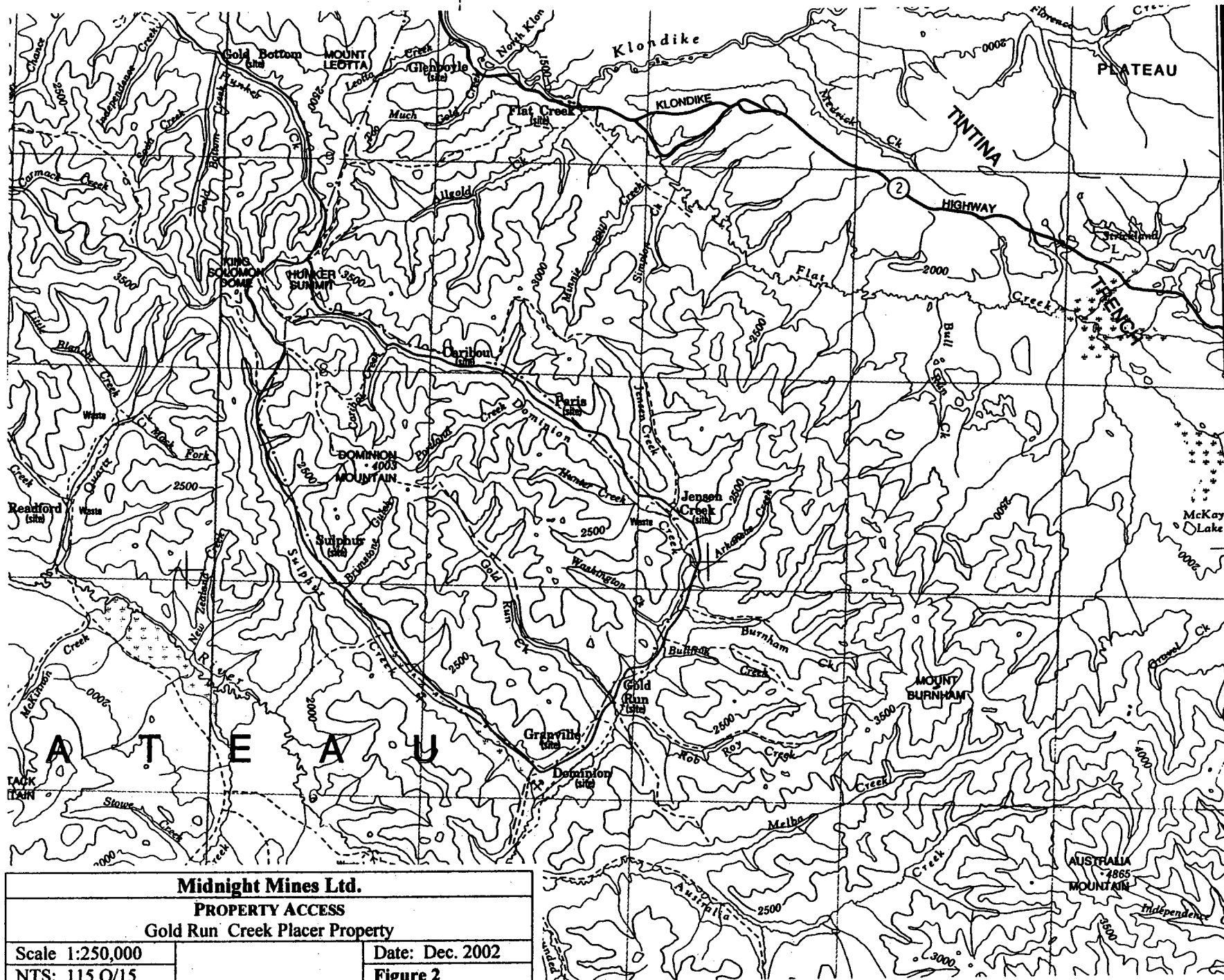
Claim Name	Grant Number	Expiry Date	Claim Owner
Gold Run 1	P44982	June 22, 2005	Bill Harris
Gold Run 2	P44983	June 22, 2005	Midnight Mines Ltd.
2 mile lease	ID00332	June 22, 2003	15174 Yukon Inc.

Figure 3 shows the location of these claims and lease.



Midnight Mines Ltd.	
LOCATION MAP	
Gold Run Creek Placer Property	
Scale 1:6,000,000	Date: Dec. 2002
NTS: 115 O/15	Figure 1

138°45'W



7090000m.N.

Stewart Crossing 88 km

80

63°45'N

7

6

Midnight Mines Ltd.

PROPERTY ACCESS
Gold Run Creek Placer Property

Scale 1:250,000

Date: Dec. 2002

NTS: 115 O/15

Figure 2

D. History

Dominion Creek and its tributaries (Sulphur and Gold Run) are considered one of the largest placer gold producing areas in North America (Froese et al., 2001). Production on Gold Run between 1961 and 2001 alone recovered over 130,000 ounces (LeBarge, 2002).

Gold was initially discovered on Gold Run Creek in 1897. The deposits were hand mined up until 1911. At this time, the majority of the claims on Gold Run Creek were acquired by Yukon Gold Corporation, which later became Yukon Consolidated Gold Corporation or YCGC. Between 1911 and 1963, the claims were either dredged and/or mined using bulldozers etc. In 1978, YCGC was absorbed by Teck Corporation who proceeded with infill drilling to verify earlier drill results and to determine values in the dredge tailings. The dredge tailings were remined by Teck, and the unmined right and left limit portions of lower Gold Run Creek were also mined from 1979 to 2000 (Clarkson, 2000).

On the location of the Gold Run claims and lease, previous work includes drilling, shafting, stripping and sluicing by various operators, however there are no gold values per yard or production figures available.

Geology

A. Regional Setting

Gold Run Creek is a tributary of Dominion Creek, which in itself is the largest tributary of the Indian River. Dominion Creek forms the southeastern boundary of the Klondike placer district. Froese et al. (2001) describe the setting as follows:

The Dominion Creek basin is located within the Yukon-Tanana Terrane and consists largely of metasedimentary and metavolcanic rocks at chlorite-biotite to garnet metamorphic grade (Mortensen, 1990, 1996). Lode gold occurrences are associated with metavolcanic rocks of the Klondike Schist and mesothermal quartz veins (Mortensen et al., 1992). The erosion of mesothermal quartz veins appears to be the main source of the Klondike placer deposits based upon elemental similarities (microprobe geochemistry) between placer and lode gold (Knight et al., 1999b). Erosion of bedrock sources and transport by fluvial processes is supported on Dominion Creek by hydraulic equivalence data amongst gravelly depositional unit grain size and size/weight of gold grains recovered from placer gravel (Christie, 1996).

B. Surficial Geology

Placer gravels in Dominion Creek and its tributaries (Gold Run and Sulphur) are divided into 5 types of deposits: Pliocene White Channel gravel; Pleistocene terraces; early Pleistocene incised-valley gravel (Ross gravel); Pleistocene Dominion Creek gravel; and creek and gulch deposits (Froese et al., 2001). Figure 4 below shows a generalized section illustrating these deposits.

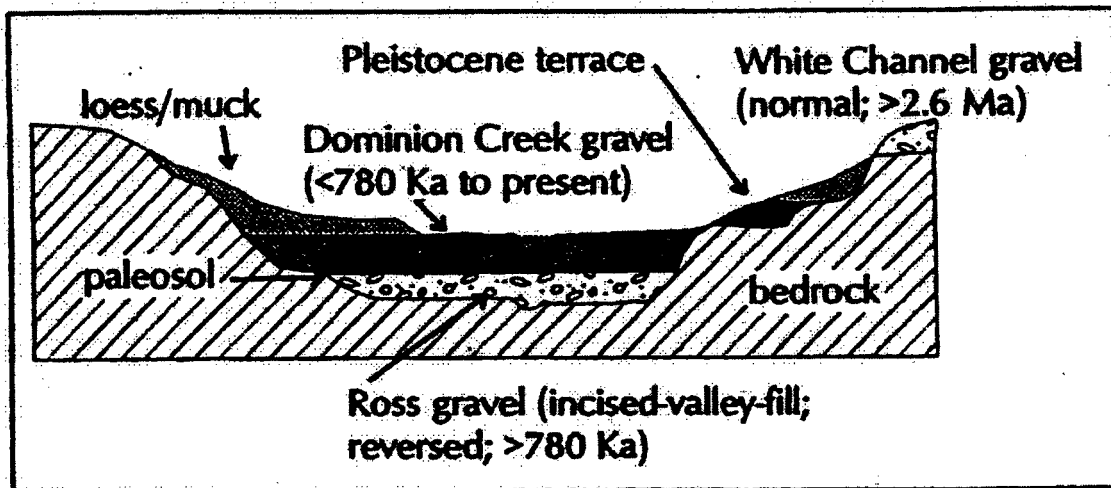


Figure 4 Generalized section across terrace gravel of Dominion Creek near the mouth of Gold Run Creek. Normal and reverse refer to remanent polarity recorded in sediments (Froese et al., 2001, Fig. 2).

Froese et al. (2001) studied the sedimentology, paleomagnetism of deposits, as well as documented associations between geomorphic and placer gold settings in the Dominion Creek Drainage. The placer settings and gold character are documented below:

Fineness values on Dominion Creek (plotted from Mining Inspection Division 1998, Fig. 1) show considerable similarity on each of Sulphur (750-830), Gold run (790-850) and main Dominion creeks (800-900), and generally increase down-valley as has been noted previously in the Klondike region (Hester, 1970; Knight et al., 199b). The increase in down-valley fineness likely reflects prolonged mechanical weathering of gold grains, thus increasing high-fineness rims. Gold morphology data, presented by Knight et al. (1999a), suggests that flat, well rounded gold nuggets, like the majority of those recovered on Dominion and Sulphur creeks, were transported 10-15 km, indicating a major source in the area of King Solomon Dome. A high fineness lode source is well known on King Solomon Dome (McConnell, 1905; Milner, 1976; Knight et al., 199b).

The majority of gold produced on Dominion, Gold Run and Sulphur creeks in the last century has been from Ross gravel. On Dominion Creek, Ross gravel is at least 800 Ka, suggesting little gold has been eroded or concentrated in the last 800 Ka in this area. This contrasts with the majority of gold produced on Bonanza and Hunker creeks in the Klondike drainage, where deposits are largely of late Pleistocene and Holocene age (valley-bottom gravel/muck ages reported in Fraser and Burn, 1997 and Froese, 1997).

Placer gold recovered on Dominion Creek is generally fine grained (< 2mm), flat and well rounded with few exceptions (Fig. 6). At the mouth of Brimstone Gulch on Sulphur Creek, considerable coarse gold was recovered from mining operations in 1996 with a fineness of 810 (Mining Inspection Division, 1998). Interestingly, not far to the east on Gold Run Creek, considerable coarse gold was recovered near the mouth of Laskey Creek in the summer of 2000. A considerable pay stream below the mouth of Laskey Creek is reported by Nordale (1942) and old-timers thought Laskey Creek was the main source, or at least a very important source for Gold Run Creek (Nordale, 1942).

LeBarge (2002) describes the surficial geology in the lower part of the creek (downstream) as follows:

The Gold Run Creek valley is narrow, and deposits thicken rapidly away from the center of the valley. Deposits in the center of the valley consist of 4.6 to 5.2 metres (15 to 17 feet) of black muck overlying 1.2 metres (4 feet) of yellow quartz-rich gravel. Deposits 15 metres (50 feet) from the center of the valley along the left limit consists of 10.7 to 12 metres (35 to 40 feet) of black muck overlying 3.6 metres (12 feet) of gravel and broken bedrock.

In the area of the claims and lease, the thickness of both black muck and gravels appears to decrease relative to downstream with black muck thicknesses averaging about 7.2 metres (25 feet) and gravels averaging 0.2 to 1.8 metres (2 to 6 feet) in thickness.

2002 Work Program

A. Personnel and Equipment

The magnetic and gradiometer survey was conducted by Dirk Moraal (geophysical technician), Bill Harris (supervisor) and Kim Ferguson (geophysical assistant) using the following equipment:

Instruments:	1 Scintrex Omnipus Proton Magnetometer
	1 Scintrex Omni IV Gradiometer
Data Processing:	Laptop Computer and Colour Printer
Other:	F250 4 x 4 pickup
	F350 4 x 4 crew cab
	2 Arctic Cat snowmobiles with toboggans

B. Grid and Survey Procedure

The survey was conducted over a portion of Gold Run Creek beginning slightly upstream of 71 Pup and proceeding upstream 650 metres (see Figure 5). The baseline was constructed along the claim line (a surveyed baseline) of Gold Run Creek. It was not possible to locate the survey pins along the baseline for tie-in purposes to our grid due to the depth of the ice cover at the time of the survey. Line 0N was located on the upstream side of Post 1 of the 2 mile lease, with Lines 50S and 100S located in Gold Run 2, and Line 0N to Line 550 N located in the lease. Flaglines were run perpendicular to the baseline on 50 metre intervals and stations were flagged and marked at 5 metre intervals along each line. Readings were taken at 2.5 metre intervals along each line with both the magnetometer and gradiometer.

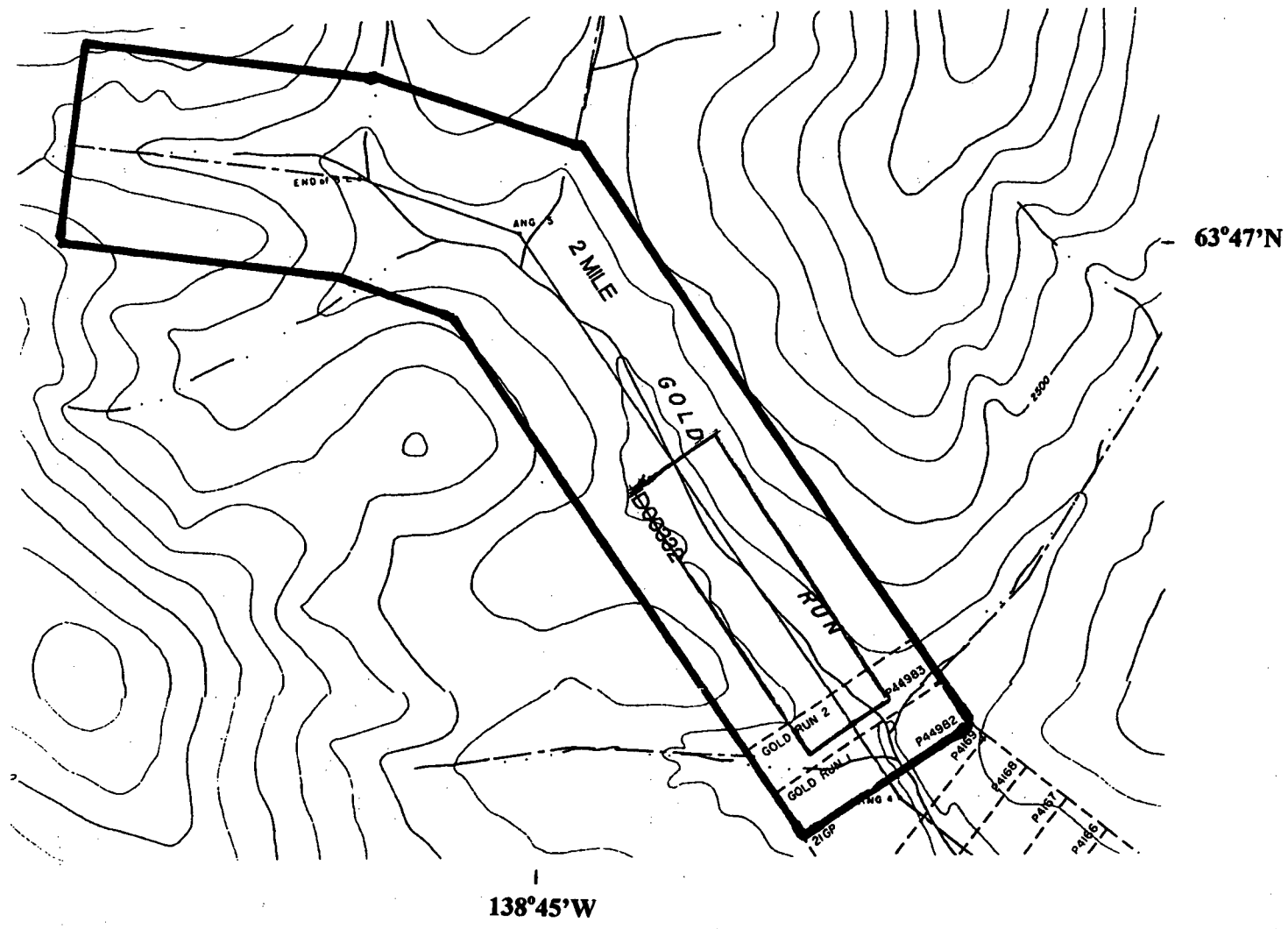
C. Data Presentation and Format

A hard copy of the data can be found in Appendix A. Also appended to this report is a contoured map of the total magnetic field and vertical gradient showing the survey grid (Figures 6 and 7 in pocket).

D. Survey Results

The magnetic field response over the survey grid shows a total range of about 95 nT. The vertical gradient response varied between 1.9 and 12.1 nT/metre. The survey located three anomalies, two of which could be related to concentrations of placer magnetic materials. An anomaly was found at the downstream end of the grid crossing the Gold Run Creek valley. This anomaly could have been caused by bedrock topographical highs related to the hills on the upstream side of two small pups which enter Gold Run Creek from both sides.

A second weak anomaly appears to enter the survey area from the right limit (western) side in the region of Line 450N-Line 550N. This anomaly could be related to a buried channel of magnetic minerals in a pup which enters Gold Run Creek in that area.



Midnight Mines Ltd.		
LOCATION OF GEOPHYSICS GRID		
Gold Run Creek Placer Property		
Scale: 1:63,360		Date: Dec. 2002
NTS: 115 0/15		Figure 5

The third anomaly is located on the right limit (western) side of the baseline and proceeds along both it and the present creek valley, at times directly underneath them. This anomaly undulates along the general trend of Gold Run Creek valley in the manner of buried placer channels. Although an area of the grid between Line 300N and Line 350N is markedly lower in magnetic intensity, both the total magnetic field and vertical gradient readings are higher in the portion of the grid lines which align with the anomaly both upstream and downstream.

The survey was conducted to determine which part of the creek valley in the area surveyed had the most probability for concentrations of placer gold and other magnetic minerals. Placer gold deposits are often associated with magnetite (black sand) and other heavy magnetic minerals, which will show a response when a magnetic survey is conducted.

Conclusions and Recommendations

The 2002 work program of baseline and flagline grid construction and magnetometer and gradiometer surveys was successful in outlining three anomalies. The first anomaly crosses the creek valley at L0-L50S and is probably related to bedrock highs from the hills on the upstream side of the two pups which enter Gold Run Creek just downstream of the grid area. Another anomaly was detected on the upstream end of the grid on lines 450N to 500N between 1000E and 875E. This weaker anomaly could be due to magnetic minerals being carried into the main creek channel from a small pup on the right limit of Gold Run Creek which enters in that area.

The most interesting anomaly which was delineated during the survey is located near the centre of the creek valley, near the baseline but slightly to the right limit (western) side. This anomaly appears on both the total magnetic field and vertical gradiometer surveys. The area between Lines 300N and Line 350N, while lower in overall intensity, also shows higher magnetic gradient in the region which would be the continuation of the anomaly from the downstream to upstream side. This anomaly is consistent with the magnetic signature of a buried channel containing placer deposits of magnetic minerals.

Follow up work on the property should consist of an extension of the grid downstream onto Gold Run 1 placer claim, and the extension of the grid upstream farther onto the 2 mile placer lease. Magnetometer and gradiometer surveys should be conducted over these grid extensions. Either seismic or ground penetrating radar (GPR) surveys should be performed to ascertain depth to bedrock and possible deep channels within the valley bottom. An auger drill program to test the magnetometer and gradiometer anomalies and any coincident seismic or GPR anomalies would be useful in delineating targets for future excavator trenching and grade/yardage calculations. A base map of the property should be prepared utilizing GPS surveys showing locations of old workings, shafts, pits, anomalies and the baseline and grid in reference to surveyed points.

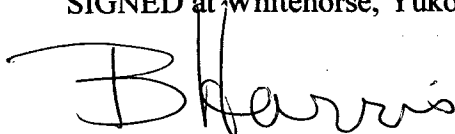
Historical work, the extensive amount of mining, and the large amount of gold recovered along this creek indicate the excellent potential to discover a mineable resource on the Gold Run Creek property. Exploration should be diligently and rapidly carried out to further the aim of mining this property.

Certificate

I, BILL GLEN HARRIS, of the City of Whitehorse, in the Yukon Territory, HEREBY CERTIFY:

1. That I am a prospector and that I am familiar with the property area.
2. That I have been engaged in mineral exploration and development on a full time basis for 20 years in the Yukon and British Columbia.
3. That I am the president of Midnight Mines Ltd., and the owner of the Gold Run Creek Property.

SIGNED at Whitehorse, Yukon this 17th day of December, 2002.



Bill G. Harris

Statement of Costs

2002 Work

Geophysics Survey

Bill Harris, 4 days @ \$300/day	\$1,200
Dirk Moraal, 4 days @ \$350/day	\$1,400
Kim Ferguson, 4 days @ \$300/day	\$1,200

Transportation

Truck Rental	
Two 4 x 4 trucks: 4 days @ \$100/day	\$800
Snowmobile	
Two Arctic Cat and Toboggan: 3 days @ \$100/day	\$600
Fuel	\$300
Magnetometer	
One week @ \$ 350 /week	\$350
Gradiometer	
One week @ \$ 350 /week	\$350

Camp Costs

3 men x 4 days @ \$35/manday	<u>\$420</u>
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Subtotal	\$6,620
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Report Preparation

	<u>\$900</u>
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Total:	\$7,120
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References

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Appendix A
Survey Data

Gold Run Mag

	100S	50S	0+00	50N	100N	150N	200N	250N	300N	350N	400N	450N	500N	550N
870														
	543.2													
	545.5													
880	537.8	545											562.3	
	542.6	545											561	
	543	548.2		540									560.6	
	544	551.4		537.5									560.6	
890	544	556.6		536.7									561.2	
	545.3	549.7	558.2	534.6									561.3	
	541.3	547.9	562	542.9									561.9	
	541.3	544.5	563.4	643.4				531.5					561.6	
900	549.5	550.1	556.4	539.6	534.8	534.6		532.5					562.7	566.5
	550.6	555.7	561.5	537.6	531.7	537.7		532.7			547	553.6	561.6	566.2
	550.6	560.7	560	539.4	531.2	543.8		534.4			547.1	553.5	561.3	567.6
	541.5	565.2	562.5	539.7	539	543.5		534.9			546.3	553.8	561.7	569.1
910	539.3	562.7	562.6	540.3	532.8	544.9	525.6	533.4	494.9	504	546.5	554	562.2	571.6
	642.3	556.1	559	543.5	539.1	542.4	526	532.5	496.6	504.7	547.3	553.9	563.6	573.6
	548.1	547.5	564.1	532.2	538.9	540.6	525.9	534.8	499.3	501.9	548.6	554.7	564	573.5
	551	552	566.1	553	540	537.8	529.2	534.4	501.5	503.7	547.5	557.4	561.1	573.9
920	548.7	563.1	569.5	551.8	538.5	538.2	532.3	535.8	501.8	502	547.9	556.4	560.8	572.1
	547.7	564.6	567.4	554.7	537.3	541.8	534.1	536.9	502.4	503.2	547.5	556.5	563.5	572.3
	555	562.6	569.5	567.2	538.1	544.8	532.1	539.2	502.5	504.6	548.3	557.3	562.2	572.2
	559	559.3	575.5	631.9	539.5	550.2	528.7	537.3	505.1	501.2	547.4	557.5	563.3	574.9
930	559	556.9	580	605	541.8	551.5	526.8	536.4	505.9	502.2	548	557.3	563.9	571.8
	562.7	557.4	581	648.3	543.4	553.8	527	534.1	508.1	502.7	549.1	558.2	565	570.3
	565.2	562.6	581	644.4	545	553.7	530.8	535.8	507.6	502.6	545.9	556.9	565.2	569.8
	570	571.6	581.8	601.4	545.6	551.8	531.4	536.5	507.5	503.9	546.1	556.6	567.6	567
940	571.4	552.2	582.8	604.4	549.4	550.4	532.1	539	504.2	505.9	546.1	555.7	564.9	568.4
	571.3	552.4	592.2	602	551.2	550	532.4	540.6	504.5	505.2	544.9	555.7	565	569.5
	571.7	552.1	576.9	584.8	552.8	548.9	533.5	543.8	504.7	504.6	545.2	557.2	564.7	567
	574.2	551.8	603	631	554.3	551.1	536.4	545.2	509.7	503.7	546.2	556.4	563	566.4
950	574.8	552.9	602	628.8	556.2	552.9	540	549.5	510	505.9	547.7	557	562.2	567
	564.1	553.7	593.5	590.7	560.7	560	543	550.1	511.8	504.3	549.9	553.3	560	568.2
	577.9	557.3	589.6	598.1	563.3	561	546	552.7	511	503.4	549.9	554	561	570.3
	578.2	556.8	574.5	592.2	564.5	561.7	545.4	554	510	503.2	551.2	555.5	561.8	571
960	574.3	556.9	602	579.5	566.2	565.9	549.3	554.2	512.3	504.9	552.5	557.4	563.5	570.6
	573.8	557.2	606.1	576.7	565.3	565.3	548.1	554.3	513.7	507.2	552.5	558.1	566	571.4
	574.9	556.2	607.8	575.8	564.3	566.2	549.3	553.2	512	511.1	552.4	559.2	567.1	572.5
	576	554.2	609	575.3	564.7	566.7	551.1	552.7	513.5	511.6	550.3	560.6	567.3	572.1
970	575.6	552	557.7	580.8	564.7	566.7	553.7	552.9	515.1	510.7	549.9	561.2	568.1	573
	575.7	551.8	557.3	584.8	566.1	567.4	554.8	554.7	516.1	508.4	549.5	560	568.8	572.5
	569.3	552.1	555.2	616	566.5	564.8	557.6	554.1	513.9	508	548.7	556.8	569.6	572.3
	568.3	551.6	553.7	614	565.9	568.8	557.9	556.8	513.2	509.1	548.4	556	568.7	569.7
980	563	550.4	553.4	611	567.9	569.3	557.6	560.7	514.3	508.1	546.6	555.9	565.4	566.5
	563.5	549	553	604	564.3	569.3	557.9	563.3	517.9	506.4	545.5	556.5	565	564.3
	560.5	548	551.2	593	563.8	566.9	557.2	562.6	520.2	505.4	543.6	556.2	560.4	561.4
	559.5	547.1	457.8	579.45	561.2	565.1	556.9	562.7	518.8	503.4	541.9	556.4	555.9	560.3
990	558.9	547	548.3	572.4	559.1	564.6	554.2	563.4	519	501	541.4	554.8	554.3	557.8
	556.3	548.3	551	574	559.1	562.7	552.9	564.4	517	488.3	538.7	552.5	553.6	556.7
	555	548.1	550	562.4	562	563.4	552.6	562.2	515.7	498.7	537.3	550.2	552.4	558.3
	553.7	547.6	545.6	567.7	563.8	563.3	555.7	557.6	515.7	497	536.6	547	552.4	553.4

Gold Run Mag

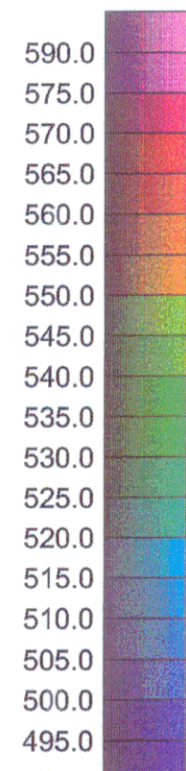
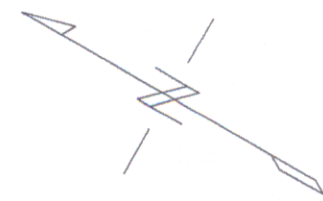
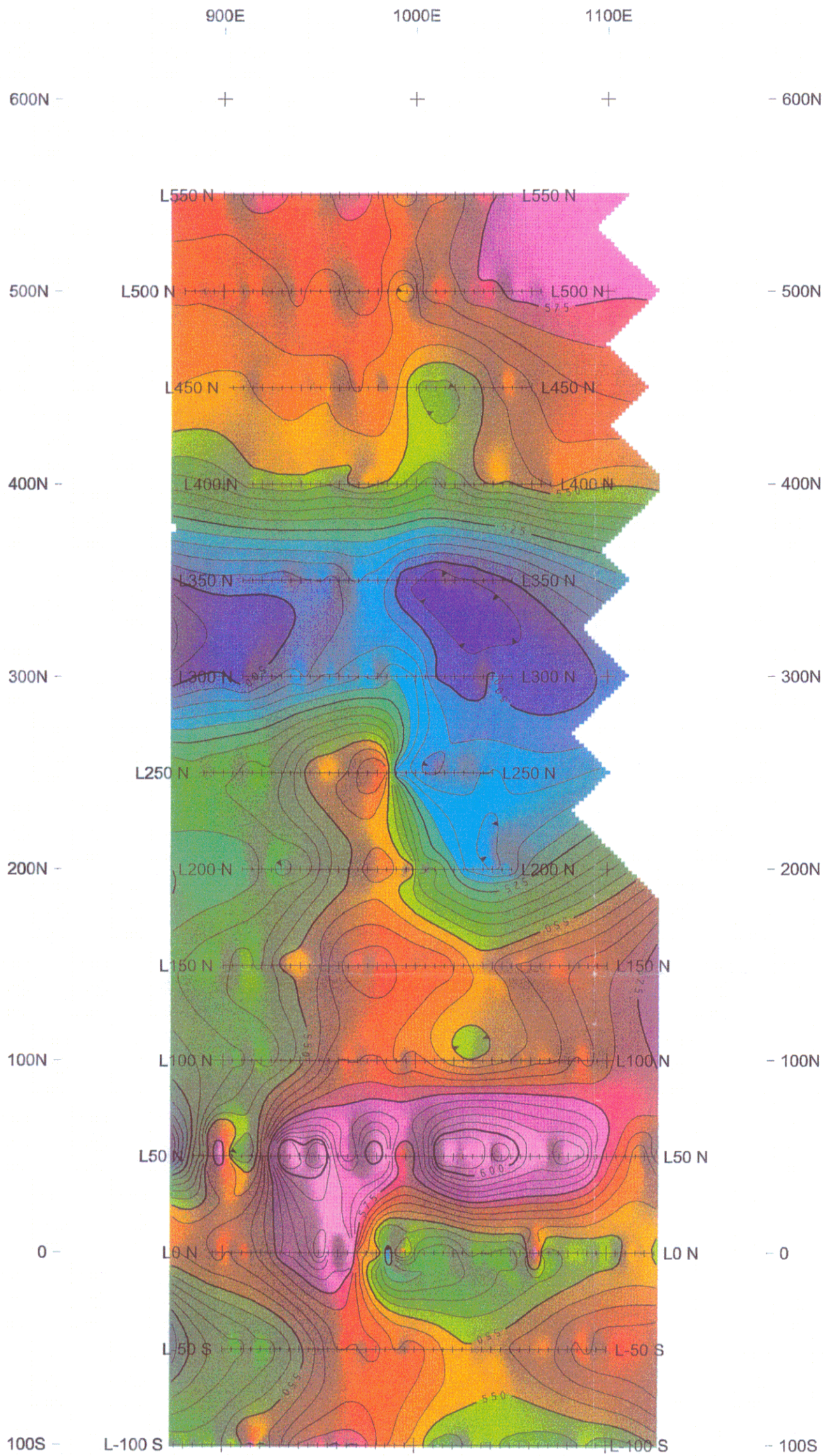
	100S	50S	0+00	50N	100N	150N	200N	250N	300N	350N	400N	450N	500N	550N
BL1000	555	541.6	531.7	573.5	562.3	563.8	530.1	512.3	513.3	496.1	537	544.6	563.4	563.7
	552.8	540.7	535.5	588.3	559.6	564.7	532.4	513.8	511.3	495.1	541.7	542.6	565	563.7
	548.2	538.6	534	587	560.2	564.8	534.9	513.6	506.5	492.7	542.4	544.2	566.8	564
	546.5	537.6	533.1	587	559.9	564.8	537.8	511	503.2	491	541.7	544.3	567.7	563.8
1010	542.2	537.6	532.1	599.9	557.1	563.5	535.9	507.1	500	490.5	540.7	544.7	567.7	563.9
	543.7	539.1	530.2	632	555.4	564.3	533.6	505.5	499.5	488.4	540.9	543.7	567	563
	540.2	536	531.8	634	555.4	562.2	529.7	504.4	498.3	492.5	542.2	543.3	566.5	564
	539.1	535.9	531.4	607	552.8	561.5	525.9	503.2	499.1	493.8	546.1	543.6	566.8	565.4
1020	541.3	535.3	531.5	607.6	551.8	559.8	523.2	504.2	498.7	494.1	547.3	545.9	568.4	567
	542.2	536.6	537	608.1	552.8	557.6	518.9	505.1	496.5	494.8	548.7	547	568.6	567.8
	544.2	536.8	539.9	612.9	549.4	560.9	516.3	506.3	496.5	495.4	549.1	547.1	573.2	569.1
	546.2	537.1	540	613.4	551.3	552.1	512.7	507.2	496.8	494.2	550.1	546.8	573.9	571
1030	547.9	540.5	541.6	608.9	550.4	553.3	513.2	505.9	495.9	495.3	550.6	547.9	573.2	574.9
	549.2	539.8	539.3	602.4	550.8	551.9	512.8	506.8	496.8	496.7	550	548.8	575.4	573.8
	541.9	544.1	539.7	620.9	552.1	552.8	512.7	507.6	498.8	497.2	549.2	551.3	573.4	575.3
	546.1	539.9	540.6	598.7	552.2	554.1	509.9	509.4	500.9	497.8	549.2	552.6	573.3	574
1040	547.5	644.1	538.5	602.8	552.8	555	509.2	509.1	500.8	497.5	549.5	555.4	572.8	573.7
	546.2	543.6	538.6	612.6	554.3	556	510.4	510.1	499.9	497.8	550.8	557.3	573.1	575.4
	544.9	545.1	539.3	609.5	553.5	557.5	510.7	511	498.4	499.4	552.1	559.2	575.5	576.6
	542	542.2	538.1	609.1	554.8	558.5	511.1	509.3	497	500.1	552.1	559.3	575.7	576.9
1050	543.7	544.1	536.8	604	555.2	559.7	510.7	510.7	497.3	500.9	553	556.7	577.7	576.7
	542.2	545.1	542.8	604.9	556.8	561.6					553.8	558.1	577.1	
	543	546.5	542	598	558.9	560.7					554.2	557.9	577.1	
	543.1	547.4	542	594.8	557.2	560.2					553.7	558.9	576.8	
1060	544.8	549.4	542.8	593.9	559.5	561.9					556.4	560.6	577.3	
	541	549.5	643.8	589.7	559	561							577.4	
	540.7	540.3	543.4	595.2	559.2	562.3							578.3	
	542.3	547.5	544.5	593.2	558.7	563.9								
1070	542	548.8	544.2	591.9	559.1	563.6								
	542	551.9	544	595.9	560.1	564.8								
	540.9	549.2	544.8	602.1	559.3	563.5								
	541.8	548.6	545.8	603.9	562	563								
1080	543.4	547.9	546.5	606.4	564.6	564.4								
	544.5	547.3	544.6	581.3	566.1	565.1								
	544.9	546.6	544.7	601.1	565.9	566.1								
	545.3	549.3	545.5	593	565.5	566.4								
1090	545	551.6	545.3	592.5	562.8	566.5								
	543.6	550.6	546.1	572.1	564.2	567.3								
	542	554.6	546.8	575.8	568	567.5								
	541.7	551.7	547.8	576.4	568.4	567.5								
1100		548.1	545.9	573	569.5	568.7								
		549.2	545.5	569.7										
		549.3	547	569.2										
		551.4	549.7	566.3										
1110			551.6	564.8										
			551.7	558.9										
			550.1	556.7										
			551.3	555.5										
1120			553.1	559.1										
			550.2	554.2										
			547.7	572										

Gold Run Gradiometer

	100S	50S	0+00	50N	100N	150N	200N	250N	300N	350N	400N	500N	550N
870	6.1												
	6.2												
	4.7												
	-4.3												
880	1												
	4.8	6.1											
	1.9	11.7	10									8.3	
	3.7	8.8	10.8									5.1	
890	2.8	7.5	11.5									2.8	
	2.9	10.5	8.7									3.7	
	0.5	8.8	9.8									3.9	
	2.8	10.3	8.3									2	
900	-1.8	6.2	8.7	4.1	7	8	5.5	8.4			6	5.4	4
	1.5	9.3	9.8	7.6	9.1	9.1	7.1	9.6			5.7	3.8	4.9
	1.5	8.8	8.3	6.6	6.5	17.3	5.4	5.7			4.7	9.4	7
	1.5	12.2	9.1	6.6	10.4	3.6	4.7	14.4			5.4	6.8	5.1
910	-2	9.9	10	7.8	6.6	11.9	6.4	11.8	3.9	0.7	6.2	3.8	6
	-2.3	9.1	8	8.8	12.2	13.4	7	3.7	3.6	6.4	11.8	3.7	11.8
	2.1	9	13.7	6.6	6.9	9.9	13.7	8.3	3.8	1.8	3.6	2.8	4.4
	2	10.8	9.5	9.5	18.4	8.4	8	13.2	4.6	2.8	3.2	3.6	5.6
920	1.6	8.1	10	9.3	7.6	8	7.5	8.9	5.5	6.2	3.6	5.5	4.2
	3.2	7.1	8.7	7.8	8.4	9.1	7.9	7.1	6.7	1.6	3.3	7.7	6
	5	8.1	7.6	10.6	10.6	7	7.1	6.2	5.1	5	3.5	4.4	5.3
	4.4	9.8	9.2	7.5	9.5	9.9	11.9	11.1	8.4	2.6	4.9	4.3	8.5
930	0	12.2	12	5.2	9.8	9.6	10.1	8.9	4.8	4.9	10.9	3.1	4.1
	1.4	11	9.1	8.5	7	9	6.8	17	3.8	5	2.8	5.9	3.9
	1.8	7.9	6.8	10.5	14	9.9	4.8	5.7	4.9	5.6	5.3	4.8	4
	2.3	15	4.4	8.2	7	13	6.3	19.1	5.6	3.3	7.1	4.6	5.1
940	3.8	7.5	5.3	7.8	16.7	6.4	5.6	8.4	5.9	4.6	3.5	4.6	5.9
	3.6	7.5	6.2	12.2	13.5	7	6	10.4	6.3	3.8	3.7	14.8	10.3
	3.2	4.1	5.9	18.5	13.8	9.8	5.6	8.6	6.5	4.4	2.6	6	3.2
	3.8	4.2	6.2	10.5	16.6	9	6.2	10.4	5.9	2.7	4.5	6.6	4
950	11.3	4.2	6.4	11.4	12.3	8.1	9	6.4	7.4	5.5	4.9	6.9	4.7
	3.1	4.6	7.2	10.3	6.7	13.3	13.2	9.9	5.6	4.1	3.9	4.3	6
	6	6.3	6.7	12.8	8	10.1	14.3	7.2	3.4	2.8	5	6.7	4.3
	7.2	7.7	6.6	12.5	9.2	6	15.2	11.9	3.6	3	5	3.1	4.9
960	6.1	4.7	7.8	13.5	9.9	10.3	14.6	14.4	5.2	4.3	5.5	3.2	4.4
	7.8	7.5	7.4	7	8.8	6.6	7.9	13.5	7.9	3.5	5.7	5.3	3.9
	7	9	5.1	7	7	7.4	7.1	12.3	2.2	4.1	3.8	6.4	4.5
	6.1	6.8	6.5	7	7.4	7.7	6.8	9.5	4.3	5	3.3	4.3	4
970	5.8	4.7	-2.4	7.3	8.3	8.9	7.4	8.9	3.9	4.9	3.6	3.1	6
	6.3	4.6	0.6	8.9	12	8	7.5	6.7	9.6	6.5	4.2	3.1	3.8
	6.2	6.8	1.2	7.3	7	7.9	8.7	10.6	3	4.2	3.7	2.7	4.7
	6	5.7	-3.5	8.3	12.8	8.1	7.2	5.6	2	5.8	3.6	5.7	3.5
980	-1	5.4	2	7	7.2	8.8	7.7	5.6	3.8	4	3	3.8	3.3
	6.2	5.5	5.5	7.4	2.2	9	8.2	7.8	4.6	4.6	4.6	4.7	3.5
	0	5	3.2	7.1	6.8	6.5	8.1	9	4.5	4.6	3.4	5.2	2.2
	-2.9	4.4	-2.2	8.6	7.9	7.7	7.4	6.8	5.8	4.6	3.9	6.5	3.1
990	2.3	5.5	-1	7	7.9	6.8	7.1	8.7	4.3	4.8	2.2	2.9	3.6
	0.3	7	2.4	7.5	7.7	6.3	6.4	8.5	3.8	4	3.7	5.4	1.7
	0.2	7.2	1.4	6.4	8.6	7	8	8.8	4.4	4.2	4.3	4.2	3.4
	4.8	10.5	0.5	7	13.4	6.3	7.4	8.3	4.2	3.2	4.8	4.4	2.3
BL1000	0.8	3.7	3.6	6.1	6.4	5.6	6.5	4.4	5.2	2.9	2.5	5.3	4.7
	1.2	7.2	-3.1	6.2	13.4	7.6	4.2	5.9	5.8	3.4	3.7	3.9	6.1
	2	7.8	-1.4	7.7	7.8	6.7	5	4.4	5.3	3.8	4	4	4.5

Gold Run Gradiometer

	100S	50S	0+00	50N	100N	150N	200N	250N	300N	350N	400N	500N	550N	
		2	6.4	-0.8	13.3	11.5	6.9	4.1	3.2	3.7	3.8	3.1	6.2	4.4
1010	-5.4	9.4	-2	12.3	9.8	6	3.3	3.3	3.4	3.6	3	4.5	4.9	
	3.6	12.3	-2.2	13.5	10.3	10.1	5.4	3.7	5.5	2.9	3.5	5.3	3.4	
	-2.8	7	-3.3	12.3	6.1	7.5	5.7	2.6	3.4	4.3	4.8	5.5	4.9	
	-8.3	5.8	-2.4	10.1	6.8	9.5	4.3	4.8	3.6	3.6	3.8	5.7	6.6	
1020	2.5	5.9	-3.2	9.6	20.2	7.3	4.7	4.3	3.4	3.3	4.7	5.5	4.5	
	-3.3	12.2	3.6	8.7	4.8	6.1	4.2	2.7	3.8	3.4	4.7	1.4	6.2	
	2.3	11.8	6.3	10.8	12.4	9.8	4.7	5.1	3.6	6.5	3.4	8.8	4.6	
	2.9	11.4	5.4	14.5	9.4	6.8	2.5	4.7	4	5.1	3.8	8.3	7.4	
1030	0.6	11.9	9.7	6.5	9.7	11.1	3.6	4.8	2.2	4.2	4.2	3.2	15	
	0.8	8.7	16.7	12.6	11.4	7.1	4.4	4.7	3.7	6	4	11.4	13.5	
	0.2	7.1	14.9	12.4	6.9	6.6	6.6	3.7	2.6	5.1	2.3	7.3	18.5	
	1.1	13.3	13.1	16.4	11.8	7.2	2.6	3.9	2.5	5.2	2.6	6.2	9.1	
1040	2.8	15.2	6.4	16.4	15.7	7.1	2.4	3.4	2.5	7.8	4.4	3.4	6.7	
	-0.7	13.1	4.3	14.8	16.7	7.9	7.4	10.5	3.2	7.3	4.1	1.9	6.1	
	1.2	7.7	9.5	11.7	15.4	7.6	2.9	5.6	2.7	7.6	5.7	5.5	8.9	
	-2.8	14.6	8.1	9.4	14.7	5.9	3.1	6.9	3.8	5.2	2.8	9	9.9	
1050	-2	12.4	3.3	13.5	15.5	7.6	2.9		3.2	5.8	4.2	9.2	10.9	
	-2	11	14	10.9	17.8	12.1					4.1	4.6		
	-0.4	9.2	8.3	10.8	8.9	7.6					2.8	3.7		
	0	9.7	7.3	12.1	8.5	5					4	3.4		
1060	-0.6	14.5	4.6	11.5	10.8	8.5					5.6	4.9		
	-1.5	12.9	7.5	16	7.9	4.3						4.5		
	-0.8	9.4	4	11.3	9.8	6.2						3.5		
	-0.5	13.2	6.6	11.6	10	7.7								
1070	1	18	5.9	10.9	14.3	4.7								
	-1.1	14	5.6	4	8.8	4.7								
	0	12.2	6.4	11.5	8.5	3.8								
	-2	8.3	4.5	10.4	11.5	4.4								
1080	-0.5	12.1	6	9.6	11.5	5.6								
	-0.8	11	5.1	11.3	11	4.6								
	1.5	13.2	4.5	8.3	11.4	6								
	0.7	17	4.3	9.6	11.4	7.7								
1090	-0.6	8.5	2.2	8.8	6.6	6								
	-12	4.3	5.2	7.9	8.7	6.3								
	5	17.4	3.8	12.3	14	7.4								
		12.4	7.3	9.7	11.5	6.8								
1100		7.8	3.3	9.7	11.3	6.4								
		4.1	3.1	11.2										
		5.2	4.8	10.2										
		9	4	11.9										
1110			5.1	15.1										
			5.2	22.2										
			3.7	17.3										
			8	19.7										
1120			6.8	14										
			5	22										
			4.7	14										
				12.6										
1130				17.7										
				14.3										
				20										
				18										
1140				7.4										

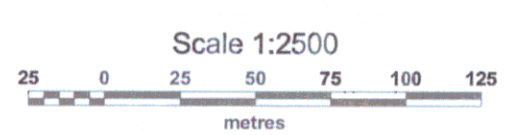


Total Magnetic Field (nT)

TOTAL MAGNETIC FIELD SURVEY

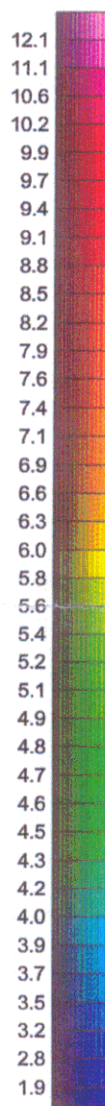
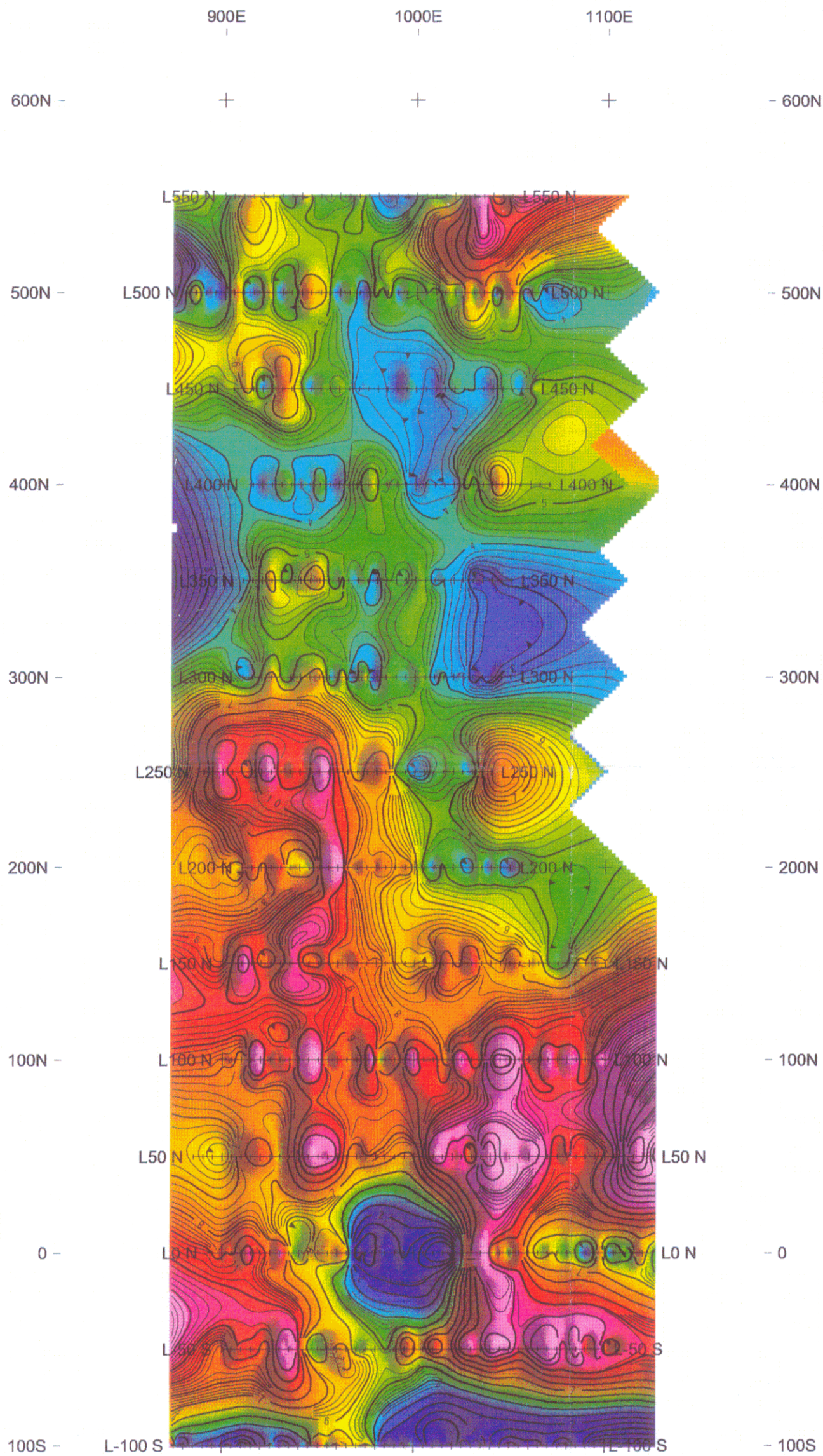
INSTRUMENTS: Scintrex EDA Omni Plus
 OPERATOR(S): B. Harris / D. Moraal
 GRID CELL SIZE: 2 m
 GRIDDING: Minimum curvature
 CONTOURS: 5, 25, 100 nT
 ILLUMINATION: N85E, -45

900E 1000E 1100E



MIDNIGHT MINES LTD.
GOLD RUN CREEK PLACER MAG GRID TOTAL MAGNETIC FIELD
DAWSON MINING DISTRICT, YT NTS : 115 O/15 DATE SURVEYED : May 2002 LEASE : ID00332 MAP NAME (DATE / DRAWN BY) : GOLDRUNMAG.MAP (02-12-11/MP)
AURORA GEOSCIENCES LTD.

120 202



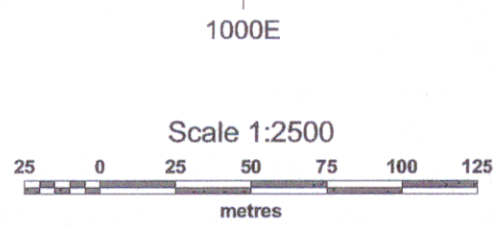
Total Magnetic Field Vertical Gradient
(nT/m)

TOTAL MAGNETIC FIELD SURVEY
Vertical Gradient

INSTRUMENTS: Scintrex Omni Plus
 OPERATOR(S): B. Harris / D. Moraal
 GRID CELL SIZE: 2 m
 GRIDDING: Minimum curvature
 CONTOURS: 0.2, 1.0, 5.0 nT/m
 ILLUMINATION: N85E -45

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MIDNIGHT MINES LTD.

**GOLD RUN CREEK
PLACER MAG GRID**

TOTAL MAGNETIC FIELD - VERTICAL GRADIENT

DAWSON MINING DISTRICT, YT
 NTS : 115 O/15
 DATE SURVEYED : May 2002
 LEASE : ID00332
 MAP NAME (DATE / DRAWN BY) : GOLDRUNMAG.MAP (02-12-11/MP)

AURORA GEOSCIENCES LTD.