GEOLOGICAL REPORT

ON

FOLLOW-UP INVESTIGATIONS OF THE KING CREEK SHOWINGS, HAWILSON LAKE PROJECT, UNUK RIVER AREA, BRITISH COLUMBIA

Skeena Mining Division

NTS 104B/7E
Latitude 56° 28' 00" N
Longitude 130° 34' 00" W

on behalf of

BETHLEHEM RESOURCES CORP.
#860 - 808 West Hastings Street
Vancouver, B.C.
V6C 2X4

by

David W. Tupper, B.Sc.,
KEEWATIN ENGINEERING INC.
#800 - 900 West Hastings Street
Vancouver, B.C.
V6C 1E5

January 24, 1990

TABLE OF CONTENTS

LIST OF FIGURES

LIST OF APPENDICES

1.0 SUMMARY

This report summarizes the results of follow-up investigations on the King Creek showings which are located on the Hawilson Lake property. This property is located 80 km north from Stewart and 19 km southwest of Eskay Creek. The work described in this report clearly establishes the King Creek showing as a gold prospect of merit and worthy of additional work.

Assays to date include 4,358 ppb Au (0.127 oz/ton Au) from grab sample KYR-33 (from previous work) and 1,738 ppb Au (0.051 oz/ton) over 0.50 metres from chip sample 3117C. Mineralization consists of shear hosted massive pyrite and possible replacement silica and sulphide mineralization exposed within a structurally complex zone across roughly 40 metres.

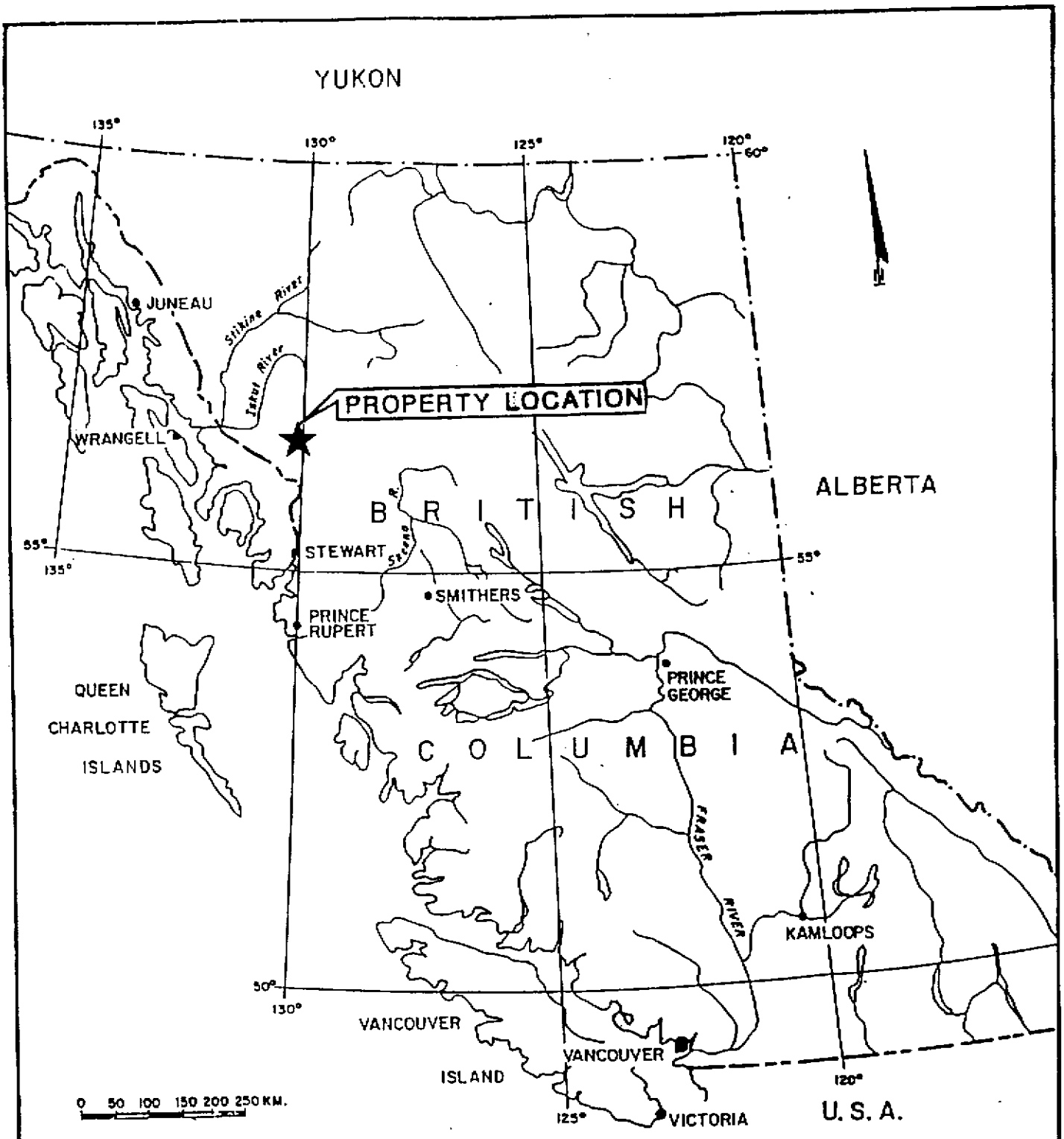
Although no high grade assays were obtained, the King Creek showing and the identification of a feldspar-hornblende porphyry intrusion signify the presence of a gold bearing system that could be developed into more significant proportions. A grid controlled soil sampling program, additional prospecting and investigation of the gossanous outcrops across King Creek would provide the best additional data for the progressive evaluation of the prospect.

2.0 INTRODUCTION

In early November of 1989, the author and prospector Brian MacIntyre spent two days in the employ of Keewatin Engineering Inc. conducting a detailed follow-up mapping and sampling investigation of the King Creek gold showing located on Bethlehem Resources Corp.'s Hawilson Lake Property, roughly 80 kilometres north of Stewart in the Unuk River area. The work focused on gold mineralization revealed by earlier grab samples MacIntyre took while collecting heavy mineral samples nearby. Seven of these previous samples taken in the area returned encouraging elevated values in gold, lead, zinc, arsenic and silver, including grab sample KYR-33 which assayed 4,358 ppb gold (0.127 oz/ton Au). The recent follow-up work included two days of detailed chip sampling of the mineralized zone, plus additional detailed mapping, prospecting and sampling. Unfortunately, inclement weather conditions did not permit a full and proper examination of the area.

3.0 LOCATION, ACCESS AND PHYSIOGRAPHY

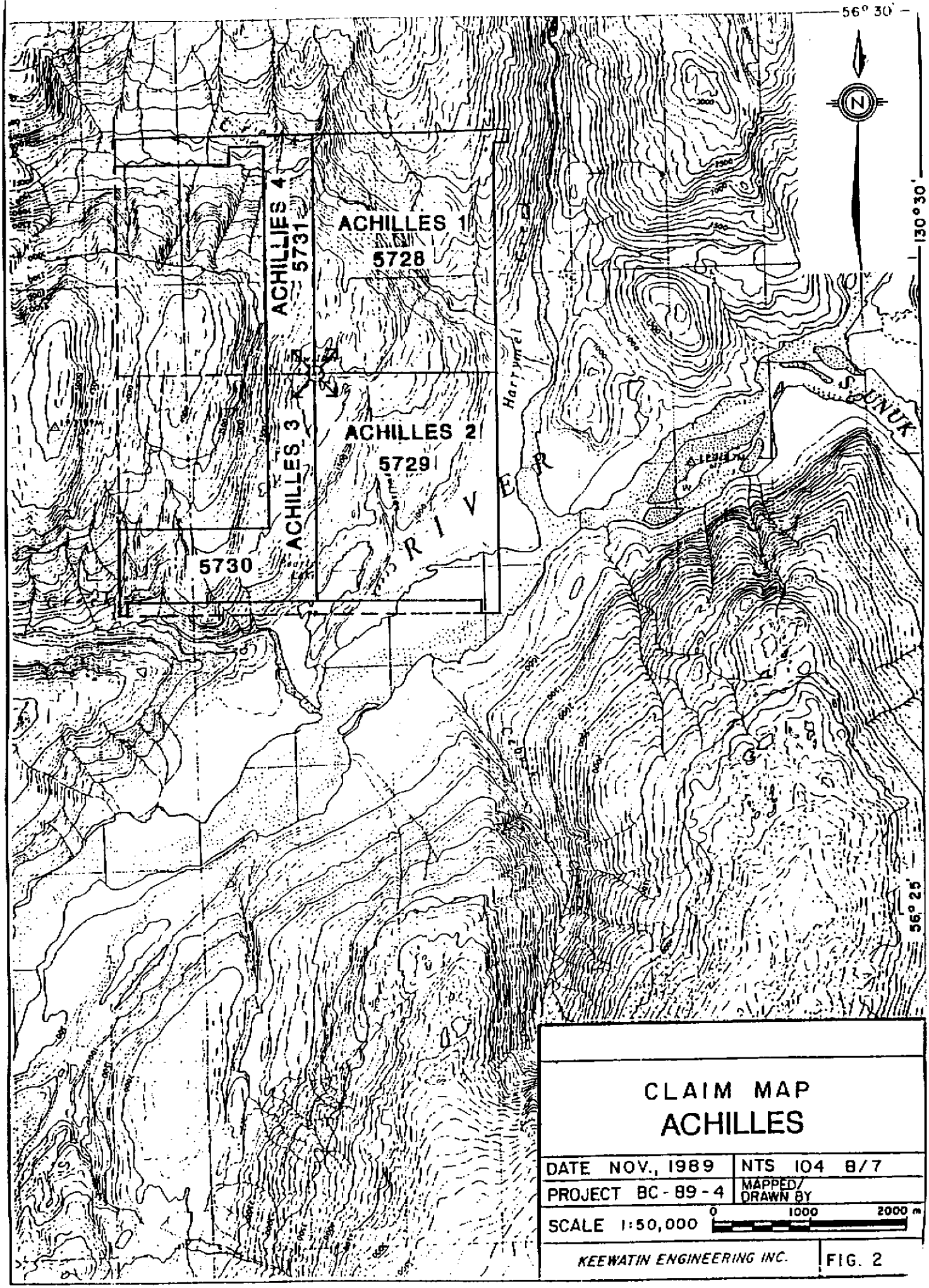
The Hawilson Lake Property is located approximately 80 kilometres north of Stewart in northwestern British Columbia (Figure 1). The property boundary is bounded to the south by the Unuk River (Figure 2), just downstream from its confluence with the South Unuk River. The



★ PROPERTY LOCATION MAP

Figure I

KEEWATIN ENGINEERING INC.



CLAIM MAP
ACHILLES

DATE NOV., 1989	NTS 104 B/7
PROJECT BC-89-4	MAPPED/ DRAWN BY
SCALE 1:50,000	0 1000 2000 m
KEEWATIN ENGINEERING INC.	FIG. 2

property is bounded to the east by Harrymel Creek. The King Creek showing is located along the north bank of King Creek in the northeastern corner of the Achilles 4 claim (Figure 4).

Access to the area is by helicopter only, with the nearest point of origin in Stewart roughly 35 minutes away, weather permitting. The nearest roadway is Highway 37, 60 kilometres to the east. Smithers is 300 kilometres to the southeast and provides convenient daily flights to Vancouver.

The property is generally quite rugged with topography ranging in elevation from 150 metres (600 feet) along the Unuk River to 1,280 metres (3,300 feet) at the western boundary. The area is heavily forested with spruce, fir, hemlock and minor alder and aspen below the tree line at roughly 900 metres (2,950 feet) in elevation. Weather in the Unuk River valley is predominated by either rain or snow, the latter of which begins to accumulate at the lower levels by early November and doesn't clear until June or July.

4.0 CLAIMS AND OWNERSHIP

The Hawilson Lake property (Figure 2) consists of four modified-grid claims totalling 80 units located within the Skeena Mining Division. Relevant claims data are tabulated below:

CLAIM STATUS

Claim Name	No. of Units	Record Number	Date of Record	Expiry Year	Title Owner
Achilles 1	20	5728	January 9, 1987	1990	Winslow
Achilles 2	20	5729	January 9, 1987	1990	Gold
Achilles 3	20	5730	January 9, 1987	1990	Corp.
Achilles 4	20	5731	January 9, 1987	1990	

These claims are apparently the subject of an agreement between the claim holder and Bethlehem Resources Corp. The claim records and maps show that the property was subsequently overstaked. The existence of precedent claims to the west has resulted in a backwards "C" shape for the resultant Achilles 3 and 4 claims (Figure 2). Most of the Achilles 3 and 4 claims encompass pre-existing mineral claims. The apparent true location of the LCP of these pre-existing claims (King 1-4) is reportedly west of where shown on the government claim map, subsequently revealing that the Achilles 3 and 4 would extend a further 180 metres west than shown along this boundary. Also, the fraction extending out at the northwest corner of the Achilles 4 is part of the Hawilson property.

The common LCP for the Achilles 1-4 claims was examined and is located at the north end of Hawilson Lake as it is shown on government claim maps. All corner post tags for each claim were affixed securely to it.

All work herein discussed was conducted on the Achilles 4 claim.

5.0 HISTORY

The area drained by the upper reaches of the Stikine, Iskut, Unuk, Craig, and Bell-Irving Rivers has been explored for gold since the late 1800's when prospectors passed through the region on their way to the interior. In the 1970's, the porphyry copper boom again brought prospectors and companies into the area. The current gold exploration rush began in 1980 with the option of the Sulphurets property by Esso Minerals Canada and the acquisition of the Johnny Mountain claims by Skyline Explorations Ltd. The Johnny Mountain deposit was brought into production in mid-1988 and the adjacent SNIP property is slated for production in 1990.

The mineralization at Eskay Creek was discovered in 1932 and active prospecting has continued sporadically since then. Two adits are the result of limited mining activity on this prospect. In 1988, Calpine Resources Incorporated discovered high-grade gold and silver mineralization on the '21 Zone' (Northern Miner, November 7, 1988). A number of excellent diamond drill intersections have been obtained to date including hole CA-88-06 which encountered 96 feet of 0.752 oz/ton gold and 1.13 oz/ton silver. Based on the results of 70 drill holes completed to June 1, 1989, a preliminary geological reserve grading 2.8 million tons of 0.23 oz/ton gold and 3.3 oz/ton silver has been calculated for the '21 Zone' (Consolidated Stikine Silver Ltd. N.P.L. 1989 Annual Report).

The Unuk River area was covered by regional geological mapping in 1988 as part of the Iskut-Sulphurets project conducted by B.C. Ministry of Energy, Mines and Petroleum Resources (Britten, et al., 1989). The whole of N.T.S. 104-B is currently being mapped by the Geological Survey of Canada (Anderson, 1989).

The results of a regional stream sediment sampling program conducted over this area were released in July 1988 (National Geochemical Reconnaissance, 1988). Britten et al. (1989) reported that almost every known precious metal prospect in the Unuk River area is associated with high stream sediment gold values. Known gold deposits are also associated with high but variable values for such pathfinder elements as silver, arsenic, antimony, and barium. Two stream sediment samples were collected from streams draining the Hawilson Lake property. One of these (#3315) exhibits

elevated values in antimony (4.3 ppm).

A review of the material in the government's Assessment Report Archives indicates that no work has been filed for the specific area now covered by the Hawilson Lake property. The files do, however, show that the entire Unuk River area was subjected to reconnaissance geological mapping and prospecting by Newmont Mines Ltd. in 1959-1962. This work did not discover any promising showings or prospects on the present day Hawilson Lake property. The assessment records also indicate that Duval Corp. conducted a regional heavy-mineral survey in the Unuk River area in 1981 (Korenic, 1982).

During the fall of 1989, Keewatin Engineering Inc. (Aussant and DuPre, 1989) evaluated the entire Hawilson Lake property with reconnaissance geochemistry, prospecting and geological mapping.

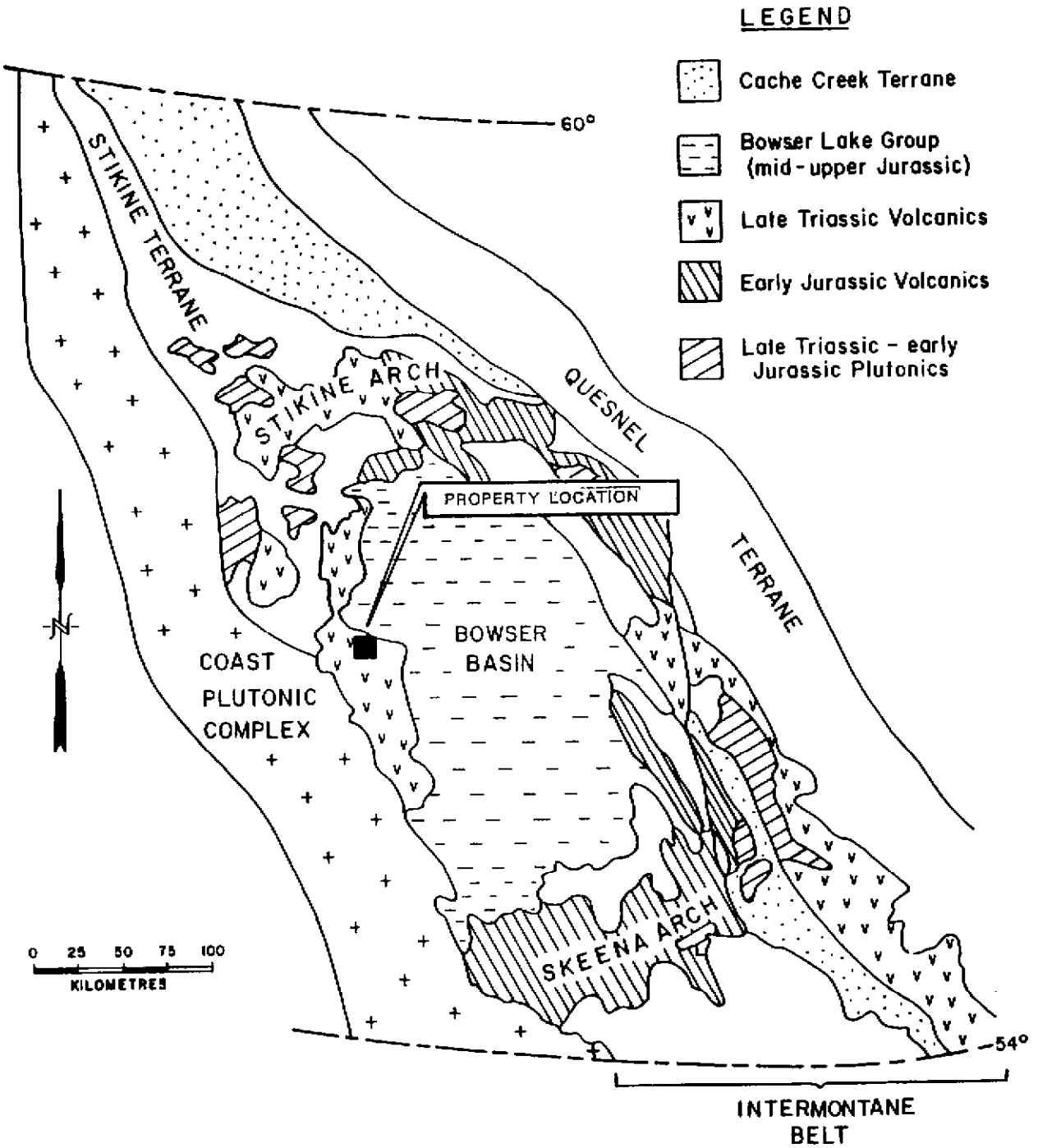
6.0 GEOLOGY

The property lies within the Intermontane Tectono-Stratigraphic Belt, one of five parallel northwest-southeast trending belts which comprise the Canadian Cordillera (Figure 3). The Hawilson Lake property occurs near the contact between the Stikine Terrane, which makes up most of the western part of the Intermontane Belt, and the unmetamorphosed sediments of the Bowser Basin.

6.1 Regional Geology

The Unuk River area is underlain by a thick succession of Upper Triassic to Lower Jurassic volcano-sedimentary arc complex lithologies capped by Middle Jurassic marine basin lithologies. This package has been intruded by a variety of plutons representing at least four intrusive episodes spanning late Triassic to Tertiary time. These include synvolcanic plugs, small stocks, dyke swarms, isolated dykes and sills, as well as batholiths belonging to the Coast Plutonic Complex.

The stratigraphic sequence has been folded, faulted, and weakly metamorphosed during Cretaceous time but some Triassic strata are polydeformed and may record an earlier deformational event. Remnants of Pleistocene to Recent basaltic flows and tephra are preserved locally.



REGIONAL GEOLOGY
BOWSER BASIN
NW BRITISH COLUMBIA

(Outline of terrane boundaries and major rock groups of the Jurassic and Triassic – modified from Thomson, 1985).

Figure 3

KEEWATIN ENGINEERING INC.

6.2 Property Geology

Regional geological mapping by Britten et al. (1989) shows that the property is underlain by Upper Triassic to Lower Jurassic supracrustal rocks (Figure 4). Most of the property is underlain by Upper Triassic sediments of the Stuhini Group. The western edge of the property is underlain by the Lower Jurassic Unuk River Formation which consists of andesitic volcanics with lesser sediments.

Unit 1: Stuhini Group (Upper Triassic)

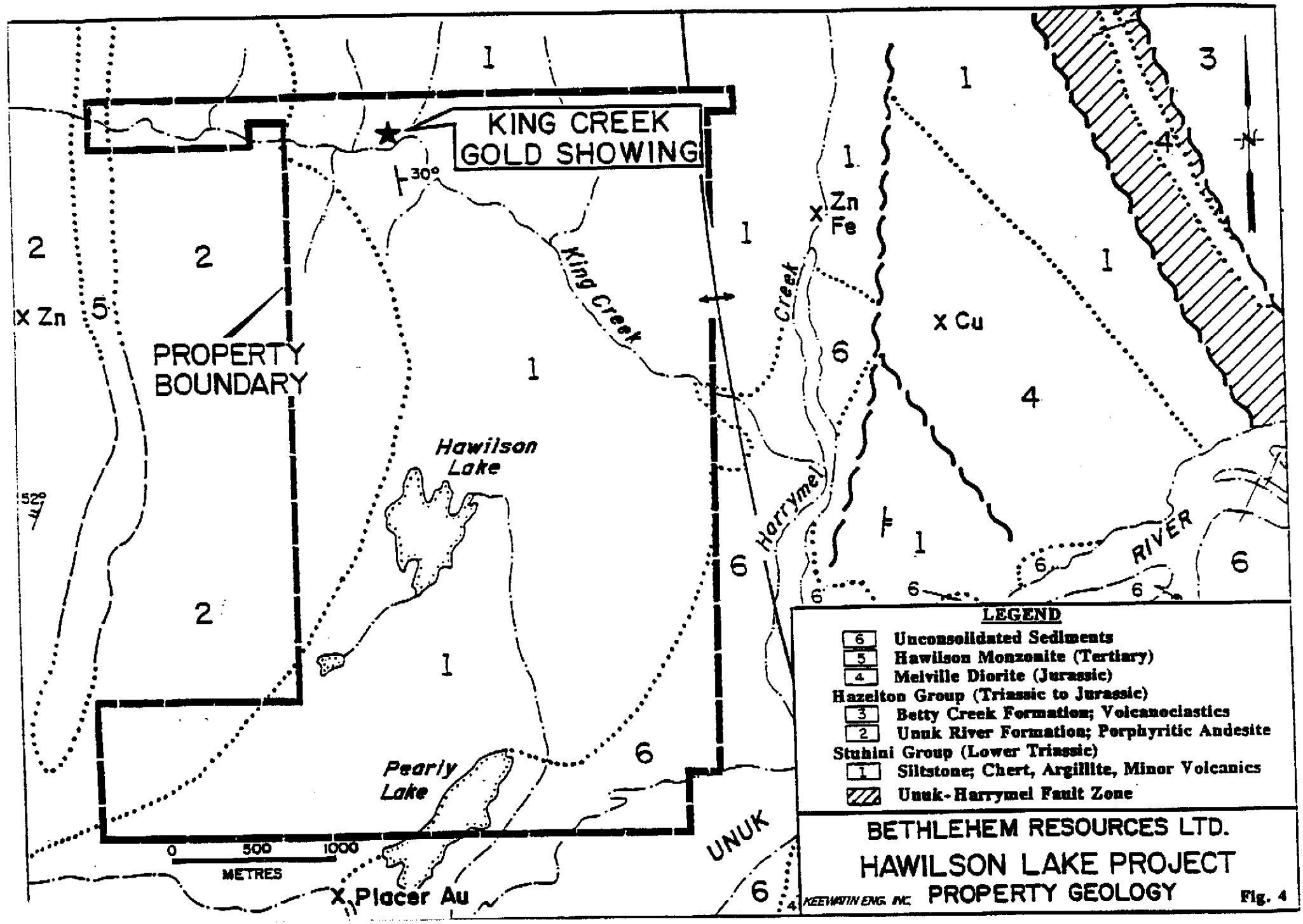
The Stuhini Group rocks occupy the nose of a north-plunging anticline, and occur as a wedge between the Unuk-Harrymel Shear Zone and the overlying Unuk River Formation. These rocks underlie most of the western portion of the property, consisting of thin bedded siltstones, immature fine-grained wackes, chert, impure limestone, and andesitic tuffs that locally attain a considerable thickness. Andesitic tuffs may be laminated to massive, aphanitic or hornblende-feldspathic. Limestones occur as thin beds or discontinuous lenses that show extensive recrystallization and highly disrupted internal structure. Fossil evidence led Britten et al. (1989) to ascribe a Carnian to Norian age to these rocks.

Unit 2: Unuk River Formation (Upper Triassic to Lower Jurassic)

These Norian to Sinemurian rocks belong to the Unuk River Formation which is the lowermost unit of the Hazelton Group. Britten et al. (1989) described this sequence as green and grey intermediate to mafic volcaniclastics and flows with locally thick interbeds of fine-grained immature sediments. The volcanics are reported to be dominantly massive to poorly bedded plagioclase (± hornblende) porphyritic andesite. The sediments are predominantly grey, brown, and green, thinly bedded tuffaceous siltstone and fine-grained wacke. The basal contact with Triassic strata appears to be near the top of a thick sequence of clastic sedimentary rocks. Neither an angular unconformity nor a widespread conglomerate marks this lower contact. Regional geological government mapping and mapping completed during the 1989 property exploration program indicates this unit underlies the western edge of the property.

Unit 5: Hawilson Monzonite (Tertiary)

The Jurassic Unuk River Formation volcanics are intruded by an Eocene or older monzonite stock that varies from 150 to 350 m in width and appears to be continuous in a north-south direction for about 6 km. The intrusive is comprised of a light grey, fine-to medium-grained monzonite and is described as a "high level" vertically tabular monzonite body that has apparently been block faulted


KING CREEK
GOLD SHOWING
PROPERTY
BOUNDARY
Hawilson
Lake
Pearly
Lake
King Creek
Harrymel Creek
RIVER
UNUK
x Zn
x Zn
Fe
x Cu
x Placer Au
30°
52°
0
500
1000
METRES
LEGEND
6 Unconsolidated Sediments
5 Hawilson Monzonite (Tertiary)
4 Melville Diorite (Jurassic)
Hazelton Group (Triassic to Jurassic)
3 Betty Creek Formation; Volcanoclastics
2 Unuk River Formation; Porphyritic Andesite
Stuhini Group (Lower Triassic)
1 Siltstone; Chert, Argillite, Minor Volcanics
Unuk-Harrymel Fault Zone
BETHLEHEM RESOURCES LTD.
HAWILSON LAKE PROJECT
KEEWATIN ENG. INC.
PROPERTY GEOLOGY
Fig. 4

up into the volcanic sequence. This unit cuts across the western portion of the Achilles 3 and 4 claims, only a small sliver of which is not covered by pre-existing mineral claims.

Structure

The strata on the property define a broad north-plunging anticline with moderately dipping limbs. Britten et al. (1989) mapped several possible faults to the east of the property boundary. These are assumed to be normal faults and are described as megascopic structures with relatively little offset.

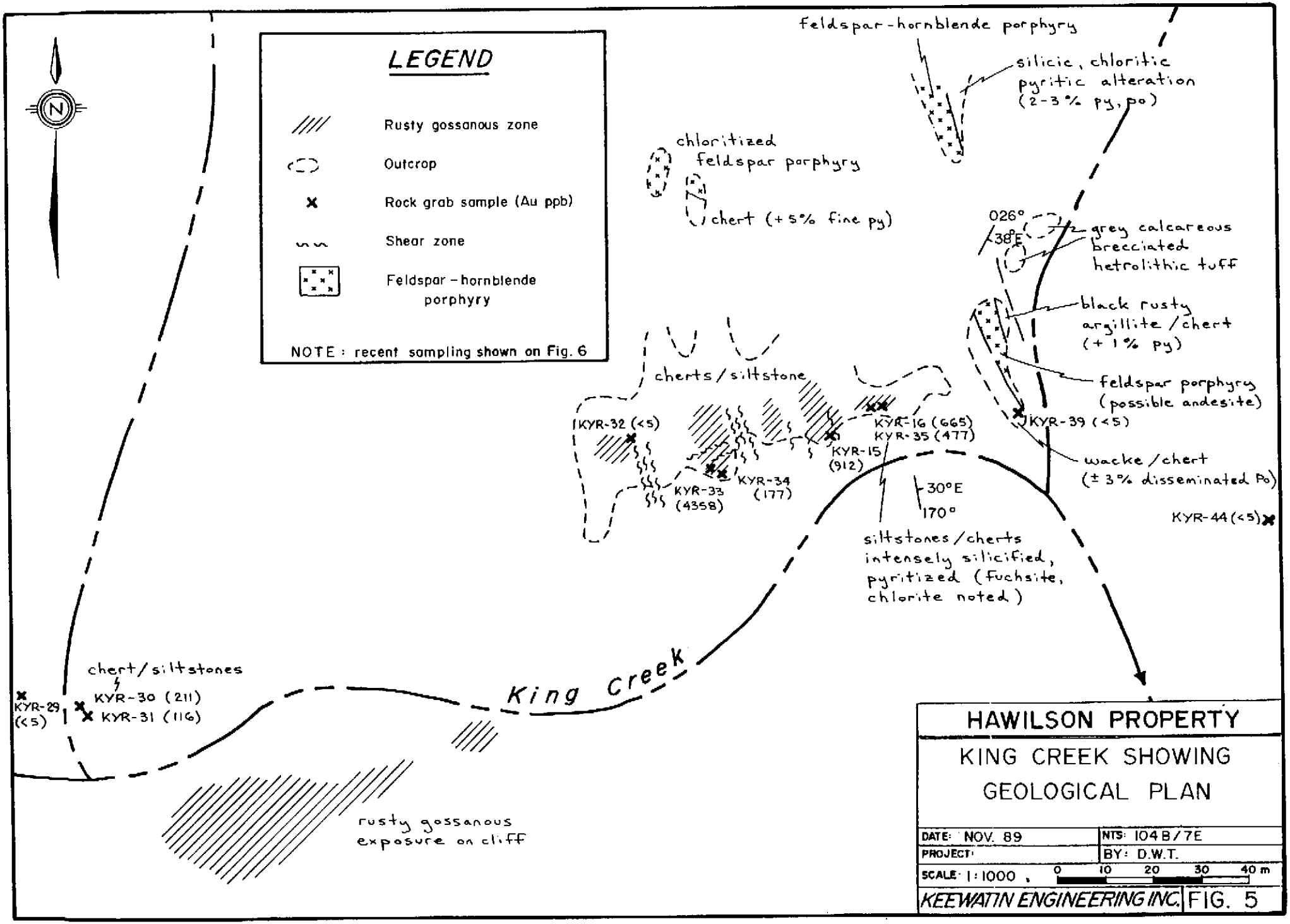
6.2.1 Geology of the King Creek Showing

The King Creek showing is located in the northwestern corner of the property adjacent to the Achilles 4 and Achilles 1 claim boundary. It outcrops along the north bank of King Creek roughly 3.4 kilometres from its confluence with Hawilson Creek to the southeast. The King Creek showing occurs in sedimentary rocks near the stratigraphic top of the Stuhini Group in association with an intermediate feldspar-hornblende porphyry intrusive sill-like body (Figure 5). Anomalous rock samples indicate an area of interest exceeding 200 metres (600 feet) wide, and gossanous exposures observed south across King Creek suggest on strike potential of the zone. The mineralization is hosted within a rusty, gossanous outcrop of contorted and sheared pale green-grey cherts, and siliceous siltstones that display a general north-south strike and moderate easterly dip. Stratigraphically above the cherts 20 to 60 metres to the east, a sequence of dark grey-green wackes, black argillites, grey to black cherts, and a green-grey calcareous hetrolithic tuff breccia is intruded by a feldspar to feldspar-hornblende porphyry sill-like body. Adjacent to the porphyry, a halo of pyrite and pyrrhotite pervades all units. The area west of the showing was not examined, but previous samples of cherts and siltstones suggest that this package is fairly thick.

6.2.2 Mineralization

At the site of sample KYR-33 (4,358 ppb Au; 0.127 oz/ton Au; Figure 5) large pods of massive to disseminated pyrite and minor arsenopyrite are associated with two sets of discontinuous, near vertical shear zones that strike roughly 020° and 070°. The mineralized shears vary in width from 1.0 to 20.0 centimetres within a zone of up to 4 metres across.

At the site of KYR-16 (665 ppb Au), approximately 25 metres east of KSYR-33, semi-massive fine to coarse cubic pyrite, minor fine arsenopyrite and associated fuchsite mica alteration hosted within the chert package suggest lithologically controlled replacement mineralization.


LEGEND
Rusty gossanous zone
Outcrop
Rock grab sample (Au ppb)
Shear zone
Feldspar – hornblende porphyry
NOTE : recent sampling shown on Fig. 6
N
feldspar-hornblende porphyry
silicic, chloritic pyritic alteration (2-3% py, po)
chloritized feldspar porphyry
chert (+5% fine py)
026°
38°E
grey calcareous brecciated hetrolithic tuff
black rusty argillite / chert (+1% py)
feldspar porphyry (possible andesite)
KYR-39 (<5)
wacke / chert (± 3% disseminated Po)
KYR-44 (<5)
cherts / siltstone
KYR-32 (<5)
KYR-16 (665)
KYR-35 (477)
KYR-15 (912)
KYR-34 (177)
KYR-33 (4358)
30°E
170°
siltstones / cherts intensely silicified, pyritized (fuchsite, chlorite noted)
King Creek
chert / siltstones
KYR-29 (<5)
KYR-30 (211)
KYR-31 (116)
rusty gossanous exposure on cliff
HAWILSON PROPERTY
KING CREEK SHOWING
GEOLOGICAL PLAN
DATE: NOV. 89
NTS: 104 B/7E
PROJECT:
BY: D.W.T.
SCALE: 1:1000
0 10 20 30 40 m
KEEWATIN ENGINEERING INC.
FIG. 5

In the vicinity of the feldspar-hornblende porphyry, the brecciated tuff unit is highly silicified, chloritized and contains 2 to 4% disseminated pyrite. This area has not been well investigated and warrants further examination.

7.0 SAMPLING PROGRAM

The main objective of this examination of the King Creek showing was to obtain representative continuous chip samples across the areas highlighted by earlier sampling. The result was the collection of 20 rock chip samples, 13 rock grab samples and two soil samples. All work was conducted on the Achilles 4 claim.

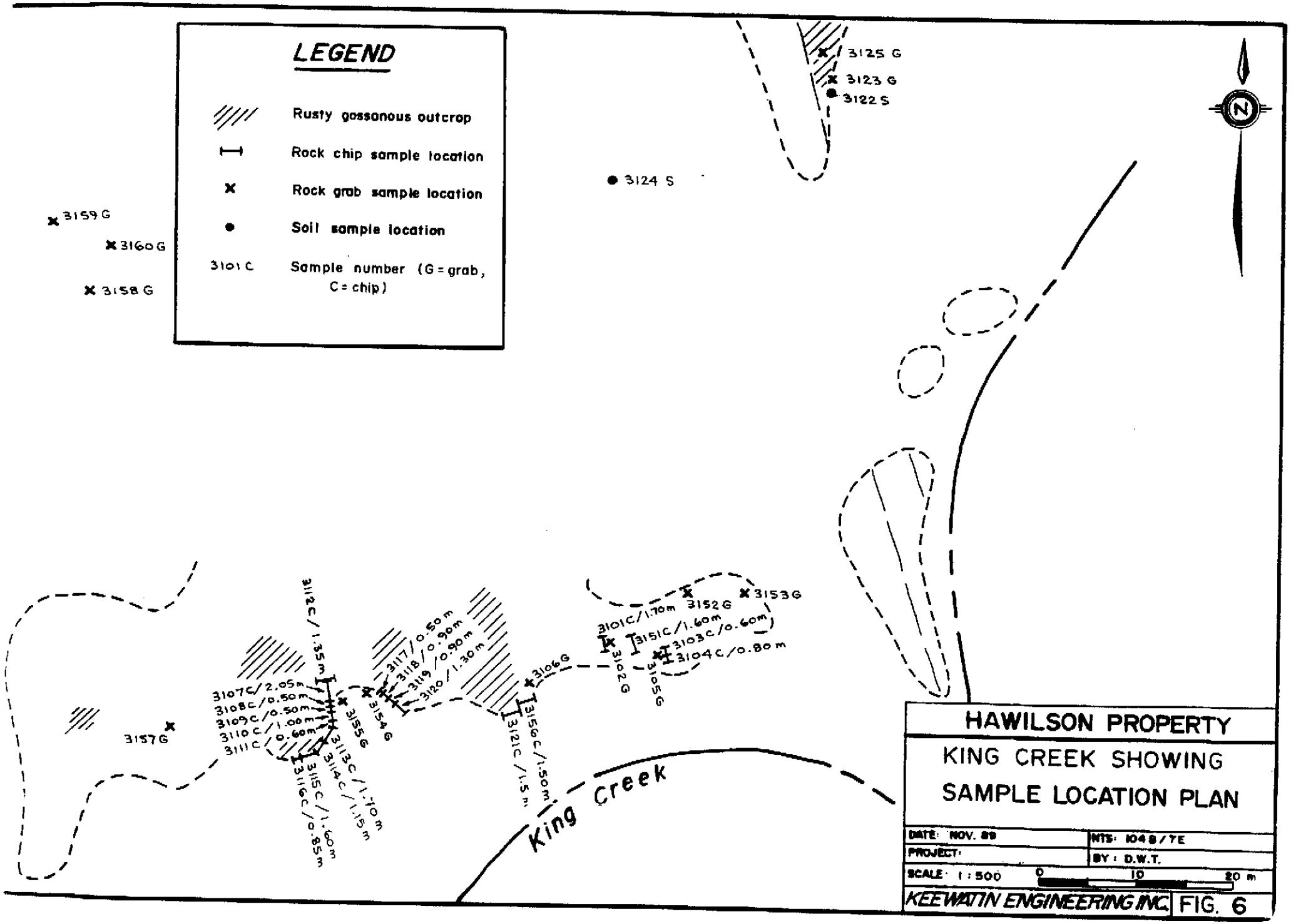
7.1 Sampling and Geochemical Procedures

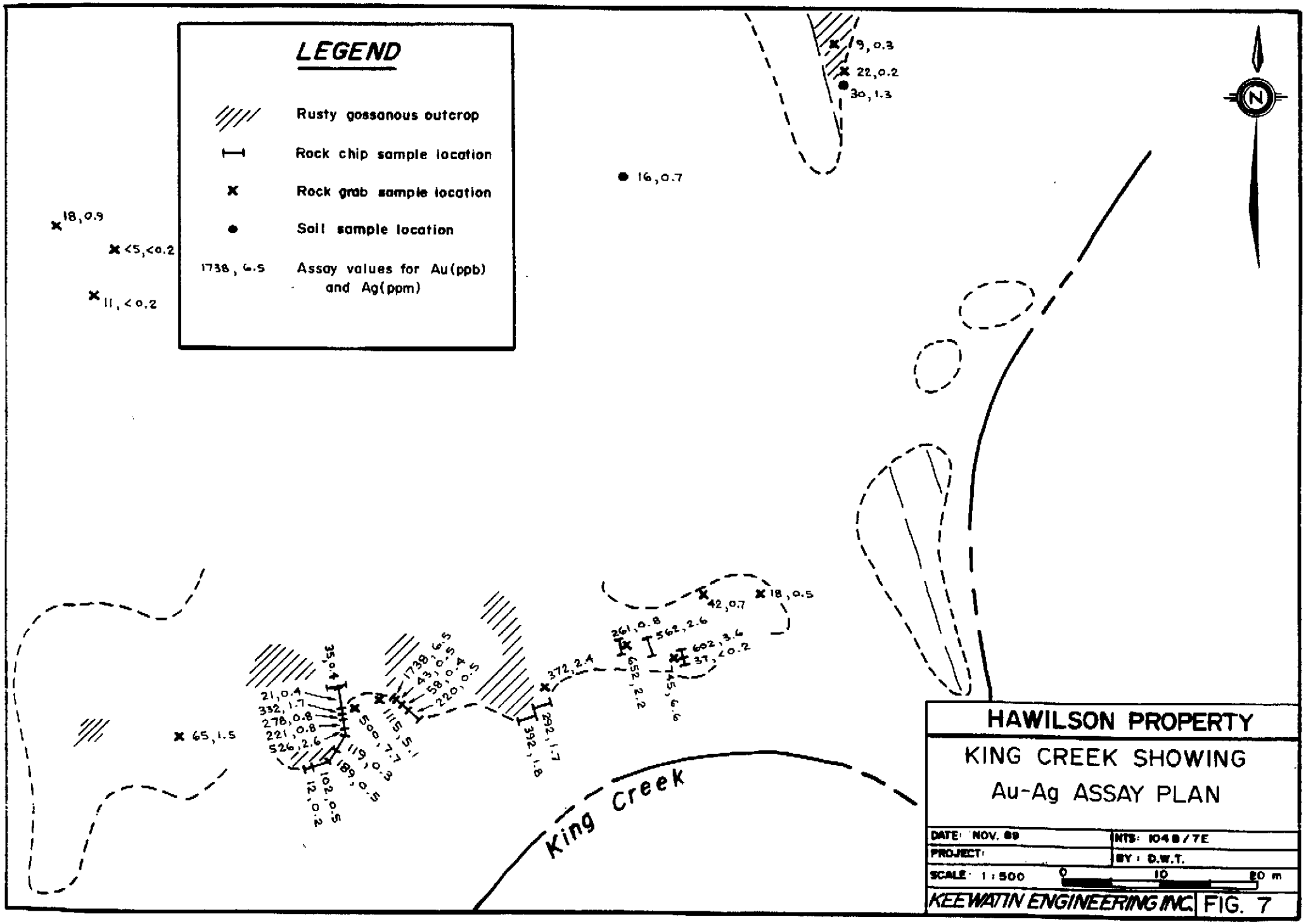
Continuous chip samples were collected as near to perpendicular to mineralized structures as possible at all sites. At the site of KYR-33 however, an arcuate pattern of 10 continuous chip samples varying from 0.50 to 2.05 metres in width was collected to best represent the two directions of mineralized shears. Grab samples were taken from the best material observed at the site. The two soils were of red residual B-horizon soil.

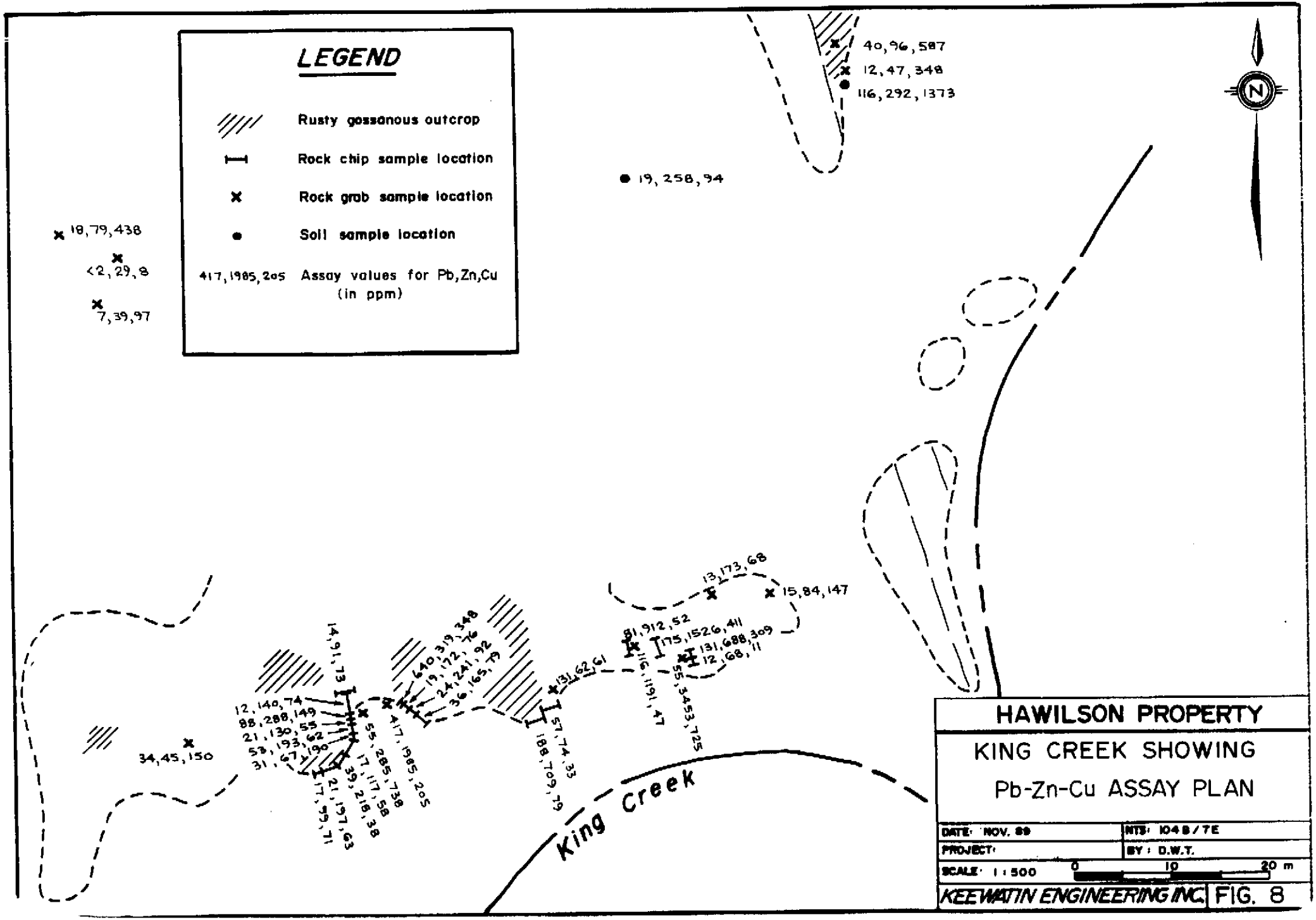
All samples were shipped via Greyhound from Smithers to Bondar-Clegg and Company Ltd., 130 Pemberton Avenue, North Vancouver, B.C. for 29 element Induced Coupled Plasma (ICP) analysis plus gold (see Appendix III for a complete list of elements). Extraction was achieved with hot aqua-regia for the ICP, and gold was analyzed by 30 gram sample fire assay with atomic absorption finish.

7.2 Discussion of Results

Results of the examination of the King Creek showing did not return any high grade values, but did verify the results of earlier sampling (Figures 6, 7 and 8). The most notable results were from the area of sample KYR-33, with chip sample 3117C returning 1,738 ppb Au (0.051 oz/ton Au) across 0.50 metres. This sample is noted to have included 15 cm of massive pyrite hosted within a 070° trending shear. This sample was also anomalous in arsenic (865 ppm), silver (6.5 g/t) and lead (640 ppm), with lesser anomalies in copper (348 ppm) and zinc (319 ppm).


LEGEND
Rusty gossanous outcrop
Rock chip sample location
Rock grab sample location
Soil sample location
3101 C
Sample number (G = grab, C = chip)
3159 G
3160 G
3158 G
3125 G
3123 G
3122 S
3124 S
N
3157 G
3107C/2.05m
3108C/0.50m
3109C/1.00m
3110C/0.60m
3111C/0.60m
3112C/1.35m
3155G
3154G
3113C/1.70m
3114C/1.15m
3115C/1.60m
3116C/0.85m
3117/0.50m
3118/0.90m
3119/0.90m
3120/1.30m
3106G
3121C/1.5m
3156C/1.50m
3101C/1.70m
3152G
3153G
3151C/1.60m
3103C/0.60m
3104C/0.80m
3102G
3105G
King Creek
HAWILSON PROPERTY
KING CREEK SHOWING
SAMPLE LOCATION PLAN
DATE: NOV. 89
NTS: 104 B/7E
PROJECT:
BY: D.W.T.
SCALE: 1:500
0
10
20 m
KEEWATIN ENGINEERING INC.
FIG. 6


LEGEND
Rusty gossanous outcrop
Rock chip sample location
Rock grab sample location
Soil sample location
1738, 6.5 Assay values for Au(ppb) and Ag(ppm)
9, 0.3
22, 0.2
30, 1.3
16, 0.7
18, 0.9
<5, <0.2
11, <0.2
65, 1.5
35, 0.4
21, 0.4
332, 1.7
278, 0.8
221, 0.8
526, 2.6
102, 0.5
12, 0.2
119, 0.3
189, 0.5
500, 7.7
1115, 5.1
1738, 6.5
43, 0.5
58, 0.4
220, 0.5
372, 2.4
292, 1.7
392, 1.8
42, 0.7
18, 0.5
261, 0.8
562, 2.6
652, 2.2
602, 3.6
37, <0.2
745, 6.6
King Creek
N
HAWILSON PROPERTY
KING CREEK SHOWING
Au-Ag ASSAY PLAN
DATE: NOV. 89
NTS: 104 B/7E
PROJECT:
BY: D.W.T.
SCALE: 1:500
0 10 20 m
KEEWATIN ENGINEERING INC.
FIG. 7


LEGEND
Rusty gossanous outcrop
Rock chip sample location
Rock grab sample location
Soil sample location
417, 1985, 205 Assay values for Pb, Zn, Cu (in ppm)
40, 96, 587
12, 47, 348
116, 292, 1373
19, 258, 94
18, 79, 438
<2, 29, 8
7, 39, 97
34, 45, 150
12, 140, 74
88, 288, 149
21, 130, 55
53, 193, 62
31, 67, 190
14, 91, 73
55, 285, 738
17, 117, 58
39, 218, 38
21, 197, 63
17, 79, 71
417, 1985, 205
640, 319, 348
19, 172, 76
24, 241, 92
36, 165, 79
131, 62, 61
57, 74, 33
188, 709, 79
116, 1191, 47
55, 3453, 725
81, 912, 52
175, 1526, 411
131, 688, 309
12, 68, 11
13, 173, 68
15, 84, 147
King Creek
N
HAWILSON PROPERTY
KING CREEK SHOWING
Pb-Zn-Cu ASSAY PLAN
DATE: NOV. 89
NTS: 104 B/7E
PROJECT:
BY: D.W.T.
SCALE: 1:500
0 10 20 m
KEEWATIN ENGINEERING INC.
FIG. 8

Samples from the western exposure of the showing area (site of sample KYR-16) returned significantly higher values in zinc with grab sample 3105G returning 0.35% Zn, as well as anomalous copper (725 ppm) and gold (745 ppb Au; 0.022 oz/ton Au).

Samples taken in altered rocks adjacent to the feldspar-hornblende porphyry returned low values in gold, but significant copper values (grab sample 3122G: 587 ppm Cu; soil sample 3122S: 1,373 ppm Cu). For a complete list of results refer to Appendix III.

8.0 CONCLUSIONS AND RECOMMENDATIONS

The gold mineralization found at the King Creek Showing suggests that a property scale mineral system could exist in the area. The presence of iron-sulphide associated gossans and calcareous host rocks in spacial association with an intermediate feldspar-hornblende intrusion strongly supports this possibility. Gold values are to date low grade, but are consistent and are derived from a broad area that has not been fully investigated. Multi-element associations with high gold values of lead, zinc, silver, arsenic, copper, barium, strontium and vanadium, and good soil development in the area, make this an ideal target for a grid controlled soil and rock geochemical survey. The steep canyons of King Creek would create some obstacles, but the general terrain is amenable to such a program.

Respectfully submitted,

David W. Tupper, B.Sc.

9.0 BIBLIOGRAPHY

Aussant, C. and DuPre, D. (1989). Geological, Prospecting, Geochemical Report on the Hawilson Lake Property, Achilles 1 to 4 Mineral Claims, Skeena Mining Division, B.C. Report prepared for Bethlehem Resources Corp.

Anderson, R.G. (1989): A Regional Overview of Paleozoic and Mesozoic Stratigraphy and Plutonism for the Iskut Map Area (104B), Northwestern B.C.

Britten, J.M., Webert, I.D.L. and Alldrick, D.J. 1989. Unuk Map Area (104B/7E, 8W, 9W, 10E). B.C. Ministry of Energy, Mines and Petroleum Resources. Geological Field Work 1988, Paper 1989-1, pages 241-250.

Korenic, 1982. Unpublished assessment report for Duval Corp.

National Geochemical Reconnaissance, 1:250,000 Map Series (1988). Iskut River, British Columbia (NTS 104B). Geological Survey of Canada, Open File 1645. B.C. Ministry of Energy, Mines and Petroleum Resources, RGS-18.

APPENDIX I

Statement of Costs

STATEMENT OF COSTS

Pre-Field			
Project logistics, map preparation, crew and material supply			$ 274.00
Personnel			
D.G. DuPre, Project Supervisor	1 day @ $425/day	$ 425.00	
D.W. Tupper, Project Geologist (November 3-6, 1989)	4 days @ $350/day	1,400.00	
B. MacIntyre, Senior Prospector (November 3-6, 1989)	4 days @ $275/day	1,100.00	
			$ 2,925.00
Camp Support			
Accommodation, food		$ 616.68	
Telephone, radios		54.44	
Disposable supplies		51.96	
Other (film, developing, rock sample cutting)		57.50	
			$ 780.58
Transportation			
Airfare		$ 905.60	
Helicopter		4,021.75	
Car Rental		402.66	
Gas		32.00	
Taxi fare		67.00	
			$ 5,429.01
Geochemical Analysis			
Sample preparation and analysis for 35 samples			$ 615.95
Post-Field			
Data compilation, report writing, copies			$ 2,480.00
		TOTAL:	**$12,514.54**

APPENDIX II

Statement of Qualifications

STATEMENT OF QUALIFICATIONS

I, DAVID W. TUPPER, of 1047 Leyland Street, West Vancouver, British Columbia, do hereby certify that:

1. I am a consulting geologist.

2. I was under subcontract to Keewatin Engineering Inc. of 800 - 900 West Hastings Street, Vancouver, B.C. for the duration of time I worked on this project.

3. I worked on the Hawilson Property November 4 and 5, 1989.

4. I am a graduate of the University of British Columbia (1985) with a Bachelor of Science degree.

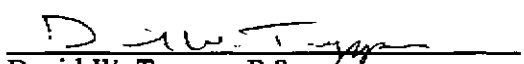
5. I have practised my profession continuously since graduation, largely on a contractual basis.

6. I have been employed in mineral exploration since 1979.

7. I have no interest, neither direct nor indirect in the properties or securities of Bethlehem Resources Corp., nor do I expect to acquire any such interest.

Dated at Vancouver British Columbia this 11th day of December, 1989.

Respectfully submitted,



David W. Tupper, B.Sc.,

APPENDIX III

Assay Certificates

Legend to Sample Numbers

3101	sample no.
C	continuous chip sample
G	grab sample
S	soil sample

Bondar-Clegg & Company Ltd.
130 Pemberton Ave.
North Vancouver, B.C.
V7P 2R5
(604) 985-0681 Telex 04-352667

BONDAR-CLEGG

A DIVISION OF INCHCAPE INSPECTION & TESTING SERVICES

Geochemical Lab Report

DATE PRINTED: 23-NOV-89

REPORT: V89-07960.0

PROJECT: ACHILLES PAGE 1A

SAMPLE NUMBER	ELEMENT UNITS	Au 30g PPB	Ag PPM	As PPM	Ba PPM	Be PPM	Bi PPM	Cd PPM	Ce PPM	Co PPM	Cr PPM	Cu PPM
S1 3123		30	1.3	153	183	<0.5	3	2	21	122	17	1373
S1 3124		16	0.7	175	108	<0.5	6	<1	29	17	69	94
R2 3101		261	0.8	142	130	<0.5	7	9	16	5	101	52
R2 3102		652	2.2	463	36	<0.5	13	14	8	9	66	47
R2 3103		602	3.6	376	49	<0.5	6	7	8	25	113	309
R2 3104		37	<0.2	41	112	<0.5	<2	<1	12	2	125	11
R2 3105		745	6.6	398	8	<0.5	<2	35	<5	58	84	725
R2 3106		372	2.4	238	47	<0.5	6	<1	<5	8	114	61
R2 3107		21	0.4	41	325	<0.5	5	<1	9	7	145	74
R2 3108		322	1.7	213	289	<0.5	5	4	9	7	108	149
R2 3109		278	0.8	203	196	<0.5	5	<1	8	7	81	55
R2 3110		221	0.8	205	204	<0.5	5	2	9	8	113	62
R2 3111		526	2.6	344	68	<0.5	9	<1	5	13	95	190
R2 3112		35	0.4	66	202	<0.5	5	<1	11	10	133	73
R2 3113		119	0.3	114	256	<0.5	4	1	11	5	185	58
R2 3114		189	0.5	136	162	<0.5	7	2	7	4	135	38
R2 3115		102	0.5	105	191	<0.5	7	1	11	7	56	63
R2 3116		12	0.2	90	206	<0.5	6	<1	10	6	106	71
R2 3117		1738	6.5	865	61	<0.5	9	3	6	10	78	348
R2 3118		43	0.5	86	146	<0.5	6	1	7	8	120	76
R2 3119		58	0.4	90	225	<0.5	3	2	11	6	137	92
R2 3120		220	0.5	106	149	<0.5	5	1	8	7	108	79
R2 3121		392	1.8	251	60	<0.5	9	7	<5	5	118	79
R2 3122		22	0.2	32	122	<0.5	9	<1	<5	36	125	348
R2 3125		9	0.3	38	50	<0.5	7	<1	18	30	79	587
R2 3151		562	2.6	296	43	<0.5	12	15	10	33	45	411
R2 3152		42	0.7	123	113	<0.5	15	<1	44	31	11	68
R2 3153		18	0.5	80	252	<0.5	7	<1	6	16	45	147
R2 3154		1115	5.1	556	45	<0.5	8	22	6	12	39	205
R2 3155		500	7.7	863	19	<0.5	6	1	<5	36	22	738
R2 3156		292	1.7	183	145	<0.5	7	<1	7	4	88	33
R2 3157		65	1.5	146	72	<0.5	9	<1	<5	16	46	150
R2 3158		11	<0.2	25	163	<0.5	6	<1	15	11	42	97
R2 3159		18	0.9	33	32	<0.5	6	<1	10	13	111	438
R2 3160		<5	<0.2	17	1588	<0.5	8	<1	12	6	23	8

Bondar-Clegg & Company Ltd.
130 Pemberton Ave.
North Vancouver, B.C.
V7P 2R5
(604) 985-0681 Telex 04-352667

BONDAR-CLEGG

A DIVISION OF INCHCAPE INSPECTION & TESTING SERVICES

Geochemical Lab Report

DATE PRINTED: 22-NOV-89

REPORT: V89-07960.0 | PROJECT: ACHILLES | PAGE 1B

SAMPLE NUMBER	ELEMENT UNITS	Fe PCT	Ga PPM	La PPM	Li PPM	Mn PPM	Mo PPM	Ni PPM	Pb PPM	Rb PPM	Sb PPM	Sn PPM
S1 3122		>10.00	10	7	5	1215	8	213	116	91	21	<20
S1 3124		9.60	11	3	12	462	16	53	19	31	26	<20
R2 3101		3.35	17	6	8	1859	48	38	81	<20	14	<20
R2 3102		9.47	17	<1	5	4480	19	25	116	<20	28	<20
R2 3103		9.30	10	<1	3	1343	63	51	131	85	24	<20
R2 3104		1.05	13	4	3	1025	9	16	12	50	7	<20
R2 3105		>10.00	4	<1	3	2003	37	48	55	23	43	<20
R2 3106		>10.00	3	<1	1	119	69	35	131	<20	22	<20
R2 3107		2.31	17	4	9	546	14	31	12	<20	10	<20
R2 3108		3.50	17	2	6	1016	18	27	88	<20	16	<20
R2 3109		1.97	14	3	3	356	23	40	21	<20	12	<20
R2 3110		2.57	16	3	3	457	33	33	53	<20	14	<20
R2 3111		7.51	13	<1	3	372	17	18	31	<20	23	<20
R2 3112		3.07	14	4	6	345	16	28	14	<20	10	<20
R2 3113		2.13	18	5	8	988	8	19	17	<20	14	<20
R2 3114		2.29	17	3	3	433	13	18	39	<20	13	<20
R2 3115		2.74	8	5	8	1948	11	20	21	<20	16	<20
R2 3116		2.16	19	4	9	671	14	19	17	<20	14	<20
R2 3117		8.13	13	<1	4	430	36	32	640	<20	34	<20
R2 3118		2.62	16	3	6	395	16	29	19	<20	12	<20
R2 3119		1.85	15	6	5	431	13	21	24	<20	10	<20
R2 3120		2.37	15	4	7	367	12	20	36	<20	11	<20
R2 3121		7.48	14	<1	5	824	36	15	188	<20	25	<20
R2 3122		4.58	20	<1	8	275	5	135	12	<20	12	<20
R2 3125		4.10	13	7	4	217	7	122	40	<20	12	<20
R2 3151		>10.00	13	<1	6	1763	54	178	175	<20	31	<20
R2 3152		8.46	25	18	17	858	4	16	13	<20	25	<20
R2 3153		5.19	19	<1	14	437	6	35	15	<20	15	<20
R2 3154		>10.00	11	<1	4	1101	34	23	417	<20	41	<20
R2 3155		>10.00	9	<1	7	1183	21	38	55	<20	34	<20
R2 3156		4.10	18	1	4	1358	24	18	57	<20	18	<20
R2 3157		8.27	9	<1	5	192	43	28	34	<20	25	<20
R2 3158		3.79	21	7	8	570	8	11	7	<20	14	<20
R2 3159		2.72	17	7	3	135	22	44	18	<20	9	<20
R2 3160		3.19	19	6	8	608	1	4	<2	<20	8	<20

Bondar-Clegg & Company Ltd.
130 Pemberton Ave.
North Vancouver, B.C.
V7P 2R5
(604) 985-0681 Telex 04-352667

BONDAR-CLEGG

A DIVISION OF INCHCAPE INSPECTION & TESTING SERVICES

Geochemical Lab Report

REPORT: V89-07960.0

DATE PRINTED: 22-NOV-89

PROJECT: ACHILLES

SAMPLE NUMBER	ELEMENT UNITS	Sr PPM	Ta PPM	Te PPM	U PPM	W PPM	Y PPM	Zn PPM	Zr PPM
S1 3122		38	<10	<10	18	<10	17	292	6
S1 3124		4	<10	<10	154	<10	10	258	107
R2 3101		111	<10	<10	231	<10	15	912	5
R2 3102		139	<10	<10	140	<10	12	1191	2
R2 3103		102	<10	<10	190	<10	9	688	5
R2 3104		111	<10	<10	34	<10	9	68	2
R2 3105		59	<10	<10	72	<10	4	3453	3
R2 3106		11	<10	<10	28	<10	3	62	1
R2 3107		44	<10	<10	118	<10	13	140	3
R2 3108		55	<10	<10	80	<10	10	288	2
R2 3109		34	<10	<10	96	<10	7	130	2
R2 3110		49	<10	<10	69	<10	13	193	2
R2 3111		48	<10	<10	67	<10	12	67	3
R2 3112		31	<10	<10	107	<10	12	91	2
R2 3113		104	<10	<10	50	<10	13	117	1
R2 3114		49	<10	<10	40	<10	9	218	1
R2 3115		206	<10	<10	33	<10	15	197	1
R2 3116		64	<10	<10	47	<10	9	99	1
R2 3117		31	<10	<10	44	<10	11	319	2
R2 3118		31	<10	<10	67	<10	12	172	3
R2 3119		43	<10	<10	61	<10	16	241	2
R2 3120		31	<10	<10	84	<10	11	165	2
R2 3121		54	<10	<10	30	<10	6	709	<1
R2 3122		77	<10	<10	41	<10	7	47	22
R2 3125		70	<10	<10	22	<10	11	96	26
R2 3151		147	<10	<10	237	<10	13	1526	5
R2 3152		95	<10	11	50	<10	15	173	2
R2 3153		30	<10	<10	53	<10	10	84	<1
R2 3154		79	<10	<10	57	<10	10	1985	2
R2 3155		40	<10	<10	173	<10	9	285	2
R2 3156		116	<10	<10	55	<10	9	74	2
R2 3157		13	<10	<10	20	<10	4	45	2
R2 3158		50	<10	<10	133	<10	9	39	8
R2 3159		57	<10	<10	45	<10	12	79	12
R2 3160		121	<10	<10	99	<10	8	29	5

Bondar-Clegg & Company Ltd.
130 Pemberton Ave.
North Vancouver, B.C.
V7P 2R5
(604) 985-0681 Telex 04-352667

BONDAR-CLEGG

A DIVISION OF INCHCAPE INSPECTION & TESTING SERVICES

Geochem Lab Rep

HAWILSON LAKE PRO

DATE PRINTED: 22-NOV-89

REPORT: V89-07960.0

PROJECT: ACHILLES PAGE

	SAMPLE NUMBER / width	ELEMENT UNITS	Au 30g PPB	Ag PPM	As PPM	Ba PPM	Cu PPM	Ni PPM	Pb PPM	Zn PPM	Fe PCT	Sr PPM
	S1 3122 S		30	1.3	153	183	1373	213	116	292	>10.00	38
	S1 3124 S		16	0.7	175	108	94	53	19	258	9.60	4
	R2 3101 C/1.70m		261	0.8	142	130	52	38	81	912	3.35	111
	R2 3102 G	(0.019)	652	2.2	463	36	47	25	116	1191	9.47	139
Zone D	R2 3103 C/0.60m	(0.018)	602	3.6	376	49	309	51	131	688	9.30	102
	R2 3104 C/0.80m		37	<0.2	41	112	11	16	12	68	1.05	111
	R2 3105 G	(0.022)	745	6.6	398	8	725	48	55	3453	>10.00	59
Zone C	R2 3106 G	(0.011)	372	2.4	238	47	61	35	131	62	>10.00	11
	R2 3107 C/2.05m		21	0.4	41	325	74	31	12	140	2.31	44
	R2 3108 C/0.50m		322	1.7	213	289	149	27	88	238	3.50	55
	R2 3109 C/0.50m		278	0.8	203	196	55	40	21	130	1.97	34
Zone A	R2 3110 C/1.00m		221	0.8	205	204	62	33	53	193	2.57	49
	R2 3111 C/0.60m	(0.015)	526	2.6	344	68	190	18	31	67	7.51	48
	R2 3112 C/1.35m		35	0.4	66	202	73	28	14	91	3.07	31
	R2 3113 C/1.70m		119	0.3	114	256	58	19	17	117	2.13	104
	R2 3114 C/1.15m		189	0.5	136	162	38	18	39	218	2.29	49
	R2 3115 C/1.60m		102	0.5	105	191	63	20	21	197	2.74	206
	R2 3116 C/0.95m		12	0.2	90	206	71	19	17	99	2.16	64
	R2 3117 C/0.50m.	(0.051)	1738	6.5	865	61	348	32	640	319	8.13	31
Zone B	R2 3118 C/0.90m		43	0.5	86	146	76	29	19	172	2.62	31
	R2 3119 C/0.90m		58	0.4	90	225	92	21	24	241	1.85	43
	R2 3120 C/1.30m		220	0.5	106	149	79	20	36	165	2.37	31
Zone C	R2 3121 C/1.5m	(0.011)	392	1.8	251	40	79	15	188	709	7.48	54
	R2 3122 G		22	0.2	32	122	348	135	12	47	6.58	77
	R2 3125 G		9	0.3	38	50	587	122	40	96	4.10	70
Zone D	R2 3151 C/1.60m	(0.016)	562	2.6	296	43	411	178	175	1526	>10.00	147
	R2 3152 G		42	0.7	123	113	68	16	13	173	8.46	95
	R2 3153 G		18	0.5	80	252	147	35	15	84	5.19	30
	R2 3154 G	(0.032)	1115	5.1	556	45	205	23	417	1985	>10.00	79
Zone A	R2 3155 G	(0.014)	500	7.7	863	19	738	38	55	285	>10.00	40
Zone C	R2 3156 C/1.50m		292	1.7	183	145	33	18	57	74	4.10	116
	R2 3157 G		65	1.5	146	72	150	28	34	45	8.27	13
	R2 3158 G		11	<0.2	25	163	97	11	7	39	3.79	50
	R2 3159 G		18	0.9	33	32	438	44	18	79	2.72	57
	R2 3160 G		<5	<0.2	17	1588	8	4	<2	29	3.19	121

C = chip.
G = grab
S = soil.

- Analysis: Au by F.A with A.A. finish; other 29 by I.C.P.
- sample width reported in metres.
- Au in o.p.t. shown in brackets.
- refer to map for location of samples and Zones

Bondar-Clegg & Company Ltd.
130 Pemberton Ave.
North Vancouver, B.C.
V7P 2R5
(604) 985-0681 Telex 04-352667

BONDAR-CLEGG

A DIVISION OF INCHCAPE INSPECTION & TESTING SERVICES

Geochemical Lab Report

REPORT: V89-07960.0 (COMPLETE)

REFERENCE INFO:

CLIENT: KEEWATIN ENGINEERING INC.
PROJECT: ACHILLES

SUBMITTED BY: D. TUPPER
DATE PRINTED: 22-NOV-89

ORDER	ELEMENT		NUMBER OF ANALYSES	LOWER DETECTION LIMIT	EXTRACTION	METHOD
1	Au 30g	Gold 30 grams	35	5 PPB	FIRE-ASSAY	Fire Assay AA
2	Ag	Silver	35	0.2 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
3	As	Arsenic	35	5 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
4	Ba	Barium	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
5	Be	Beryllium	35	0.5 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
6	Bi	Bismuth	35	2 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
7	Cd	Cadmium	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
8	Ce	Cerium	35	5 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
9	Co	Cobalt	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
10	Cr	Chromium	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
11	Cu	Copper	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
12	Fe	Iron	35	0.05 PCT	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
13	Ga	Gallium	35	2 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
14	La	Lanthanum	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
15	Li	Lithium	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
16	Mn	Manganese	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
17	Mo	Molybdenum	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
18	Ni	Nickel	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
19	Pb	Lead	35	2 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
20	Rb	Rubidium	35	20 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
21	Sb	Antimony	35	5 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
22	Sn	Tin	35	20 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
23	Sr	Strontium	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
24	Ta	Tantalum	35	10 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
25	Te	Tellurium	35	10 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
26	V	Vanadium	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
27	W	Tungsten	35	10 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
28	Y	Yttrium	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
29	Zn	Zinc	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma
30	Zr	Zirconium	35	1 PPM	HNO3-HCL HOT EXTR	Ind. Coupled Plasma