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CARNIVAL RESOURCES LTD.

GEOCHEMICAL ASSESSMENT REPORT

on the

GLOVER CLAIM GROUP

GEOLOGICAL SURVEY BRANCH

Greenwood M.D.

N.T.S. 82E/1W

26,470

January 20, 2001 Vancouver, B.C. Laurence Sookochoff, P.Eng. Sookochoff Consultants Inc.

Sookochoff Consultants Inc.

Geochemical Assessment Report on the Glover Claim Group for Carnival Resources Ltd.

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Geochemical Assessment Report

on the

Glover Claim Group

for

Carnival Resources Ltd.

Introduction

Between May 20, 2000 and August 6, 2000, a localized geochemical program was completed on the Glover 13 of the Glover Claim Group. The purpose of the survey was to obtain more information on a 1999 soil anomaly (Glover Creek Anomaly) which is associated with a 1989 delineated magnetometer HI and IP anomaly at the northwesterly projected extension of the main skarn zone.

Information for this report was obtained from sources as cited under the Selected Reference section of this report and from periodic work the writer completed since 1980 on the Hek and Glover Claim Group claims which included the data acquired from the supervision and management of exploration programs.

Summary

The Glover Claim Group, comprised of three claims, the Glover 1, Glover II and Glover 13, is located within the northern extension of the Republic Graben The Graben hosts a number of productive gold mines including one of the leading gold producers of the United States, the Knob Hill mine of northern Washington.

The Glover Claim Group includes the former Hek claim (presently the Glover 13 mineral claim) on which ground original exploration was carried out from 1901. As a result of exploration to date completed on the Glover Claim Group ground, three mineralized zones over a strike length of 400 metres were delineated. The three zones are offset from each other by faults and consist of gold-bearing massive sulfides in addition to gold bearing skarn zones. Former diamond drill testing of the zones resulted in the intersection of massive sulfide mineral zones assaying up to 0.794 ounces gold per ton over a 1.2 metre section and a skarn zone assaying 0.09 ounces gold per ton over a 10.3 metre section. The drill results reportedly indicated limited depth extent to the mineralization and limited tonnage potential due to the number and complexity of the dykes and faults, which intersect the mineral zones.

A localized 1999 geological and geochemical program, over a 1988 Noranda delineated geophysical anomalous area, adjacent and to the west of Glover Creek and northwest of the main zone (Glover Creek Anomaly), delineated a gold in soil anomalous zone with gold values of up to 154 ppb gold.

In the 2000 geochemical program gold in soil values of up to 135 ppb gold were obtained. The combined 2000 and 1999 results revealed a 30m by 40m indicated gold bearing mineral zone. Float material in the area indicates that the mineral zone would be a gold bearing skarn zone similar to the host mineral zones of the Main Zone.

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Property

The property is comprised of three contiguously located grid-unit claims totaling 29 units. Particulars are as follows:

Claim Name	Units	-	Tenure No.	Expiry Date
Glover I	4		300170	June13, 2002
Glover 11	· 16		307457	February 6, 2002
Glover 13	9		314726	November 18, 2001

Any legal aspects pertaining to the claims of the Glover Claim Group are beyond the scope of this report.

Location and Access

The Glover Claim Group is located in the southern interior of British Columbia, 20 kilometers north of Grand Forks and adjacent and west of the Granby River.

A paved highway provides access with the last two kilometers by an all-weather graveled road directly to the claim group.

Water and Power

Sufficient water for all phases of the exploration program would be available from the southerly flowing tributaries of Pass Creek, which bisects the property. Commercial power might be available from power lines that are located along the southeast corner of the property.

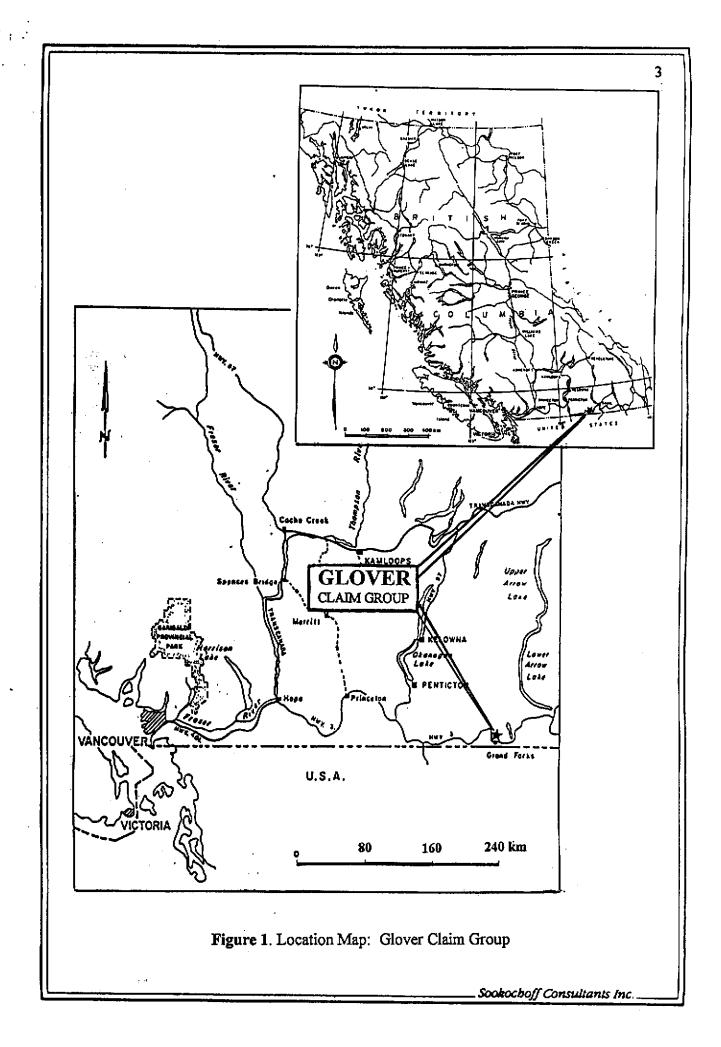
Physiography and Climate

The property lies within the Christina Range of the Monashee Mountains which is characterized by moderate to steep forest sloped mountains to elevations of 1,950 meters. Elevations on the property range between 1200 and 600 metres. The general climate of the area is of arid summers with moderate winters that would provide a surface exploration season of up to 10 months of the year.

History

The history of the area stems from placer deposits discovered along Rock Creek and Boundary Creek west of Grand Forks in the early 1850's.

In 1890 gold-copper deposits were discovered at Rossland, 55 km east of Grand Forks stimulating prospecting throughout the area. The following year, large low-grade copper deposits were discovered near Phoenix, 13 km northeast of Grand Forks. The Phoenix district produced about 15 million tons of ore averaging slightly over 1.5% copper with significant gold and silver values. The Phoenix mine ceased operations in 1919 but was later reopened and in production to 1978.



Some of the original exploration in the immediate area of the Glover claim group was on the Pathfinder, located one km east of the Glover claim group and bordering the east side of the Granby River. An 1895 publication on the exploration of the Pathfinder states that:

"...stripped the ledge for 500 feet in length, and in one spot for 25 feet in width, and it appears to be 100 feet wide. They have made a number of cuts and sunk shafts from ten to twenty feet. They have assays of \$51 gold and 2.5 per cent copper, and have had as high as 23 per cent copper."

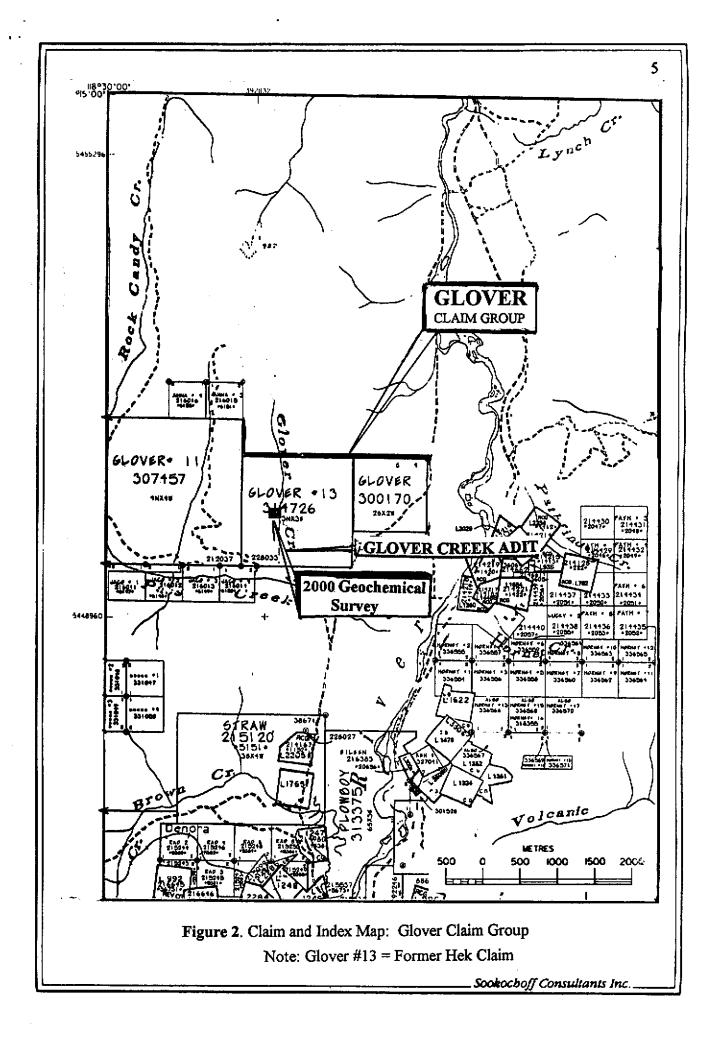
In 1920, "1,250 tons of ore being shipped assaying 0.43 oz Au/ton and 3.93 Ag/ton". Exploration has continued on the Pathfinder from 1983 to and including 1987. During this period diamond drilling results included intersections of:

Year	<u>Mineralization</u>	<u>Length</u>		,	<u>Assay</u>	
			(feet)	oz Au/ton	oz Ag/ton	%Cu
1985	Massive sulfide	5.0		0.133	0.57	1.18
	Massive sulfide	2.0		0 566	0.40	0.61
1983	Silicified tuff	41.0		0.021		
	including	14.7		0.042		
	Meta-dacitic tuff	12.2		0.120		
	Dacitic tuff	2.4		1,400		
		. 0.2		0.128		

On the adjacent Golden Eagle claim, exploration was first mentioned in 1899 and by 1925 development consisted of "a shaft 125 deep, a crosscut tunnel 383 feet long, drifting 363 feet, as well as stoping." Shipments totaled 1,057 tons returning 238 oz Au and 2,235 oz Ag or averaging 0.225 oz Au/ton and 2.11 oz Ag/ton.

On Carnival's Glover claim group (includes the former Hek claim), exploration has been intermittently carried out since 1901. In 1939 production from the Hek (Simpson Mine) was 364tons of ore from which 2,593 ounces of gold and 90 ounces of silver were extracted. The Simpson is one of the few zones known on the property. Diamond drilling during the 1970's on a mineral zone southeast of the Simpson Mine returned values ranging from "75 feet of 0.07 oz Au/ton to 26 feet of 0.20 oz Au/ton". Diamond drilling by Consolidated Boundary Explorations Ltd. in 1986 intersected zones of volcanogenic stratified massive sulfide mineralization within a tuffaceous volcanic rock.

In 1986, Noranda Exploration optioned the Hek property from Consolidated Boundary and completed two phases of an exploration program. The first phase consisted of magnetometer, induced polarization, soil geochemical and geological mapping surveys completed in 1987. Reported results indicated gold mineralization to be associated with massive sulfides within highly altered meta-volcanic and sediments close to a large syenite intrusive body. The gold bearing zones are believed to be offset from one another by northeast striking faults. An IP survey delineated a number of anomalies, which appear to have traced the offset intrusive/volcano-sedimentary contact for some 800 metres on the property.



The second phase of Noranda's exploration program, was completed in 1988 and was comprised of a seven diamond drill hole program. The results indicated that the mineralized zone might be comprised of two massive sulfide zones, as in DDH-HK-88-1 or predominantly a skarned zone as in DDH-HK-88-5. For a complete drill-hole analysis of results, the reader is referred to the detailed report by Gill (1988).

In 1995, 18 kilometers of grid were established over the northern half of the Glover 13 mineral claim whereupon a magnetometer survey, sampling and prospecting was completed by John Kemp of Grand Forks. Thornton (1995) states that of the 18 anomalies, five or six small features lie along or near one magnetic linear in the eastern half of the survey. All anomalies exhibit less than a 40-metre strike length and are considered to arise from thin discontinuous veinlets/fracture fillings of pyrite/pyrrhotite mineralization. Thornton also states that as better gold mineralization is reported to lie on metasedimentary/syenite contacts, the series of anomalies striking N/S at 700E on the grid provide a target for detailed examination.

A 1998 localized geological mapping and sampling program completed over the Main Zone resulted in the delineation of a 121 metre long and more than three metre wide mineral zone.

A 1999 localized geological mapping and sampling program over the Glover Creek Adit Zone disclosed low gold values within a massive sulfide skarn zone.

A 1999 localized geochemical program north of the Glover Creek Adit Zone disclosed gold in soil values of up to 154 ppb gold. This zone was designated as the Glover Creek Anomaly. The 2000 geochemical survey, as reported on herein, was carried out on the Glover Creek Anomaly.

Geology

The regional geology is described by J. Paxton, P.Eng. in a report on the former Glory claim which was located within four kilometers south-southwest of the Glover claims and adjacent to the east side of Granby River and the major Granby River Fault structure.

The geology is summarized as follows:

A major structure - The Granby River Fault - trends northerly through the property and separates the pre-Pennsylvanian Grand Forks Metamorphic Complex to the east from the Pennsylvanian to Tertiary rocks to the west. The Grand Forks Group is almost completely void of metallic mineral deposits. Pennsylvanian Permean rocks host a number of massive sulfide deposits plus numerous small shear zone polymetallic sulfide lenses

Where rocks have been intruded by later igneous plutons, precious metal quartz veins have developed as well as small skarn type deposits. Numerous small mines in the area such as the Dentonia, Lexington, Providence and Winnipeg are of this type.

The Triassic sequence of conglomerates and bedded limestone are host to the major ore deposits of the area. The chalcopyrite gold hematite ore deposits of the Phoenix, B.C., Motherlode, Sunset and Oro Denora all belong to this group.

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On the Glover claim group, Gill (1988), reports on the geological exploration completed by Noranda of the Hek claim group which is summarized by the writer as follows.

Unit 1 consists of rocks of the Paleozoic-Triassic volcano-sedimentary Knobhill assemblage and is comprised of four categories: fine-grained, siliceous meta-andesite and andesite conglomerates (unit 1a); hornfelsed siltstones, fine-grained to medium-grained quartzites and fine-grained quartz-feldspar-biotite gneisses (units 1b, 1c and 1d).

Unit 2 consists of various phases of the Jurassic Nelson intrusive whereas unit 3 and unit 4 comprises the comagmatic Coryell intrusive which underlies most of central portion of the Hek grid.

Units 6, 7 and 8 are a host of Tertiary dyke rocks and are the last intrusive phase represented in the grid area. These dykes intrude all rock types with the latite and trachyte dykes predominating. The orientation pattern of the dyke rocks is generally northeast-southwest and northwest-southeast.

Alteration

The predominant alteration, as indicated from the drill hole intersections, is of skarned andesites and hornfelsed sediments of the Knobhill group in association with semi-massive to massive zones of pyrite/pyrrhotite containing gold. In the andesites the skarn may be represented by variable degrees of siliceous, green, white andesite skarn associated with variable degrees of massive sulphides. The skarns may also exhibit moderate to intense biotite, varying degrees of calc-silicate and garnet alteration

Structure

A major structural break, the Granby River Fault, trends northerly, correlates in part with the Granby River and is within one kilometer east of the eastern border of the Glover claim group. The Fault, which extends northward from Washington, also forms the eastern edge of the Republic Graben, a major structural block which hosts many productive mineral zones including the Knob Hill Gold Mine of northern Washington, one of the leading gold producers of the United States.

On the Glover claim group, northeast linear trends of magnetic lows, representing probable fault zones, have offset the sulfide zones at least twice in a south-southwest direction.

Mineralization

According to Gill (1988), mineralization on the Hek property is concentrated to the irregular contact zone between the Coryell syenite intrusive and the Knobhill volcano-sedimentary package. There are two distinct mineralized zones exposed on the property. The Main Zone is located between 100+30E and 101+60E at approximately 100+55N with the Eastern Zone located between 101+90E and 102+70E at 99+75N. Both the zones consist of semi-massive to massive pyrite and pyrrhotite and occur in highly epidote and biotite altered greenstones and sediments. These sulfide zones trend east-west and dip moderately to the north, not unlike the attitude of the Knobhill rocks.

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Mineralization (cont'd)

A third mineralized zone, designated as the Glover Creek Zone, and as indicated from previous drill results, is located at depth on Line 98+50E, 101+35N. This Zone is also hosted within hornfelsed sediments and altered greenstones in close proximity to the Coryell syenite intrusive. Gill (1988) has calculated this Zone with an approximate attitude of 098/57N and oriented at 092/51N.

Gill (1985), reports that the three zones are separated by pronounced structural breaks and are offset from one another in an en echelon fashion. However, no evidence exists in the field to explain these breaks although the dominant northeast-southwest trend of the dyke swarm may in fact represent underlying structures. These fault zones can be traced along linear trends of magnetic lows. The Tertiary dykes are also reported to parallel these magnetic lows.

The 1988 Noranda drill hole intersections have indicated mineral values in association with both massive sulfides and skarns. In DDH-HK-88-1 a 1.2 metre section of massive sulfide contains 0.794 opt Au whereas in DDH-HK-88-5 a 10.3 metre section of andesite skarn contains 0.09 opt Au. Gill (1988) concludes that although assays taken from drill core indicate that some fairly respectable gold grades exist in these zones, it is also apparent that the mineralization has limited depth extent as seen in DDH-HK-88-2, 4 and 7.

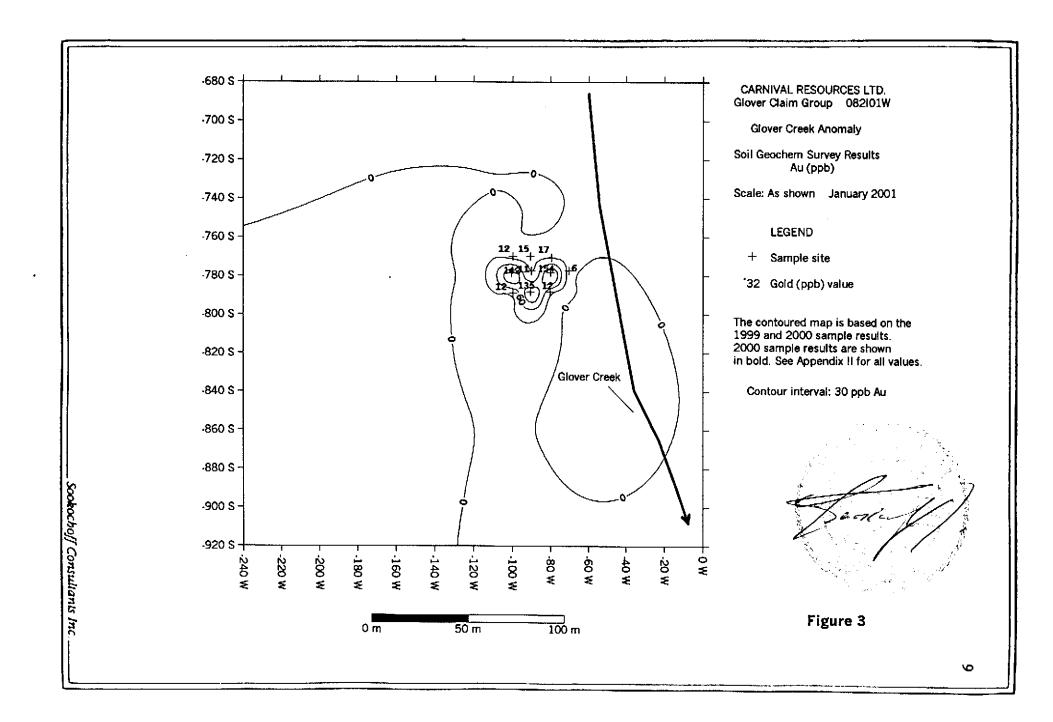
2000 Exploration Program

Geochemical Survey

The soil geochemical survey was a fill-in survey of the 1999 delineated Glover Creek anomaly. The grid utilized for the survey was on the same grid that was established for the 1999 soil survey. Soil samples were taken between selected 1999 survey stations at 20 metre intervals. Samples were selected from the B-horizon of the brown to brownish-gray sandy-silted forest soil at a depth of commonly 30 centimeters. The soil was placed in a brown wet-strength paper bag with the grid coordinates marked thereon and a flagged grid station was placed at the sample site. A total of nine samples were taken.

The samples were analyzed by Acme Laboratories of Vancouver, B.C. The analysis procedure is first to thoroughly dry the sample and then a .50 gram sample is leached with 3 ml. of 2:1:2 HCL-HN03-H2O at 95° for one hour and is diluted to 10 mls. The sample is then analyzed by optima ICP-ES. Gold analysis is by acid leach and analyzed by ICP-MS. The sample results were reported by Acme as File # A002908 which is included as Appendix I.

The anomalous soil gold values ranged from a background value of less than 10ppb, to an anomalous high of 134.7 ppb. A statistical analysis of the results was not completed due to the low number of samples. The 2000 gold values which were integrated with the 1999 samples, plotted and contoured at 30 ppb gold intervals utilizing the Surfer computer program, are shown as Figure 3. All the 1999 and the 2000 gold assays are also shown in Appendix II.



Conclusions

The 2000 fill-in soil geochem program was successful in that the 1999 geochem anomaly was delineated. The dimensions of the core anomaly, and the indicated mineral zone, is 30m by 40m. Skarned volcanic mineral float occurs in the immediate area, which substantiates the potential for an underlying gold bearing mineral zone reflected by the Glover Creek anomalous zone.

Respectfully Submitted Sookochoff Consultants Inc.

Laurence Sookochoff, P.Eng.

January 20, 2001 Vancouver B.C.

Glover 13 Claim Statement of Costs

L. Sookochoff, P.Eng.	
2 man days @ \$550.00	\$ 1,100.00
Car rental:	
2 days @ \$40.00 plus gas & km	152.60
Room & board:	
2 man days @ \$100.00	200.00
Assays	121.88
Results, maps & compilation	250.00
Report, xerox, & printing	<u>750.00</u>
	\$ 2,574.48

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- MINDEP FILES Computer retrieval mineral inventory files on B.C. including entry 82E/SW 020-028. (Phoenix). B.C. Ministry of Energy, Mines and Petroleum Resources.
- MINISTER OF MINES ANNUAL REPORTS: 1898 p. 1118; 1906 p. 254; 1928 p. 251; 1939 p. D5.
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 - 1986 Assessment Diamond Drilling Program on the Hek Claim Group for Consolidated Boundary Explorations Ltd. and Grand Forks Mines Ltd. January 26, 1987. AR 16,066.
 - Geological Assessment Report on the Glover 13 claim, July 14, 1998. AR 25,563; AR 25,720.
 - Geological & Geophysical Assessment Report on the Glover 11 claim, April 30 1999. AR 25,901.
 - Geological & Geophysical Assessment Report on the Glover Claim Group, January 20, 2000.

Certificate

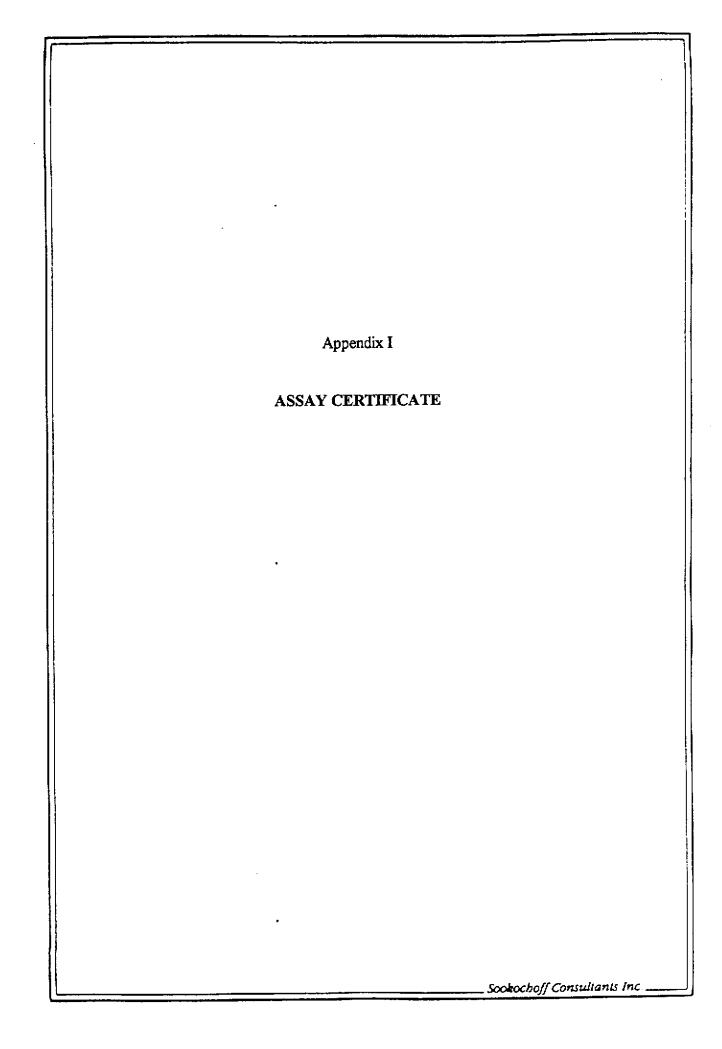
I, Laurence Sookochoff, of the City of Vancouver, in the Province of British Columbia, do hereby certify:

That I am a Consulting Geologist and principal of Sookochoff Consultants Inc. with offices at 4463 West First Avenue, Vancouver, BC V6R 4H9.

- I, Laurence Sookochoff, further certify that:
- 1) I am a graduate of the University of British Columbia (1966) and hold a B.Sc. degree in Geology.
- I have been practicing my profession for the past thirty-four years.
- 3) I am registered and in good standing with the Association of Professional Engineers and Geoscientists of British Columbia.
- 4) The information for this report is based on information as itemized in the Selected Reference section of this report and from work the writer has completed on the Glover (Hek) property since 1980.
- 5) I do not have any direct or indirect interest in the property described herein nor any interest in the securities of Carnival Resources Ltd.

Laurence Sookochoff, P. Eng.

Vancouver, BC January 20, 2001



ACME ANALYTICAL LABORATORIES LTD. (ISO 9002 Accredited Co.) 852 E. HASTINGS ST. VANCOUVER BC V6A 1R6

PHONE (604) 253-3158 FAX (604) 253-1716

GEOCHEMICAL ANALYSIS CERTIFICATE

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Sookochoff Consultants Inc. PROJECT HEK File # A002908
4463 West 1st Ave. Vancouver BC VGR 4H9 Submitted by: L. Sookochoff

	THE REAL PLANTS OF HE REAL HE K W HE SC TL S GE AU*	
	Mo Cu Pb Zn Ag Ni Co Mn Fe As U Au Th Sr Cd Sb Bi V Ca P La Cr Ag Ba 11 B At a k 2 ppm ppm ppm ppm ppm ppm ppm ppm ppm p	
	pon pon pon pon pon pon pon pon A plan Plan Plan Plan Plan Plan Plan Plan P	
100W 770S 100W 790S	2.5 23 16 208 .1 26 12 1124 2.50 8 2 <2 6 33 1.8 1.6 <.5 57 .29 .073 27 23 .37 134 .119 2 2.11 .015 .14 <1 <1 5.2 <1 .01 9 11.8 2.5 23 16 208 .1 26 12 1124 2.50 8 2 <2 6 33 1.8 1.6 <.5 57 .29 .073 27 23 .37 134 .119 2 2.11 .013 .08 <1 <1 4.2 <1 .02 7 33.5 3.2 35 15 215 .2 28 11 876 2.42 22 1 <2 5 29 1.7 1.7 <.5 53 .20 .127 21 20 .26 133 .086 2 1.71 .013 .08 <1 <1 4.2 <1 .02 7 33.5 3.2 35 15 215 .2 28 11 876 2.42 22 1 <2 5 29 1.7 1.7 <.5 53 .20 .127 21 20 .26 133 .086 2 1.71 .013 .08 <1 <1 4.2 <1 .02 7 33.5 3.2 35 15 215 .2 28 11 876 2.42 22 1 <2 5 29 1.7 1.7 <.5 53 .20 .127 21 20 .26 133 .086 2 1.71 .012 .18 <1 <1 <1 <1 <1 <1 <1 <1 <1 <1 <1 <1 <1	

100W 790S 90W 770S 90W 780S 90W 790S	.2 35 15 215 .2 28 11 876 2.42 22 1 <2 5 29 1.7 1.7 <.5 53 .20 .127 21 20 .28 133 147 .116 4 2.41 .012 .7 18 45 19 283 .4 45 19 1193 3.13 15 3 <2 7 45 1.7 <.5 .6 70 .42 .148 28 27 .43 147 .116 4 2.41 .012 .7 18 45 19 1193 3.13 15 3 <2 7 42 .9 .6 <.5 65 .36 .078 33 27 .35 122 .104 3 1.83 .011 .7 19 28 17 162 .2 24 9 769 2.47 15 2 <2 7 59 .9 .9 <.5 57 .46 .094 30 22 .31 177 .098 2 1.88 .011 .7 19 28 17 162 .2 24 9 769 2.47 15 2 <2 7 59 .9 .9 <.5 57 .46 .094 30 22 .31 177 .098 2 1.88 .011 .7 19 28 17 162 .2 24 9 769 2.47 15 2 <2 7 59 .9 .9 <.5 57 .46 .094 30 22 .31 177 .098 2 1.88 .011 .7 19 28 17 162 .2 24 9 769 2.47 15 2 <2 7 59 .9 .9 <.5 57 .46 .094 30 22 .31 177 .098 2 1.88 .011 .7 19 28 17 162 .2 24 9 769 2.47 15 2 <2 7 59 .9 .9 <.5 57 .46 .094 30 22 .31 177 .098 2 1.88 .011 .7 19 28 17 182 183 183 183 183 183 183 183 183 183 183	8 <1 <1 5.9 1 .03 11 14.6 5 <1 <1 5.6 <1 .01 8 11.3 20 <1 <1 5.0 <1 .02 7 134.7
80W 770S 80W 790S 70W 780S RE 70W 780S STANDARD DS2	1.4 41 18 212 .2 41 14 866 2.80 12 3 <2 6 35 1.2 1.2 <.5 61 .36 .141 23 21 .36 101 .110 2 2.25 .017 .5	11 <1 <1 3.2 <1 .01 6 6.2 11 <1 <1 3.4 <1 .01 6 5.2

GROUP 1DX - 0.50 GM SAMPLE LEACHED WITH 3 ML 2-2-2 HCL-HN03-H2O AT 95 DEG. C FOR ONE HOUR, DILUTED TO 10 ML, ANALYSED BY OPTIMA ICP-ES. UPPER LIMITS - AG, AU, HG, W = 100 PPM; MO, CO, CD, SB, BI, TH, U & B = 2,000 PPM; CU, PB, ZN, NI, MN, AS, V, LA, CR = 10,000 PPM. - SAMPLE TYPE: SOIL SS80 60C AU* BY ACID LEACHED, ANALYZE BY ICP-MS. (10 gm)

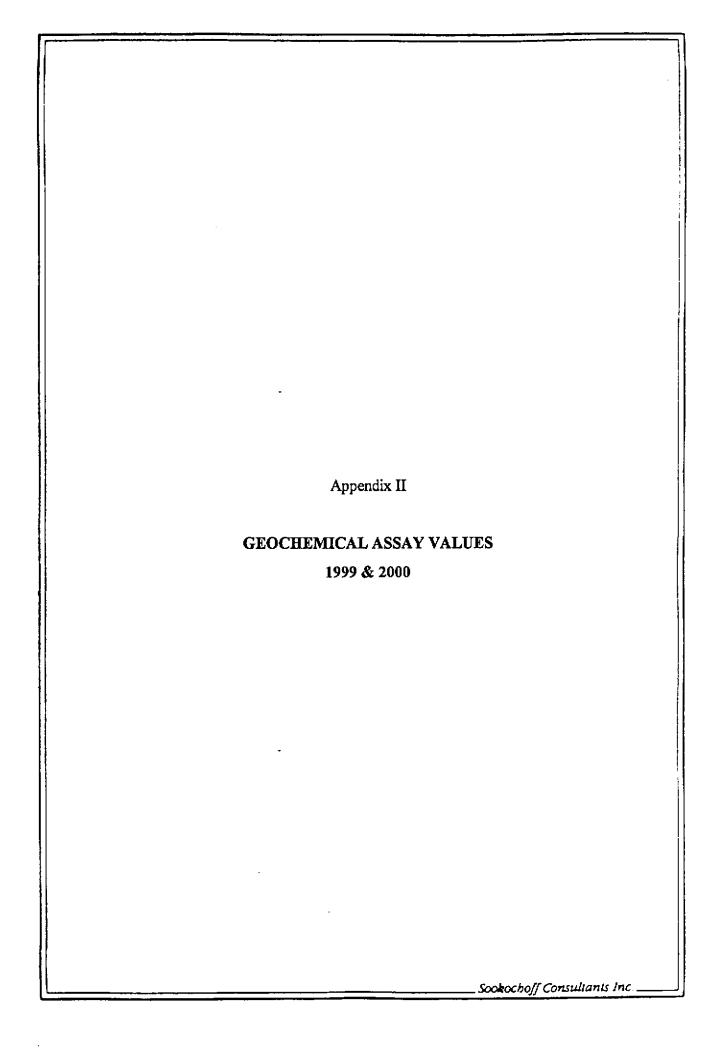
Samples beginning 'RE' are Reruns and 'RRE' are Reject Reruns.

DATE RECEIVED: AUG 10 2000 DATE REPORT MAILED: Higy 22/W

IGNED BY ... D. TOYE, C.LEONG, J. WANG; CERTIFIED B.C. ASSAYERS

Arme assumes the liabilities for actual cost of the analysis only.

Data_____FA___



West	South	Au ppb `	
-240	-680	6	
-220	-680	9	
-200	-680	8	
-180	-680	5	
-160	-6 80	5	
-140	-680	6	
-120	-680	3	
-100	-680	6	
-80	-680	7	
-60	-680	3	
-60	-700	5	
-60	-740	2	
-100	-750	2	
0	-750	27	
-60	-760	6	
-120	-760	4	
-80	-770	17	2000
-90	-770	15	2000
-100	-770	12	2000
·-70	-780	6	2000
-80	-780	154	
-90	-780	11	2000
-120	-780	6	
-100	-780	142	
-80	-790	12	2000
-90	-790	135	2000
-100	-790	12	2000
-80	-800	11	
-100	-840	2	
0	-840	2	
-100	-880	1	
-100	-920	1	