NTS 92 B/12 W
LAT.- 48° 31' 00 N
LONG.- 123° 55' 00 W

GEOLOGICAL AND GEOCHEMICAL REPORT on the VALENTINE CLAIM GROUP, VALENTINE MTN, SOOKE, B.C.

FOR:
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1.0 INTRODUCTION

This report was prepared at the request of Beaupre Explorations Ltd. and consists of a compilation of geological and geochemical fieldwork carried out between April 1, 2002 and December 15, 2002 within the Valentine claim group. Fieldwork included surveying, road improvements, hand trenching, prospecting, geological mapping, and geochemical analysis. The purpose of this report is to summarize geological data in order to evaluate economic mineral potential within the Valentine claim group.

2.0 LOCATION, ACCESS & PHYSIOGRAPHY

The property is located 49 km. WNW of Victoria, and 19 km. north of Sooke on southwest Vancouver Island (Fig.1 & 2). A network of logging roads access approximately 50% of the property. The roads are on private property that is owned by Western Forest Products (Timber-West). A small portion of the logging roads have steep grades which require four-wheel drive. The main logging road access has weekday travel restrictions during the period 07:00 to 17:00 hours, which requires vehicles to be authorized and radio equipped. The area gets occasional heavy rain in the autumn, fire closures in the summer and snow at higher elevations in the winter. Relatively mild coastal climate allows year round fieldwork to be carried out.

The property is part of the Insular Mountains which formed as a result of crustal thickening and subsequent mature dissection of a Tertiary erosion surface of relatively low relief, now expressed as fault controlled valleys and fault-line scarps forming monadnock-like plateaus (Grove, E.W.,1990). The terrain is mountainous and rugged between 370-800 meters elevation (the lower levels of the claim group). Plateaus are developed on the ridge tops at elevations >800 meters above sea level. Quaternary ice advances from the north and west have deposited a 1-5 meter depth of till throughout the region.

3.0 PROPERTY STATUS (Appendix A)

The Valentine property consists of 79 claims (262 units=6,550 Ha) registered to Beaupre Explorations Ltd. Refer to Appendix A for a complete mineral title search of all of the claims from the Ministry of Energy and Mines website dated Jan. 31, 2001. All of the 79 claims have been grouped and have a common anniversary date of February 14. A statement of work filed in February, 2003 has extended all 79 claims to have a common expiry year of 2004 (with the exception of Blaze 1, which has a 2005 expiry year).

4.0 AREA HISTORY

Placer gold was discovered in the 1860's in sand and gravel alluvium along the San Juan, Leech, Jordan, Sombrio and Loss Creek drainage basins. Leech River was hydraulic mined intermittently until 1941. Nuggets up to 1 ounce and a total production of 10,000-20,000 ounces were sluiced from gravel/bedrock contacts along riverside bars.

Base and precious metal lode deposits in Southern Vancouver Island consist of massive

sulphides, skarns, quartz veins and shears. Cu-Pb-Zn-Ag-Au massive sulphides occur near Mt. Sicker. Past producers in this area include Lenora, Tyee, Richard III, and Lara (which has published reserves of 529,000 tonnes grading 1.11% Cu, 1.22% Pb, 5.87% Zn, 4.73 g/t Au and 100.1 g/t Ag). Magnetite-chalcopyrite skarns in the Cowichan Lake area have produced in excess of 15 million pounds of copper and 75,000 ounces of silver. Shear zone copper deposits occur near the mouth of the Jordan R. where then Sunloch-Gabbro property is located. Past production includes several million pounds of copper as well as minor silver and gold. The adjacent prospect known as the Sunro shear is reported to contain probable reserves of 1,470,000 tonnes @ 1.43% Cu.

5.0 VALENTINE MOUNTAIN HISTORY AND GEOLOGY

Gold bearing quartz and/or sulphide zones have been the focus of attention on Valentine Mountain. A summary of previous work (which is mostly situated on Blaze 1,2 claims) is outlined as follows:

1. Gold bearing quartz is hosted in mixed schist/gneiss (i.e. metapelites/metasandstones). Amphibolite units are key stratigraphic horizons and outline major structures, and host gold bearing quartz in the area of the "Discovery Zone" (3 km. west of RB claims). A weakly altered, E-W trending, steeply dipping, laterally continuous, 50-200 m. thick amphibolite unit is in close proximity (about 5-50 m.) to the main series of gold-quartz veins. A total of 3 gold-quartz veins were defined by drill intercepts as follows:

"C" vein zone: Located parallel and 10-15 m. south of the "36" (aka "B" vein), the "C" vein consists of white to grey quartz, trace amounts of pyrrhotite, marcasite and native gold hosted in mixed gneiss and schist. DDH 82-6 intersected the "C" vein at 36.0-36.5 m. depth and returned 7.550 opt Au across 0.5 m. Several other holes drilled nearby (i.e. 82-3,7,7A,5,5A,6A) intersected the "C" vein with assay values up to 0.174 opt Au across 0.3 m.

"D" vein zone: Parallel and 50 m. north of the "C" vein is the "D" vein, which is localized along a fault zone along an amphibolite/gneiss contact. This vein was intersected by DDH 82-6A, 6, 5, & 21 with values up to 0.063 opt Au across 1.3 m., which was recorded in the drill hole furthest west, and appears that the vein improves westward along strike.

"A" vein zone: The depth continuity of the "A" vein was tested by DDH 82-15. At 150.4-151.3 m. (0.9 m. wide) and at 154.6-155.1 m. (0.5 m. wide), two veins were intersected that returned 0.042 and 0.098 opt Au respectively.

2) The "36" gold-quartz vein trench gave the following values:

DISTANCE	LOCATION	WIDTH	OPT Ag	OPT Au
2 m.	footwall	.46 m.	.07	.41
2 m.	vein	.17 m.	3.85	34.950
2 m.	hangingwall	.61 m.	.16	.852

10 m.	footwall	.36 m.	.56	.005
10 m.	vein	.03 m.	2.27	33.200
10 m.	hangingwall	.37 m.	.79	3.845
20 m.	footwall	.46 m.	.10	.142
20 m.	vein	.03 m.	.03	.003
20 m.	hangingwall	.50 m.	.02	.090
30 m.	footwall	.48 m.	.01	.010
30 m.	vein	.13 m.	.12	.328
30 m.	hangingwall	.37 m.	.10	.003

1. Only 1 out of 13 drill holes (DDH #82-6) gave results (7.550 opt Au over 1.6 ft. or 0.5 m.) which compared to the multi-ounce assays returned from the high grade section of the "36" vein trench.

1. The main reason for erratic results appears to be structural, i.e. free gold occurs in scattered pockets in the quartz veins, and in fractures and on shear planes in the adjacent wall rocks (Grove, 1984).

1. A bulk sample was shipped to Trail, B.C. (1983) giving the following results:

ANALYZED FOR:	SAMPLE # 1 (223 lbs.) FINES from 5 tons sluiced	SAMPLE # 2 (296 lbs.) GOLD-QUARTZ grab vein & wall rock
GOLD	4.82 OPT	18.44 OPT
SILVER	0.60 OPT	1.25 OPT
SILICA	66.9%	89.4%

2. Gold bearing quartz mineralogy includes crystalline arsenopyrite, marcasite, rare chalcopyrite, sphalerite, galena and ilmenite.
3. Alteration within the 50-200 m. thick amphibolite unit adjacent to the "Discovery Zone" consists of : extensive quartz, calcite and gypsum veining, spotty to vein-like K-spar zoning, tourmalinization, epidotization, biotitization of hornblende, and magnetite development (Grove, 1984).
4. Spatial relation of gold-quartz and extensive alteration suggest that the amphibolite unit is significant in the localization of gold ore.
5. Drill results reflect structure and give a "hit and miss" account of gold grades due to its scattered distribution as streaks, pockets and fracture infillings.

The 1985 Falconbridge mapping and trenching program identified the following geological features present in the "Discovery Zone":

1. The "36" and "A" vein gold-quartz systems trend at azimuth 068 degrees, dipping 70 degrees south.

2. There are numerous 090 trending, steep S dipping dextral strike-slip faults, offset by later dextral and sinstral strike slip micro-faults (several cm. displacement). Gold-quartz veins appear to have emplaced in between the macro and micro faulting events.
3. Gold grades of the main quartz vein and adjacent wall rock increase where there are zones of increased cross and/or diagonal faulting and fracturing
4. Calculation of weighted averages of vein and wall rock from the "A" trench returned a value of 0.094 opt Au over 1.38 m. along a strike length of 11.0 m.
5. Arithmetic averages of quartz vein from the "A" trench gave 0.959 opt Au and wall rock assays averaged 0.028 opt Au.
6. Biotite gneiss (metasandstone) is the dominant host lithology for gold-quartz veins in the "Discovery Zone". Carbonaceous andalusite-staurolite-garnet-biotite schist (metapelite) forms about 15% of the host lithology for the gold-quartz veins and occurs as narrow, .1-5.0 m. wide, E-W trending bands within the more massive biotite gneiss.
7. Samples identified as carrying visible gold returned assays of 0.001-0.013 opt Au. These samples included severe dilution from non-mineralized wall rock which would partially explain the low values. The other explanation is that the assay lab did not effectively metallic screen the entire sample to recover the observed native gold.

Bondar-Clegg treated a 42.1 kg. (92.8 lbs.) sample from the trench and obtained 8.74 grams Au and 0.46 grams Ag. The grade of this sample is 13.362 opt Au and 0.70 opt Ag.

In 1987-88, Valentine Gold established a bulk sample pilot mill and cored 43 diamond drill holes, with the following significant results:

"C" Vein zone:
Depth extension of the "C" vein (located 10-15 m. south of and parallel to the "36" vein), defined by a total of 10 drill intercepts are projected on longitudinal section by Gord Allen , outlined an ore reserve calculation of 33,795 tons of 0.429 opt Au (based on a 1.2 m. width) from the "C" vein. The "C" vein is located parallel to and 25-35 m. south of a 100 m. thick, steep south dipping altered amphibolite unit.

"D" vein zone: The "D" vein is located along the south contact of the altered amphibolite unit. This vein has an inferred strike length of 500 meters, but no ore reserves have been calculated due to grades which average less than 0.100 opt Au across 1.0 m. in the drill intercepts. The main feature of the "D" vein is a) amphibolite contact and b) fault-bound affinity. The "D" vein fault has led to poor recovery and consequent loss of fines as core drills cut this zone.

"E" vein zone:
The "E" vein was discovered by drilling towards a well defined Au soil anomaly 100 m. north of the "C" vein and 70 m. north of the "D" vein. The "E" vein is hosted by altered amphibolite, and is in close proximity to the gneiss/schist contact (10-40 m. to the north) and to a 2 m. wide, cross-cutting, (unit 5) quartz diorite dyke. DDH 87-14 recorded 0.226 opt Au across a 0.3 m. wide fault zone (@ 49.1-49.4 m.) and 0.033 opt Au across 1.0 m. (@ 78.0-79.0 m.), suggesting the presence of two parallel vein zones.

"A" vein zone:
The "A" vein was intercepted by DDH 87-3 returning 0.046 opt Au across 0.6 m. in a fault zone (@28.5-29.1 m.). The "A" vein is located 20 m. south of the altered amphibolite contact, thus there is some speculation that it is the continuation of the "D" vein because if we follow the zone west to 87-4,5 (0.136 opt Au over 1.0 m. and 0.031 opt Au across 0.9 m. respectively), these intercepts align with a fault zone adjacent to the altered amphibolite, characteristic of the "D" vein.

The results from drilling in the "Discovery Zone" resulted in an ore reserve calculation on the "C" vein zone:

CELL #	HOLE #	AREA m2	TONNAGE @1.2 m.	opt Au 1.2 m.wide	Ozs. Au
1	87-11	1054	3630	1.580	5735
2	88-16	996	3430	0.087	298
3	88-18	1550	5338	0.001	5
4	88-17	1454	5008	0.041	205
5	82-3	748	2576	0.019	49
6	82-6A	530	1825	0.149	272
7	82-6	530	1825	3.080	7393
8	87-22	980	3375	0.033	111
9	88-14	1185	4081	0.031	127
10	88-15	619	2132	0.145	309
			Total tonnage= 33,795	Total ounces Au= 14,504	
			Calculated grade= 0.429 opt Au	(see Appendix C)	

In 1988, Vancouver Petrographics Ltd. (Dr.John Payne, Dr Jeff Harris, & Wendy Sisson) prepared detailed reports on core and trench samples taken from gold bearing quartz/sulphide zones located 2.5 km. ESE of Valentine Mountain. A summary of their work is listed below:

1. The main rock types which host ore in the vicinity of the "Discovery Zone" trenches are a) metasandstone, b) metasiltstone, c) metamudstone. Less abundant host rocks include garnet-bearing schist and a mafic volcanic rock altered to chlorite-carbonate-epidote-actinolite. Several 1-3 m. wide granodiorite/quartz diorite dykes/sills cut the above sequence.
2. Regional deformation resulted in a series of SE trending folds with steeply dipping axial planes and moderately ESE plunging fold axes. Strongly folded, finely banded argillaceous schist is crosscut at a high angle by quartz veins up to 10 cm. across. These veins are folded moderately to tightly about axes which may be coaxial to those which had already deformed the schist host rock. This suggests that two pulses of deformation occurred in the same stress field, and were separated by a tensional event during which quartz veins were introduced.
3. Rocks from the "Braiteach Zone" are less deformed, and contain less interbedded argillaceous siltstone/mudstone than the "Discovery Zone".
4. Early quartz veins are distended and smeared out, being locally obliterated in part. Less deformed quartz veins may represent later veins which represent tensional dilation that crosscuts the regional trend of foliation at a small angle.

5. The "Discovery Zone" gold bearing veins contain quartz which has deformed and partly recrystallized to much finer aggregates, with inclusions of quartz with abundant fine grained pyrite and/or pyrrhotite along grain boundaries. Native gold occurs in later, discontinuous veinlets and replacement patches, whose emplacement is moderately controlled by grain borders of deformed quartz. Locally, native gold (and pyrrhotite) occurs in tiny inclusions in coarse grained arsenopyrite.
6. Paragenetic assemblages suggest that during metamorphism, native gold and arsenopyrite were concentrated into shears zones (preferentially in fold closures), and in part into quartz veins formed during early stages of deformation. The presence of K-spar envelopes and euhedral tourmaline suggests a component of hydrothermal contribution to Au-As bearing mineralization. At a later stage, further quartz veins formed, and gold migrated into some of these, possibly near the end of the deformational event.

Noranda Exploration Ltd. (1989), performed work on the area of the West Leech claims as part of a geological, geochemical , geophysical and diamond drilling program that covered an area 3-5 km. east and west of Valentine Mountain. A summary of Noranda's work is given as follows:

1. Unit 2 gneiss (metasandstone) is divided into 2 sub-units: 2a) meta-greywacke has a better developed schistosity and higher % of lithic fragments than 2b and is generally darker coloured, 2b) massive metasandstone light to dark grey colour with minor schistosity with 5% disseminated biotite. Unit 2b is very hard to break because it has been partially recrystallized.
2. Unit 1 schist (metapelite) is divided into 5 sub-units: 1a) phyllite, extremely fine grained and fissile, with abundant sericite and minor biotite on cleavage surfaces as a result of retrograde metamorphism related to movement along proximal faults. 1b) biotite schist, medium grey to black colour, quartz and biotite form light and dark bands 1-3 mm wide, garnet and/or andalusite/staurolite porphyroblasts are often observed within the biotite schist. 1c) Biotite-garnet schist, similar to 2b with the addition of 1-10 cm. reddish brown, euhedral garnet crystals. 1d) Biotite-garnet-staurolite schist, similar to 1c with the addition of euhedral staurolite commonly cruxiform. 1e) Biotite-garnet-staurolite-andalusite schist, similar to 1d with addition of 1-8 cm., pink andalusite porphyroblasts.
3. Cataclastic textures observed in unit 1 schist consist of angular quartz fragments that have been deformed and flattened in the direction paralleling schistosity as a result of mechanical forces caused by proximal faults and/or overthrusts.
4. Unit 5 Eocene intrusives consist of quartz diorite which occurs as a 2.8 km. long X 0.1-0.6 km. wide sill feature that widens out in Walker Creek. This quartz diorite has numerous 1-3 m. wide aplite sills with localized 1-3 mm wide orange-red colour, euhedral garnets.
5. Unit 6 pegmatite is leucocratic with calcic feldspar, sericite, quartz and localized tourmaline crystals up to 10 cm. in length. Pegmatite dykes and sills range from 0.1-1.5 m. width and occur in the Walker Creek area.
6. 1-5 cm. wide parasitic "S" and "Z" folds were observed in schist layers and quartz veinlets, which serve as a guide to direction of fold hinges and indicate a major E-W trending, gentle east plunging anticline along the axis of Valentine Mountain Ridge.
7. Quartz veins occur throughout all rock units mapped and vary from 0.05 to 2.0 m. width.

They are generally milky white "bull" quartz with occasional subhedral crystals. Limonite is frequently observed, minor fine grained pyrite and lesser pyrrhotite occurs as fracture coatings in quartz. Arsenopyrite crystals were observed in quartz veins and wall rock. There appears to be an association of arsenopyrite and gold bearing quartz veins.

8. Gold bearing zones within the amphibolite are associated with pyrrhotite aggregates (forming 3% of total volume), however not all pyrrhotite zones contain gold mineralization.
9. Quartz veins hosted in schist (metapelite) generally parallel well developed schistosity. In gneiss (metasandstone), quartz veins 0.05-0.1 m. wide cut sandstone beds at angles of 30-45 degrees, and bedding is at low angles to foliation.
10. Variation in quartz veining between various lithologic units reflects the units themselves, i.e. quartz vein material is of metamorphic origin with relatively minor influence of hydrothermal activity. Phyllites contain the least quartz and metasiltsones contain the most quartz, with amphibolite and metasandstone containing relatively medium amounts of quartz.
11. Gold bearing quartz veins are predominantly hosted by metasandstone. The "B" quartz veins are translucent to transparent and commonly light orange in colour and the "C" vein is generally grey black in colour. Gold mineralization occurs within the vein material as well as the adjacent wall rock.
12. Magnetometer data shows a strong, narrow, 120 trending dipolar (high and low) feature east of L 18100 E. In the area of the "Discovery Zone" this feature appears as a broad mag high over the amphibolite unit (probably caused by increased magnetite and/or pyrrhotite) and an adjacent mag low to the north which may reflect massive metasandstone. West of L 17600 E, a similar, narrow magnetic response has a more subtle character. The pronounced background and source shift hints at a possible fold axis occurring on L 17600 E at stn. 20750 N (also observed by IP data).
13. IP data from the west "Discovery Zone" indicates a chargeability/resistivity high and coincident Au soil geochem anomaly between L 20600 E/20087 N and L 19600 E/ 20137 N. Core drilling this target between L 19800 E and L 19900 E proved to be successful in identifying two gold bearing zones localized along the contact of mixed metapelite/metasandstone and altered amphibolite. DDH 89-24 intersected 2.301 opt Au across 0.3 m. @ 59.1-59.5 m.
14. IP data from "BN" and "Braiteach" zones identified a similar IP chargeability/resistivity high and coincident Au soil geochem anomaly between L 17150 E to L 18000 E located parallel and 50-125 m. north of the baseline.
15. "Braiteach Zone" DDH 89-20 and 89-21 were collared on the west projection of Au intercept 0.136 opt Au across 3.0 m. in DDH 88-12. DDH 89-20 cut 17.8 m. overburden, the following 99.1 m. cored through amphibolite with 5-7% quartz as stringers and veinlets with no significant Au values. Increased quartz, with 3-4% pyrite, pyrrhotite and chalcopyrite occur at 62.8-63.8 m. Fault breccia and gouge with 2-3% pyrite and pyrrhotite was cut at 76.5-77.8 m. An increase in biotite rich layers occurs at 77.8-84.4 m. with up to 4% disseminated pyrite, pyrrhotite and chalcopyrite. DDH 89-21 had 25 m. of overburden, followed by 86.1 m. of amphibolite. An increase in biotite rich layers with 4% disseminated pyrite, pyrrhotite and chalcopyrite occurs at 75.1-82.6 m. Fault gouge and shearing with 2-3% pyrite occurs at 93.5-94.7 m. and 103.3-109.0 m.
16. "Discovery West" DDH 89-22,23,24 were drilled to intersect an IP target of high chargeability and resistivity which coincides with anomalous Au geochem and is interpreted

as being the west extension of the "C" and "D" vein systems. DDH 89-22 cut 3 quartz veins, the largest being 20 cm., with mineralization consisting of 10% pyrite and 1% pyrrhotite. The "D" vein system located 4 m. above the metasandstone/amphibolite contact returned 740 ppb Au over 1.5 m. Within the amphibolite at 148.3-149.3 m. there is a 1.0 m. interval with visible gold that returned 0.027 opt Au. DDH 89-23 cut two quartz veins, the largest being 0.35 m. wide with 1-2% pyrite and 1% pyrrhotite which are interpreted as the "C" vein system was intersected at 56.9-58.4 m. returning 0.040 opt Au across 1.5 m. width and the "D" vein at 106.5-108.0 m. assaying 0.028 opt Au across 1.5 m. DDH 89-24 cut 4 quartz veins, the largest being 0.41 m. wide, with 1-2% pyrite and less than 1% pyrrhotite. DDH 89-24 intersected 2.301 opt Au across 0.4 m. @ 59.1-59.5 m. depth. This intersection is situated 2.2 m. above the metasandstone/amphibolite contact and is interpreted as the "D" vein system. At 69.0-70.0 m. depth, DDH 89-24 cut a biotite rich layer with 0.5% euhedral garnet porphyryblasts, 1-2% pyrite and 1% pyrrhotite which returned assay values of 0.087 opt Au across 1.0 m. At a depth of 129 m., DDH 89-24 intersected a 5 m. wide band of 2-3% pyrrhotite blebs (with assay values up to 0.013 opt Au across 0.4 m.), and the projected IP chargeability high correlates with this mineral zone.

17. Detailed mapping of the "BN Zone" shows the gold-bearing quartz vein systems are predominantly hosted by gneiss (metasandstone, unit 2), typically with 10-20% biotite and exhibiting "woodgrain texture". There is some interbedded biotite-garnet-staurolite schist (unit 1) at L 17600 E/20935 N where there are 5-25 m. wide quartz vein swarms along the contacts of unit 1 & 2. At the southern edge of the Au soil anomaly is a massive, chlorite altered amphibolite (unit 3).

1. A total of 41 rock chip samples were taken with the following highlights:

SAMPLE #	Au ppb	As ppm	WIDTH m.
59655	5950	2219	0.03
58559	5530	3	0.05
59662	3960	1730	0.02
59660	3850	573	0.02

19) "Braiteach Zone" trench sampling is summarized as follows: a) Zone #1outcrops in a road cut on J-6 logging road where specks of visible gold were found in limonitic, vuggy quartz hosted in a hydrothermal alteration zone within metasandstone. Out of 5 channel, 3 panel and 1 grab sample, the highest geochemical value returned was 390 ppb Au and 538 ppm As. b) Zone #2 is located 55 m. north of the baseline on L 16800 E where a 0.08 m. wide E-W trending quartz vein was channel sampled in 11 locations along the outcrop, returning a high value of 740 ppb Au, and 875 ppm As. c) Zone #3 is 80 m. WNW of zone #2 and consists of a main E-W trending, steep north dipping quartz vein with 10-20% quartz stringers 1 m. from the vein, which decrease with distance from the main vein. Results produced a high value of 150 ppb Au and 1063 ppm As. d) 8 chip samples from Zones #4-6 returned values up to 159 ppb Au and 25 ppm As.

1. Rock chip sampling on the Peg and Bo Claim Groups (Walker Creek area), returned 0.67% Cu across 0.2 m. and 0.28% Cu across 0.1 m.

2. Recommendations for further work include exploration and development of low tonnage, high grade ores shoots along the 7 km. strike length which is known to host gold-bearing quartz vein systems.

1994- Fairbank Engineering Ltd performs detailed mapping of the 'C' vein trench at a scale of 1:250 (Appendix B). A total of 13 samples were taken ranging in width from 9-110 cm. Sample No. 6 returned a value of 30.20 g/t Au across a width of 7 cm.

1998- A geological and exploration evaluation of the Valentine Mountain Gold Property was carried out by Burgoyne Geological Inc.(Burgoyne, 98). The report concluded that the highest priority exploration targets include the areas 50-300 m east of and 200-600 m west of the mill site (Figure 3). The high priority areas include Discovery ("B" and "C" Veins) depth extension, Discovery West (Noranda DDH 89-24), and Log Dam (mag and Au in soil anomaly located approximately 300 m west of mill site). A separate geological evaluation of the Valentine Mountain Gold Project was carried out by W.R. Epp, P.Geo., who developed a new exploration model of subduction related mineralization in the Leech River Formation. Based on multi-depositional, subduction zone mineral deposit models, there is potential to discover porphyry copper-gold and related dyke-sill hosted gold, stockwork and breccia zones at depth. The geological model for a deep buried high tonnage, hydrothermal mineral zone is supported by the presence of auriferous quartz veins (e.g. 'C', 'B' and 'D' veins) which are believed to originate from underlying intrusives.

2000, 2001- Beaupre Explorations Ltd carried out a program of diamond drilling on the Discovery Zone ('B' and 'C' Vein structures). A total of 182.73 meters of BQ core drilling (DDH 00-01 to DDH 00-08) was performed from 6 different pads between the 'B' and 'C' Veins. Core drilling was set up to intersect the known 'C' vein structure (which strikes 092 and dips 60-75 degrees south) at an oblique angle and to cut quartz veining that may be perpendicular to the known structure. The results of significant precious metal intercepts are listed as follows:

DDH	From	To	Width	Au OPT
00-03	34.0 ft 10.37 m	34.8 ft 10.61 m	0.8 ft 0.24 m	0.094
00-03	74.8 ft 22.81 m	79.8 ft 24.33 m	5.0 ft 1.52 m	0.116
00-06	13.2 ft 4.03 m	14.5 ft 4.42 m	1.3 ft 0.39 m	0.019

The presence of minor amounts of arsenopyrite as medium to coarse grained aggregates, are coincident with an increase in gold (Kikauka, 2001).

A total of 4 shipments with a combined weight of 2.1 tonnes were processed through the Micronex dry mill (Appendix C). Sample material was collected from the 'Discovery- C Vein' trench and shipped to Delta, B.C. for assay balance and bench tests performed by Mineral

Associates (R. Salter, Ph.D., P.Eng. and de Monte, Ph. D.) at Vancouver Blower, River Road, Delta, on behalf of First American Scientific Corp who have patented the KDS Micronex 'sonic wave' mineral processing machine. This high speed, chain driven 'sonic wave' mill also has applications in agricultural, forestry, and bio-solids.

A total of 2.1 tonnes of quartz-sulphide vein material was crushed in a portable jaw crusher to less than 2.0 cm rock chips and processed in a rotor chamber where the high frequency, mechanically induced sonic wave reduced quartz-sulphide chips (which are fed into the machine on a conveyor belt) into 2-5 micron sized grains. These micro-grains are fractured and the light fraction is expelled by a classifier, with heavies falling into a clam-shaped trap at the bottom of the rotor. The 2,100 Kg of quartz vein sample was delivered in 50-60 gunny sacks and loaded into the Micronex mill by conveyor. Tests were carried out on six separate sections of the sample. Each of the six tests were weighed and gold assay of concentrate and tailings were recorded.

Test # 1

	Weight (grams)	Gold Assay (grams/ tonne)
Concentrate	355	25.58
Tailing	6214	0.38

Gold Recovery = 82.0 %

Test # 2

	Weight (grams)	Gold Assay (grams/ tonne)
Concentrate	1305	2.52
Tailing	6214	3.24

Gold Recovery = 17.1 %

Test # 3

	Weight (grams)	Gold Assay (grams/ tonne)
Concentrate	539	67.07
Tailing	5732	0.67

Gold Recovery = 90.5 %

Test # 4

	Weight (grams)	Gold Assay (grams/ tonne)
Concentrate	1078	16.40
Tailing	8683	1.32

Gold Recovery = 62.1 %

Test # 5

	Weight (grams)	Gold Assay (grams/ tonne)
Concentrate	794	15.06
Tailing	8342	1.33

Gold Recovery = 52.2 %

Test # 6

	Weight (grams)	Gold Assay (grams/ tonne)
Concentrate	1419	2.07
Tailing	8512	1.36

Gold Recovery = 20.0 %

Gold recovery was excellent in Test 1 and 3 where tailings contained less than 1 gram/tonne gold, including one as low as 0.38. Test 4 and 5 gave encouraging results. Test 2 and 6 results were unsatisfactory. Test 6 was a high temperature test (sample was heated to 350 degrees F), and can be discarded. Test 2 gave no apparent reason for being unsatisfactory although it did yield the highest weight recovery. Preliminary batch test-work on 6 samples yielded recoveries ranging from 17.1 % to 90.5 %. Further test samples should be larger in mass. A study of the tailings is necessary to optimize recoveries.

Results from preliminary testing were encouraging and further on site processing using the KDS Micronex mineral processing machine is
planned.

The "Discovery West Zone-D Vein", which is localized within a fault zone along a steeply dipping amphibolite/schist contact, is located 600 meters west of the "Discovery Zone". The 'Discovery West Zone' features DDH 89-24 which intersected the "D vein" at 59.15-59.52 meters depth and returned 2.301 opt Au across 0.37 m. A surface fault zone with quartz-pyrite-marcasite and native gold mineralization was localized along a schist/amphibolite contact with minor tourmaline and garnet alteration located 50 meters north of DDH 89-24. This gold bearing fault zone (see sample 599322 below) is interpreted as the 'D' vein which was intersected by DDH 89-24. The following table lists the results from 2001 field sampling of the "Discovery

West-D Vein Zone":

Sample #	Width	Description of rock chip sample taken from 'Discovery West Zone'	opt Au (g/t Au)
599321	0.3 m	15% quartz, 1% limonite, 1% pyrite in schist 200+52 N, 203+50 E	0.016 (0.55)
599322	0.5 m	Fault zone at schist/amphibolite contact, 20% quartz (vuggy), 2% limonite, 2% pyrite, trace visible gold in quartz 200+55 N, 203+50 E	2.919 (100.08)
599323	1.5 m	5% quartz as concordant 0.2-2.0 cm wide stringers, 1% limonite, 0.5% py., 3% calcite, 1% ankerite in unit 3 amphibolite, strike 100, dip -78 south20+115 N, 20+300 E	0.023 (0.79)

The "Log Dam Zone" is located 1,100 meters west of the "Discovery Zone" and extends west for 250 meters to Tripp Ck.. The Log Dam Zone features coincident geochemical (Au-As soil anomalies from Valentine Gold, 1986) and geophysical (IP and magnetometer anomalies from Noranda,1989) where a quartz vein was sampled in 1997 (at 201+75 N, 197+80 E), and returned a value of 2.762 opt Au across 0.4 meters (Applied Mine Technologies sampling, 1997). The following table lists the results from 2001 fieldwork outcrop sampling of the "Log Dam Zone":

Sample #	Width	Description	opt Au (g/t Au)
599250	0.4 m	30% quartz, 2% limonite, 2% pyrite in schist/amphibolite contact 201+70 N, 197+85 E	0.934 (32.02)
599319	0.3 m	20% quartz , 1% limonite, trace pyrite hosted in contorted amphibolite 201+60 N, 196+00 E	0.062 (2.13)

Sample 599319 was taken 50 meters east of Tripp Creek where geological mapping indicates a major structural break occurs. The schist- phyllite-amphibolite bedrock lithology dips steeply south on the east side of Tripp Creek and dips steeply north on the west side of Tripp Creek. This structural break also coincides with the presence of increased sulphides east of Tripp Creek as demonstrated by the IP chargeability increases shown by Noranda's 1989 ground survey, and a ground magnetic low (<55,180 nT) located west of Tripp Creek, suggesting increased alteration and mineralization in the vicinity of Tripp Creek. Geological mapping near Tripp Creek shows contorted foliation and fabric, with random oriented fold hinge plunges, suggesting a complex folding and deformation history.

6.0 GENERAL GEOLOGY

L.H. Fairchild (1979), completed a structural and metamorphic analysis of the Leech River Group in partial fulfillment of the requirements for a Masters degree at the University of

Washington. Most of his work focused on the Valentine Mountain area. A point form summary of his study is listed below:

1. Leech River Group consist of greenschist to amphibolite facies gneiss and schist metamorphic rocks Their protolith rock types listed in order of abundance are: a-pelite (shale), b-sandstone, c-volcanic, d-chert, e-conglomerate.
2. Two Eocene deformational events, separated by a static period of unknown duration, consisted of fragmentation, rotation and regional shortening resulted in axial-plane cleavage, linear structures and coaxial mesoscopic parasitic folds about east-plunging fold axes.
3. Amphibolite facies metamorphism resulted in biotite-garnet and staurolite-andalusite successively introduced by continuous reaction, which extended from the end of the first phase of deformation into the second phase.
4. Greenschist facies metamorphism results in muscovite-chlorite-quartz assemblages.
5. San Juan, Clapp Ck. And Leech R. faults are E-W trending, steeply dipping, relatively straight zones of regional sub-parallel fault traces. The Leech R. fault is interpreted to be a left-lateral strike-slip fault zone active during the Eocene-Oligocene-Miocene.
6. In the Jordan R. valley southwest of Valentine Mountain, 10-50 m. wide coarse-grained biotite orthogneiss to grandioritic sills and related pegmatite dykes are concordant with regional schistosity.
7. In both mesoscopic and macroscopic folds throughout the Leech R. Group, metasandstone and metavolcanic units behave competently and pelitic rocks, which typically filled-in between competent bodies, behaved in a more ductile fashion. This competency contrast indicates that buckling, rather than homogenous flattening or slip-folding, was the dominant mechanism of folding.
8. Isoclinal F1 structures are refolded by F2 resulting in cylindrical folds which are generally asymmetric-open in the north study area, and progressively symmetric-closed to the south.
9. Dominant foliation in the study area is steeply dipping, F2 axial planar.

Gay A. Wingert (1984), completed a B.Sc. thesis for U.B.C. entitled Structure and Metamorphism of the Valentine Mountain Area, SW Vancouver Island, B.C. Her study is summarized as follows:

1. The Leech R. Fm. underwent 2 stages of deformation and metamorphism which correlates with 2 stages of intrusion. Evidence for polymetamorphism is defined by distribution of staurolite and andalusite, indicating there was a primary metamorphic event which reached temperatures high enough to produce andalusite and a secondary metamorphic event of lower grade which only produced staurolite.
2. The second stage of metamorphism began prior to the second stage of deformation.
3. The final stages of igneous activity (presumed to have occurred in Late Eocene to Early Oligocene) coincide with dextral strike-slip movement along the Leech R. Fault. Retrograde alteration consists of staurolite & andalusite partially replaced by sericite-chlorite-quartz, garnets are crushed and altered to chlorite, and biotite and hornblende appears kinked and boudinaged. Late stage retrograde alteration is associated with late stage faulting and intrusive activity which produced dykes & sills, and gold-bearing quartz.
4. The axial trace of a regional E-W trending anticline fold axis is centered on Valentine

Mountain.
5. Walker Creek is an axis for an E-W trending anticline fold axis

The B.C. Geological Survey Branch and the G.S.C. prepared a paper titled Andalusite in British Columbia- New Exploration Targets (Dr. G. Simandl, et.al., 1994)). There was a chapter of this paper devoted to the Leech River Area with specific reference to potential economic deposits within the subject property (Appendix A). A point form summary of this paper is given below:

1. Typical grades of primary "hard rock" andalusite ores vary from 7 to 20%. Typical production capacities of individual mines vary from 25,000 to 65,000 tonnes per year.
2. The coarser the crystals, the easier it is to upgrade the ore. Garnet and staurolite typically coexist with andalusite and where grades and textures permit, they are recovered as byproducts.

3. Most of the area east of Valentine Mountain contains andalusite strongly retrograded to either mica and staurolite or mica and chlorite. The retrograde alteration appears to be strongest in the "Discovery Zone"
4. The degree of retrograde alteration diminishes west of Jordan River where an E-W trend is especially interesting and may host zones of economic andalusite-garnet-staurolite.
5. There is a 6 m. wide zone of schist with 5-10% andalusite, surrounded by a felsic intrusion.

The following legend lists rock types of the Leech River Group and younger intrusive rocks which underlie the Valentine Mountain claim group:

EOCENE AND YOUNGER? INTRUSIVE ROCKS

6 Pegmatite, Leucocratic dykes and sills

5 Quartz diorite, minor granodiorite, granite
5a Aplitic dykes and sills (leucocratic, fine grained)

TRIASSIC TO CRETACEOUS? LEECH R. GROUP METAMORPHIC ROCKS

4 Phyllite (finer grained and better cleaved than schist)

3 Amphibolite (metavolcanic)
3a Tuff
3b Flow
3c Pervasive chlorite alteration

2 Gneiss (metasandstone)
2a "Dirty"- greywacke
2b "Clean"- metaquartzite

1 Schist (metapelite)

1a Biotite schist
1b Biotite-garnet schist
1c Biotite-garnet-staurolite schist
1d Biotite-garnet-staurolite-andalusite schist

The Leech River Formation is affected by greenschist to amphibolite grade metamorphism. A well developed foliation and dominant east-west trending fabric is present throughout the entire 70 kilometer long by 15 km wide area of the thrust fault-bounded Leech River Formation. There is considerable left lateral displacement on the Leech River Fault. The dynamic emplacement of the Leech River Formation suggests that the south portion of Vancouver Island was formed during a major Eocene age accretion, and coinciding with extensive sea-floor spreading basalt and augite gabbro of the Sooke and Metchosin volcanic rocks.

7.0 2002 FIELDWORK
7.1 METHODS AND PROCEDURES

A total of 18 rock chip samples were extracted from quartz-sulphide enriched portions of exposed bedrock outcrops using hammer and moil, bagged and sent to Bondar-Clegg, N. Vancouver for metallic sieve Au assay (Appendix B). Geological mapping of the sampled outcrop area was carried out at scale of 1:500 covering the 'Discovery West-D Vein'and 'Discovery Zone- B & C Veins' located on the Blaze 2 claim (Figure 5 & 6).

Surveying on the 'B' and 'C' vein was carried by Gord Allen, P.Eng., in the area of previous surface disturbance. The areas surveyed include: 1) 'B' and 'C' Vein trenches (located 125 m east of the mill), 2) Mill site (located on the east portion of Blaze 2 claim), 3) Tailings pond (located 250 m south of the mill). Surveying was performed with tight chain, compass, clinometer and Garmin GPS. Plan view and cross section maps were produced from field data and drawn at a scale of 1:500 (Fig. 7-15).

Physical work consisted of road improvements to a 100 meter long section of access road located northwest of the 'B' and 'C' trenches. This work was done on private property (not on crown land), with the permission of the land owner. The work consisted of ditching and spreading gravel using a backhoe and dump truck, in order to improve the connecting road north of the mill to the main access road (Fig. 4).

7.2 PROPERTY GEOLOGY AND MINERALIZATION

The Valentine Property is underlain by the Leech River Group metasediments and metavolcanics. The following lithologies were recognized:

EOCENE AND OLDER (CATFACE INTRUSION)
6 Pegmatite, leucocratic with calcic feldspar.
5 Quartz diorite

TRIASSIC TO CRETACEOUS? LEECH R. GROUP METAMORPHIC ROCKS

3 Amphibolite (metavolcanic), 20-60% actinolite, 10-20% chlorite, 1-4% calcite as stretched vessicles

2 Biotite gneiss, (metasandstone, greywacke) weakly developed gneiss texture, locally feldspathic

1c Biotite-garnet-staurolite schist (metapelite), cruciform, euhedral porphyryblasts of staurolite, 1-4% almandine garnet

1b Biotite-garnet schist, 1-3% euhedral almandine garnet

The low grade metamorphism has produced abundant quartz veining which occurs as milky white to clear veins and micro-veins forming 1-20% of the volume of bedrock. The gold bearing veins are distinct from the metamorphic quartz. The gold bearing veins are weakly mineralized and contain quartz which has deformed and partly re-crystallized into much finer aggregates, with inclusions of quartz with abundant fine grained pyrite and/or pyrrhotite along grain boundaries. Native gold occurs in later, discontinuous veinlets and replacement patches, whose emplacement is moderately controlled by grain borders of deformed quartz. Locally, native gold occurs as tiny inclusions within coarse grained arsenopyrite. Paragenetic assemblages suggest that during metamorphism, native gold and arsenopyrite were concentrated into shears zones (preferentially in fold closures), and in part into quartz veins formed during early stages of deformation. The presence of K-spar envelopes and euhedral tourmaline suggests a component of hydrothermal contribution to Au-As bearing mineralization. At a later stage, further quartz veins formed, and gold migrated into some of these, possibly near the end of the deformational event. Greenschist metamorphic grade is indicated by muscovite-chlorite-quartz assemblages. Associated retrograde metamorphism accounts for vuggy and/or ribbon textured quartz which parallel and cross-cut the country rock schistose fabric. In detail, the texture of the ribbon veins are a combination of elongate and deformed quartz grains which are restricted to bands, fine grained recrystallized grains and sub-grains which mantle and cut older relict crystals (Dowling, 1988). Retrograde alteration consists of staurolite and andalusite partially replaced by sericite-chlorite-quartz. Retrograde alteration has also produced fine grained garnets that are crushed and altered to chlorite, biotite and hornblende. Late stage retrograde alteration is associated with Eocene faulting and intrusive activity (dykes-sills) with related gold-bearing quartz vein systems.

7.3 DISCOVERY ZONE 'B' & 'C' VEINS GPS MAPPING AND PROPOSAL FOR BULK SAMPLE TEST (by- G. ALLEN, P.Eng., APPENDIX C)

The gold bearing quartz veins of the 'B' & 'C' veins are hosted in schist (meta-sandstone/ siltstone). Gold bearing quartz and adjacent wall rock contains feldspar, biotite, muscovite, garnet, andalusite, staurolite, calcite, clays, tourmaline, pyrite, marcasite, and arsenopyrite. The "C" vein or "Discovery Zone" on Valentine Mountain contains an indicated mineral resource of 30,415.5 tonnes at an average grade of 0.429 troy ounces/short ton Au (Allen, 1989). The "C" vein is an east-west trending, steeply dipping (-65 to -80 degrees south) fault structure

which contains white to grey quartz, trace amounts of pyrrhotite, pyrite, arsenopyrite, marcasite and native gold hosted in mixed phyllite and schist. The native gold can be very coarse grained and is typically in vugs and fractures within and adjacent to quartz veins.

Beaupre Explorations Ltd completed a program of surveying and road improvement on the 'B' & 'C' Veins located on the southeast portion of the Blaze 2 claim (Fig. 4, & Fig. 8-14). GPS and chain & compass surveying on the 'B' and 'C' vein was carried by Gord Allen, P.Eng. The GPS survey raw data is summarized in Appendix C. The objective of the 1:500 scale surveying of the 'B' & 'C' Veins, millsite and tailings pond was to prepare the technical data needed to proceed with mining and milling approximately 1,400 tonnes from the 'B' Vein (Fig. 13), and approximately 2,365 tonnes from the 'C' Vein (Fig. 14). The proposal includes an open pit mining method to a depth of about 3 meters and a width of about 5 meters, with an approximate stripping ratio of 1.5: 1 (waste:ore). The waste would be used to backfill the open pit for reclamation (Fig. 9, 10, 11, 12). This proposal includes ore processing on site, using the Micronex KDS 'sonic wave' dry separation mill.

7.4 DISCOVERY WEST 'D' VEIN

In addition to detailed surveying of the 'B'& 'C' Veins, millsite, & tailings pond a program of geological mapping, sampling and reclamation was carried out on the Discovery West trenches located about 500 meters west of the millsite (Fig. 4). These trenches were excavated by hand in 2001 and previously sampled. "Discovery West Zone" is the west extension of the "D" vein zone and is located 600 m west of the 'Discovery Zone'. Parallel and 50 m. north of the "Discovery Zone-C Vein" is the "D Vein", which is localized within a fault zone along a steeply dipping amphibolite/schist contact. The 'D' Vein can is observed in the 'Discovery Zone' where the "D" vein was intersected by DDH 82-6A, 6, 5, & 21 with values up to 0.063 opt Au across 1.3 m. The "Discovery West Zone" is 600 meters west of the "Discovery Zone".

The gold assays obtained from the 'Discovery West D Vein' that were taken in 2001 were similar to the results from December, 2002 samples. Values of 100.8 g/t Au (across a width of 0.5 m., sample taken in 2001) and 11.4 g/t Au (across a width of 1.0 m., sample taken in 2002) were taken from the same trench located on the surface trace of the "Discovery West" drill section DDH- 89-24 on L 20+350 E stn 20+060 N (Fig. 6). This 1.0 m wide zone is the surface trace of the 'D' vein. Diamond drilling by Noranda in1989 defined the 'D' vein when DDH-89-24 cut **73.31 gm/tonne Au (2.738 oz/short ton Au)** at a depth of 59.15-59.52 m. The correlation of high grade gold values in drilling and trenching plot on section at the contact of Leech River Fm actinolite-chlorite-biotite-quartz-carbonate-garnet-epidote amphibolite (to the north), and biotite-garnet-staurolite-andalusite-quartz schist (to the south). This contact trends at a bearing of 090, and dips -65 to -75 degrees south. The gold bearing mineralization is characterized by sparse pyrite and marcasite hosted in a sheared wall-rock with late quartz veins and quartz micro-veins. The following table lists significant results from 2001 field sampling of the "Discovery West Zone" and "D" vein zone:

DISCOVERY WEST TRENCH SAMPLE DESCRIPTIONS, DECEMBER, 2002

Sample #	Width	Description	Au g/t
T-1 C	0.2 m	D Vein: 30% quartz as concordant 0.2-12.0 cm wide veins in shear zone, 1% limonite, 0.5% py. in unit 2 schist, strike 092, dip -80 south, trace native Au in quartz	**20.600**
T-1 D	0.6 m	12% quartz as concordant 0.2-3.0 cm wide vein, 2% limonite, 1% py. in unit 2 schist, strike 94, dip -80 south	**9.640**
T-1 E	0.2 m	Shear zone parallel to D Vein, 20% quartz as concordant 0.3-5.5 cm wide stringers, 2% limonite, 1% py. in unit 2 schist, strike 094, dip -79south	**7.360**
T-1 F	1.5 m	5% quartz as concordant 0.3-2.5 cm wide stringers, 2% limonite, 1% py. in unit 2 schist, strike 095, dip -77south	**1.775**

The sampling of Trench 1 outlined a **1.0 m wide zone** (sample T-1C,D,E) with a weighted average of **11.376 gm/tonne Au (0.332 oz/short ton Au).** Further trenching and diamond drilling along the amphibolite-schist contact (where the 'D' Vein occurs), is planned for the 'Discovery West' Zone. Reclamation work performed on the 'D' Vein 'Discovery West' trench sites included backfill, re-contouring and seeding the hand dug excavations (Appendix D).

7.5 PHYSICAL WORK (FIG. 4, APPENDIX D)

The physical work consisted of improving a 100 m section of the connecting road from the active logging road located north of the mill site (Fig. 4). Ditch improvements, as well as the addition of coarse gravel to the connecting road, was carried out by local contractors in July, 2002 (Appendix D).

8.0 DISCUSSION OF RESULTS

Drill results indicate a scattered distribution of gold bearing quartz, suggesting that the higher grade gold values occur as streaks, pockets and/or fracture infillings along deformation zones. The style of gold bearing quartz/sulphide mineralization which occurs on the Valentine Mountain Property is a typical low-sulphidation mesothermal ribbon quartz-fissure vein system emplaced by a somewhat untypical Eocene intrusive complex. What makes the Eocene (Catface) intrusive unusual is the fact that the Mesozoic volcanic and sedimentary rocks of the Leech River Formation were metamorphosed by locally dynamic tectonics into a low to medium temperature-low pressure complex which contains widespread tourmalinization with mesothermal quartz and sulphide (pyrite, pyrrhotite, arsenopyrite, marcasite) associated with intermediate composition intrusion-related, volatile-rich late stage fluids, which are localized within ore shoots (elongate, lenselike, and irregular lenselike shoots in rolls, drag folds, and other contorted fold hinges) occupy dilatant zones along brittle-ductile fault structures active during late deformation of the metamorphic belt. Metamorphism of the host rock has resulted in ribbon texture, re-crystallized quartz being the dominant ore texture. It is possible that the emplacement of hydrothermal fluids was constrained by complex macro and micro fault displacements which has resulted in erratic distribution of gold values, i.e. 'Nugget effect' gold distribution. This 'ore shoot' and nugget effect distribution of gold are the result of structural distortion related to

faulting, fracturing and folding producing various dilatant features, e.g. dragged, crenulated and severely contorted country rock.

Surface trenches and drill core from the 'C' vein in the Discovery Zone and the 'D' vein in the Discovery West Zone contain coarse native gold and have produced high assay values. It is likely that there are several other gold bearing quartz veins along strike, such as the one found near the Log Dam Zone located 1,300 m west of the Discovery Zone. The Log Dam Zone has the potential to produce high gold assay values, based on sample 599250 which returned 32.02 grams/tonne Au across 0.4 m. Gold bearing quartz veins are likely to change mineralogy as they are traced to depth. Geological modeling suggests quartz dominant gangue changes to a sulphide-rich gangue. The change in mineralization may be enhanced by constraining brittle-ductile lithological changes and/or fold hinges. Further exploration should involve deeper testing of geochemical and geophysical targets.

9.0 CONCLUSION & RECOMMENDATION

Based on the results of rock chip samples, there is potential to host a gold deposit(s) on the Valentine Mountain Property. Further trenching, geological mapping, diamond drilling and prospecting in the area 600 m west and 250 m east of the mill site is recommended to locate additional gold bearing quartz/sulphide mineralization. Particular attention should be focused on minor flexures and/or cross faulting along the main east-west trending, steep south dipping quartz vein zones. The quartz/sulphide 'corridor of mineralization' that occurs adjacent to the Discovery and Log Dam area would be the most likely environment for further accumulations of quartz/sulphide mineralization.

If significant gold bearing quartz veins could be identified, then a phase 2 follow up program of trenching and diamond drilling would be recommended. Approximate budgets for the completion of phase 1 and 2 would be in the order of $100,000 and $150,000 respectively.

Further testing of larger samples of quartz-sulphide material from the 'C' vein and 'D' vein is proposed using the Micronex dry mill. Larger sample size and detailed examination of tailings will facilitate greater accuracy and precision in order to optimize gold recovery.

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11.0 CERTIFICATE

I, Andris Kikauka, of 4901 East Sooke Rd., Sooke B.C., V0S 1N0
hereby certify that;

1. I am a graduate of Brock University, St. Catharines, Ont., with an Honours Bachelor of Science Degree in Geological Sciences, 1980.

2. I am a Fellow in good standing with the Geological Association of Canada.

3. I am registered in the Province of British Columbia as a Professional Geoscientist.

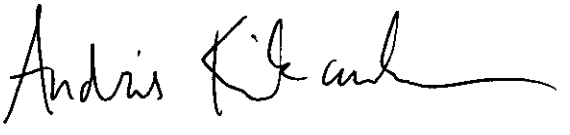
4. I have practiced my profession for twenty years in precious and base metal exploration in the Cordillera of Western Canada, U.S.A., South America, and for three years in uranium exploration in the Canadian Shield.

5. The information, opinions, and recommendations in this report are based on fieldwork carried out in my presence on the subject properties.

6. I have no direct or indirect interest in the subject claims or the securities of Beaupre Explorations Ltd.

7. I consent to the use of this report in a Prospectus or Statement of Material Facts for the purpose of public or private financing.

8. It is believed that the information contained within this report is reliable,
The author (A.A.Kikauka, P.Geo), does not guarantee accuracy.
The use of this report or any part thereof, shall be at the user's risk.



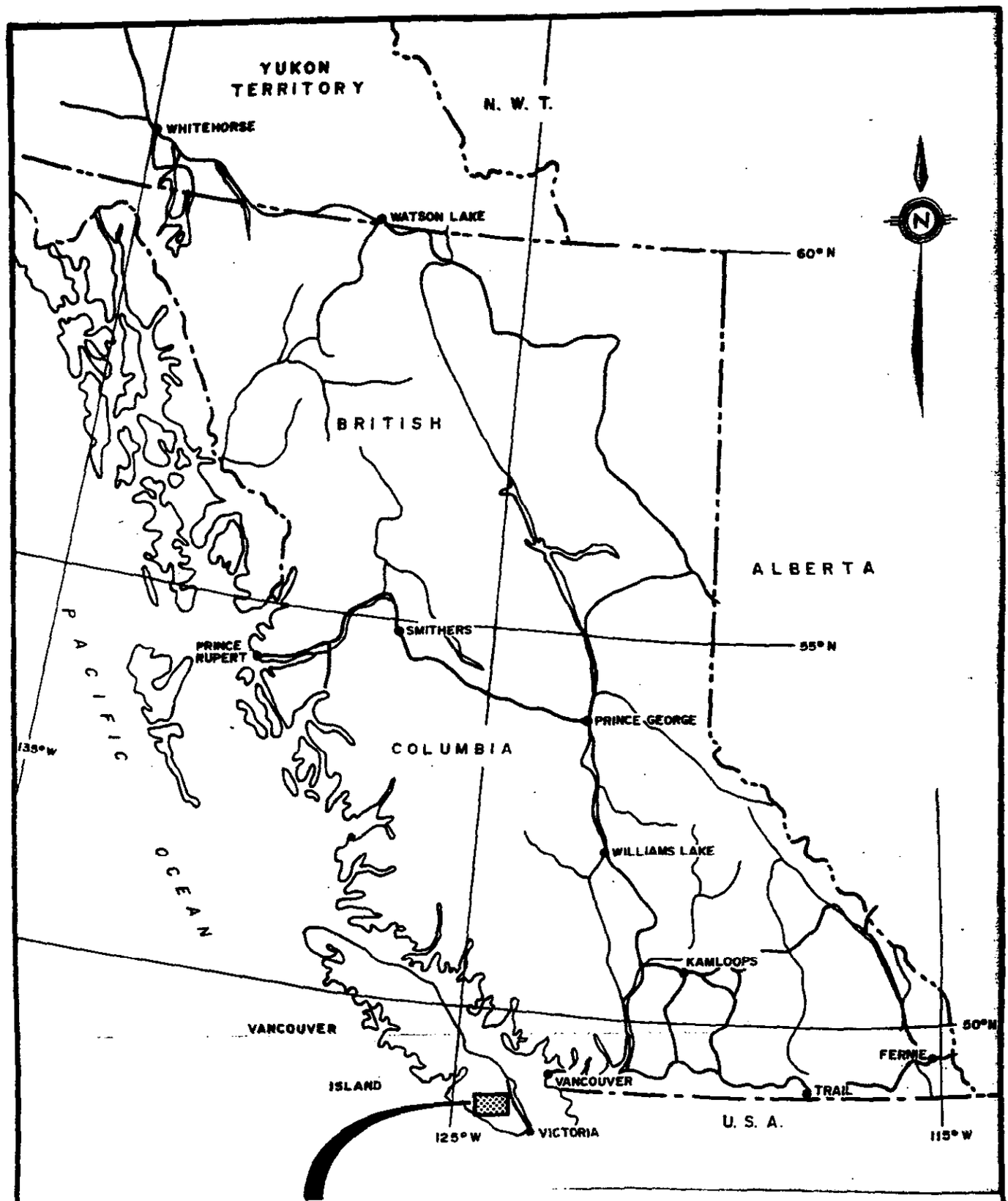
Andris Kikauka, P. Geo.,

March 16, 2003

12.0 ITEMIZED COST STATEMENT- VALENTINE CLAIM GROUP

APRIL 1, 2002 to, DECEMBER 15, 2002
Victoria Mining Division, NTS 92 B 12 W

Field Crew:		
Simon Salmon, Geotechnician 10 days	$	1,795.00
Andris Kikauka, Geologist, 7 days		1,380.28
Gord Allen, Geologist, 9 days		2,279.25
Robert Beaupre, Geotechnician, 44 days		9,550.00
Gerry Dyck, Geotechnician, 42 days		8,300.00
Scott Farquhar, Geotechnician, 5 days		6,164.11
Deer Trail Developments (contract)		10,000.00
Tripp Creek Pile Pole (contract)		3,589.85
Field Costs:		
Bondar-Clegg Assays (18 rock chip samples)		612.69
Process Research Assoc. Ltd. (test 0.1 tonnes)		900.00
Equipment and supplies		935.49
Transportation/Fuel		1,062.00
Report		750.00
Total=	$	47,318.67



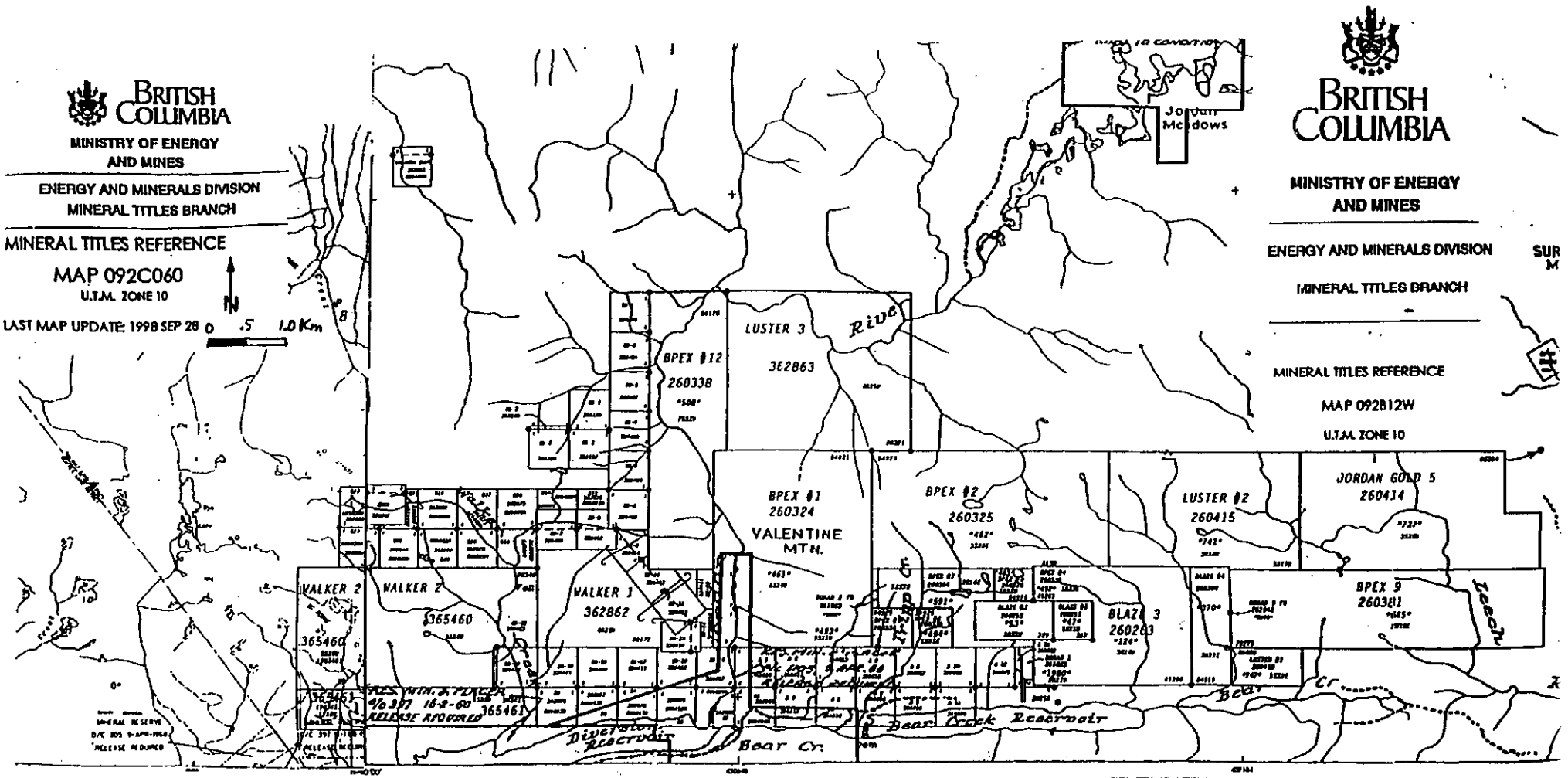
AREA OF PROPERTIES

PROFESSIONAL ENGINEER
PROVINCE OF BRITISH COLUMBIA
A. A. KIKAUKA
GEOSCIENTIST

BEAU PRE EXPLORATIONS LTD.

FIGURE 1 GENERAL LOCATION MAP

Victoria Mining Division, Scale 1 : 8.000.000

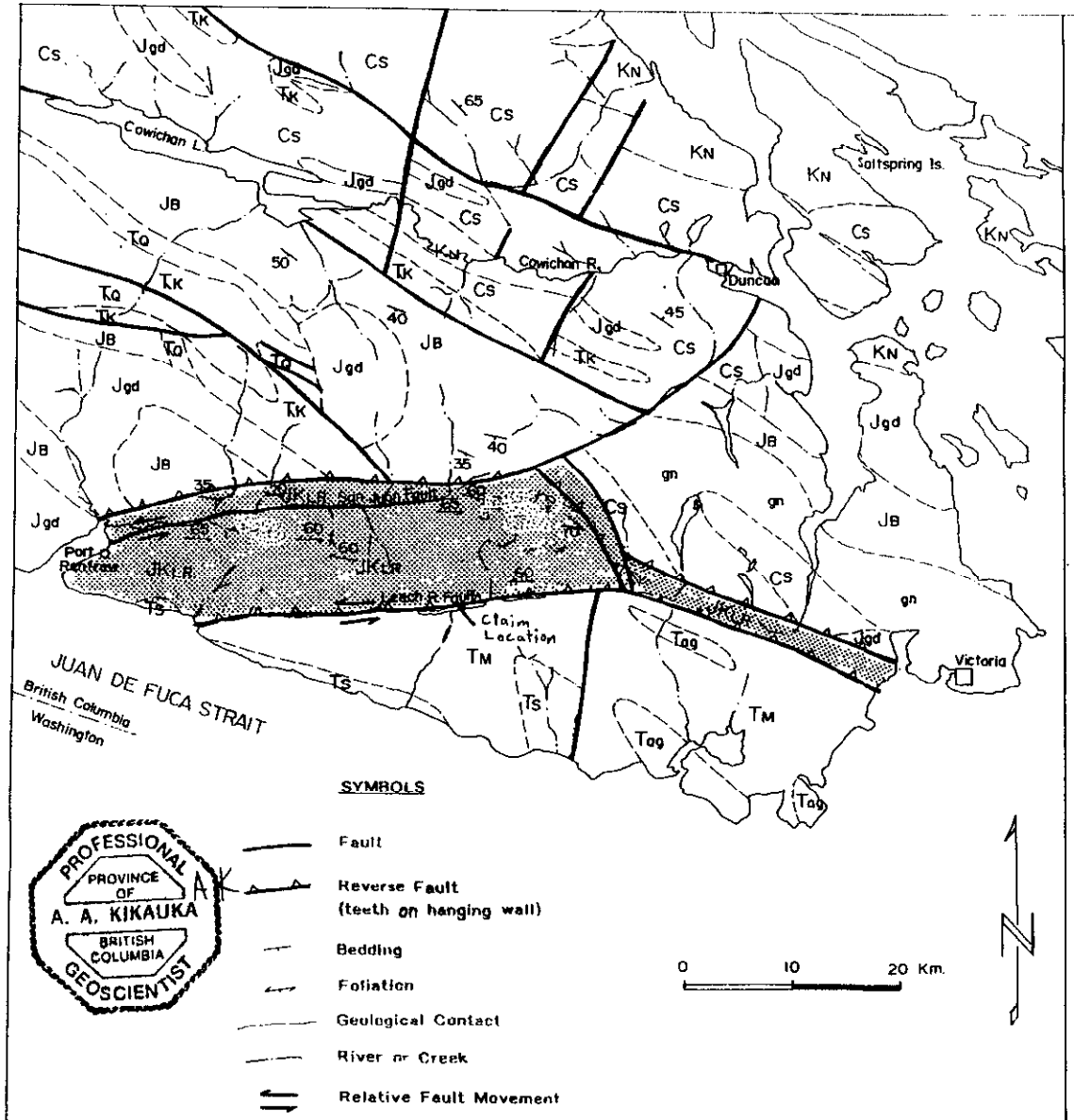


PROFESSIONAL ENGINEER
PROVINCE OF BRITISH COLUMBIA
A. A. KIKAUKA
GEOSCIENTIST

BEAU PRE EXPLORATIONS LTD.

FIGURE 2 CLAIM LOCATION MAP

Victoria Mining Division, Scale 1 :62,500



GENERAL GEOLOGY - SOUTHERN VANCOUVER ISLAND FIG. 3

LEGEND

TERTIARY (SEDIMENTS AND VOLCANICS)

- Ts — Sooke Group - sandstone, shale, conglomerate
- TM — Metchosin Group - pillow basalt, flows, tuff, tuff breccia

TERTIARY (INTRUSIVES)

- Tag — Sooke Group - augite gabbro

CRETACEOUS (SEDIMENTS)

- KN — Nanaimo Group - sandstone, shale, conglomerate

JURASSIC AND CRETACEOUS (SEDIMENTS AND VOLCANICS)

- JK(L,R) — Leech R. Group - phyllite, schist (metamorphosed pelitic, arenaceous, volcanic rocks, and chert) minor quartz-feldspar-biotite gneiss sills and quartz-feldspar muscovite dykes

JURASSIC (VOLCANICS)

- JB — Bonanza Group - andesite, dacite, rhyolite

JURASSIC (INTRUSIVES)

- Jgd — Granodiorite

TRIASSIC (SEDIMENTS AND VOLCANICS)

- Tq — Quatsino Group - limestone, siltstone, argillite
- Tk — Karmutsen Group - basalt, pillow lava

CARBONIFEROUS (VOLCANICS)

- CS — Sicker Group - meta-andesite, dacite

PALEOZOIC (INTRUSIVES)

- gn — Colquitz gneiss diorite

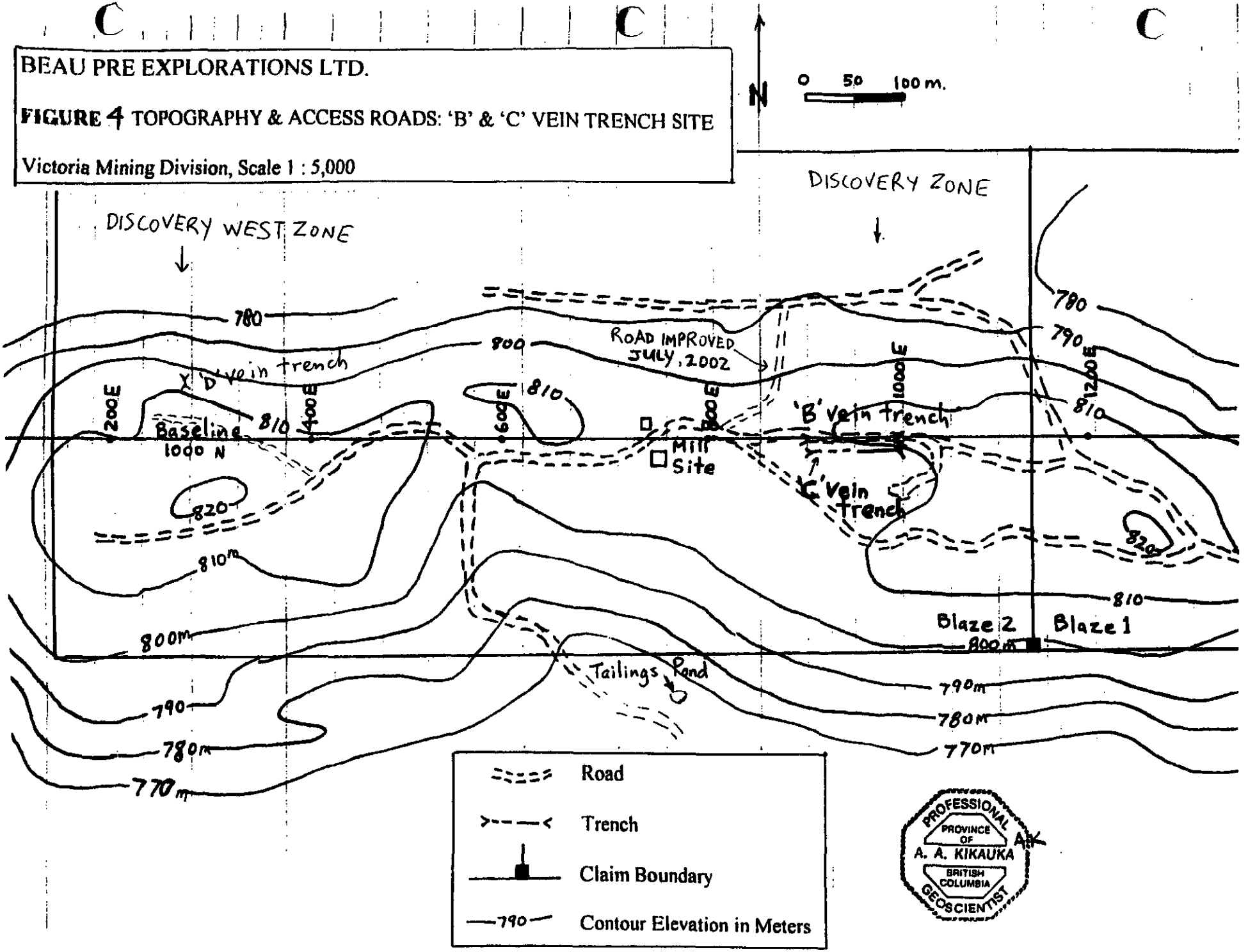
after J.E. Muller, 1980-82

BEAUPRE EXPLORATIONS LTD. FIG. 3

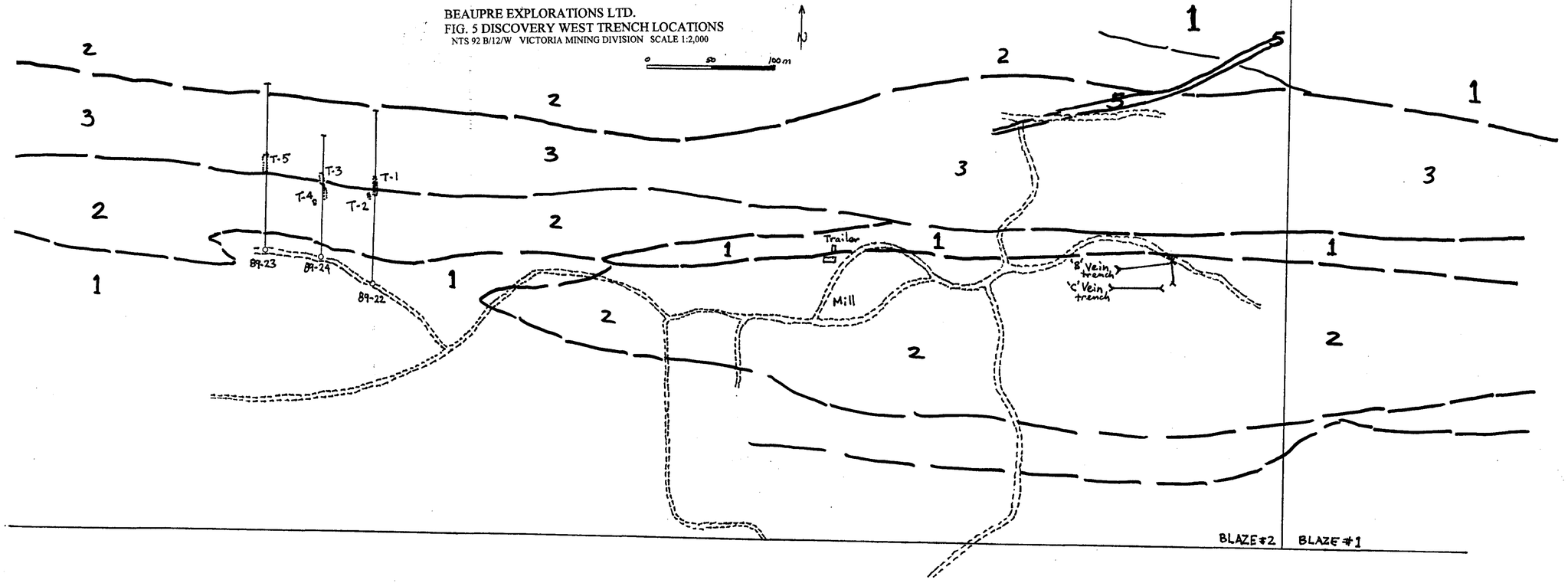
BEAU PRE EXPLORATIONS LTD.

FIGURE 4 TOPOGRAPHY & ACCESS ROADS: 'B' & 'C' VEIN TRENCH SITE

Victoria Mining Division, Scale 1 : 5,000



BEAUPRE EXPLORATIONS LTD.
FIG. 5 DISCOVERY WEST TRENCH LOCATIONS
NTS 92 B/12/W VICTORIA MINING DIVISION SCALE 1:2,000



LITHOLOGY LEGEND
EOCENE CATFACE INTRUSIONS

5 Quartz Diorite Dyke/Sill

EOCENE METCHOSIN VOLCANICS

4 Basalt, Tuff, Agglomerate

TRIASSIC/CRETACEOUS LEECH RIVER FM.

3 Amphibolite, Chloritic, 3-5% Quartz-Carbonate

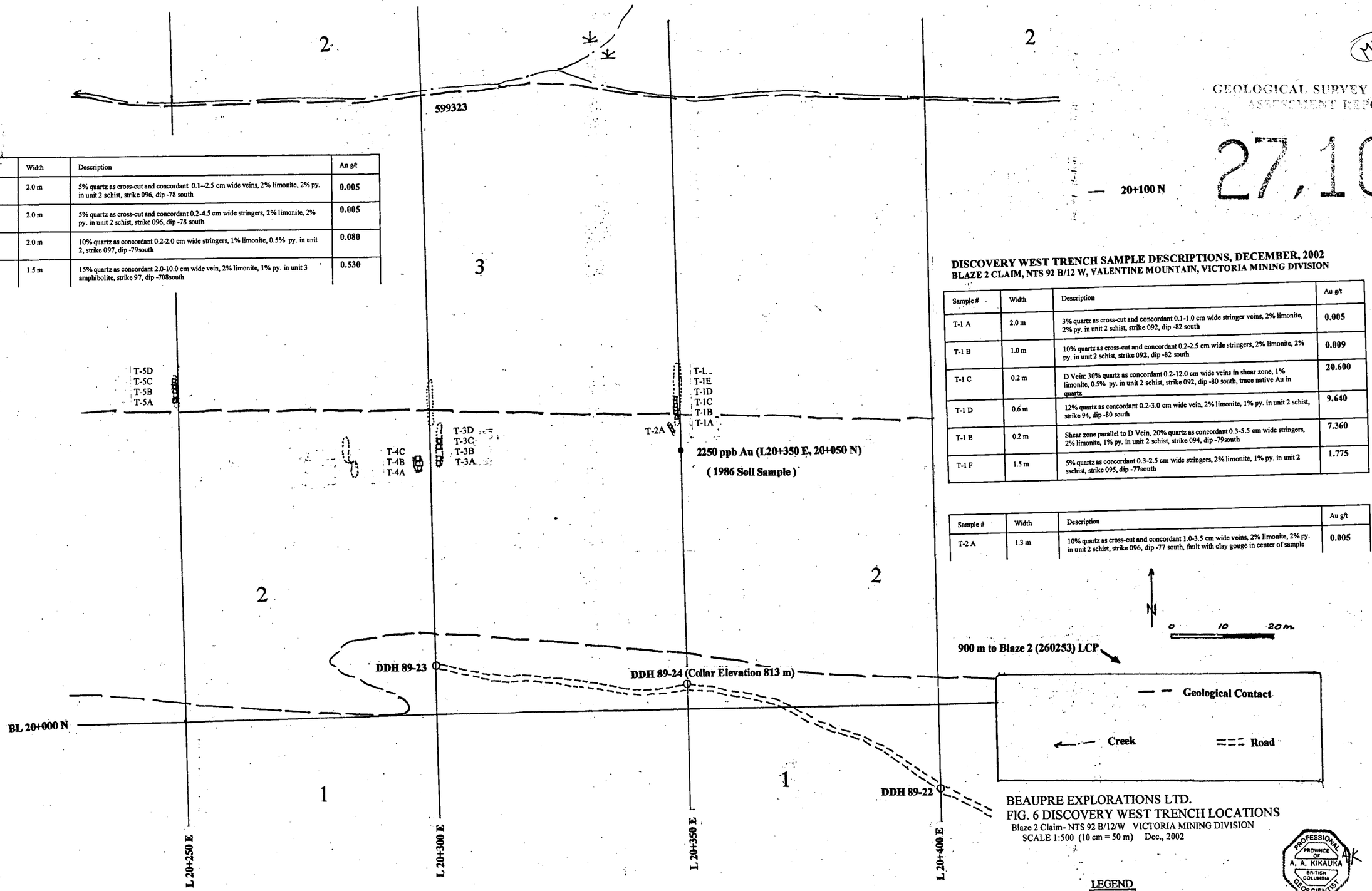
2 Metasandstone, 1% Quartz as Metamorphic Sweats, Metamorphic Segregation Banding

1 Metapelite, Biotite Schist, 1-3% Garnet

Lithology Contact ==== Road

Diamond Drill Hole ——— Claim Line

Drawn By: A. Kikauka, Dec., 2002



Sample #	Width	Description	Au g/t
T-3 A	2.0 m	5% quartz as cross-cut and concordant 0.1--2.5 cm wide veins, 2% limonite, 2% py. in unit 2 schist, strike 096, dip -78 south	0.005
T-3 B	2.0 m	5% quartz as cross-cut and concordant 0.2-4.5 cm wide stringers, 2% limonite, 2% py. in unit 2 schist, strike 096, dip -78 south	0.005
T-3 C	2.0 m	10% quartz as concordant 0.2-2.0 cm wide stringers, 1% limonite, 0.5% py. in unit 2, strike 097, dip -79south	0.080
T-3 D	1.5 m	15% quartz as concordant 2.0-10.0 cm wide vein, 2% limonite, 1% py. in unit 3 amphibolite, strike 97, dip -708south	0.530

DISCOVERY WEST TRENCH SAMPLE DESCRIPTIONS, DECEMBER, 2002
BLAZE 2 CLAIM, NTS 92 B/12 W, VALENTINE MOUNTAIN, VICTORIA MINING DIVISION

Sample #	Width	Description	Au g/t
T-1 A	2.0 m	3% quartz as cross-cut and concordant 0.1-1.0 cm wide stringer veins, 2% limonite, 2% py. in unit 2 schist, strike 092, dip -82 south	0.005
T-1 B	1.0 m	10% quartz as cross-cut and concordant 0.2-2.5 cm wide stringers, 2% limonite, 2% py. in unit 2 schist, strike 092, dip -82 south	0.009
T-1 C	0.2 m	D Vein: 30% quartz as concordant 0.2-12.0 cm wide veins in shear zone, 1% limonite, 0.5% py. in unit 2 schist, strike 092, dip -80 south, trace native Au in quartz	20.600
T-1 D	0.6 m	12% quartz as concordant 0.2-3.0 cm wide vein, 2% limonite, 1% py. in unit 2 schist, strike 94, dip -80 south	9.640
T-1 E	0.2 m	Shear zone parallel to D Vein, 20% quartz as concordant 0.3-5.5 cm wide stringers, 2% limonite, 1% py. in unit 2 schist, strike 094, dip -79south	7.360
T-1 F	1.5 m	5% quartz as concordant 0.3-2.5 cm wide stringers, 2% limonite, 1% py. in unit 2 sschist, strike 095, dip -77south	1.775

Sample #	Width	Description	Au g/t
T-2 A	1.3 m	10% quartz as cross-cut and concordant 1.0-3.5 cm wide veins, 2% limonite, 2% py. in unit 2 schist, strike 096, dip -77 south, fault with clay gouge in center of sample	0.005

BEAUPRE EXPLORATIONS LTD.
FIG. 6 DISCOVERY WEST TRENCH LOCATIONS
Blaze 2 Claim- NTS 92 B/12/W VICTORIA MINING DIVISION
SCALE 1:500 (10 cm = 50 m) Dec., 2002

PROFESSIONAL ENGINEER
PROVINCE OF BRITISH COLUMBIA
A. A. KIKAUKA
GEOSCIENTIST

DISCOVERY WEST TRECH SAMPLE DESCRIPTIONS, DECEMBER, 2002
BLAZE 2 CLAIM, NTS 92 B/12 W, VALENTINE MOUNTAIN, VICTORIA MINING DIVISION

Sample #	Width	Description	Au g/t
T-5 A	2.0 m	8% quartz as cross-cut and concordant 0.2-2.5 cm wide veins, 2% limonite, 2% py. in unit 3 amphibolite, strike 097, dip -75 south	0.208
T-5 B	2.0 m	8% quartz as cross-cutconcordant 0.2-4.5 cm wide stringers, 2% limonite, 2% py. in unit 3 amphibolite, strike 097, dip -75 south	0.012
T-5 C	2.0 m	10% quartz as concordant 0.2-3.0 cm wide stringers, 1% limonite, 0.5% py. in unit 3, strike 099, dip -76 south	0.005
T-5 D	2.0 m	10% quartz as concordant 0.2-4.0 cm wide vein, 2% limonite, 1% py. in unit 3 amphibolite, strike 097, dip -77 south	0.005

Sample #	Width	Description	Au g/t
T-4 A	1.3 m	7% quartz as cross-cut and concordant 1.0-2.5 cm wide veins, 2% limonite, 2% py. in unit 2 schist, strike 098, dip -757south	0.005
T-4 B	1.3 m	10% quartz as cross-cut and concordant 0.2-4.5 cm wide stringers, 2% limonite, 2% py. in unit 2 schist, strike 098, dip -75 south	0.005
T-4 C	1.3 m	7% quartz as concordant 0.2-2.0 cm wide stringers, 1% limonite, 0.5% py. in unit 2, strike 099, dip -76 south	0.005

LEGEND

EOCENE CATFACE INTRUSIVES
5 Quartz Diorite, aplitic sills/dykes

TRIASSIC-CRETACEOUS LEECH R.FM.
3 Amphibolite, banded with alternating layers of actinolite, chlorite, biotite, quartz, carbonate; light to dark green, minor garnet-epidote, diss. py. pyo.
2 Biotite-Garnet-Staurolite-Andalusite Schist, 3% quartz as 0.1-5.0 cm wide veins and metamorphic sweats (high biotite-hematite with metamorphic quartz sweats)
1 Biotite phyllite, Biotite schist, Biotite-garnet schist, Biotite-garnet-staurolite schist

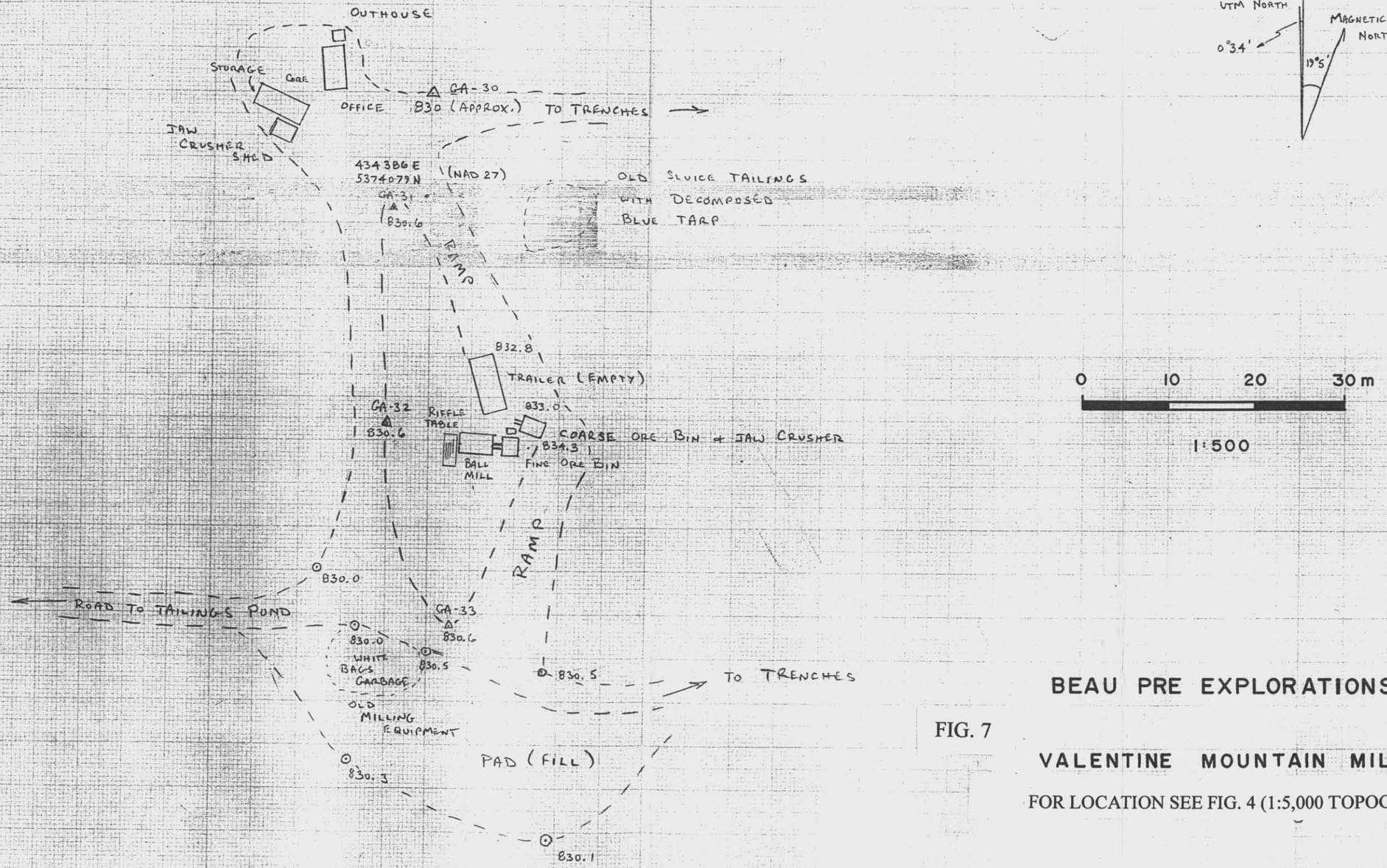


FIG. 7

BEAU PRE EXPLORATIONS LTD.

VALENTINE MOUNTAIN MILL SITE

FOR LOCATION SEE FIG. 4 (1:5,000 TOPOGRAPHY MAP)

G. ALLEN

JULY 1, 2002

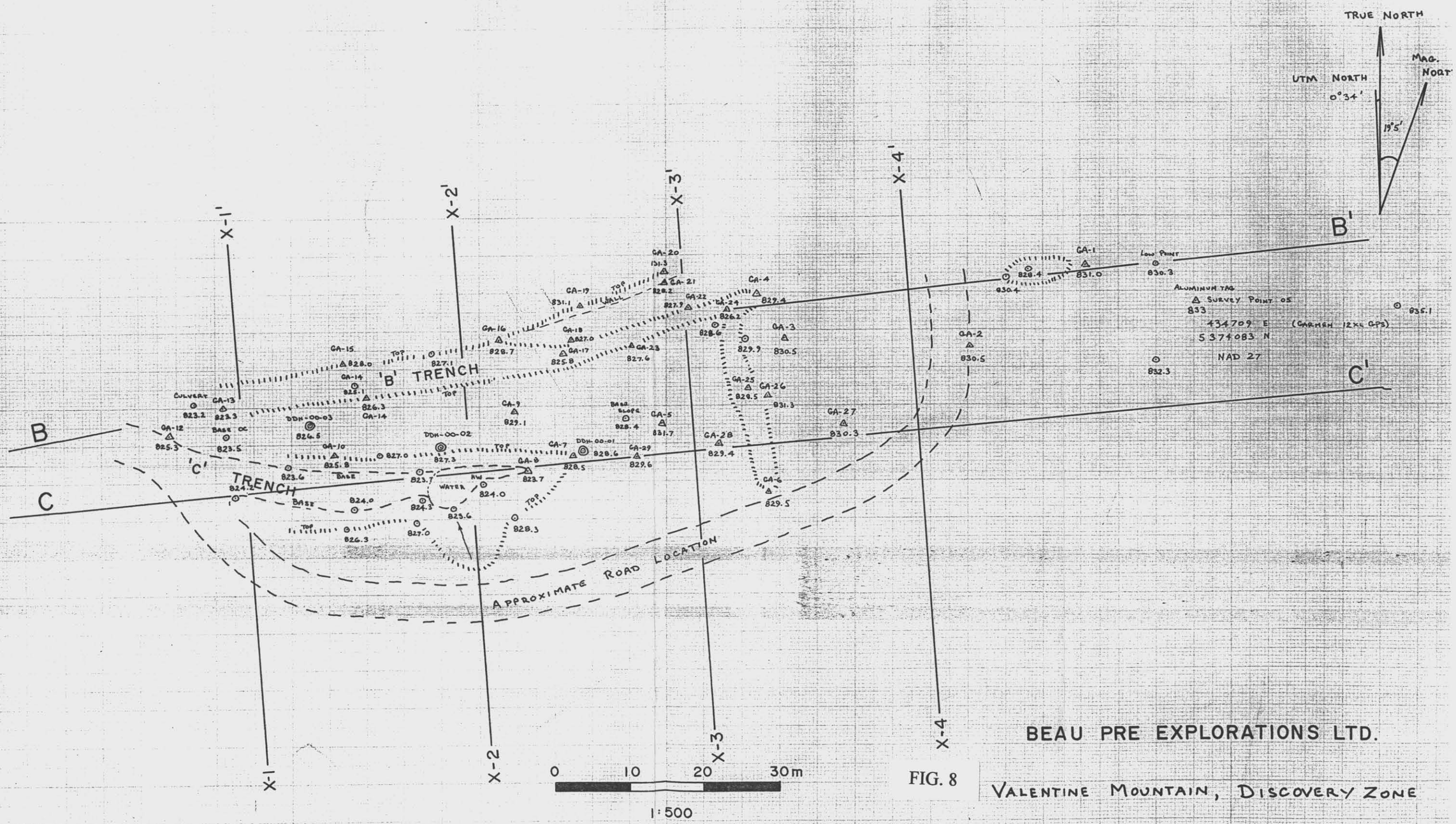


FIG. 8

BEAU PRE EXPLORATIONS LTD.

VALENTINE MOUNTAIN, DISCOVERY ZONE

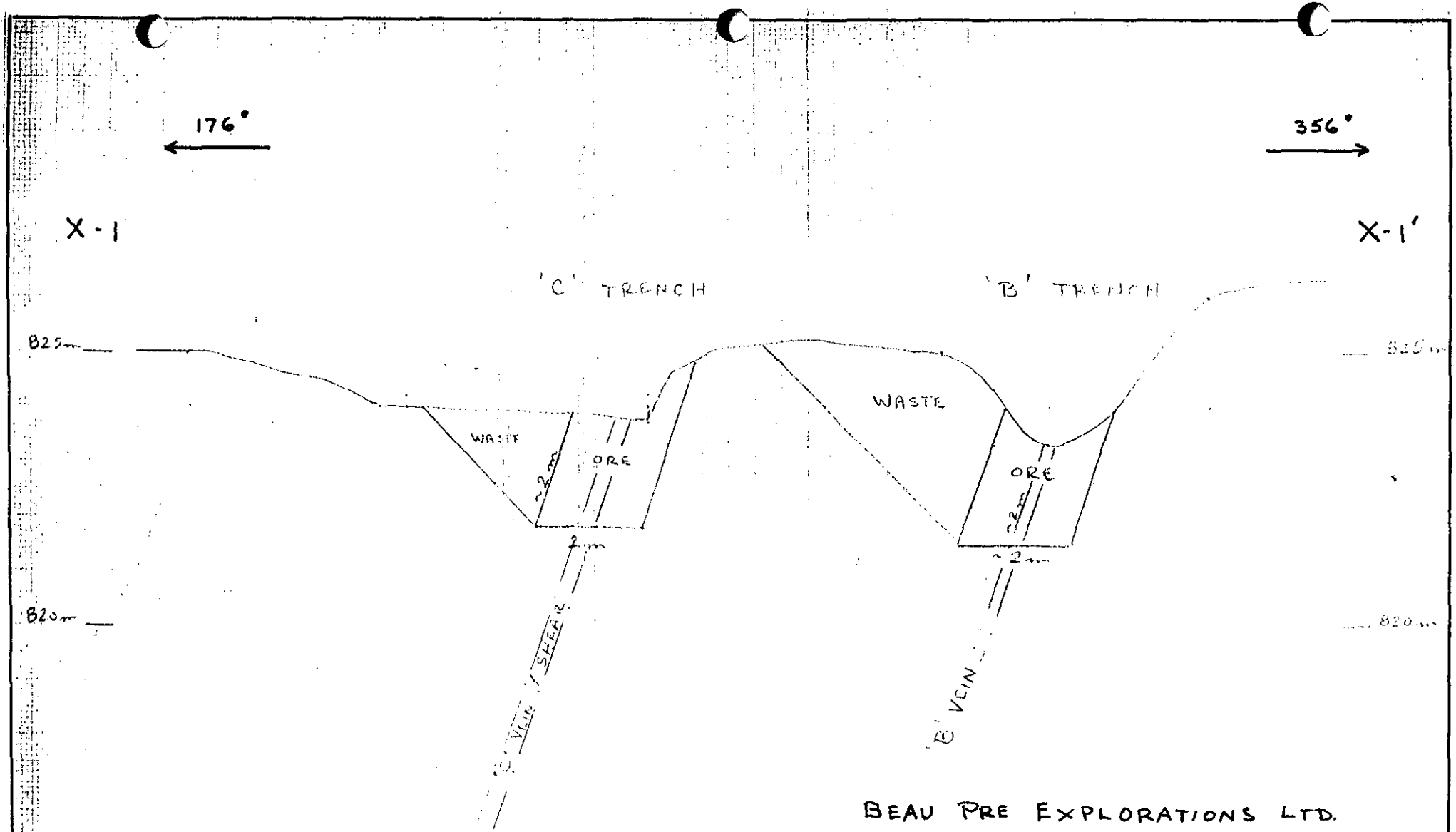
SURVEY PLAN

(TIGHT CHAIN, COMPASS, CLINOMETER)

1:500

NOTE: ELEVATION CONTROL FROM GPS AT ALUMINUM TAG STATION 5 (833 m)

G. ALLEN
JULY 1, 2002



BEAU PRE EXPLORATIONS LTD.

VALENTINE MOUNTAIN, DISCOVERY ZONE

FIG. 9 CROSS SECTION X-1

PROPOSED BULK SAMPLE BLOCKS

G. ALLEN

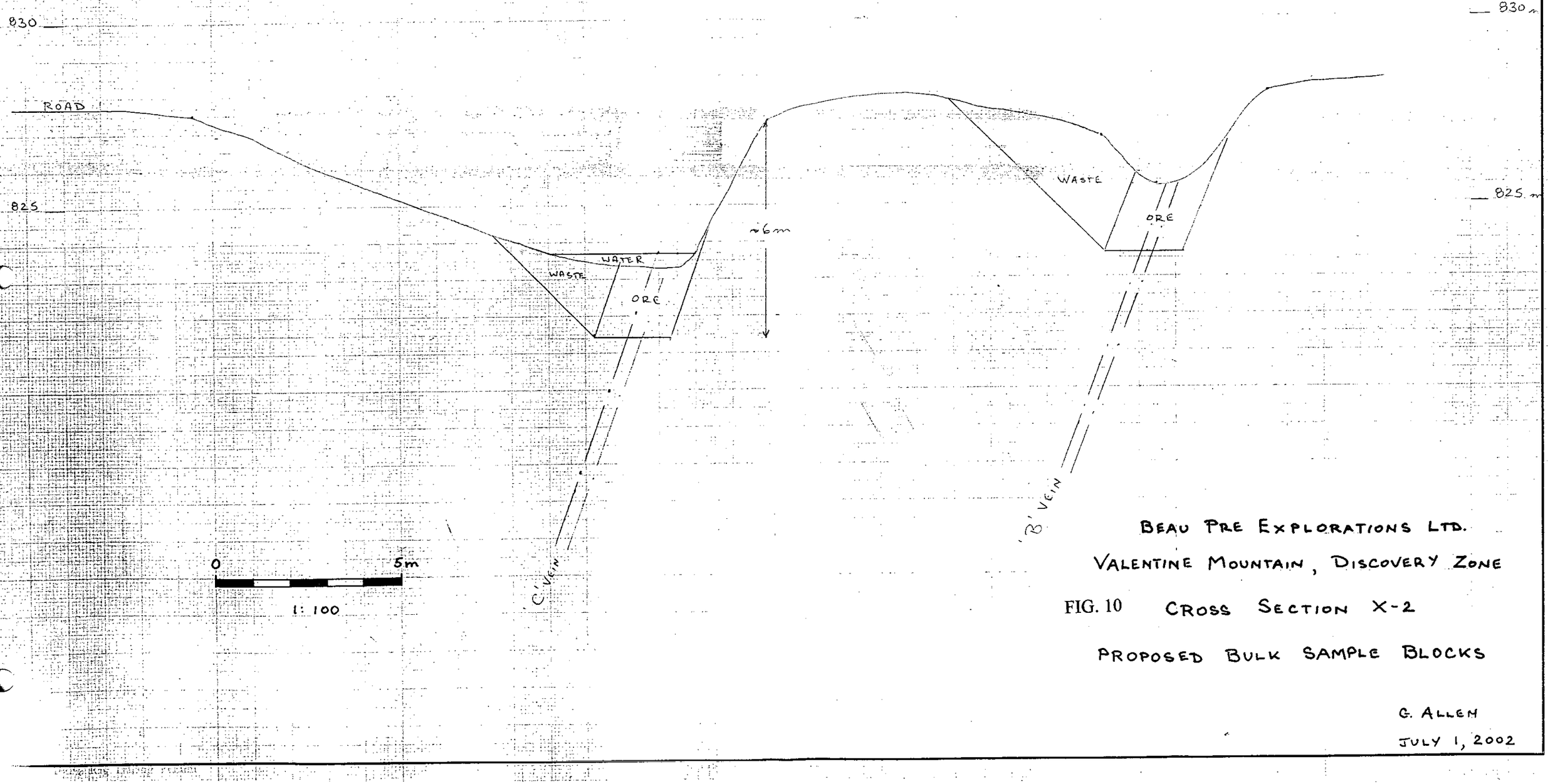
JULY 1 2002

176°

X-2

356°

X-2'



BEAU PRE EXPLORATIONS LTD.

VALENTINE MOUNTAIN, DISCOVERY ZONE

FIG. 10 CROSS SECTION X-2

PROPOSED BULK SAMPLE BLOCKS

G. ALLEN

JULY 1, 2002

176°

X-3

356°

X-3'

830 m

ROAD

WASTE

ORE

~6 m

825 m

~2 m

C' VEIN

WASTE

ORE

~2 m

B' VEIN

830 m

825 m

0 5m

1:100

BEAU PRE EXPLORATIONS LTD.

VALENTINE MOUNTAIN, DISCOVERY ZONE

FIG. 11 | CROSS SECTION X-3

PROPOSED BULK SAMPLE BLOCKS

G. ALLEN

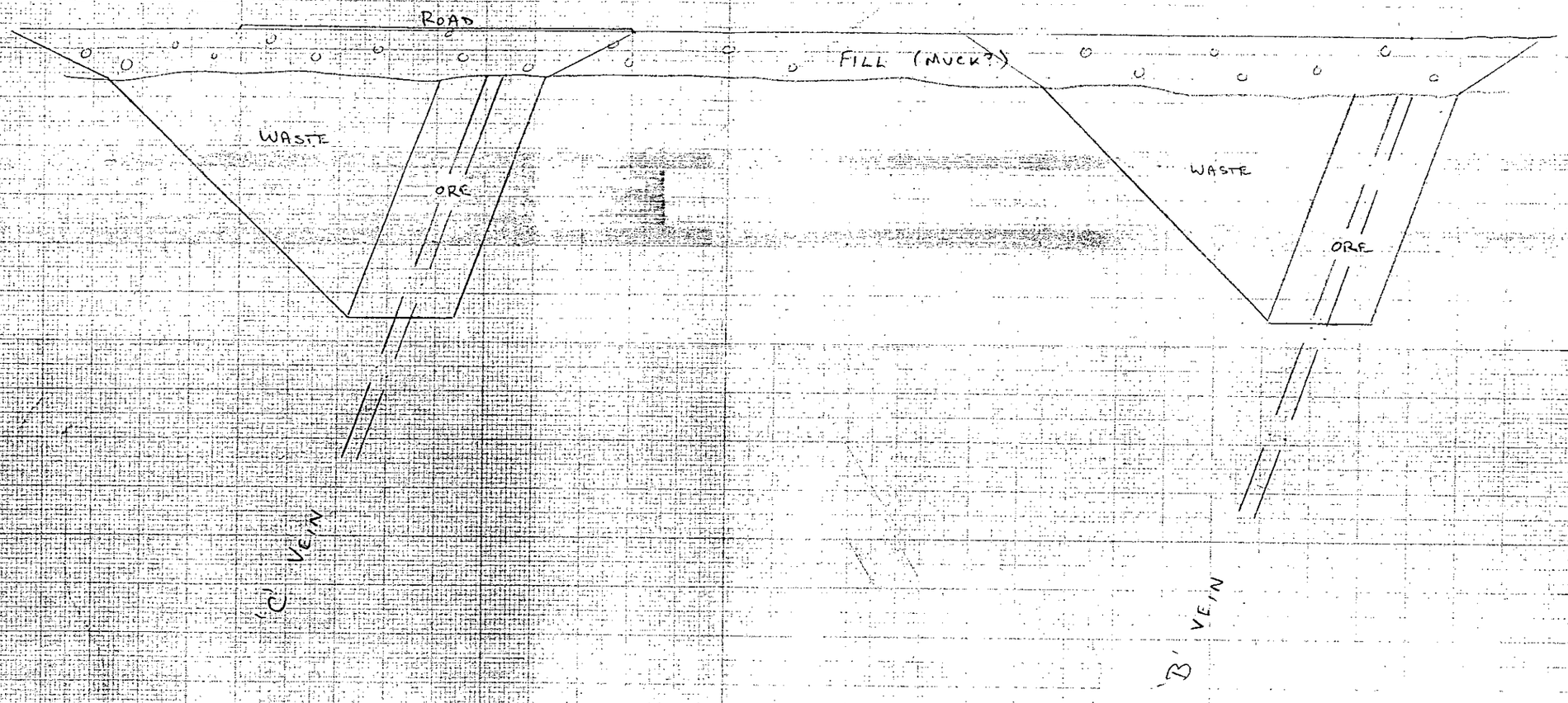
JULY 1, 2002

176°

X-4

356°

X-4'



0 5m

1: 100

BEAU PRE EXPLORATIONS LTD.

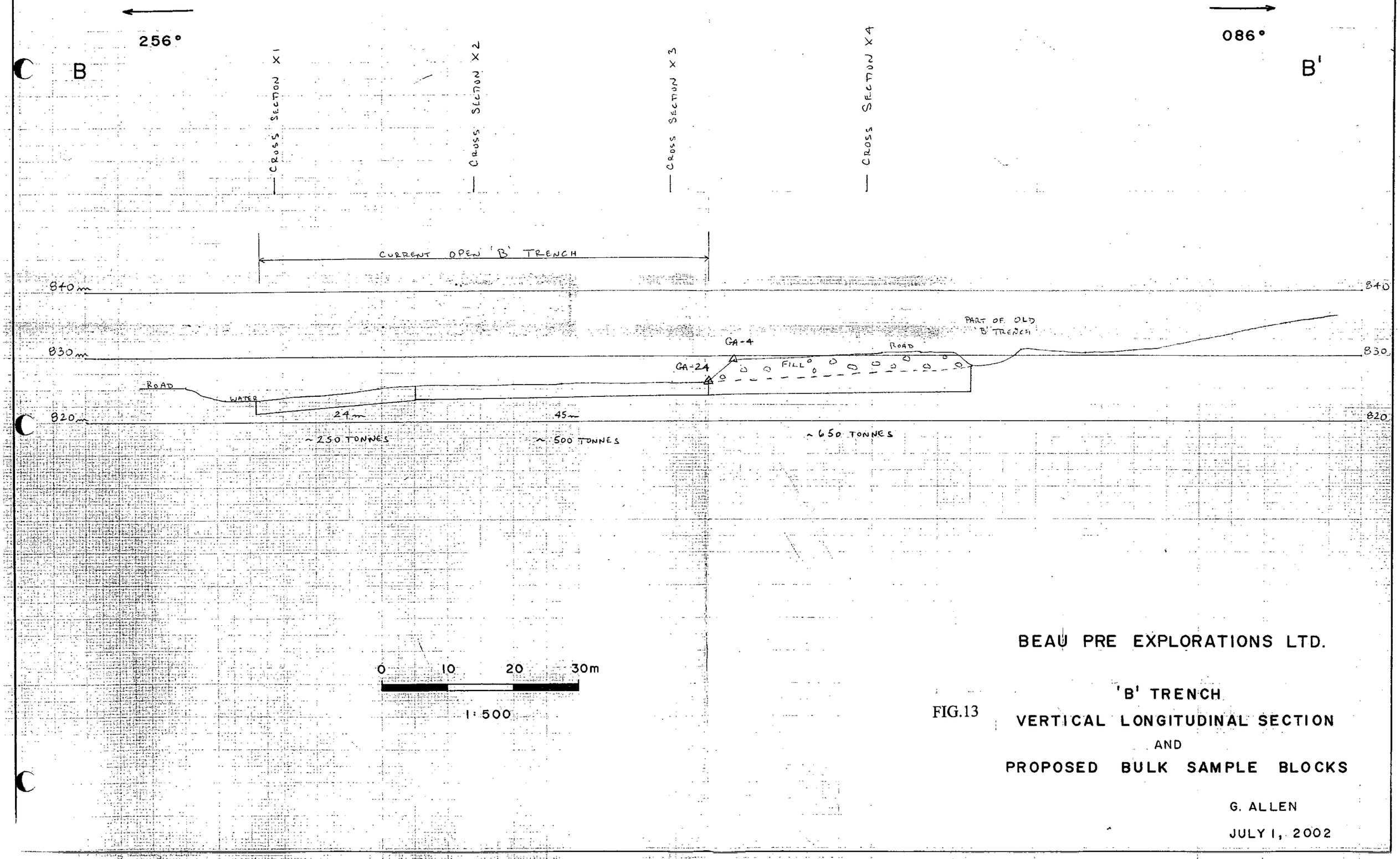
VALENTINE MOUNTAIN, DISCOVERY ZONE

FIG. 12 CROSS SECTION X-4

PROPOSED BULK SAMPLE BLOCKS

G. ALLEN

JULY 1, 2002



BEAU PRE EXPLORATIONS LTD.

FIG.13

'B' TRENCH
VERTICAL LONGITUDINAL SECTION
AND
PROPOSED BULK SAMPLE BLOCKS

G. ALLEN

JULY 1, 2002

256°

C

086°

C'

SECTION X1

SECTION X2

SECTION X3

SECTION X4

FALCONBRIDGE CROSS TRENCH

CURRENT 'C' TRENCH

840m

840

830m

830

820m

820

CA-7

CA-8

ROAD

ROAD

WATER

7m MAX

2m

~215 TONNES

~1730 TONNES

2m x 2m x 39m

~420 TONNES

APPROX. 2365 TONNES TOTAL

0 10 20 30m

1:500

BEAU PRE EXPLORATIONS LTD.

FIG.14

'C' TRENCH

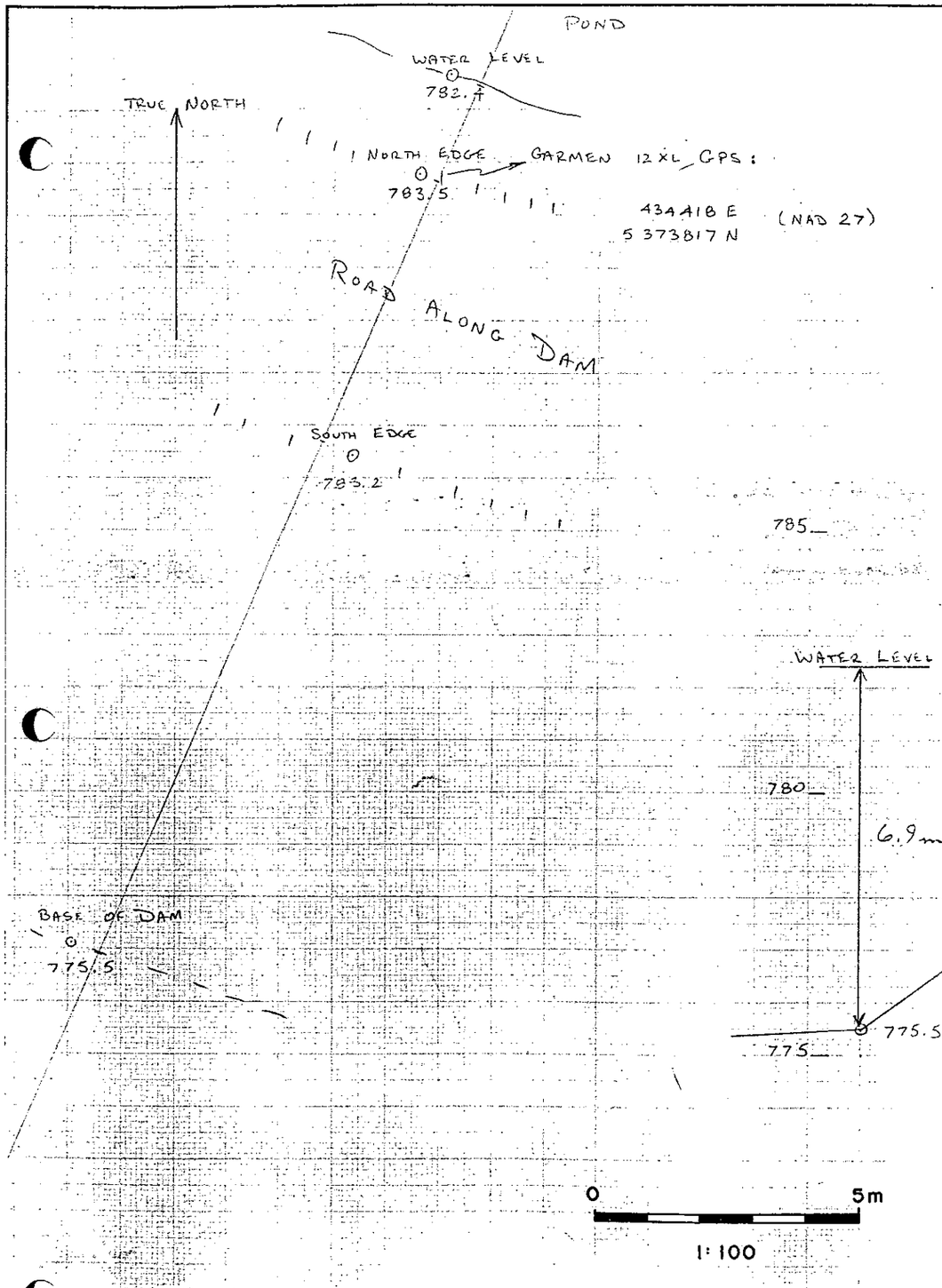
VERTICAL LONGITUDINAL SECTION

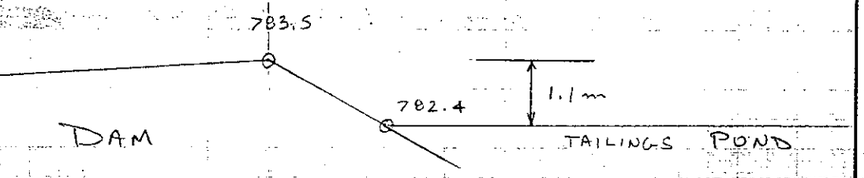
AND

PROPOSED BULK SAMPLE BLOCKS

G. ALLEN

JULY 1, 2002





BEAU PRE EXPLORATIONS LTD.

FIG.15 VALENTINE MOUNTAIN

TAILINGS DAM PROFILE

(VIEW TO WEST)

G. ALLEN

JULY 1, 2002

NOTE : REFERENCE ELEVATION FROM AVERAGE OF 2 GPS READINGS

APPENDIX A

Mineral Titles Search by Owner

Note: All claims expire 2004/02/12 except Blaze #1 which expires 2005/02/14

Title Search by Owner

Name: Beau pre
Tenure Type: All
Standing: Good

Tenures held by BEAU PRE EXPLORATIONS LTD.:

There were 79 results.

Tenure Number	Claim Name	Owner Number	Map Number	Work Recorded To	Status	Mining Division	Units	Tag Number
260251	BLAZE #1	101792 100%	092B12W	20050214	Good Standing 20050214	24 Victoria	1	357
260253	BLAZE #2	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	2	729
260263	BLAZE 3	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	12	41260
260306	BLAZE #4	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	3	54919
260324	BPEX #1	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	20	54921
260325	BPEX #2	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	18	54923
260326	BPEX #3	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	54924
260333	BPEX #4	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	3	41261

260334	BPEX #5	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	54925
260335	BPEX #6	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	54926
260338	BPEX #12	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	14	55176
260354	BPEX #7	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	8	72272
260381	BPEX 9	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	16	72273
260414	JORDAN GOLD 5	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	18	86354
260415	LUSTER #2	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	18	55179
260418	LUSTER #1	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	2	85009
261022	DORAN 1	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	2	28258
261023	DORAN 2 FR	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	28259
261042	DORAN 5 FR	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	28306
320947	EDEN	101792	100%	092C060	20040214	Good Standing 20040214	24 Victoria	1	654078M
355196	GS 1	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	640155M
355197	GS 2	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	640156M
355198	GS 3	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	640157M
355610	A1	101792	100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	672426M

355611	A2	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	672427M
355612	A3	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	672428M
355613	A4	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	672429M
355614	A5	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	640147M
355615	A6	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	640148M
355616	A7	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	640169M
355617	A8	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	640170M
355618	A9	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	640171M
355619	A10	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	640172M
355620	A11	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	640173M
355621	A12	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	640174M
355622	A13	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	640175M
362862	WALKER 1	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	20	98177
362863	LUSTER 3	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	20	98321
362864	B24	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685035M
362865	B23	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685034M

362866	B22	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685033M
362867	B21	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685032M
362868	B20	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685031M
362869	B19	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685030M
362870	B18	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685029M
362871	B17	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685028M
362872	B16	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685027M
362873	B15	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685026M
362874	B14	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685025M
362875	B13	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685024M
362876	B6	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685013M
362877	B5	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685012M
362878	B4	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685011M
362879	B3	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685010M
362880	B2	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685009M
362881	B1	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	685008M

365460	WALKER 2	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	18	98340
365461	WALKER 3	101792 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	6	98341

336403	RB-1	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663917M
336404	RB-2	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663913M
336405	RB-5	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663916M
336406	RB-6	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663918M
336407	RB-3	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663914M
336408	RB-4	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663915M
336409	RB-7	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663919M
336410	RB-8	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663920M
336411	RB-9	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663921M
336412	RB-10	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663922M
336413	RB-11	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663923M
336414	RB-12	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663924M
336415	RB-13	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663925M
336416	RB-14	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663926M
336417	RB-15	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663927M
336418	RB-16	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663928M
336419	RB-17	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663929M
336420	RB-18	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663930M
336421	RB-19	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663931M
336422	RB-20	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663932M
336423	RB-21	101848 100%	092B12W	20040214	Good Standing 20040214	24 Victoria	1	663933M

ALS Chemex
EXCELLENCE IN ANALYTICAL CHEMISTRY
ALS Canada Ltd.
212 Brooksbank Avenue
North Vancouver BC V7J 2C1 Canada
Phone: 604 984 0221 Fax: 604 984 0218

APPENDIX B

To: BEAU PRE EXPLORATIONS LTD.
108 - 3930 SHELBOURNE ST.
VICTORIA BC

Date : 17-Jan-2003
Account: MDV

CERTIFICATE VA03000084

Project :

P.O. No:

This report is for 18 ROCK samples submitted to our lab in North Vancouver, BC, Canada on 3-Jan-2003.

The following have access to data associated with this certificate:

ROBERT BEAU PRE

SAMPLE PREPARATION

ALS CODE	DESCRIPTION
WEI-21	Received Sample Weight
LOG-22	Sample login - Rcd w/o BarCode
CRU-31	Fine crushing - 70% <2mm
SPL-21	Split sample - riffle splitter
PUL-31	Pulverize split to 85% <75 um
SCR-21	Screen to -100 um

ANALYTICAL PROCEDURES

ALS CODE	DESCRIPTION	INSTRUMENT
Au-AA23	Au 30g FA-AA finish	AAS
Au-SCR21	Screen Fire Assay Au - 100 um	WST-SIM
Au-GRA21	Au 30g FA-GRAV finish	WST-SIM
Au-GRA21d	Au 30g FA-GRAV finish - DUP	WST-SIM

To: **BEAU PRE EXPLORATIONS LTD.**
ATTN: ROBERT BEAU PRE
108 - 3930 SHELBOURNE ST.
VICTORIA BC

This is the Final Report and supersedes any preliminary report with this certificate number. Results apply to samples as submitted. All pages of this report have been checked and approved for release.

Signature:

ALS Chemex

EXCELLENCE IN ANALYTICAL CHEMISTRY

ALS Canada Ltd.
212 Brooksbank Avenue
North Vancouver BC V7J 2C1 Canada
Phone: 604 984 0221 Fax: 604 984 0218

To: BEAU PRE EXPLORATIONS LTD.
110 - 850 BLANSHARD ST.
VICTORIA BC V8W 2H2

Date : 29-Jan-2003
Account: MDV

CERTIFICATE OF ANALYSIS VA03000084

Sample Description	Method Analyte Units LOR	WEI-21 Recvd Wt kg 0.02	Au-AA23 Au ppm 0.005	Au-SCR21 Au Total ppm 0.05	Au-SCR21 Au (+) F ppm 0.05	Au-SCR21 Au (-) F ppm 0.05	Au-SCR21 Au (+) m mg 0.001	Au-SCR21 WT. + Fr g 0.01	Au-SCR21 WT. - Fr g 0.1	Au-GRA21 Au ppm 0.05	Au-GRA21d Au ppm 0.05
T-1A		1.74	<0.005								
T-2A		2.14	<0.005								
T-3A		2.14	<0.005								
T-4A		1.48	<0.005								
T-5A		3.22	0.208								
T-1B		1.50	0.009								
T-3B		1.80	0.005								
T-4B		1.46	<0.005								
T-5B		3.36	0.012								
T-1C		2.52		20.6	42.5	20.3	0.529	12.45	893.1	21.2	19.40
T-3C		1.04		0.08	1.68	0.05	0.026	15.48	902.9	<0.05	0.06
T-4C		2.08		<0.05	<0.05	<0.05	<0.001	16.04	935.3	<0.05	<0.05
T-5C		2.76		<0.05	<0.05	<0.05	<0.001	20.07	925.3	<0.05	<0.05
T-1D		2.20		9.64	45.4	8.92	0.855	18.83	939.8	9.24	8.60
T-3D		3.64		0.53	8.14	0.41	0.118	14.49	910.1	0.32	0.50
T-5D		2.86		<0.05	<0.05	<0.05	<0.001	15.59	945.8	<0.05	<0.05
T-1E		2.74		7.36	34.3	6.73	0.753	21.97	930.0	6.84	6.61
T-1F		3.74	1.775								

DISCOVERY WEST TRENCH SAMPLE DESCRIPTIONS, DECEMBER, 2002
BLAZE 2 CLAIM, NTS 92 B/12 W, VALENTINE MOUNTAIN, VICTORIA MINING DIVISION

Sample #	Width	Description	Au g/t
T-1 A	2.0 m	3% quartz as cross-cut and concordant 0.1-1.0 cm wide stringer veins, 2% limonite, 2% py. in unit 2 schist, strike 092, dip -82 south	**0.005**
T-1 B	1.0 m	10% quartz as cross-cut and concordant 0.2-2.5 cm wide stringers, 2% limonite, 2% py. in unit 2 schist, strike 092, dip -82 south	**0.009**
T-1 C	0.2 m	D Vein: 30% quartz as concordant 0.2-12.0 cm wide veins in shear zone, 1% limonite, 0.5% py. in unit 2 schist, strike 092, dip -80 south, trace native Au in quartz	**20.600**
T-1 D	0.6 m	12% quartz as concordant 0.2-3.0 cm wide vein, 2% limonite, 1% py. in unit 2 schist, strike 94, dip -80 south	**9.640**
T-1 E	0.2 m	Shear zone parallel to D Vein, 20% quartz as concordant 0.3-5.5 cm wide stringers, 2% limonite, 1% py. in unit 2 schist, strike 094, dip -79south	**7.360**
T-1 F	1.5 m	5% quartz as concordant 0.3-2.5 cm wide stringers, 2% limonite, 1% py. in unit 2 sschist, strike 095, dip -77south	**1.775**

Sample #	Width	Description	Au g/t
T-2 A	1.3 m	10% quartz as cross-cut and concordant 1.0-3.5 cm wide veins, 2% limonite, 2% py. in unit 2 schist, strike 096, dip -77 south, fault with clay gouge in center of sample	**0.005**

Sample #	Width	Description	Au g/t
T-3 A	2.0 m	5% quartz as cross-cut and concordant 0.1--2.5 cm wide veins, 2% limonite, 2% py. in unit 2 schist, strike 096, dip -78 south	**0.005**
T-3 B	2.0 m	5% quartz as cross-cut and concordant 0.2-4.5 cm wide stringers, 2% limonite, 2% py. in unit 2 schist, strike 096, dip -78 south	**0.005**
T-3 C	2.0 m	10% quartz as concordant 0.2-2.0 cm wide stringers, 1% limonite, 0.5% py. in unit 2, strike 097, dip -79south	**0.080**
T-3 D	1.5 m	15% quartz as concordant 2.0-10.0 cm wide vein, 2% limonite, 1% py. in unit 3 amphibolite, strike 97, dip -708south	**0.530**

Sample #	Width	Description	Au g/t
T-4 A	1.3 m	7% quartz as cross-cut and concordant 1.0-2.5 cm wide veins, 2% limonite, 2% py. in unit 2 schist, strike 098, dip -757south	**0.005**
T-4 B	1.3 m	10% quartz as cross-cut and concordant 0.2-4.5 cm wide stringers, 2% limonite, 2% py. in unit 2 schist, strike 098, dip -75 south	**0.005**
T-4 C	1.3 m	7% quartz as concordant 0.2-2.0 cm wide stringers, 1% limonite, 0.5% py. in unit 2, strike 099, dip -76 south	**0.005**

DISCOVERY WEST TRECH SAMPLE DESCRIPTIONS, DECEMBER, 2002
BLAZE 2 CLAIM, NTS 92 B/12 W, VALENTINE MOUNTAIN, VICTORIA MINING DIVISION

Sample #	Width	Description	Au g/t
T-5 A	2.0 m	8% quartz as cross-cut and concordant 0.2-2.5 cm wide veins, 2% limonite, 2% py. in unit 3 amphibolite, strike 097, dip -75 south	**0.208**
T-5 B	2.0 m	8% quartz as cross-cutconcordant 0.2-4.5 cm wide stringers, 2% limonite, 2% py. in unit 3 amphibolite, strike 097, dip -75 south	**0.012**
T-5 C	2.0 m	10% quartz as concordant 0.2-3.0 cm wide stringers, 1% limonite, 0.5% py. in unit 3, strike 099, dip -76 south	**0.005**
T-5 D	2.0 m	10% quartz as concordant 0.2-4.0 cm wide vein, 2% limonite, 1% py. in unit 3 amphibolite, strike 097, dip -77 south	**0.005**

APPENDIX C

Beau Pre Explorations Ltd.

Garmen 12XL GPS Survey of the Discovery Zone, Valentine Mountain

NAD 83

(G. Allen, June 18, 2002)

Point	UTM		Time of Reading
	Easting	Northing	
On Road. West end B & C trenches	434477	5374261	6/18/02 18:37
B trench at cross trench	434555	5374278	6/18/02 19:57
Drill hole DDH 00-03	434498	5374263	6/18/02 20:06
Drill hole DDH 88-14	434539	5374139	6/18/02 19:02
East end C trench	434532	5374258	6/18/02 18:49
McIlvaney Survey Point 8; height of land	434795	5374184	6/18/02 19:20
Aluminun tag; survey point 05	434615	5374280	6/18/02 19:52
Aluminun tag; survey point 12	434774	5374291	6/18/02 19:35
Centre of tailings dam	434330	5374010	6/18/02 21:06
Check of centre tailings dam	434324	5374014	6/26/02 2:42
Mill site	434298	5374238	6/18/02 18:05
GA-31 on E side of road across from office	434292	5374276	6/26/02 2:03
Discovery West Trench	433890	5374284	6/25/02 21:37
North end of proposed road upgrade	434439	5374404	6/26/02 2:58
South end of proposed road upgrade	434440	5374319	6/26/02 2:53
Proposed road upgrade at washout	436678	5374255	6/26/02 3:22
NAD-83			

Beau Pre explorations Ltd.

Garmen 12 XL GPS Survey of the Discovery Zone, Valentine Mountain
NAD 27
(G. Allen, June 18 25, 2002)

Point	UTM	
	Easting	Northing
On Road. West end B & C trenches	434571	5374064
B trench at cross trench	434649	5374082
Drill hole DDH 00-03	434592	5374066
Drill hole DDH 88-14	434633	5373942
East end C trench	434626	5374061
McIlvaney Survey Point 8; height of land	434889	5373988
Aluminun tag; survey point 05	434709	5374083
Aluminun tag; survey point 12	434868	5374095
Centre of tailings dam	434424	5373814
Check of centre tailings dam	434418	5373817
Mill site	434392	5374042
GA-31 on E side of road across from office	434386	5374079
Discovery West Trench	433984	5374088
North end of proposed road upgrade	434533	5374208
South end of proposed road upgrade	434534	5374122
Proposed road upgrade at washout	436772	5374058
NAD 27		

Beau Pre Explorations Ltd.

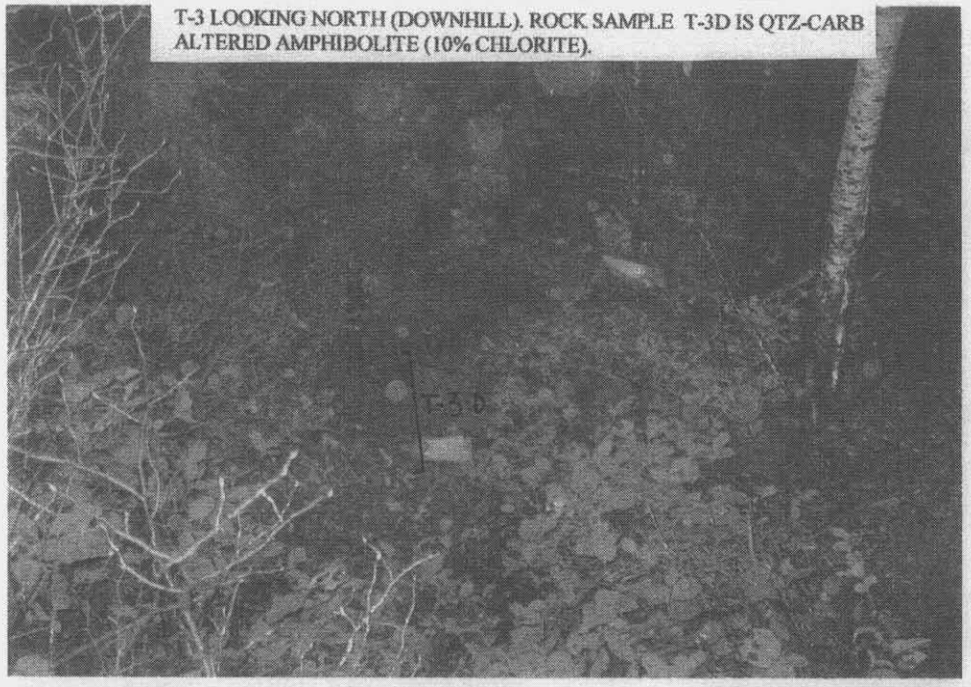
Survey of Discovery Zone Area
Valentine Mountain
G. Allen - June 25, 2002

From	To (FS)	Azimuth	Slope	Slope Dist.	Hor. Dist	Change El.	FS Elevation	Comments
Discovery Zone trench area								
							833	From GPS reading
Survey pt.; Al tag stn. 5	Point to east	091.0	4.5	27.05	27.0	2.1	835.1	
Survey pt.; Al tag stn. 5	Point on rock	214.0	-4.0	9.50	9.5	-0.7	832.3	
Survey pt.; Al tag stn. 5	Low point	312.0	-21.0	7.55	7.0	-2.7	830.3	
Survey pt.; Al tag stn. 5	GA-1; E end B pit	288.0	-7.5	15.50	15.4	-2.0	831.0	
GA-1	W end bottom B pit	266.0	-19.0	7.90	7.5	-2.6	828.4	
GA-1	W end top B pit	261.0	-3.0	10.60	10.6	-0.6	830.4	
GA-1	GA-2; east side road	234.0	-1.5	18.70	18.7	-0.5	830.5	
GA-2	GA-27	239.0	-0.5	19.60	19.6	-0.2	830.3	
GA-2	GA-3	273.0	0.0	24.55	24.6	0.0	830.5	
GA-3	GA-26; E side X-trch	195.0	6.0	7.90	7.9	0.8	831.3	
GA-3	GA-4; E end B trench	329.0	-9.0	7.00	6.9	-1.1	829.4	
GA-3	Top, E side X trench	269.0	-7.0	5.10	5.1	-0.6	829.9	
GA-3	GA-25; Bot cntr X trch	216.0	-13.5	8.35	8.1	-1.9	828.5	
GA-3	GA-24; Base E end B	296.0	-26.5	9.50	8.5	-4.2	826.2	
GA-3	S side B trench	281.0	-11.5	9.40	9.2	-1.9	828.6	
GA-3	GA-22; N side B	288.0	-11.0	13.30	13.1	-2.5	827.9	
GA-3	GA-21; N side B, base wall	295.0	-7.5	17.70	17.5	-2.3	828.2	
GA-3	GA-19; Top wall B tr	279.0	1.3	27.50	27.5	0.6	831.1	
GA-3	GA-20; Top wall N-B	299.0	2.5	18.10	18.1	0.8	831.3	
GA-3	GA-18; N-side B	270.0	-7.0	28.65	28.4	-3.5	827.0	
GA-3	GA-17; Cntr B trch	266.0	-9.0	30.00	29.6	-4.7	825.8	
GA-3	GA-23; S side B	267.0	-8.0	20.55	20.4	-2.9	827.6	
GA-3	GA-5; knob B-C	235.0	3.5	19.75	19.7	1.2	831.7	
GA-5	GA-6; S X-tr, N sd rd	123.0	-7.5	17.00	16.9	-2.2	829.5	
GA-5	GA-28; base cut	109.0	-16.0	8.50	8.2	-2.3	829.4	
GA-5	GA-29; cntr cut	218.0	-21.0	5.90	5.5	-2.1	829.6	
GA-5	Point base of slope	277.0	-35.0	5.75	4.7	-3.3	828.4	
GA-5	DDH 00-01	251.0	-15.5	11.65	11.2	-3.1	828.6	
GA-5	GA-7; E end top C tr	250.0	-14.0	13.00	12.6	-3.1	828.5	
GA-7	GA-8; E end base C, water lvl	251.0	-37.5	8.00	6.3	-4.9	823.7	
GA-7	Point of rock (HW)	252.0	-20.0	13.35	12.5	-4.6	824.0	
GA-7	Top slope S side C trench	223.0	-1.0	11.50	11.5	-0.2	828.3	
GA-7	S side C at water	246.0	-16.0	17.85	17.2	-4.9	823.6	Gully up to south
GA-7	Base rock S side C trench	253.0	-11.5	21.50	21.1	-4.3	824.3	
GA-7	Top rock wall S side C	247.0	-4.0	22.70	22.6	-1.6	827.0	
GA-7	Water level S side C trench	264.0	-13.5	20.95	20.4	-4.9	823.7	
GA-7	Top wall N side C	270.0	-3.5	25.80	25.8	-1.6	827.0	
GA-7	", DDH 00-02	273.0	-4.0	17.45	17.4	-1.2	827.3	
GA-7	GA-9; Knob between B&C	305.0	3.0	9.95	9.9	0.5	829.1	
GA-9	GA-10; N side top C	256.0	-7.5	24.85	24.6	-3.2	825.8	
GA-9	DDH 00-03; between B & C	266.0	-5.5	27.30	27.2	-2.6	826.5	
GA-9	GA-14; S side B at top	276.0	-8.0	19.70	19.5	-2.7	826.3	
GA-9	Point cntr B	280.0	-10.5	21.60	21.2	-3.9	825.1	
GA-9	GA-15; Top N side B	286.0	-2.5	23.55	23.5	-1.0	828.0	
GA-9	GA-16; Top N side B	349.0	-2.0	9.75	9.7	-0.3	828.7	
GA-9	Top N side B, low spot	307.0	-8.5	13.30	13.2	-2.0	827.1	
DDH-00-03	GA-13; W end B at water level	282.0	-16.5	11.10	10.6	-3.2	823.3	
DDH-00-03	Cntr. Culvert at water	281.0	-12.0	15.75	15.4	-3.3	823.2	
DDH-00-03	GA-12; N side road	267.0	-3.5	18.50	18.5	-1.1	825.3	
DDH-00-03	W end OC between B & C	262.0	-15.0	11.30	10.9	-2.9	823.5	
DDH-00-03	W end S. side C	225.0	-9.5	13.80	13.6	-2.3	824.2	
DDH-00-03	GA-11; Base wall N side C	207.0	-25.0	6.80	6.2	-2.9	823.6	
DDH-00-03	Base C on S side	152.0	-11.0	12.80	12.6	-2.4	824.0	
DDH-00-03	Top S side C	159.0	-0.5	14.55	14.5	-0.1	826.3	
Mill Area								
							830.0	Estimated elevation
GA-30	E side old tails from sluice	121.0	-3.5	22.20	22.2	-1.4	828.6	
GA-30	N side old tails from sluice	126.0	-5.0	16.95	16.9	-1.5	828.5	
GA-30	S side old tails from sluice	148.0	-1.0	21.15	21.1	-0.4	829.6	
GA-30	SE Corner office	273.0	3.5	10.00	10.0	0.6	830.6	
GA-30	NE Corner office	298.0	2.8	11.95	11.9	0.6	830.6	
GA-30	SE Corner green container	264.0	2.5	14.45	14.4	0.6	830.6	
GA-30	SW Corner crusher shed	250.0	2.0	17.20	17.2	0.6	830.6	

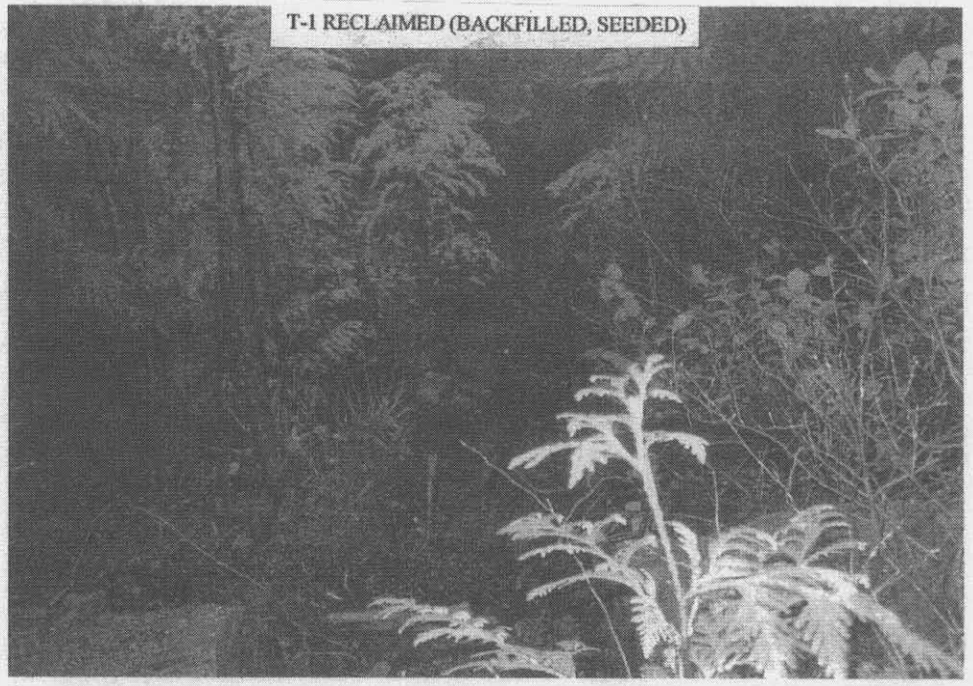
Beau Pre Explorations Ltd.

Survey of Discovery Zone Area
Valentine Mountain
G. Allen - June 25, 2002

From	To (FS)	Azimuth	Slope	Slope Dist.	Hor. Dist	Change El.	FS Elevation	Comments
GA-30	GA-31; W side road by ramp	199.0	2.5	13.95	13.9	0.6	830.6	
GA-31	NE Corner trailer	145.0	6.0	20.65	20.5	2.2	832.8	
GA-31	NW corner coarse ore bin	144.0	4.5	30.40	30.3	2.4	833.0	
GA-31	NE corner ball mill	155.0	4.5	28.75	28.7	2.3	832.9	
GA-31	W end axis of ball mill	163.0	2.0	28.30	28.3	1.0	831.6	
GA-31	GA-32; east side road	181.0	0.0	24.75	24.8	0.0	830.6	
GA-32	GA-33; NW corner ent. Ramp	162.0	0.0	24.30	24.3	0.0	830.6	
GA-32	S side road, N side garbage	169.0	-0.3	25.70	25.7	-0.1	830.5	
GA-32	NW end garbage	189.0	-1.5	23.35	23.3	-0.6	830.0	
GA-33	SE side entrance ramp	116.0	-0.3	11.75	11.7	-0.1	830.5	
GA-33	S side flat	155.0	-1.0	26.90	26.9	-0.5	830.1	
GA-33	shot along road to tails	273.0						
GA-33	S side flat over garbage	218.0	-1.0	19.10	19.1	-0.3	830.3	
GA-33	GA-34; W side road	293.0	-2.0	16.80	16.8	-0.6	830.0	
GA-33	SW Corner coarse ore bin	025.0	9.0	23.75	23.5	3.7	834.3	
Tailings Dam Profile (near centre)								
							783.5	Av. El. of 2 GPS rdgs
North edge top	water on north side	016.0	-29.5	2.25	2.0	-1.1	782.4	
North edge top	South edge top	193.0	-3.0	5.50	5.5	-0.3	783.2	
South edge top	Base on South side	210.0	-36.0	13.20	10.7	-7.8	775.5	

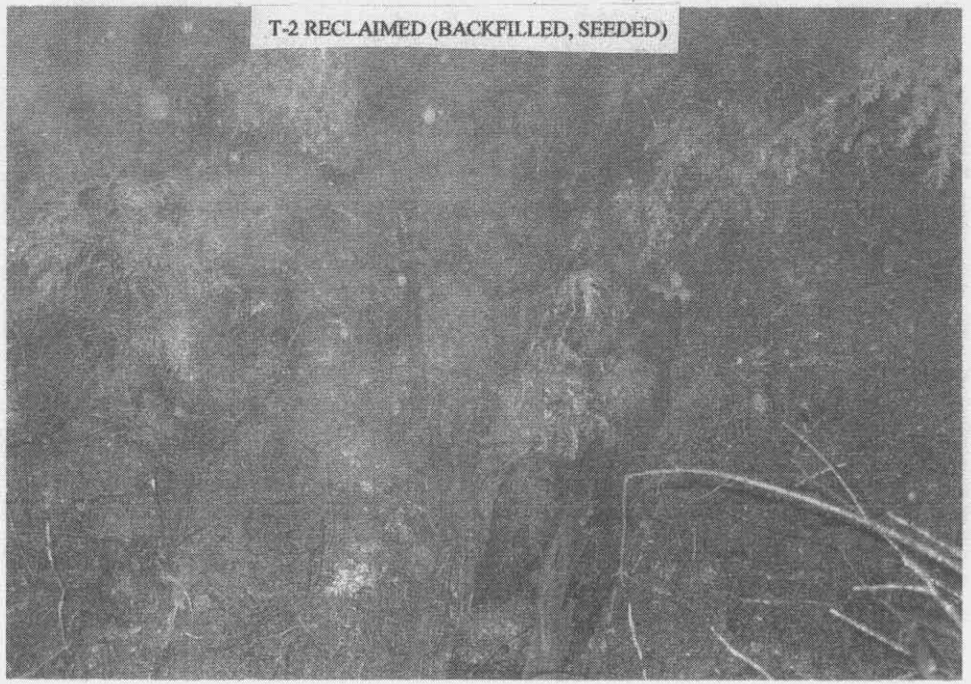


T-3 LOOKING NORTH (DOWNHILL). ROCK SAMPLE T-3D IS QTZ-CARB ALTERED AMPHIBOLITE (10% CHLORITE).

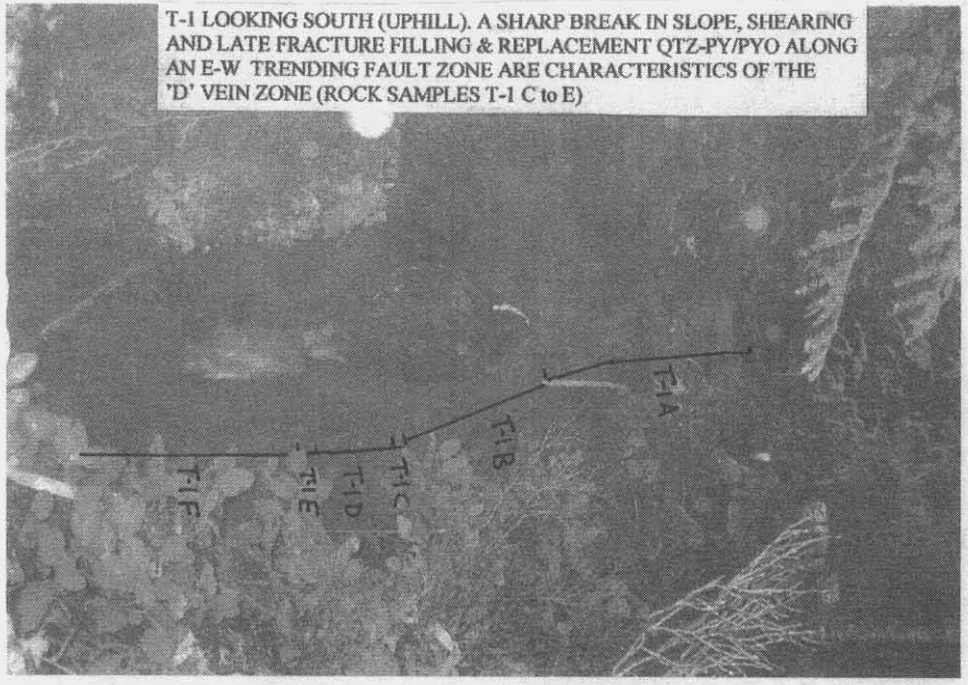


T-1 RECLAIMED (BACKFILLED, SEEDED)

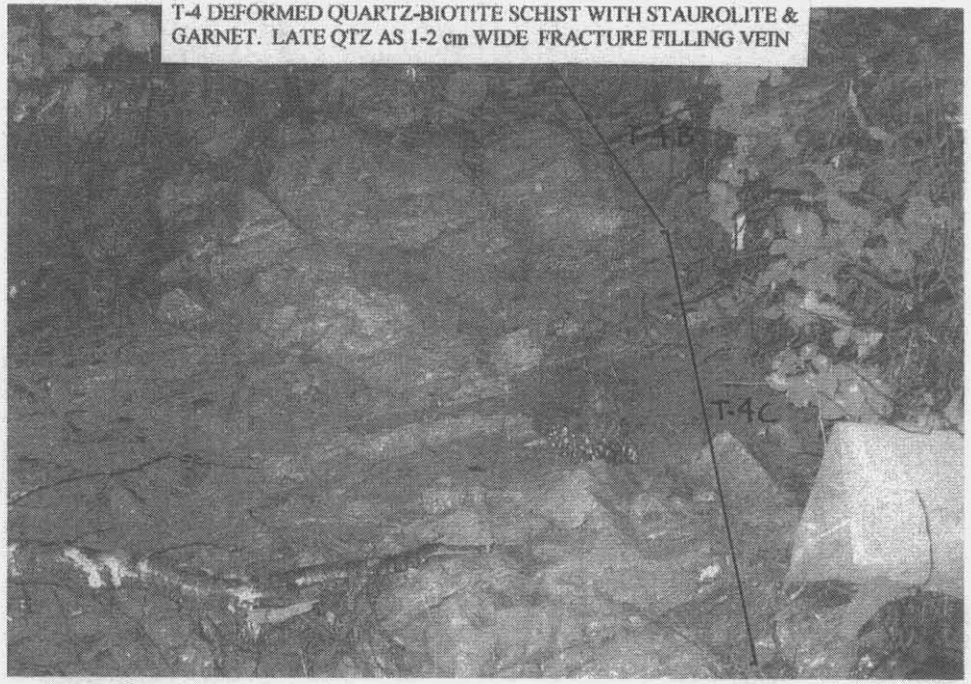
T-3 LOOKING SOUTH (UPHILL), DEFORMED QUARTZ-BIOTITE SCHIST WITH STAUROLITE & GARNET. 15% METAMORPHIC QTZ SWEATS, 0.5-1.0% LATE QTZ AS 1-2 cm WIDE FRACTURE FILLING VEINS



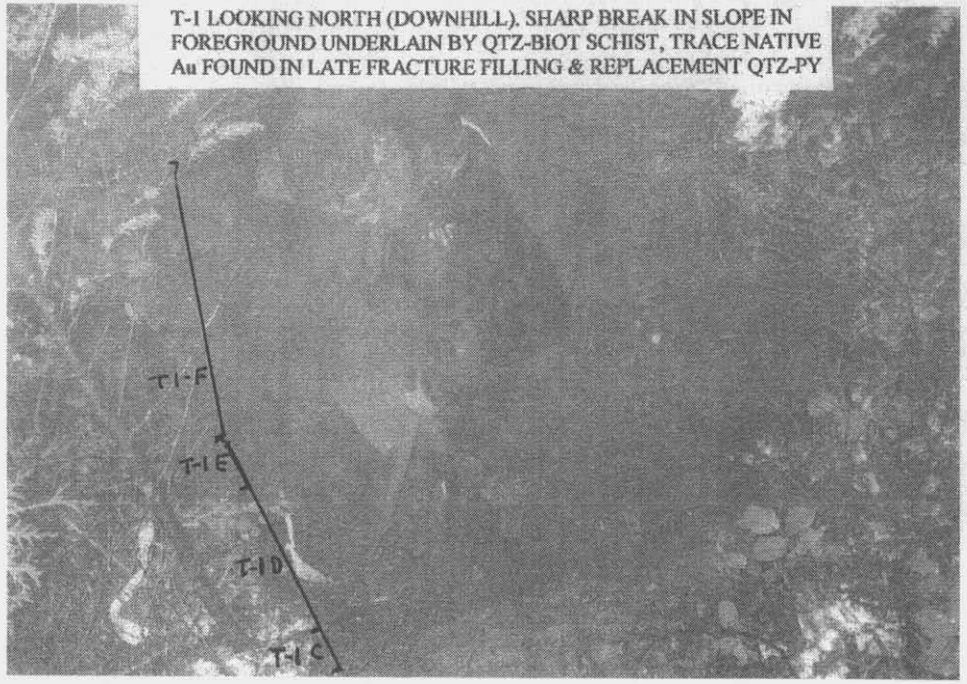
T-2 RECLAIMED (BACKFILLED, SEEDED)



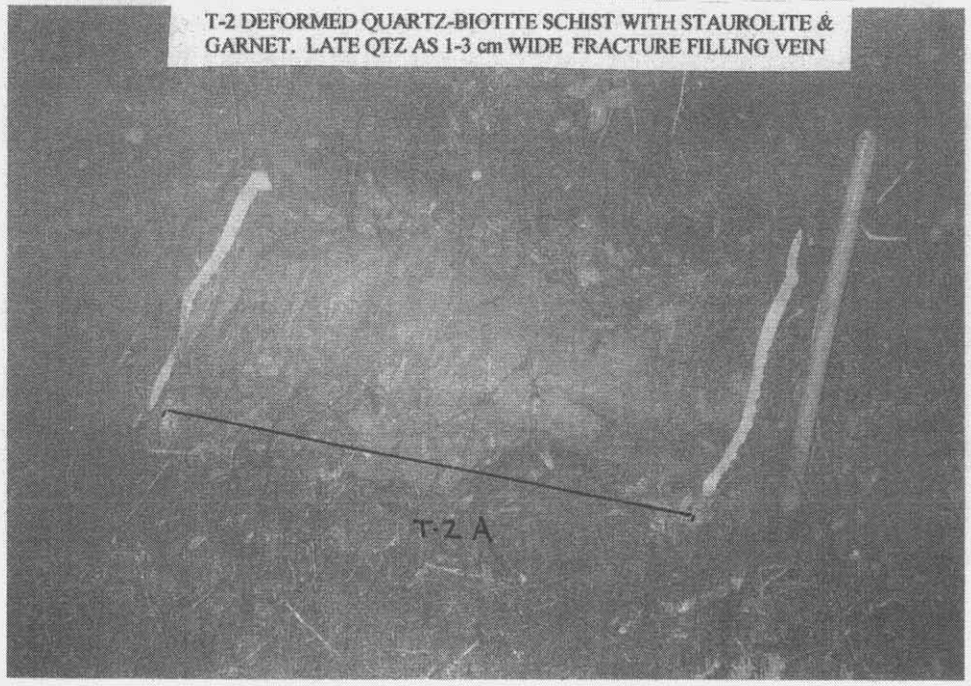
T-1 LOOKING SOUTH (UPHILL). A SHARP BREAK IN SLOPE, SHEARING AND LATE FRACTURE FILLING & REPLACEMENT QTZ-PY/PYO ALONG AN E-W TRENDING FAULT ZONE ARE CHARACTERISTICS OF THE 'D' VEIN ZONE (ROCK SAMPLES T-1 C to E)



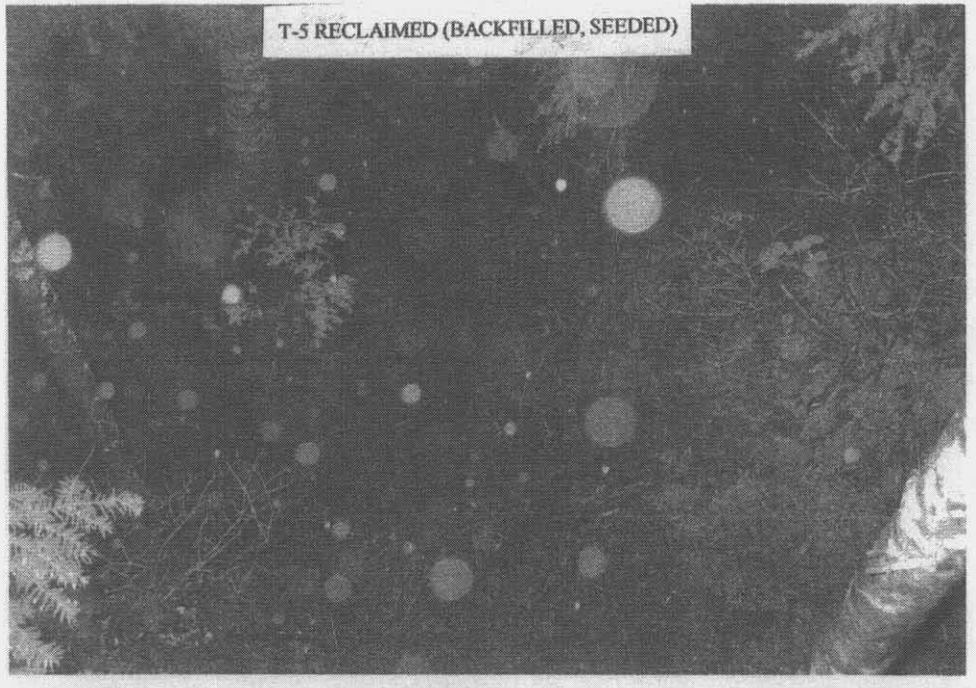
T-4 DEFORMED QUARTZ-BIOTITE SCHIST WITH STAUROLITE & GARNET. LATE QTZ AS 1-2 cm WIDE FRACTURE FILLING VEIN



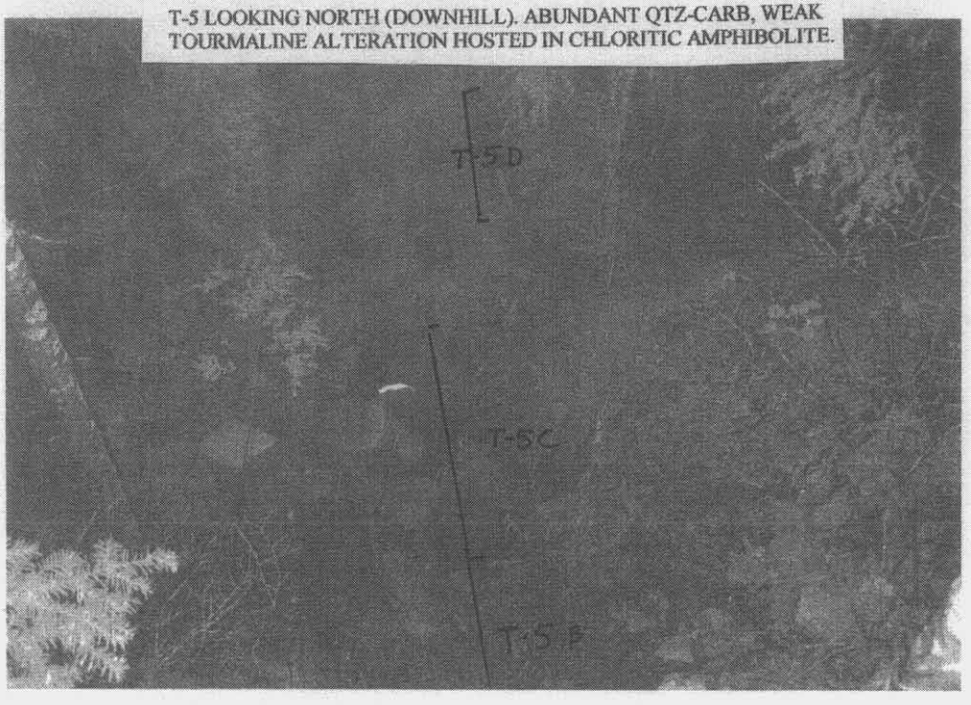
T-1 LOOKING NORTH (DOWNHILL). SHARP BREAK IN SLOPE IN FOREGROUND UNDERLAIN BY QTZ-BIOT SCHIST, TRACE NATIVE Au FOUND IN LATE FRACTURE FILLING & REPLACEMENT QTZ-PY



T-2 DEFORMED QUARTZ-BIOTITE SCHIST WITH STAUROLITE & GARNET. LATE QTZ AS 1-3 cm WIDE FRACTURE FILLING VEIN

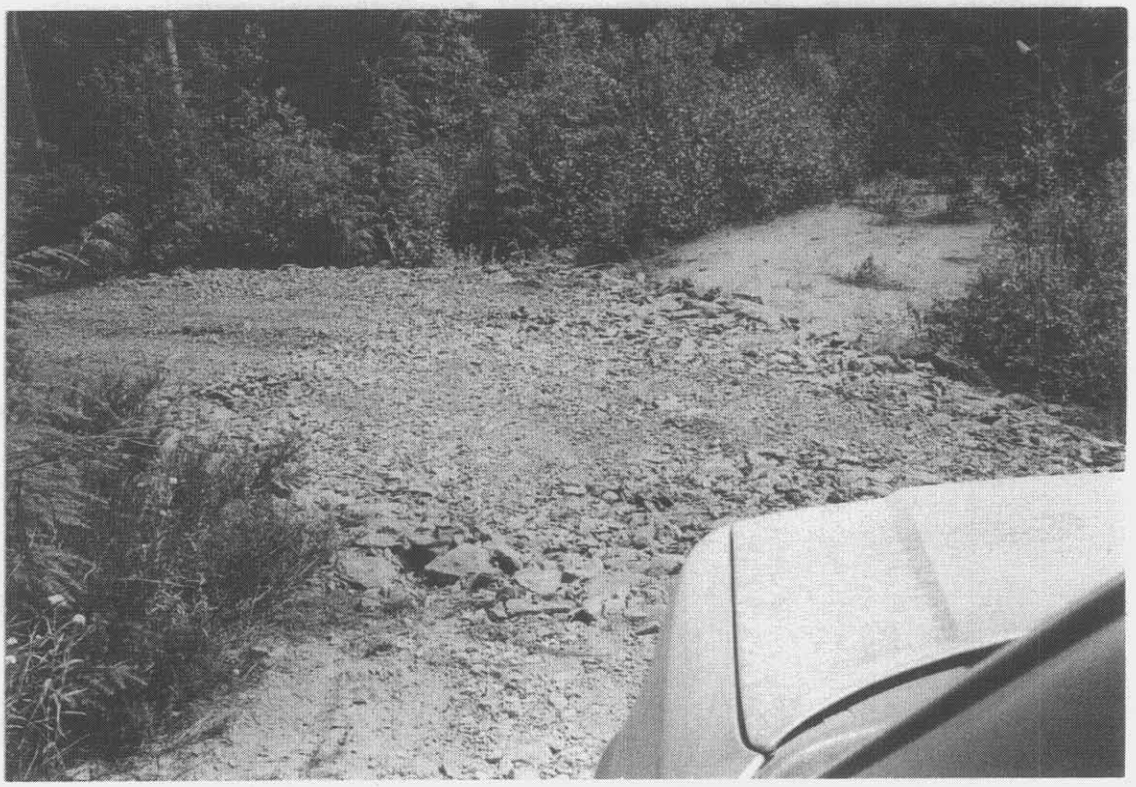


T-5 RECLAIMED (BACKFILLED, SEEDED)



T-5 LOOKING NORTH (DOWNHILL). ABUNDANT QTZ-CARB, WEAK TOURMALINE ALTERATION HOSTED IN CHLORITIC AMPHIBOLITE.

BLAZE 2 CLAIM- ACCESS ROAD IMPROVEMENTS (2002), LOOKING NORTH



BLAZE 2- ACCESS ROAD IMPROVEMENTS (2002), LOOKING NORTHEAST

BLAZE 2 CLAIM- ACCESS ROAD IMPROVEMENTS (2002), LOOKING SOUTH

BLAZE 2 CLAIM- ACCESS ROAD IMPROVEMENTS (2002), LOOKING NORTH