VOLUME I

GEOLOGICAL, GEOCHEMICAL AND GEOPHYSICAL REPORT

(SOW 4172745)

AINSWORTH EAST-LOKI PROPERTY
SLOCAN MINING DIVISION
KOOTENAY LAKE DISTRICT
EASTERN BRITISH COLUMBIA

82FNE
82F/15
49° 50' 00" North Latitude
116° 40' 00" West Longitude

GOLDCLIFF RESOURCE CORPORATION
6976 Laburnum Street
Vancouver, BC.
V6P 5M9
(Owner and Operator)

GEOTEC CONSULTANTS LTD.

Leonard W. Saleken, PGeo
Consulting Geologist
January 28, 2008

VOLUME I

TABLE OF CONTENTS

VOLUME I

LIST OF TABLES

TABLES

LIST OF FIGURES

FIGURES **FOLLOWS**

VOLUME I

APPENDICES

APPENDIX A **GEOPHYSICAL REPORT**

Report on a Fugro Airborne Geophysical SurveyOver Selected Areas of the Loki Claims, Ainsworth East Project Area, NTS: 82F/15, January 28, 2008 by Edwin R. Rockel, PGeo, Geophysicist

APPENDIX B **GEOCHEMICAL REPORT**

No report, results pending

1.0 SUMMARY

The Ainsworth East-Loki property (Figure 1.0) is located 750 kilometres east of Vancouver, British Columbia and 70 kilometres north of Nelson in south eastern British Columbia. The geographic centre of the property is at 49° 50' 00" north latitude and 116°40' 00" west longitude on map sheet NTS 82F/15. The property mineral claims are situated east of Kootenay Lake.

The Ainsworth East-Loki property mineral claims are beneficially owned and operated by Goldcliff Resource Corporation, 6976 Laburnum Street, Vancouver BC, V6P 5M9. The 19 mineral claims are contiguous and consist of a block totalling 8436.022 hectares in the Slocan Mining Division.

The exploration work on the Ainsworth East-Loki property was conducted from October 11, 2006 through October 09, 2007. The work consisted of an extensive review of existing government and industry data files The data files included data from regional silt and rock geochemical surveys (RGS), geological maps, ARIS assessment reports and industry reports. The field work consisted of an airborne multi parameter geophysical survey and a geochemical reconnaissance stream and rock survey.

The overall exploration program was supervised by Leonard W. Saleken, PGeo, Geologist. The geochemical work and sampling was conducted by Sam Zastavnikovich, PGeo, Geochemist. The airborne geophysical work was supervised and interpreted by Edwin R. Rockel, PGeo, Geophysicist. The airborne geophysical survey was contracted to Fugro Airborne Surveys. The airborne geophysical survey consisted of 290 line km. The geochemical survey collected 25 stream sediments and 12 rock samples for analyses.

Access to the Ainsworth East-Loki property is along highway 3A which connects the towns of Nelson, Balfour and Kootenay Bay. The community of Riondel is on the east side of Kootenay Lake and 20 kilometres from Kootenay Bay. A logging road north of Riondel along the east side of Kootenay Lake provides no access to the property. The property is accessed by helicopter.

The topographic relief ranges from 1,500 metres to 2,500 metres above sea-level. The mountainous terrain is rugged. The property is located in the Purcell Mountains. More locally, the terrain is deeply incised by streams with steep rocky scarps. The large streams are Powder, Bernard and Loki Creeks

The Ainsworth East-Loki claims were located to cover the Loki showing and RGS geochemical molybdenum anomalies. The area of the claims has old workings and claim posts indicates that the area was previously explored before 1979 (Duval 1980). It is thought that the earlier work was in search of precious metals along a fault zone in the southwest portion of the claims. The Loki molybdenum showing was discovered by Duval in 1980.

In 1979, the Loki #1 claim (20 units) was staked by G. R. McKillop for Duval Mining Ltd. During the period of July and August, 1980, Duval explored the claim by geological mapping and geochemical sampling. The Loki molybdenum showing was discovered in an area of greisen veining and contains 1180 ppm Mo. The greisen veins contain visible molybdenite along with quartz, muscovite, pyrite, and occasionally scheelite and fluorite. The greisen alteration zone is approximately 1500 wide and 2000 metres long.

In 2006, Goldcliff Resource Corporation acquired a large block of 75 contiguous claim units on the east side of Kootenay Lake referred to as Ainsworh East-Loki property. The claim block covered an area of 36,688 hectares stretching from Crawford Bay in the south to Powder Creek in the north.

During August 2007, Goldcliff contract Fugro Geophysical Survey to conduct an airborne geophysical survey consisting of 290 line kilometres. The reconnaissance geochemical survey was conducted in August and September and collected 25 stream sediments and 12 rock samples for analyses. The multi parameter geophysical survey was successful in its objective to discover important exploration targets within the Ainsworth East-Loki claim survey area. The interpretation of various geophysical parameters produced target areas considered to be high priority for further exploration on the ground.

The following conclusions can be drawn from the 2007 work programs:

Geological Investigations

The geology and Loki molybdenum showing on the Ainsworth East-Loki property is intrusive related. The Loki showing occurs in a large greisen alteration zone that is 1500 by 2000 metres in area. The alteration zone contains numerous greisen veins and quartz veins containing occasional molybdenite, fluorite and tungsten. The surface mineralization may represent deeper mineralization of potential economic significance.

Geophysical Airborne Survey

The multi parameter geophysical survey was successful in discovering important exploration targets within the Loki claim survey area. The interpretation of various geophysical parameters produced 5 target areas considered to be high priority for further exploration on the ground.

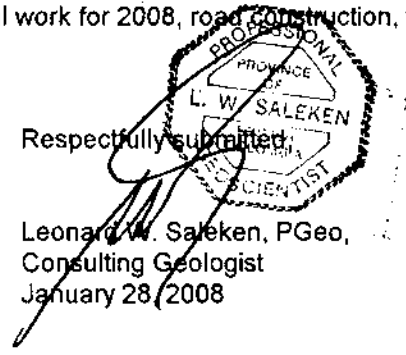
Geochemical Stream and Rock Survey

There are no geochemical conclusions. The geochemical results were not available at the time of writing this report. Goldcliff agrees and concludes that more geochemical surveying and the 2007 results will beneficial to the exploration and discovery of molybdenum deposits on the Ainsworth East-Loki property.

The 2007 work program yielded positive results and additional work is warranted on the Ainsworth East-Loki property.

Recommendations are as follows:

- On the technical work for 2008, follow up geological mapping, detailed geochemical stream and rock sampling and ground geophysical surveys.
- On the physical work for 2008, road construction, trenching and drilling.



Respectfully submitted,

Leonard W. Saleken, PGeo,
Consulting Geologist
January 28, 2008

2.0 INTRODUCTION

2.1 Terms of Reference

The following report entitled "Geological, Geochemical and Geophysical Report on the Ainsworth East-Loki Property, Slocan Mining Division, Kootenay Lake District, Eastern British Columbia (NTS: 82F/15) and dated January 28, 2008" was prepared for Goldcliff Resource Corporation, Vancouver, BC, Canada. The report was prepared to summarize the work activities and results of geological, geochemical and airborne geophysical surveys that were conducted on the mineral claims during the period of October 11, 2006 through October 09, 2007.

2.2 Site Inspections

Fieldwork and data compilation were carried out on the mineral claims from October 11, 2006 through October 09, 2007 under the direction of Leonard W. Saleken, PGeo, Geologist. The geochemical work was conducted by Sam Zastavnikovich, PGeo, Geochemist. The geophysical work was supervised and interpreted by Edwin R. Rockel, PGeo, Geophysicist.

2.3 Disclaimer

The author of this technical report is the Chairman, CEO and Director of Goldcliff Resource Corporation. He is the registered title owner of the Ainsworth East-Loki mineral claims (19) as documented on Table 1.0. The mineral claims are held in trust as follows:

Beneficial Owner – 100% Goldcliff Resource Corporation
Mineral Titles Ownership – 100% Leonard W. Saleken (FMC#123586)
Mineral Titles in Trust to – 100% Goldcliff Resource Corporation

This disclaimer applies to section 4.2 of this technical report.

The author is of the opinion that the information for this report on the Ainsworth West mineral claims that is provided in and taken from the various reports and maps as reference in the in section 11.0 is reliable and to industry standards.

2.4 Units and Abbreviations

The project is operated in metric units. There are however specific references to Imperial units. All monetary amounts are in Canadian dollars. The following abbreviations are used in the report:

mm	millimetre	cm	centimetre
m	metre	km	kilometre
ha	hectare	kg	kilogram
t	metric tonne (tonnes)	g/t	grams per tonne
oz	Ounce	oz/ton	ounce per short ton
ppm	part per million	ppb	parts per billion
az	Azimuth	Lb	pound
Cu	Copper	Zn	Zinc
Cd	Cadmium	Pb	Lead
Mo	Molybdenum	W	Tungsten
Ag	Silver	Au	Gold
Sn	Tin	Bi	Bismuth
Mn	Manganese	F	Fluorine
MTO	Mineral Titles Online	RGS	Regional Geochemical Survey
PGeo	Professional Geoscientist	NI 43-101	National Instrument 43-101

3.0 EXPLORATION PROCEDURES

3.1 Work Programs

The exploration work on the Ainsworth East-Loki property was conducted from October 11, 2006 through October 09, 2007. The work consisted of an extensive review of existing government and industry data files. These data files included data from regional silt and rock geochemical surveys (RGS), geological maps, historical mine production and workings, assessment reports and geological surveys.

Goldcliff concluded that an airborne geophysical survey and a stream sediment and rock geochemical survey were the best exploration approach to explore the large claim area for its silver deposit potential.

The overall exploration program was supervised by Leonard W. Saleken, PGeo, Geologist. The geochemical work and sampling was conducted by Sam Zastavnikovich, PGeo, Geochemist. The airborne geophysical work was supervised and interpreted by Edwin R. Rockel, PGeo, Geophysicist. The airborne geophysical survey was contracted to Fugro Airborne Surveys.

The airborne geophysical survey consisted of 290 line km. The geochemical survey collected 25 stream sediments and 12 rock samples for analyses.

3.2 Sample Analyses

The samples are shipped to EcoTech Laboratory Ltd. for sample preparation and analyses. EcoTech Laboratory Ltd is a certified laboratory with the ISO 9001 certification of Registration # 52172-01. The certified assayer for EcoTech is Jutta Jealouse, BC Certified Assayer. The samples are analyzed by Aqua Regia Digest/ ICP MS Finish Au 30g FA / AA Finish.

4.0 PROPERTY DESCRIPTION

4.1 Property Location

The Ainsworth East-Loki property (Figure 1.0) is located 750 kilometres east of Vancouver, British Columbia and 70 kilometres north of Nelson in south eastern British Columbia. The geographic centre of the property is at 49° 50' 00" north latitude and 116° 44' 00" west longitude on map sheets 82F15. The property mineral claims are situated west of Kootenay Lake.

4.2 Mineral Claims

The Ainsworth East-Loki property mineral claims (Figure 2.0) is beneficially owned and operated by Goldcliff Resource Corporation, 6976 Laburnum Street, Vancouver BC, V6P 5M9. The 19 mineral claims are contiguous and consist of a block totalling 8436.022 hectares in the Slocan Mining Division (Table 1.0).

TABLE 1.0 - CLAIM DATA

Tenure Number	Owner	Map Number	Good To Date y/m/d	Mining Division	Hectares
542956	123586 (100%)	082F	2010/nov/15	Slocan	416.947
542957	123586 (100%)	082F	2012/feb/15	Slocan	416.977
542959	123586 (100%)	082F	2010/nov/15	Slocan	416.796
542962	123586 (100%)	082F	2012/feb/15	Slocan	416.835
542964	123586 (100%)	082F	2010/nov/15	Slocan	416.65
542965	123586 (100%)	082F	2012/feb/15	Slocan	416.7
542971	123586 (100%)	082F	2010/nov/15	Slocan	416.513
542972	123586 (100%)	082F	2012/feb/15	Slocan	416.567
542973	123586 (100%)	082F	2010/nov/15	Slocan	416.376
542975	123586 (100%)	082F	2010/nov/15	Slocan	416.434
545008	123586 (100%)	082F	2010/nov/15	Slocan	416.239
545009	123586 (100%)	082F	2010/nov/15	Slocan	416.11
552078	123586 (100%)	082F	2012/feb/15	Slocan	500.22
552079	123586 (100%)	082F	2012/feb/15	Slocan	500.068

LOCATION MAP

Ainsworth East - Loki Claims

Goldcliff
RESOURCE CORPORATION
GCN-TSXV

Ainsworth East
Loki Claims
Regional Location Map
Figure 1.0

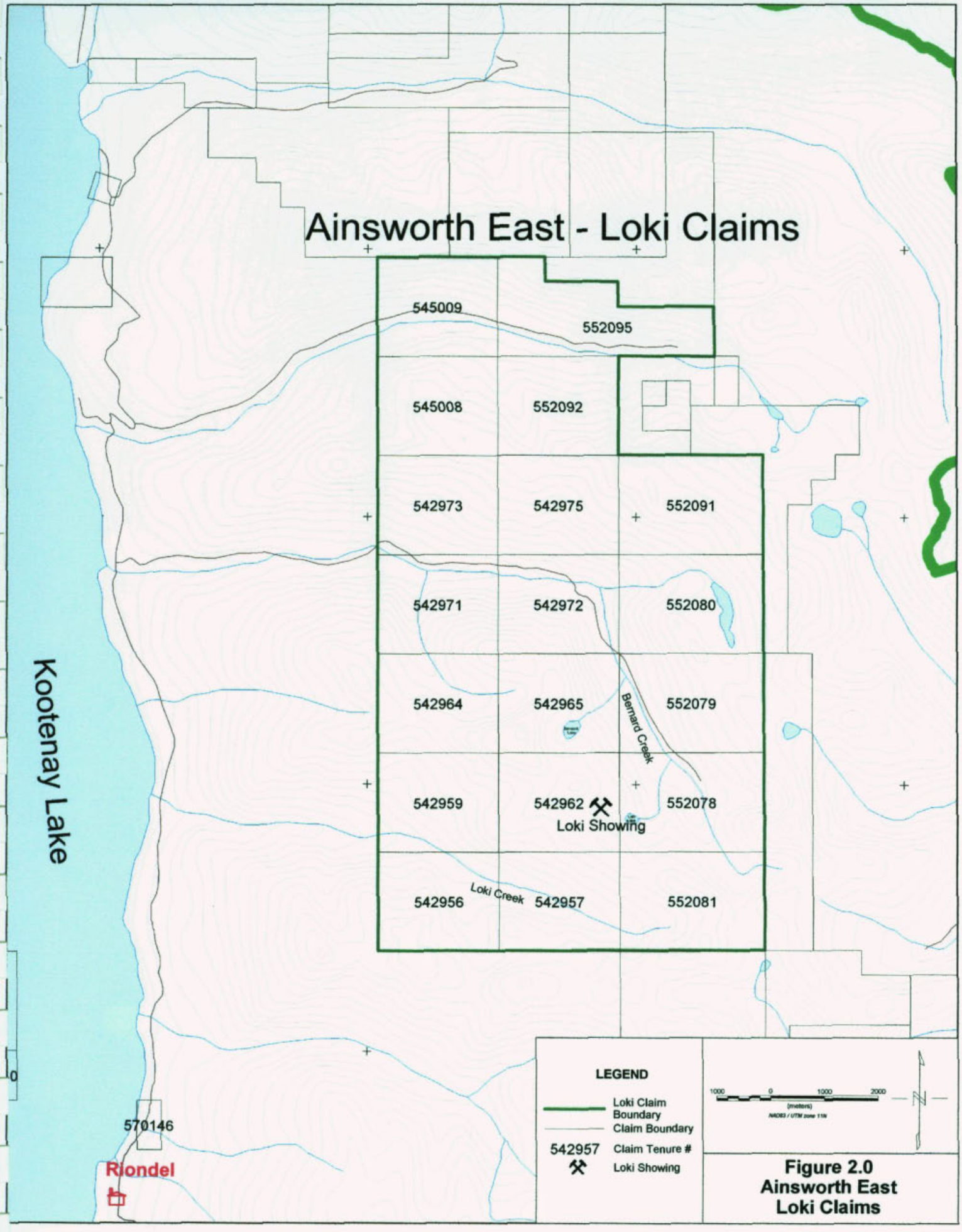


Figure 2.0
Ainsworth East
Loki Claims

552080	123586 (100%)	082F	2012/feb/15	Slocan	499.91
552081	123586 (100%)	082F	2012/feb/15	Slocan	500.385
552091	123586 (100%)	082F	2010/feb/15	Slocan	499.752
552092	123586 (100%)	082F	2010/feb/15	Slocan	416.301
19					8436.022

4.3 Property Ownership

The registered title owner of the Ainsworth East-Loki mineral claims (19) is Leonard W. Saleken (FMC#123586). The mineral claims are held in trust as follows:

Beneficial Owner – 100% Goldcliff Resource Corporation
Mineral Titles Ownership – 100% Leonard W. Saleken (FMC#123586)
Mineral Titles in Trust to – 100% Goldcliff Resource Corporation

4.4 Environmental Liabilities

The Ainsworth East-Loki mineral claims are located to the east of the Ainsworth silver mining camp with former producing mines which operated from 1884 to 1964. The property has logged areas and active logging. There are no historic mines, no tailings or waste dumps on the claims. The property has no environmental liabilities attached to the claims as far as can be determined.

4.5 Exploration Permit

The Ainsworth East-Loki mineral claims had technical work conducted on the claims in 2006 and 2007. A work and reclamation permit was not required from the Ministry of Energy and Mines to conduct the work.

5.0 ACCESS, CLIMATE AND INFRASTRUCTURE

5.1 Assess and Topography

Access to the Ainsworth East-Loki property is by helicopter. A logging road from Riondel along the east side of Kootenay Lake allows road access for 12 km to Bernard Creek. The access up the Bernard Creek road is terminated at 1.5 km due to a washout. The higher elevations are reached by trail or by helicopter.

The topographic relief ranges from 1,500 metres to 2,700 metres above sea-level at the higher elevations. The mountainous terrain is rugged and the prominent peak is Mount Loki (2,771 metres). The property is located in the Purcell Mountains. More locally, the terrain is deeply incised by streams with steep rocky scarps. The large streams are Powder, Bernard and Loki Creeks

5.2 Climate, Field Season, Vegetation and Wildlife

Climatic conditions are variable with the seasons and Kootenay Lake has a moderating influence on local weather conditions. The summer weather is May to August with temperatures up to 30 degrees Celsius. Winter conditions generally commence in September. Autumn conditions can be foggy.

The work field season is limited to summer and fall.

Forest vegetation consists of cedar, pine, fir, balsam, aspen and spruce trees at lower elevations and alpine at the higher elevation (above treeline). Several areas at lower elevations have been logged by clear cutting methods. Wildlife consists of deer, moose, bear and smaller animals.

5.3 Infrastructure

The main activities in the region are tourism and logging. The operating mines are to the northwest at Sandon (Silver) and to the north at Trout Lake (Molybdenum).

6.0 HISTORY

6.1 Ainsworth East-Loki Property History

The Ainsworth East-Loki claims were located to cover the Loki showing and RGS geochemical molybdenum anomalies. The area of the claims has old workings and claim posts indicates that the area was previously explored before 1979 (Duval 1980). It is thought that the earlier work was in search of precious metals along a fault zone in the southwest portion of the claims. The Loki molybdenum showing was discovered by Duval in 1980.

The Loki #1 claim (20 units) was staked by G. R. McKillop for Duval Mining Ltd. on August 17, 1979 and collected 64 samples. During the period of July and August, 1980, Duval explored the claim by geological mapping and geochemical sampling (soils, silt, rocks). An area in excess of 500 hectares was mapped at a scale of 1:10,000. A total of 181soils, 5 silts and 63 rocks were collected. All samples were analysed for Mo, Ag, W and F. Selected samples were analysed for Au, Sn, Cu, Pd, Zn and Mn. The Loki showing, an area of greisen veining, reported 1180 ppm Mo. The greisen veins contain visible molybdenite along with quartz, muscovite, pyrite, and occasionally scheelite and fluorite. The greisen alteration zone is approximately 1500 wide and 2000 metres long.

In 2006, Goldcliff Resource Corporation acquired a large block of 75 contiguous claim units on the east side of Kootenay Lake referred to as Ainsworh East. The claim block covered an area of 36,688 hectares stretching from Crawford Bay in the south to Powder Creek in the north.

During August 2007, Goldcliff contract Fugro Geophysical Survey to conduct an airborne geophysical survey consisting of 290 line km. The geochemical survey conducted in august and September collected 25 stream sediments and 12 rock samples for analyses. The multi parameter geophysical survey was successful in its objective to discover important exploration targets within the Ainsworth East-Loki claim survey area. The interpretation of various geophysical parameters produced target areas considered to be high priority for further exploration on the ground.

7.0 GEOLOGICAL SETTING

7.1 Introduction

The geology on the east side of Kootenay Lake in the Purcell Mountains is from the Geological Survey of Canada, Map 1864A, Geology, Kootenay Lake, British Columbia by J. E. Reesor (1996) and (1973) "Geology of the Lardeau Map-Area, East-Half, British Columbia, Geological Survey of Canada, Memoir 369". The geology covers parts of NTS sheets 82F/15). The general distribution of the rock formations, rock types and main structural elements are presented in the report.

7.2 Ainsworth East-Loki Property Regional Geology

The regional geology is displayed on Figure 3.1 and on Table 2.0, Table of Region Geological Formations. The geology map covers the Ainsworth East-Loki property.

Table 2.0 Table of Regional Geological Formations

Era	Period	Formations		Rock Class	Rock Units
Cenozoic	Quaternary	Q	Recent	unconsolidated	Till, alluvium, colluvium
	Miocene				
	Oligocene				
	Eocene	ECsy	Coryell Plutonic Suite	intrusive	syenite, monzonite
	Paleocene				
Mesozoic	Cretaceous	Kgd	Fry Creek Batholith	intrusive	granite, granodiorite, monzonite
	Jurassic	MJNgd	Nelson Batholith	intrusive	granite, granodiorite, granite gneiss
	Triassic	TrSlc	Slocan Group	sedimentary	argillite, limestone, slate, siltstone
Paleozoic	Permian	CPKa	Kaslo Group	volcanic	hornblende schist, gneiss
	Mississippian	uMPM	Milford Formation	sedimentary	argillite, limestone, chert
	Devonian				
	Silurian				
	Ordovician				
	Cambrian	CmDLI	Lardeau Gp-Index Fm	sedimentary	mica schist, hornblende gneiss, marble
		lCmB	Badshot Formation	sedimentary	limestone, marble, dolomite
Proterozoic	Upper Proterozoic	uPrCmH	Hamill Group	sedimentary	quartzite, quartz-rich schist
		uPrWTS	Three Sisters Fm	sedimentary	Grit, quartzite, quartz conglomerate
	Upper Proterozoic Windermere Supergroup	uPrHsc	Horsethief Creek Gp	sedimentary	conglomerate, quartzite, limestone
		uPrWM	Monk Formation	sedimentary	phyllite, quartzite, grit
		uPrWI	Irene Formation	volcanic	greenstone, mafic tuff
		uPrWT	Toby Formation	sedimentary	conglomerate, quartzite, grit
	Middle Proterozoic Purcell Supergroup	mPrPM	Mount Nelson Fm	sedimentary	dolomite, siltstone , argillite, quartzite
		mPrPD	Dutch Creek Fm	sedimentary	siltstone, argillite, quartzite, dolomite
		mPrPK	Kitchener Formation	sedimentary	dolomite, siltstone, argillite
		mPrPC	Creston Formation	sedimentary	siltstone, argillite, quartzite

Modified after Reesor (1996)

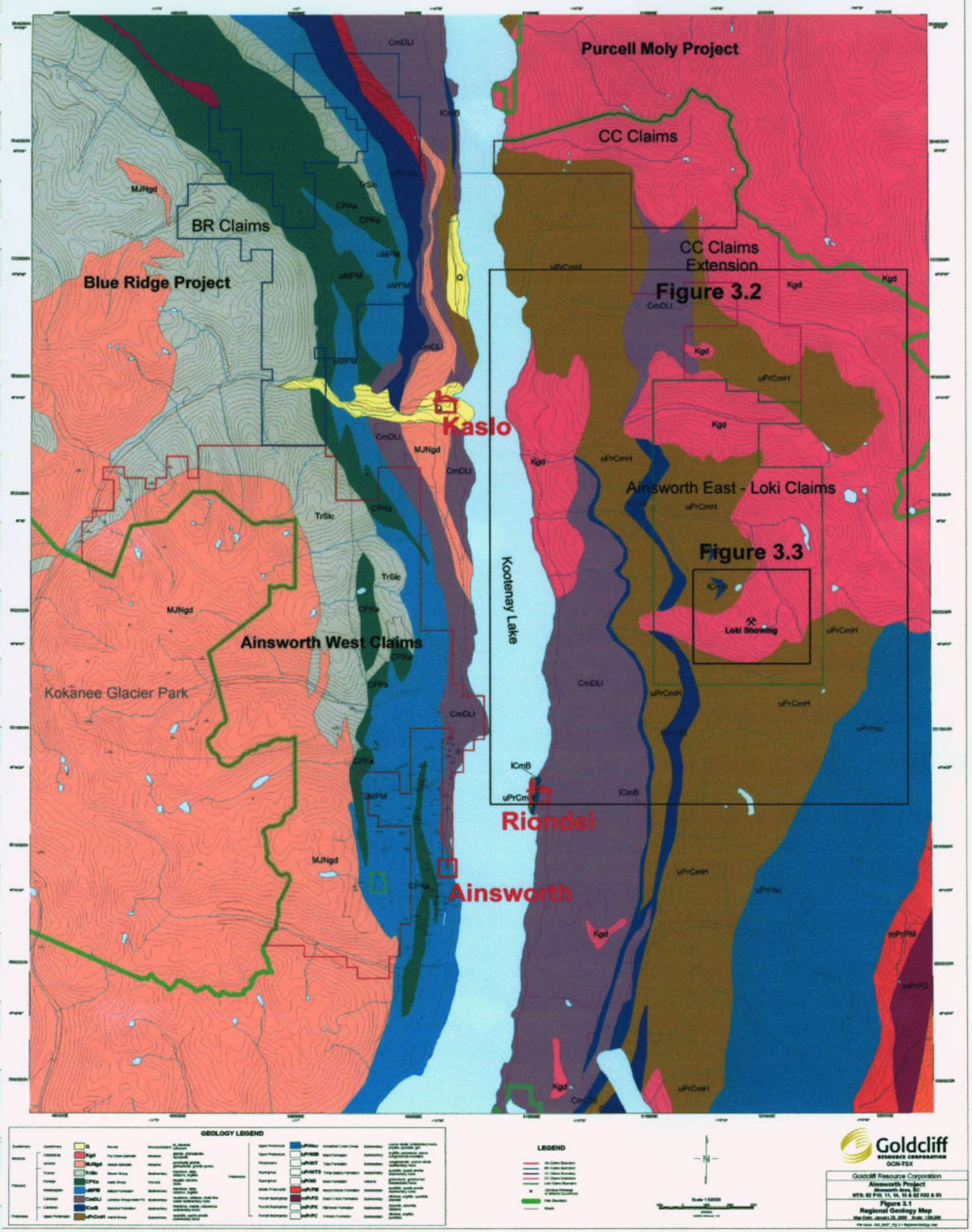
7.3 Ainsworth East-Loki Property Area Geology

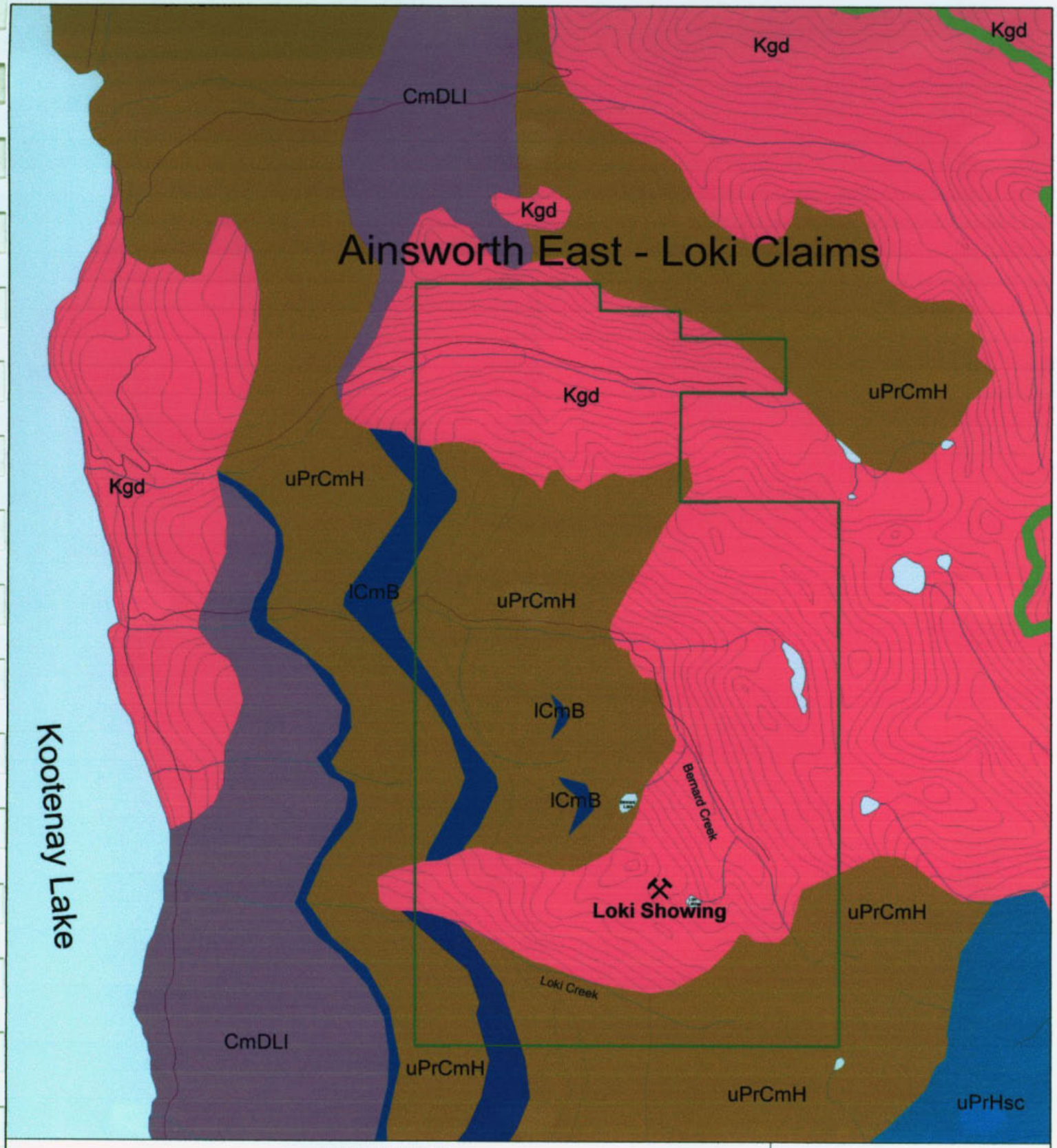
The Ainsworth East-Loki property area geology is displayed on Figure 3.2 and on Table 3.0, Table of Area Geological Formations.

Table 3.0, Table of Area Geological Formations

Age	Formations		Rocks
Quaternary	Q	Recent	Till, alluvium, colluvium
Eocene	ECsy	Coryell Plutonic Suite	syenite, monzonite
Cretaceous	Kgd	Fry Creek Batholith	granite, granodiorite, monzonite
Cambrian	CmDLI	Lardeau Group- Index Fm	mica schist, hornblende gneiss, marble
Cambrian	lCmB	Badshot Formation	limestone, marble, dolomite
Upper Proterozoic	uPrCmH	Hamill Group	quartzite, quartz-rich schist
Upper Proterozoic	uPrHsc	Horsethief Creek Group	conglomerate, quartzite, limestone

Sedimentary and Volcanic Rocks


Purcell Moly Project
CC Claims
CC Claims Extension
Figure 3.2
BR Claims
Blue Ridge Project
Kaslo
Ainsworth East - Loki Claims
Figure 3.3
Kootenay Lake
Loki Showing
Ainsworth West Claims
Kokanee Glacier Park
Riondel
Ainsworth
GEOLOGY LEGEND
LEGEND
Goldcliff
RESOURCE CORPORATION
GCN-TSX
Goldcliff Resource Corporation
Ainsworth Project
Ainsworth Area, BC
NTS: 82 F/10, 11, 14, 15 & 82 K/02 & 03
Figure 3.1
Regional Geology Map



GEOLOGY LEGEND

Quaternary	Q	Recent	Unconsolidated	till, alluvium, colluvium	Upper Proterozoic	uPrHsc	Horsethief Creek Group	Sedimentary	coarse clastic sedimentary rocks, phyllite, quartzite, grit
Cretaceous	Kgd	Fry Creek Batholith	Intrusive	granite, granodiorite, monzonite	Upper Proterozoic	uPrWM	Mork Formation	Sedimentary	argillite, greywacke, wacke, conglomerate turbidites
Jurassic	MJNgd	Nelson Batholith	Intrusive	porphyritic granite, granodiorite, granite gneiss	Windermere	uPrWT	Toby Formation	Sedimentary	conglomerate, coarse clastic sedimentary rocks
Triassic	TrSlc	Slocan Group	Sedimentary	limestone, slate, siltstone, argillite	Supergroup	uPrWTS	Three Sisters Formation	Sedimentary	quartzite, quartz arenite sedimentary rocks
Permian	CPKa	Kaslo Group	Volcanic	basaltic volcanic rocks	Supergroup	uPrWI	Irene Formation	Volcanic	greenstone, greenschist metamorphic rocks
Mississippian	uMPM	Milford Formation	Sedimentary	limestone, slate, siltstone, argillite	Middle Proterozoic	mPrPM	Mount Nelson Formation	Sedimentary	quartzite, quartz arenite sedimentary rocks
Cambrian	CmDLI	Lardeau Group-Index Fm	Sedimentary	mudstone, siltstone, shale fine clastic sedimentary rocks	Purcell Supergroup	mPrPD	Dutch Creek Formation	Sedimentary	siltstone, argillite, quartzite, dolomite
Cambrian	lCmB	Badshot Formation	Sedimentary	limestone, marble, calcareous sedimentary rocks	Purcell Supergroup	mPrPK	Kitchener Formation	Sedimentary	dolomite, dolomitic siltstone
Upper Proterozoic	uPrCmH	Hamill Group	Sedimentary	quartzite, quartz arenite sedimentary rocks	Purcell Supergroup	mPrPC	Creston Formation	Sedimentary	siltstone, argillite, quartzite,

1000 0 1000 2000
(meters)
NAD83 / UTM zone 11N

Figure 3.2
Ainsworth East
Area Geology

The oldest formations are the Upper Proterozoic Horsethief Creek Group conglomerates and Hamill Group quartzite. The Cambrian consists of the Badshot Formation limestone and the Lardeau Group- Index Formation volcanic rock (hornblende gneiss).

Intrusive Rocks

The sediments and volcanics are intruded by the Cretaceous Fry Creek Batholith (monzonite). The Fry Creek Batholith appears to be intruded by a younger intrusion describe as a quartz porphyry. This quartz porphyry maybe an Eocene intrusion related to the Coryell Plutonic Suite of syenite and monzonite.

7.4 Loki Showing Geology

The Loki showing geology is displayed on Figure 3.3 and is modified from the geology map in the Duval 1980 assessment report 8414. The Loki showing area geology covers a portion of the upper Cretaceous Fry Creek Batholith (Kgd) and its contact with the lower Cambrian Hamill Group (uPrCmH) of metasediments. The molybdenum mineralization is related to the greisen alteration zone, greisen veins and quartz veins in the monzonite of the Fry Creek Batholith.

7.4.1 Rock Units

The Upper Proterozoic Hamill Group of metasediments is the oldest rocks and they have been intruded by the upper Cretaceous Fry Creek Batholith of quartz monzonite. The Fry Creek Batholith is intruded by a younger intrusion describe as a quartz porphyry (QPy). This quartz porphyry maybe an Eocene intrusion related to the Coryell Plutonic Suite of syenite and monzonite.

The quartz porphyry (QPy) is altered and is finer grained than the Fry Creek quartz monzonite. The porphyry is composed of quartz, clays, and sericite with abundant disseminated iron oxides. The quartz grains are smaller than the quartz grains of the quartz monzonite. The alteration and sulphide mineralization of the quartz porphyry may represent younger intrusive activity that is related to the Coryell Plutonic Suite of syenite and monzonite.

7.4.2 Mineralization and Alteration

The mineralization in the Loki showing area is mainly associated with the greisen alteration and greisen veining as well as a related system of quartz veins or veinlets. The tourmaline fault zone and related quartz stockwork are essentially barren.

The Loki showing is situated in the greisen alteration zone containing the greisen veins and quartz veins or veinlets. A greisen vein is composed mainly of muscovite, quartz, orthoclase and pyrite with occasional molybdenite, fluorite and tungsten. The greisen alteration zone area is approximately 1500 by 2000 metres (Duval 1980). The greisen alteration zone contains numerous greisen veins and quartz veins.

The Loki showing is defined by its molybdenum assay of 1180 ppm Mo. The showing occurs in the greisen alteration zone and is associated with the greisen veins and quartz veins or veinlets. The Duval documentation was unclear to its location. The location of the Loki showing is established a UTM 519350E and 5519550N (NAD 83, Zone 11).

8.0 GOLDCLIFF EXPLORATION SURVEYS

8.1 Airborne Geophysical Survey

The airborne geophysical work was supervised and interpreted by Edwin R. Rockel, PGeo, Geophysicist. The airborne geophysical survey was contracted to Fugro Airborne Surveys. The geophysical report by Edwin R. Rockel "Report on a Fugro Airborne Geophysical Survey over Selected Areas of the Loki Claims, Ainsworth East Project Area, NTS: 82F/15, January 28, 2008" is attached as Appendix A..

The Fugro Resolve Survey report (#07082-1) and maps for the Ainsworth East-Loki property geophysical survey are included as Volume II to this report.

8.2 Geochemical Survey

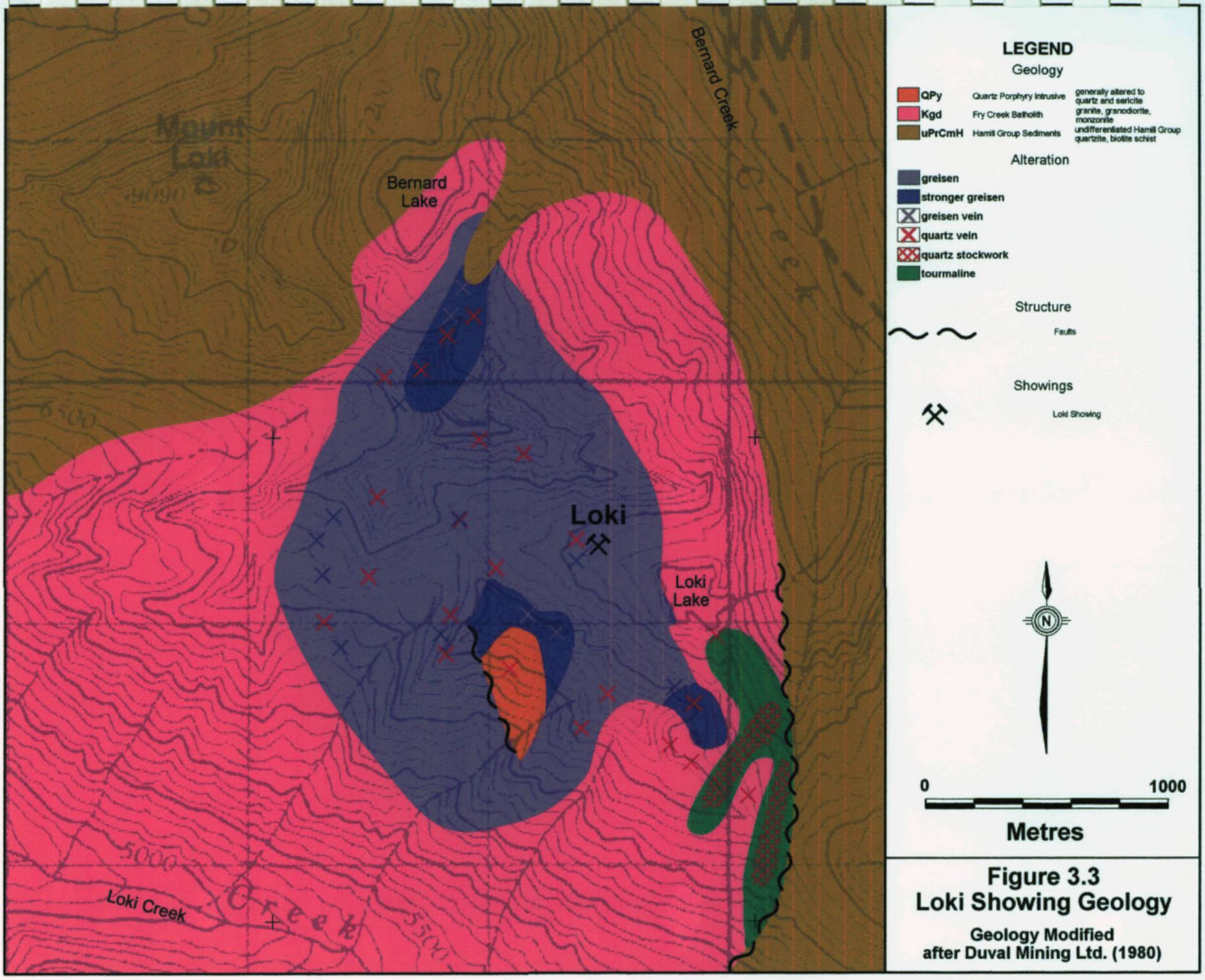


Figure 3.3
Loki Showing Geology

Geology Modified after Duval Mining Ltd. (1980)

The geochemical survey was conducted by Sam Zastavnikovich, PGeo, Geochemist. The geochemical results were no available at the time of this report. A geochemical report is not available and is not attached.

9.0 CONCLUSIONS

9.1 Regional Compilation

The exploration work on the Ainsworth East-Loki property consisted of an extensive review of existing government and industry data files. These data files included data from regional silt and rock geochemical surveys (RGS), geological maps, historical mine production and workings, assessment reports and geological surveys.

After a comprehension data compilation on the Ainsworth East-Loki property, Goldcliff concluded that an airborne geophysical survey and a stream reconnaissance sediment and rock geochemical survey were the best exploration approach to evaluate and explore the large claim area for its molybdenum deposit potential.

Goldcliff agrees and concludes that the regional and area data compilations where essential and necessary to the evaluation of the exploration potential of the silver deposits of the region in order to discover new silver deposits.

9.2 Geological

The geology and Loki molybdenum showing on the Ainsworth East-Loki property is intrusive related. The Loki showing occurs in a large greisen alteration zone that is 1500 by 2000 metres in area. The alteration zone contains numerous greisen veins and quartz veins containing occasional molybdenite, fluorite and tungsten. The surface mineralization may represent deeper mineralization of potential economic significance.

Goldcliff concludes that more geological work is necessary to investigate its geological potential.

9.3 Geophysical

As concluded by Edwin R. Rockel, PGeo:

"The present multi parameter geophysical survey was successful in its objective to discover important exploration targets within the Loki claim survey area. The interpretation of various geophysical parameters were utilized to produce a combined interpretation map that highlights target areas considered to be high priority for further exploration on the ground. Three priority designations can be applied to the results. Priority 1 and 2 are shown on the interpretation map attached to the applicable target zone. Priority 3 can be assumed for all other EM anomalies shown on the interpretation map. The criteria for assigning target priorities were a combination of (interpreted) potassic alteration, association with magnetism, coincidence with structure or structural intersections and electromagnetic anomaly strength. The more attributes evident within the target zones the higher the assigned priority."

"The electromagnetic response in the Loki survey area indicated less conductivity present and therefore fewer EM anomalies. It is important to note that the Loki molybdenum showing is within the interpreted highly altered portion of the Fry Creek Batholith intrusive rocks. The priority 1 conductor, as well as three priority 2 targets to the north, are outside of the main (interpreted) K alteration zone but coincide with a major northwest (interpreted) fault and are associated with northwest trending linear magnetic highs seen on the tilt derivative image. The priority 2 target to the south is contiguous with a fault mapped by the BC Ministry of Energy Mines and Petroleum Resources."

Goldcliff agrees and concludes that the geophysical survey and results were the correct approach to exploring the Ainsworth East-Loki property for the discovery of new molybdenum deposits.

9.4 Geochemical

There are no geochemical conclusions by Sam Zastavnikovich, PGeo. The geochemical results were not available at the time of writing this report.

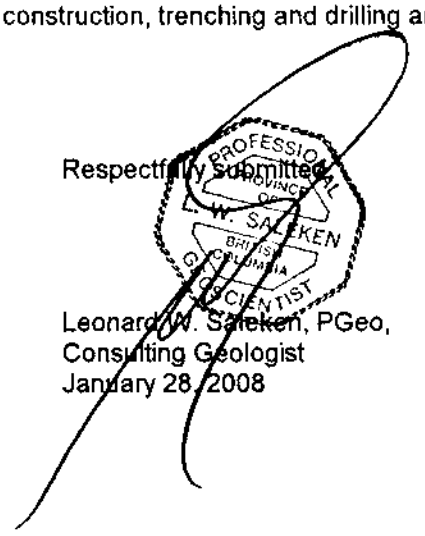
Goldcliff agrees and concludes that more geochemical surveying and the 2007 results will beneficial to the exploration and discovery of molybdenum deposits on the Ainsworth East-Loki property.

10.0 RECOMMENDATIONS

Recommendations are as follows:

On the technical work for 2008, follow up geological mapping, detailed geochemical stream and rock sampling and ground geophysical surveys are recommended.

On the physical work for 2008, road construction, trenching and drilling are recommended.



Respectfully Submitted,

Leonard W. Safeken, PGeo,
Consulting Geologist
January 28, 2008

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CERTIFICATE OF QUALIFIIED PERSON

I, Leonard W. Saleken, PGeo do hereby certify that:

1. I am currently employed as a Consulting Geologist by:
   Geotec Consultants Ltd. 6976 Laburnum Street
   Vancouver, British Columbia, Canada, V6P 5M9
   TEL: 604-261-7477
   FAX: 604-261-8994
   Email: saleken@telus.net

2. I graduated with a Bachelor of Science degree (B.Sc.) from the University of British Columbia in 1968 majoring in geology.

3. I am a member of the Association of Professional Engineers and Geoscientists of the Province of British Columbia (Registration No. 19505, Professional Geoscientist).

4. I have work as a geologist for a total 40 years since my graduation from university.

5. I have read the definition of "qualified person" set out in National Instrument 43-101 ("NI 43-101") and certify that by reason of my education, affiliation with a professional association (as defined in NI 43-101) and past relevant work experience, I fulfill the requirements to be a "qualified person" for the purposes of NI 43-101.

6. I am responsible for the preparation of general and geology sections of the technical report titled "Geological, Geochemical and Geophysical Report on the Ainsworth East-Loki Property, Slocan Mining Division, Kootenay Lake District, Eastern British Columbia (NTS: 82F/15) and dated January 28, 2008".

7. I, Leonard W. Saleken (FMC# 123586), am the registered claim holder of the claims: The claims are subject to the following conditions:
   Beneficial Owner – 100% Goldcliff Resource Corporation
   Mineral Titles Ownership – 100% Leonard Saleken (FMC#123586)
   Mineral Titles in Trust to – 100% Goldcliff Resource Corporation

8. I am not aware of any material fact or material change with respect to the subject matter of the Technical Report that is not reflected in the Technical Report, the omission to disclose which makes the Technical Report misleading.

Dated this 28 Day of January, 2008

PROFESSIONAL ENGINEER OF L. W. SALEKEN BRITISH COLUMBIA GEOSCIENTIST

Leonard W. Saleken, PGeo

WORK COST STATEMENT - 2007

ASSESSMENT 2007	MTO DATA	$ WORK REQIRED	$ WORK APPLIED	$ WORK DONE			
Event Number 417245	Mineral Titles Online						
Subject	SOW-M 4172745)						
Date	2007/Sep/06 18:29:58						
Event Number	4172745						
Event Type	Exploration & Developmet						
Work Type Cobe	T						
Required Work Amount	**131610.89**	**131610.89**	**110492.25**				
Total Work Amount	110492.25						
Total Amount Paid	11364.78						
PAC Name	Leonard W. Saleken						
PAC Debit	21118.64		21118.64				
PAC Credit	0.00						
SubTotal: Event 417245			**131610.89**				
AINSWORTH EAST-LOKI							
COST STATEMENT							
Work	**From Date**	**To Date**	**Days Total**	**Unit Total**	**$Fee**	**$ Sub Total**	**$ Work Costs**
Assay							**0.00**
Ecotech Laboratory Ltd.							
Silt				25	0	0.00	
Rock				12	0	0.00	
SubTotal							
Equipment Rentals							0.00
Safety Radios				0	0	0.00	
SubTotal							
Geochemical Surveys							**11025.00**
Sam Zastnickovich, PGeo	1-Aug-07	30-Sep-07	15		600.00	9000.00	
Meals-Accommodations	1-Aug-07	30-Sep-07	15		50.00	750.00	
Vehicles	1-Aug-07	30-Sep-07	15		100.00	1500.00	
SubTotal						11250.00	
Geological Surveys							**7800.00**
Leonard W. Saleken, PGeo	11-Oct-06	9-Oct-07	10		600.00	6000.00	
Meals-Accommodations	11-Oct-06	9-Oct-07	10		50.00	500.00	
Vehicle per Km	11-Oct-06	9-Oct-07		2000	0.65	1300.00	
SubTotal						7800.00	
Geophysical Surveys							**81223.70**

Edwin R. Rockel, PGeo	11-Oct-06	9-Oct-07	42		600.00	25200.00	
Meals-Accommodations	11-Oct-06	9-Oct-07	30		50.00	1500.00	
Vehicle per Km	11-Oct-06	9-Oct-07		2000	0.65	1300.00	
SubTotal						28000.00	
Airborne Survey							
Fugro Airborne Survey Dates	4-Aug-07	30-Aug-07					
Total Coverage Line Kilometres				290	183.53	53223.70	
SubTotal						81223.70	
Mapping							**0.00**
Maps General							
Maps Trim				0	0	0.00	
SubTotal							
Project Reporting							**5000.00**
Report						5000.00	
SubTotal							
Transportation							**5939.80**
Dam Helicoptes Inc. (3.4hrs)	1-Aug-07	30-Sep-07		3.4	1747.00	5939.80	
Work Expenditures							**110988.50**
PAC Debit							**21118.64**
Total Work Amount							**132107.14**
Total Required Work Amount							**131610.89**

APPENDIX A

GEOPHYSICAL REPORT

Report on a Fugro Airborne Geophysical Survey Over Selected Areas of the Loki Claims, Ainsworth East Project Area Claims, Ainsworth Project Area, NTS: 82F/15, January 28, 2008 by Edwin R. Rockel, PGeo, Geophysicist

Report on a Fugro Airborne Geophysical Survey

Over Selected Areas of the Loki Claims,

Ainsworth East Project Area

NTS: 82F/15

By

Interpretex Resources Ltd.

January 28, 2008

For

Goldcliff Resource Corporation

1. Introduction

A multi-sensor "Resolve" geophysical survey was flown by Fugro Airborne Surveys Corp. over two blocks in the Ainsworth Project area. The survey was flown during the period from August 4 to August 30, 2007 and accumulated electromagnetic (frequency domain), magnetic and radiometric data over areas referred to as the "west block" or "block A" and the "east block" or "block B". The west block survey covered portions of the "Ainsworth Claims" and the east block covered portions of the "Loki Claims". This report pertains to survey over the "Loki Claims".

Although the report produced by Fugro is comprehensive and covers all aspects of the survey, instrumentation, data corrections and interpretation, it is left to the client to determine the most important anomalous features and their priorities for additional exploration. This report is a review and interpretation of the multi-sensor data for that purpose.

Electromagnetic, magnetic and radiometric data were analysed to highlight important conductive zones, linear features that may represent local faulting, significant magnetic anomalies and regions of alteration deemed to be relevant in the search for economic mineralization.

2. Summary

Electromagnetic data provided useful resistivity images of the sub surface plus specific conductors that were interpreted as priority targets for follow-up exploration. Magnetic and radiometric data augmented the electromagnetic (EM) interpretation and helped to define priority designations for continued exploration on the ground. The highest priority EM conductors were those with the strongest conductivity associated with (interpreted) potassic alteration, magnetism and structure. Ground EM and magnetic surveys are recommended, if topography permits, to define the physical parameters of conductive bodies for possible drilling.

3. Discussion of Results

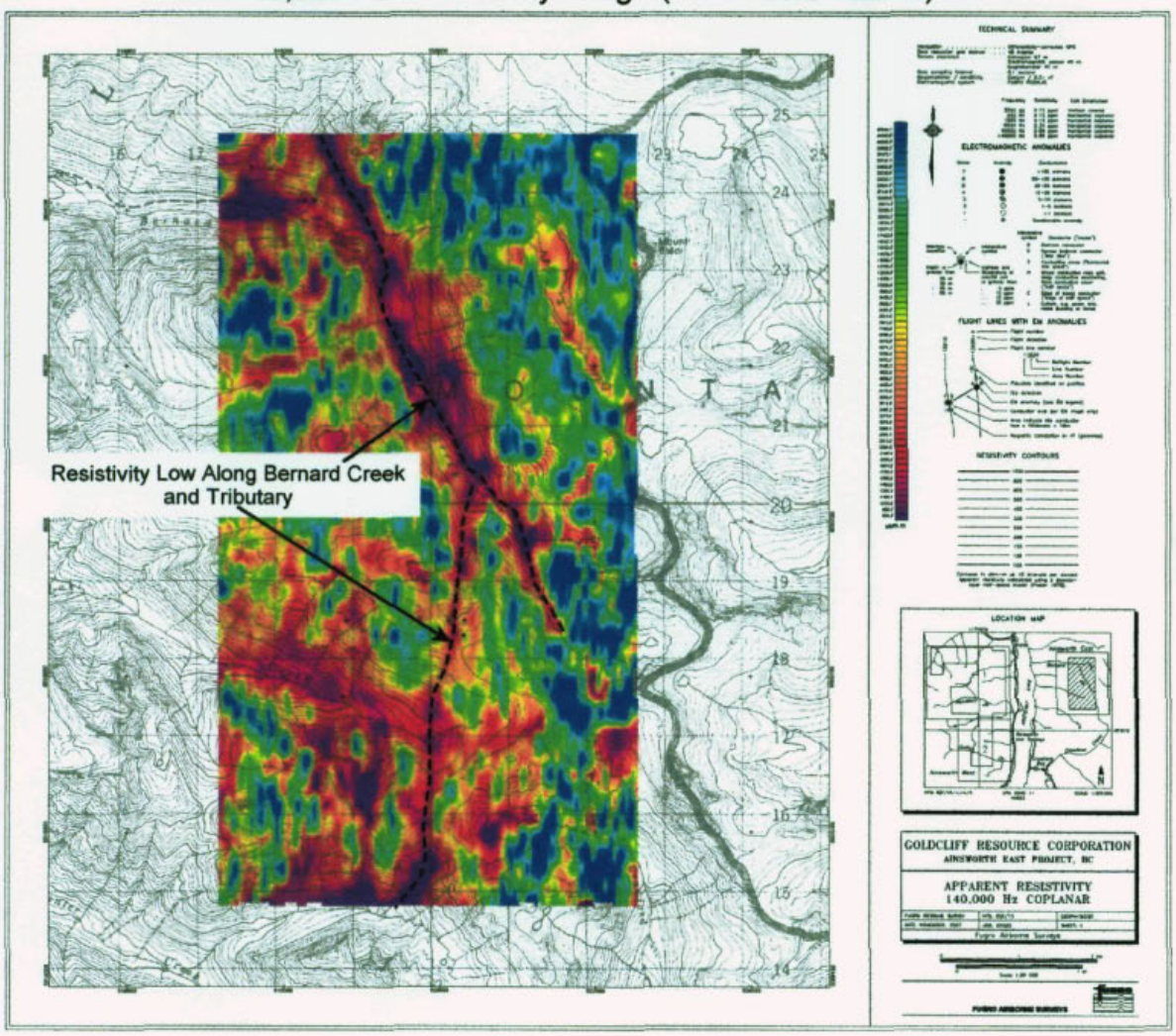
Fugro provided various maps containing magnetic, resistivity and radio-element images on 1:20,000 scale maps. The Fugro report and the maps were used as reference during this interpretation. Digital data, supplied by Fugro, was re-processed here and used to prioritise specific anomalous features for follow-up exploration. The different types of data will be discussed separately and then combined to provide an integrated interpretation and recommendations for further exploration.

3.1 Electromagnetic Data

Fugro's computerized electromagnetic conductor picks were grouped by Fugro into three basic types in this area, "broad conductive unit", "conductive cover" and "bedrock conductor". Of these only the bedrock conductor picks were considered important for mineral exploration in this area.

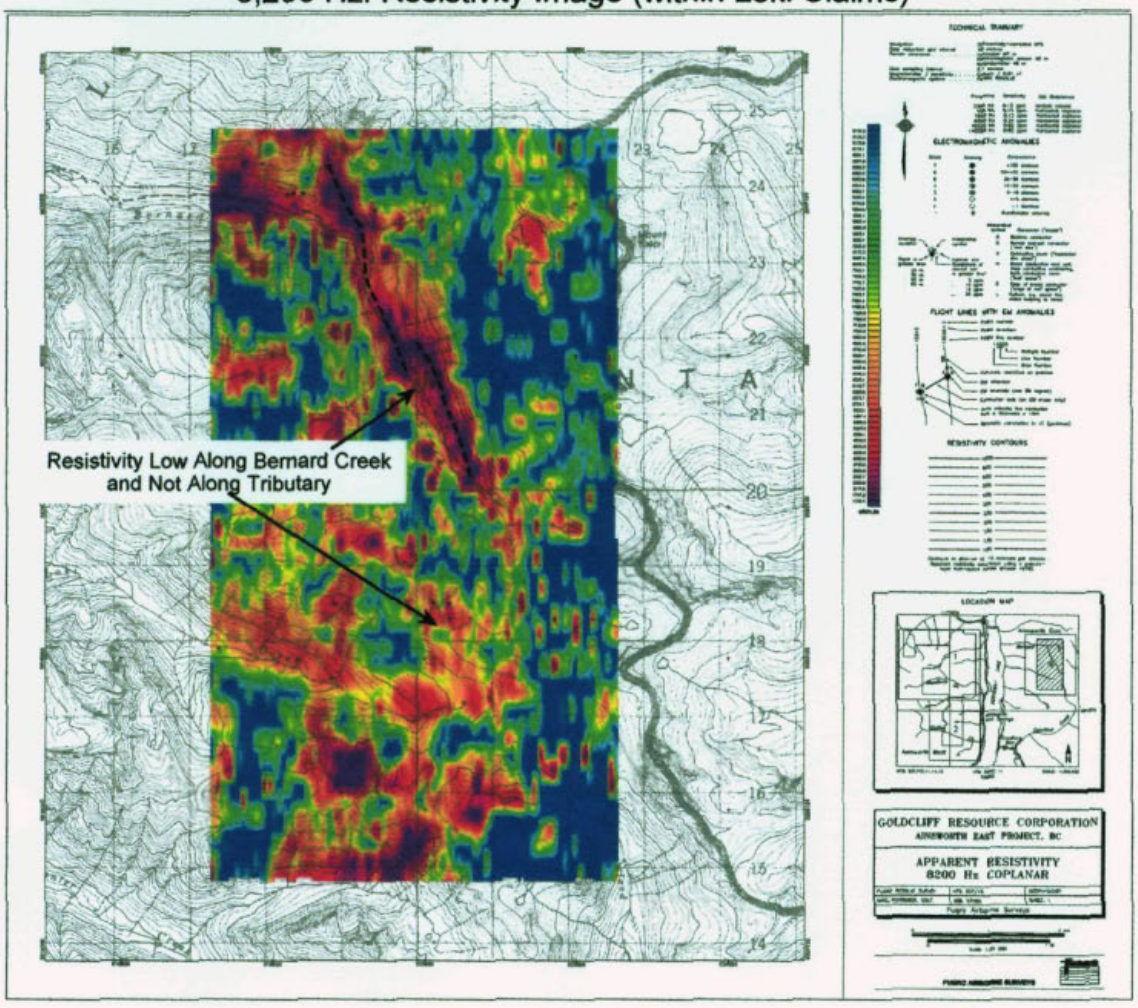
Calculated resistivity grids (images) for the 140,000 Hz. and 8200 Hz. frequencies were presented on maps and in digital form by Fugro. The 140,000 Hz. image below shows near surface changes in resistivity many of which are caused by overburden. Examples are the resistivity low trends that follow Bernard Creek and a southward extending tributary in about the middle of the survey block. Resistivity is lower in and around the creeks largely due to damp or wet slightly conductive overburden. Both resistivity trends are believed to reflect faults.

140,000 Hz. Resistivity Image (within Loki Claims)



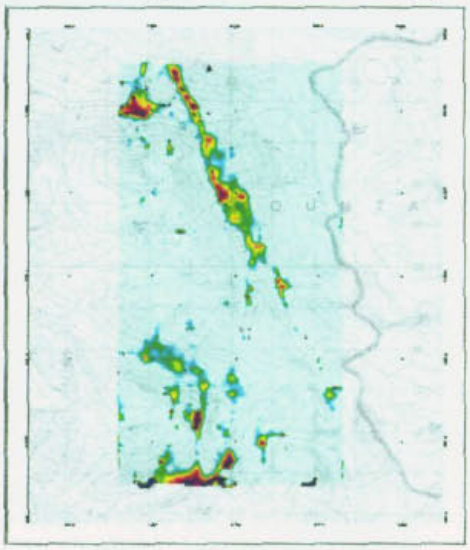
The 8200 Hz. frequency penetrates deeper into the subsurface than the higher frequencies and the resulting 8200 Hz resistivity image (below) shows more of the deeper resistivity changes and less near surface changes. The image of 8200 Hz. resistivity shows a resistivity low within only part of Bernard Creek and does not show a resistivity trend along the tributary. This suggests that low resistivity extends deeper in only part of Bernard Creek and thus may represent a fault containing conductive material other than simply wet overburden in that part. The tributary, on the other hand, as well as the south part of Bernard Creek, do not show a resistivity low trend at the lower frequency. This indicates that the resistivity low trends seen on the high frequency (140,000 Hz.) are due to conductive (wet) material closer to surface.

8,200 Hz. Resistivity Image (within Loki Claims)

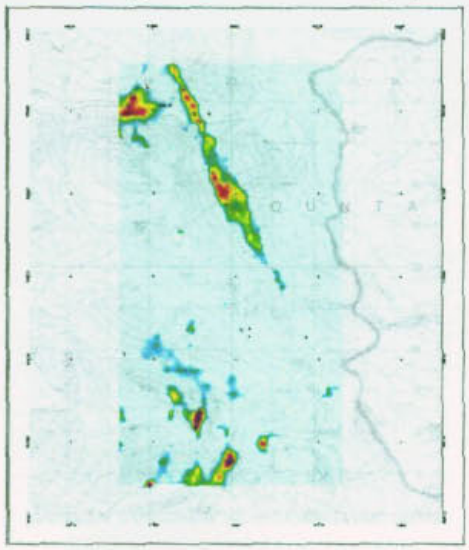


In order to quickly extract the most important electromagnetic (EM) anomalies from the bedrock conductors picked by Fugro the resistivity data for all frequencies were reprocessed using Kriging to grid the resistivity values. Then the resistivity images were displayed using a log-linear colour distribution and a standard resistivity colour table. The modified results highlighted the strongest resistivity lows while still showing the long resistivity trends. With decreasing frequency the resistivity images displayed in this way gave an idea of how resistivity values change with depth since lower frequencies penetrate deeper and respond less to surface material. The following images show this change in resistivity with depth in an attempt to emphasize the more important resistivity lows (conductors). When the bedrock conductor picks by Fugro are added, the more important anomalies correlate with the stronger resistivity lows.

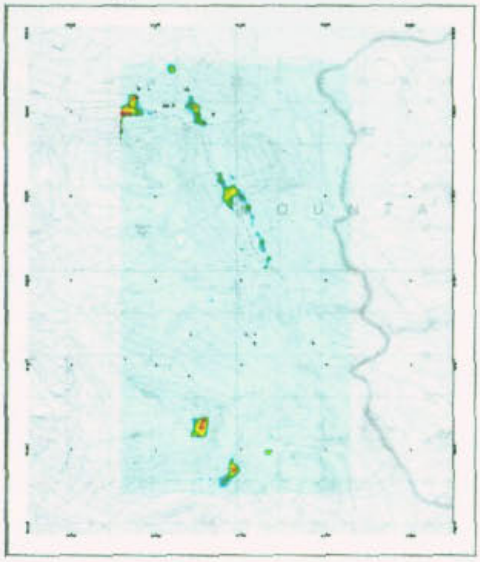
140,000 Hz. Log-Linear Resistivity (Ohm-m)



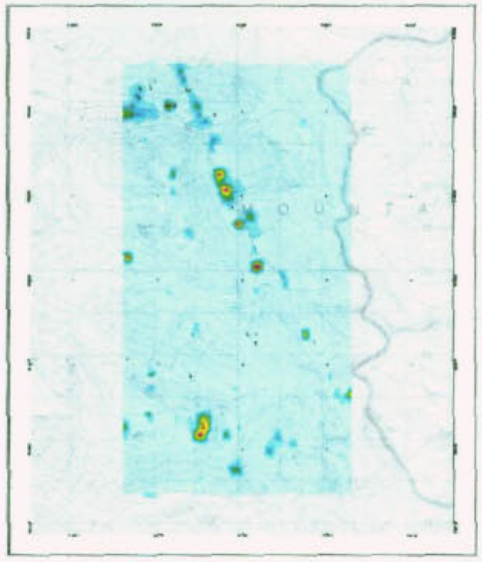
40,000 Hz. Log-Linear Resistivity (Ohm-m)



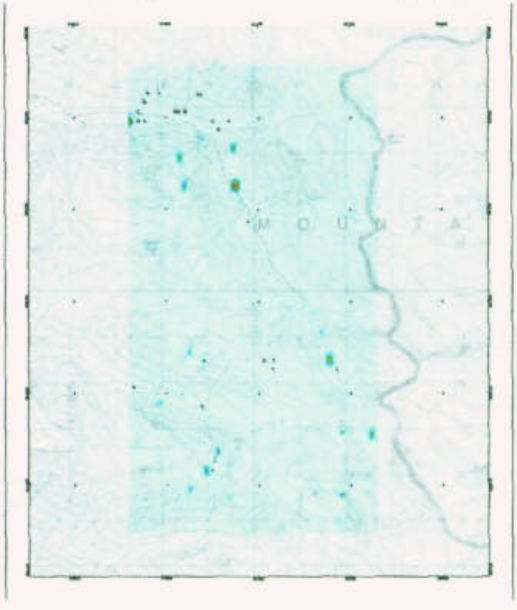
8,200 Hz. Log-Linear Resistivity (Ohm-m)



1,800 Hz. Log-Linear Resistivity (Ohm-m)



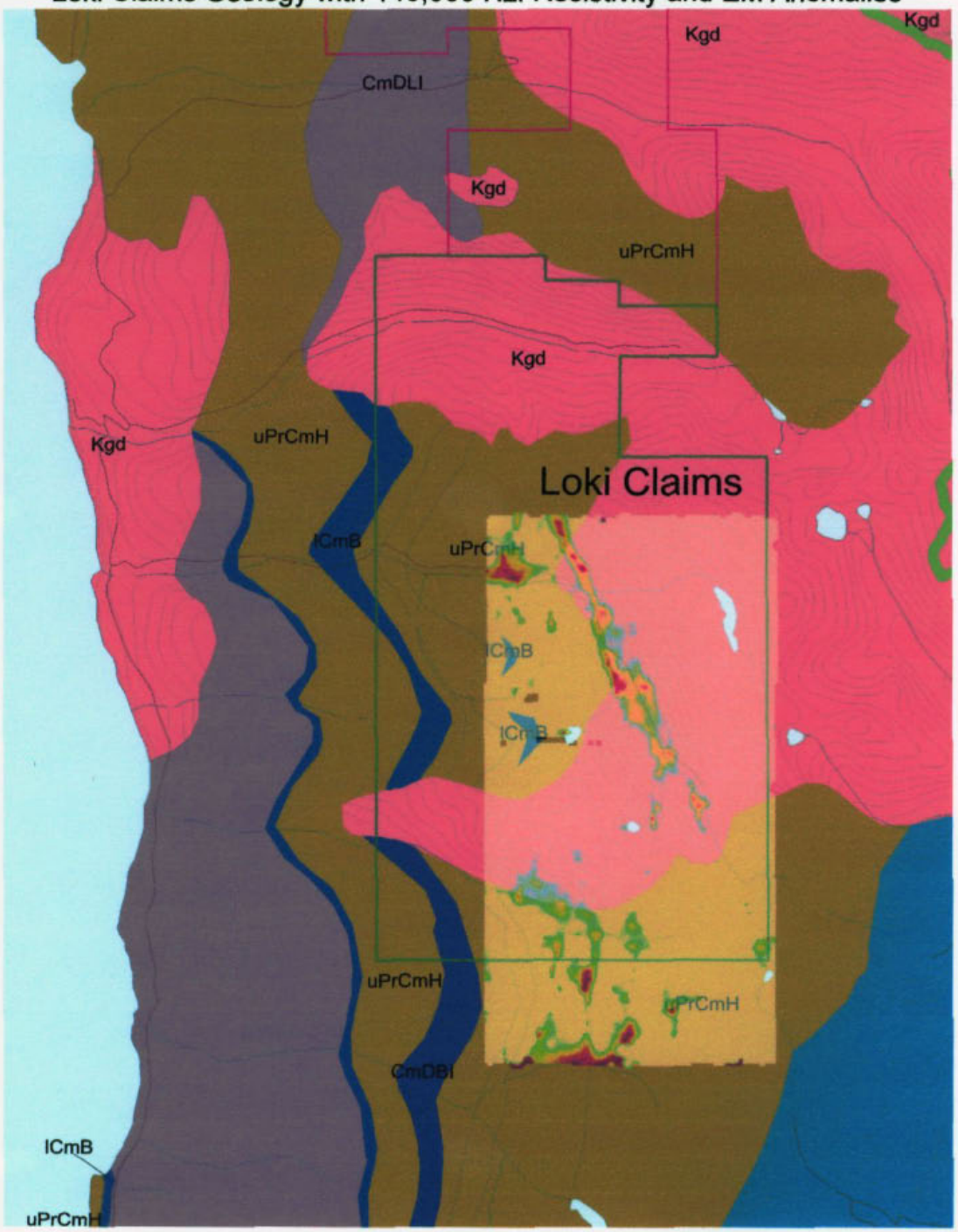
400 Hz. Log-Linear Resistivity (Ohm-m)



The five images on this page show how the response to near surface conductive material decreases while the response to deeper, more conductive material persists as the frequency of the EM signal becomes lower. Bedrock anomalies are shown in all images visible at this scale as small black dots. It is plain to see that there is less conductive surface material within the Loki flight block indicating shallow overburden depths. Only a few significant conductors exist in this block and these are best observed on the 8,200 and 1,800 Hz. displays associated with the small resistivity lows.

The following image depicts the 140,000 Hz. Log-Linear grid image superimposed upon digital geology (stratigraphic units) obtained from the British Columbia Ministry of Energy Mines and Petroleum Resources website. This display shows that much of the bedrock conductivity lines up northwest in a straight line and thus could be associated with a northwest trending structure along Bernard Creek.

Loki Claims Geology with 140,000 Hz. Resistivity and EM Anomalies



3.2 Magnetic Data

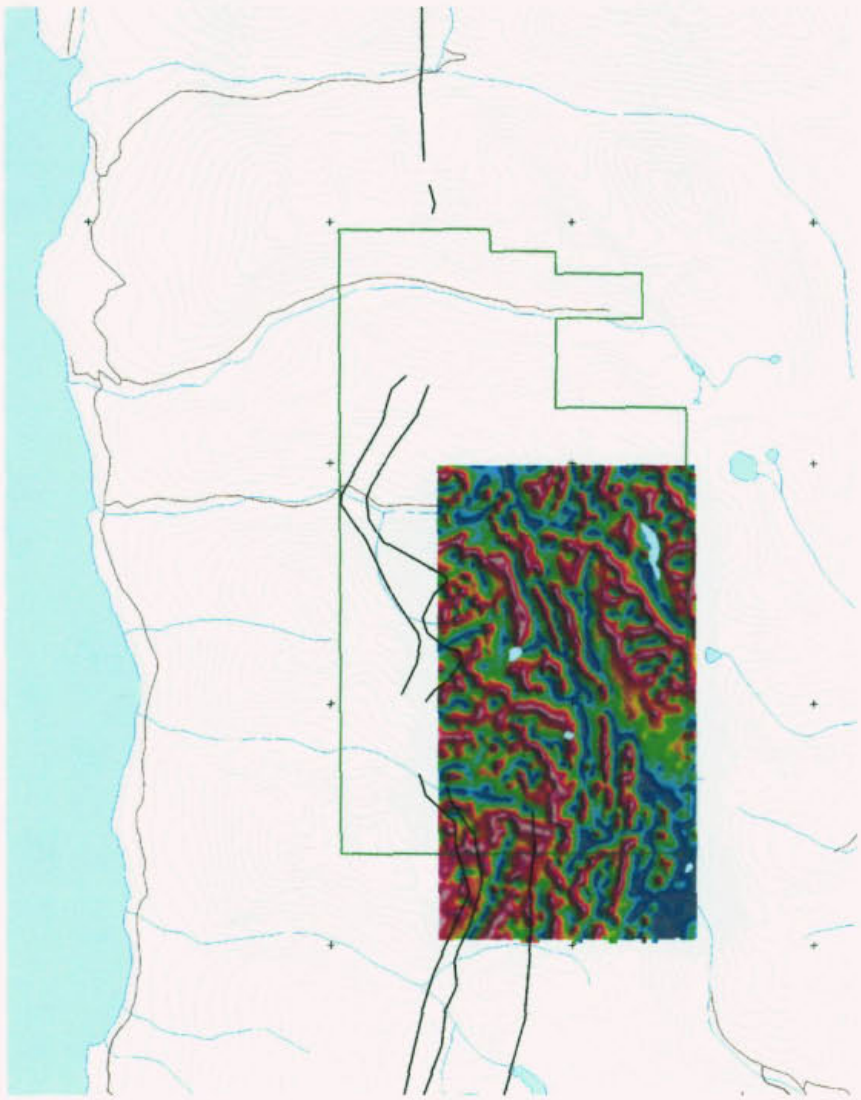
Fugro provided Total Magnetic Intensity (TMI) and First Vertical Derivative grid images both in digital form and on maps. The total magnetic intensity grid was used for additional processing in order to display two additional images that are believed to offer additional insight into the magnetic environment in the survey area. The first re-processed TMI grid was the Tilt Derivative. The tilt derivative is defined as:

TDR = arctan (VDR/THDR)

where VDR and THDR are first vertical and total horizontal derivatives, respectively, of the total magnetic intensity T.

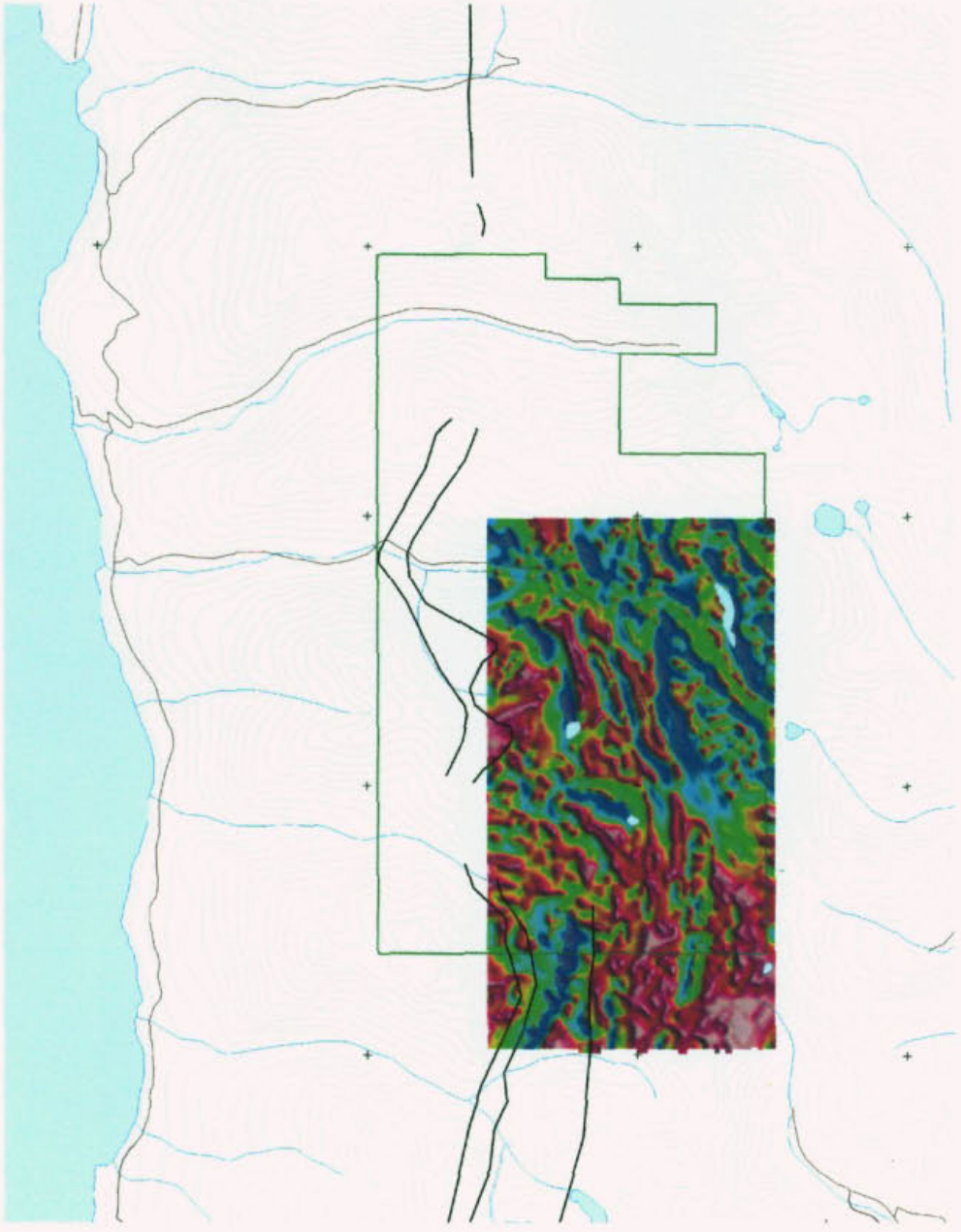
The tilt derivative image is sensitive to linear trending magnetic features within the data and helps to accentuate weaker trends as shown below.

Tilt Derivative of Total Magnetic Intensity



The second display obtained from the TMI is loosely called "domain enhanced" total magnetic intensity. This is simply a re-display of the shadowed part of the TMI using the same colour table as the TMI. The "domain enhanced" image effectively separates active magnetic domains from inactive (smooth) magnetic domains by colouring "un-shadowed" regions (magnetically flat) with shades of red to magenta and regions with many shadows (magnetically active) with shades of green and blue as in the image below.

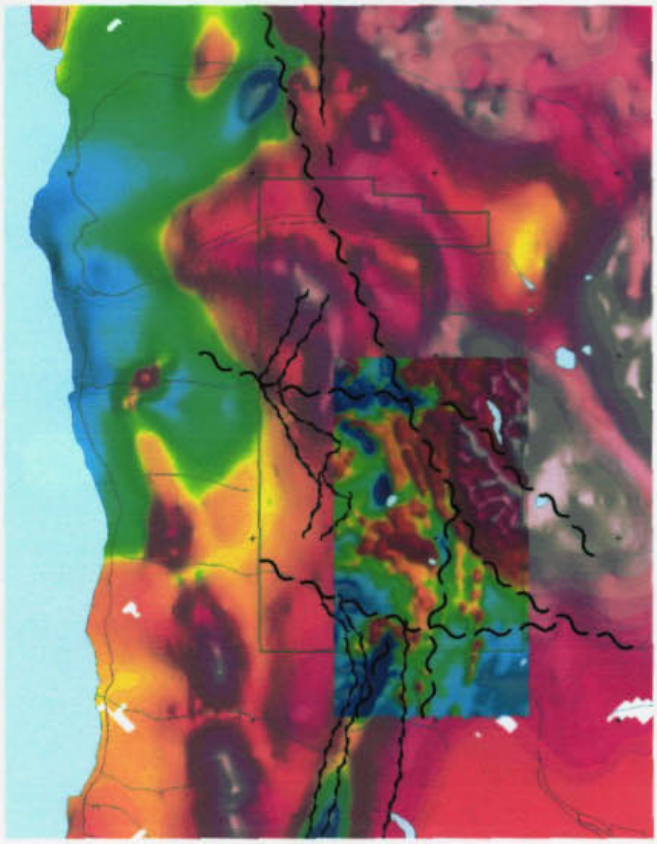
"Domain Enhanced" Total Magnetic Intensity



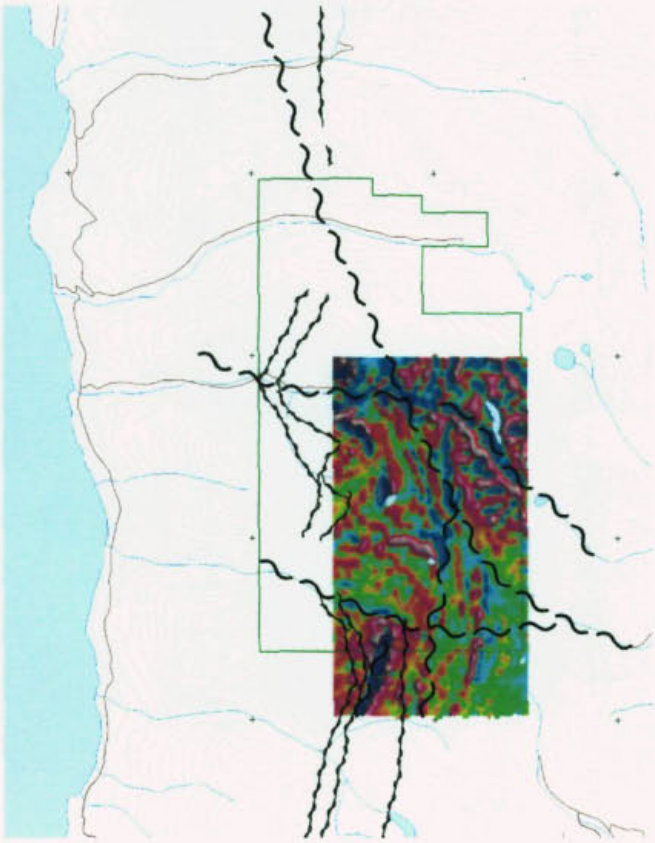
These images as well as those of total magnetic intensity (TMI) and the first vertical derivative of TMI were used to interpret structure in addition to the faults obtained from BC Ministry of Energy Mines and Petroleum Resources.

Below, the image of total magnetic intensity (TMI) from the present Fugro survey was superimposed upon an image of total magnetic intensity from a previous magnetic survey (obtained from Natural Resources Canada) in order to confirm and extend faults interpreted from the present survey. To the right is the first vertical derivative (1VD) of the Fugro TMI. Both images show interpreted faults (thick) plus faults obtained from BC Ministry of Energy Mines and Petroleum Resources (thin).

Fugro TMI on Regional TMI & Interpreted Faults

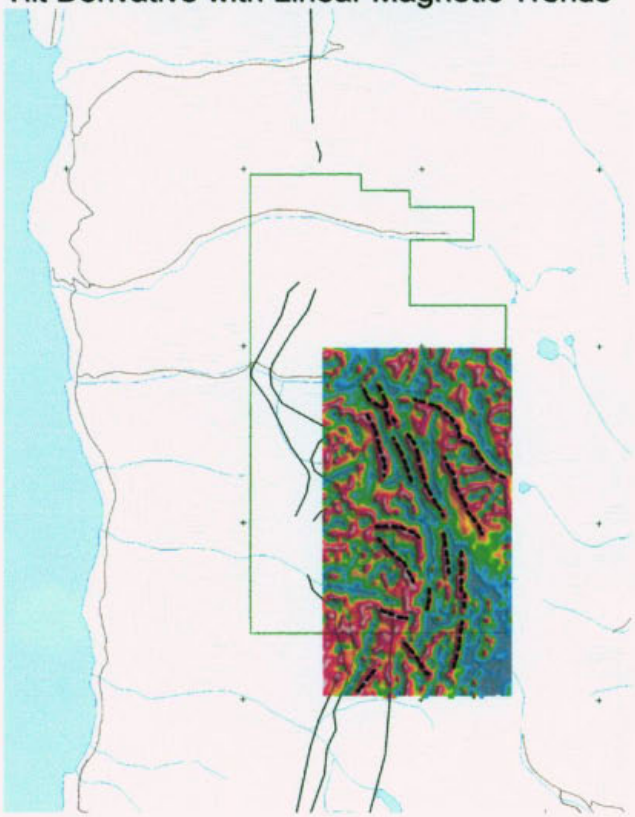


1VD of TMI with Interpreted Faults

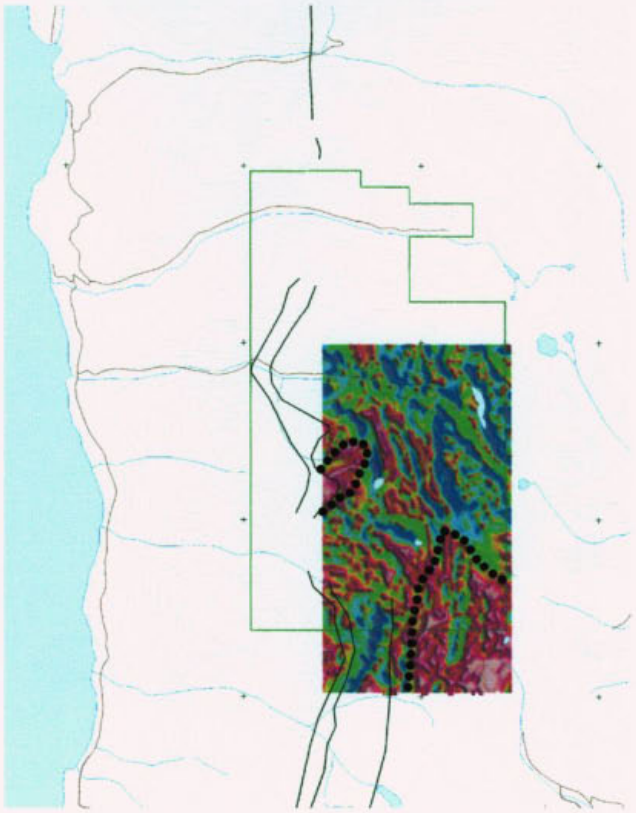


Next the tilt derivative of TMI and the "domain enhanced" TMI were used to interpret linear magnetic trends that may relate to mineralization and magnetic domains believed to reflect geological units. These images are presented below.

Tilt Derivative with Linear Magnetic Trends

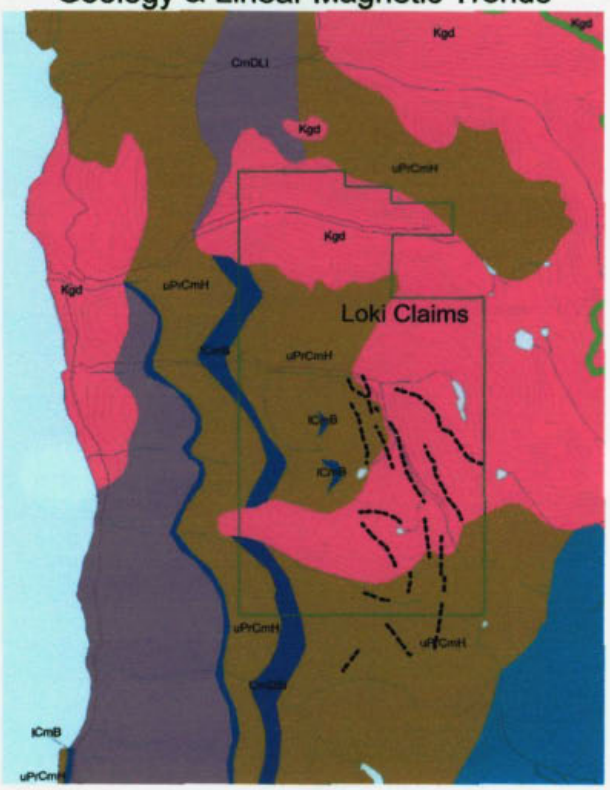


"Domain Enhanced" TMI & Interpreted Domains

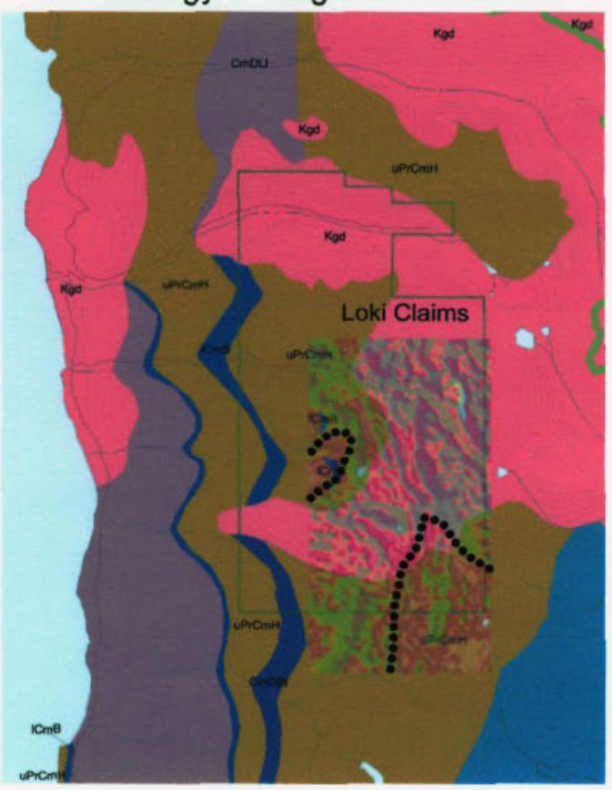


Most of the linear magnetic trends in the Loki Claim area appear to relate to structure rather than geological formations. The quiet magnetic domains correspond with sedimentary rocks but, according to the geology map, only to parts of the sediments. This suggests that something has changed the magnetic properties of other parts of the sedimentary rocks ("uPrCmH" - quartzite, Quartz arenite) to create a more active magnetic environment or the local detail geology is not shown or incomplete.

Geology & Linear Magnetic Trends



Geology & "Magnetic Domains"



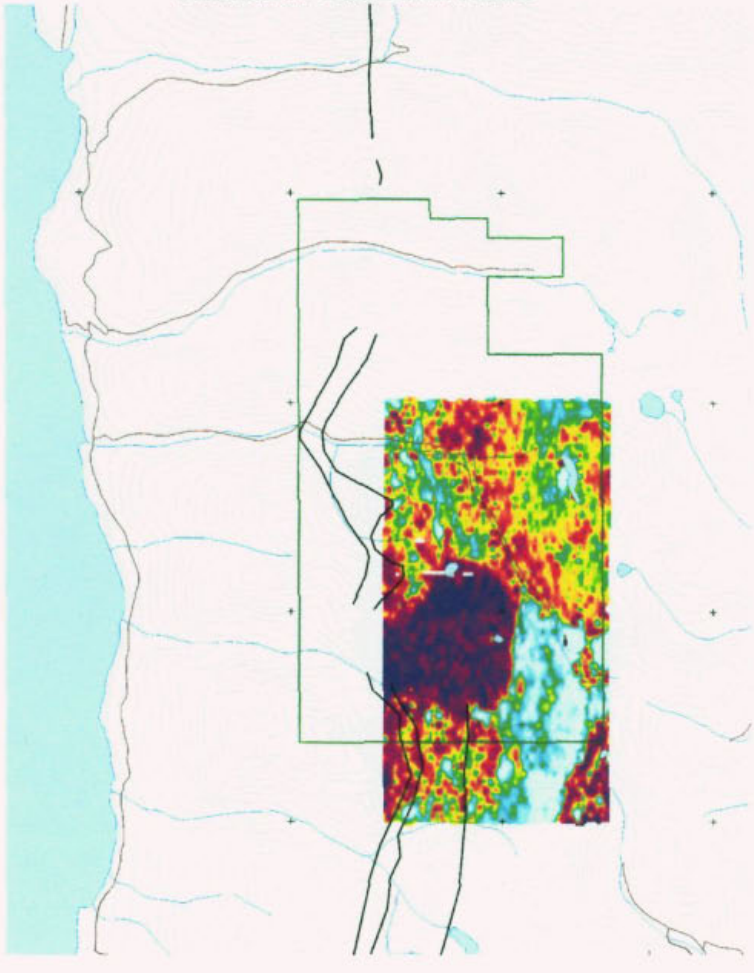
3.3 Radiometric Data

Radiometric data were gathered in the Ainsworth project area to aid in the interpretation of rock changes such as rock type and rock alteration. Fugro's grid images and final radiometric data values were reviewed and additional calculations were carried out on some data fields within the database in order to find rock changes that may relate to mineral occurrences.

A GSC article "The detection of potassic alteration by gamma ray spectrometry - recognition of alteration related to mineralization" explains that during the process of potassium alteration thorium does not usually accompany potassium. The resulting low eTh/K ratio thus enables distinction of potassium anomalies that have exploration significance from those related solely to lithological variations.

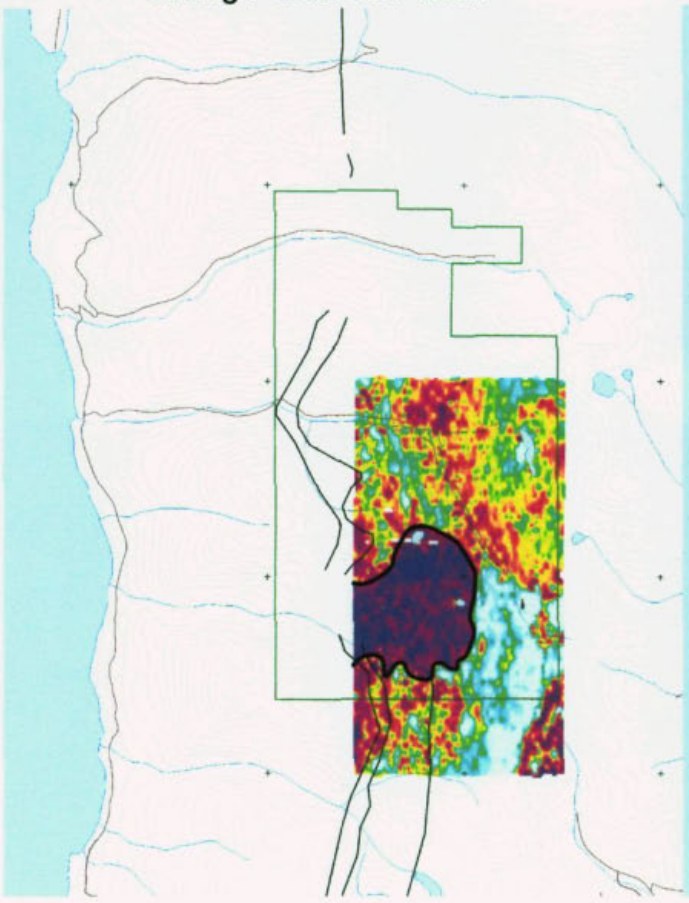
The following image shows the ratio of thorium over potassium using the ETh (ppm thorium) and the EK (% potassium) channels in the Fugro database. In this image a standard resistivity colour table was used in order to vividly accentuate the regions of potassium enrichment relative to thorium (thorium depletion relative to potassium) by colouring them in darker colours. The image displays three basic qualitative zones, first the strong relative potassium concentrations (violet to magenta), next the moderate relative potassium concentrations (reds to yellow) and third the weak potassium concentrations relative to thorium (light greens and light blue to white).

Thorium/Potassium Ratio

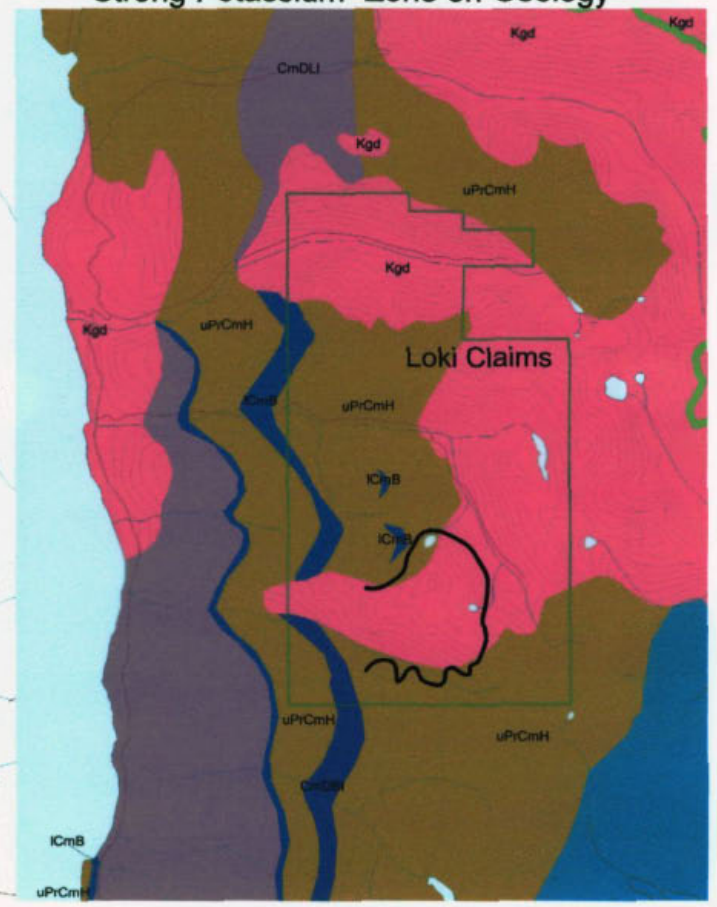


The three basic qualitative zones in the above image are believed to define general rock type changes and regions of alteration. The first basic zone indicates that good mineral potential may occur in the dark circular region showing the greatest potassium concentration relative to thorium. When an outline of this strong, circular potassium region is placed upon geology it is evident that the high relative potassium is within the pink rock type labelled Kgd (Fry Creek Batholith intrusive rocks – granite, granodiorite, monzonite) that wedges westerly into the sedimentary rock units. The radiometric (Th/K) image indicates either a different rock type or significant alteration within this strong circular zone. Assuming that the mapping is correct, then the strong potassium zone can be interpreted as alteration of the Fry Creek Batholith intrusive rocks.

"Strong Potassium" Zone

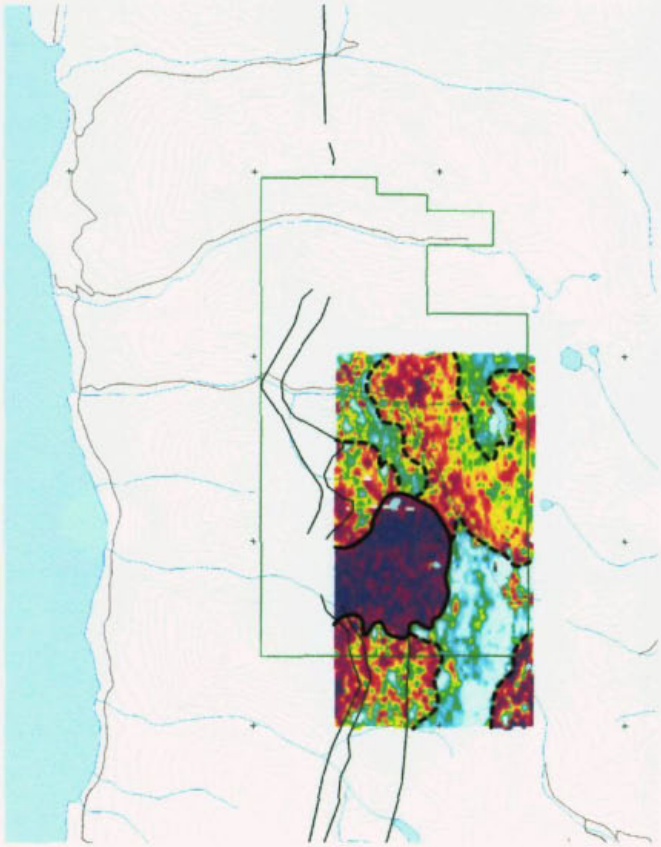


"Strong Potassium" Zone on Geology

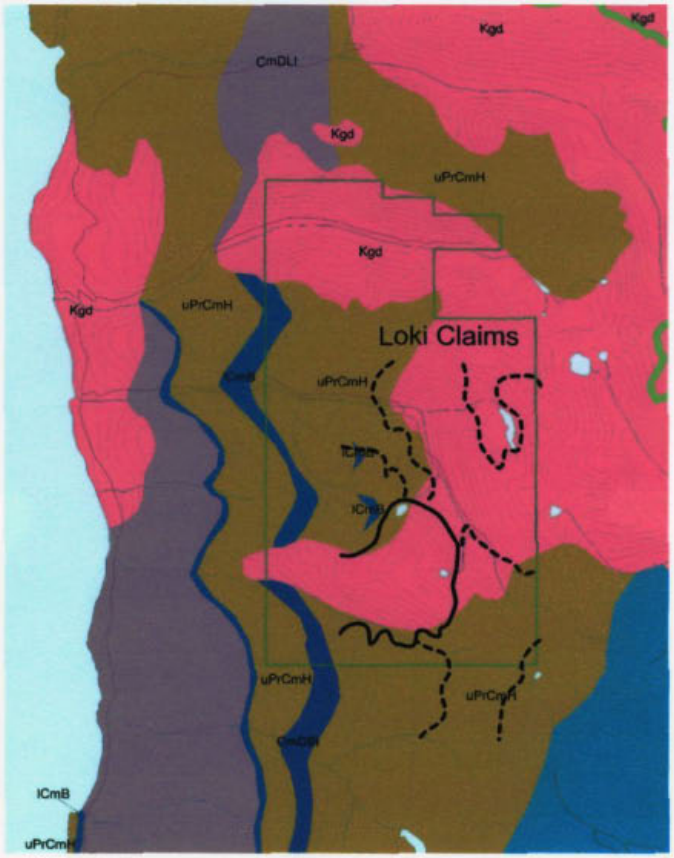


The second basic zones with moderate relative potassium concentrations are shown below enclosed by dashed lines. The second zone outlines have also been placed on the geology map for comparison. Here it is evident that the "moderate potassium" zones are not constrained by geological formations. The zones exhibit a general northwest trend and are believed to be alteration related to major structures in the area.

"Strong & Moderate Potassium" Zone



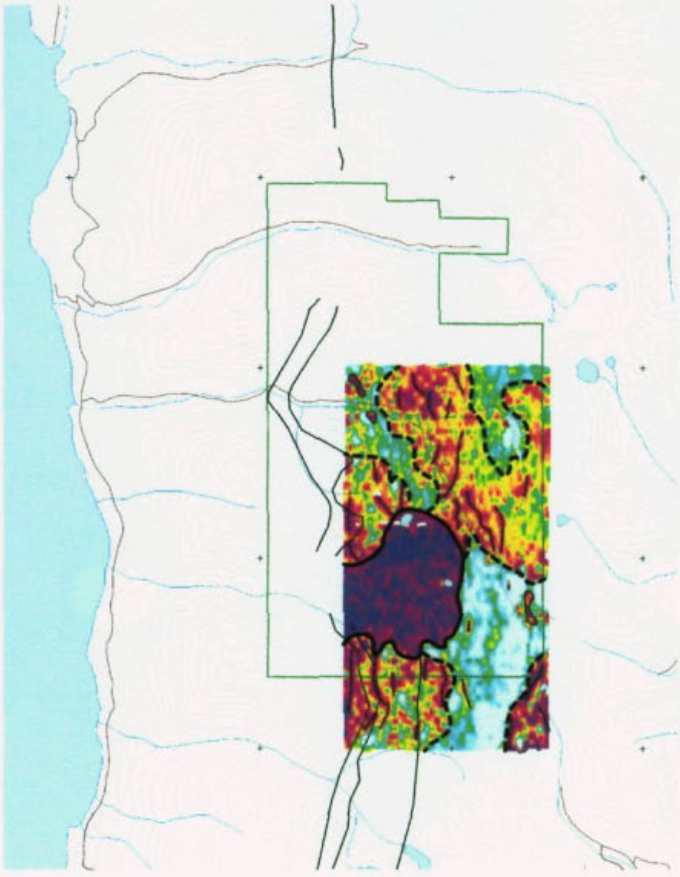
"Strong & Moderate Potassium" Zone on Geology



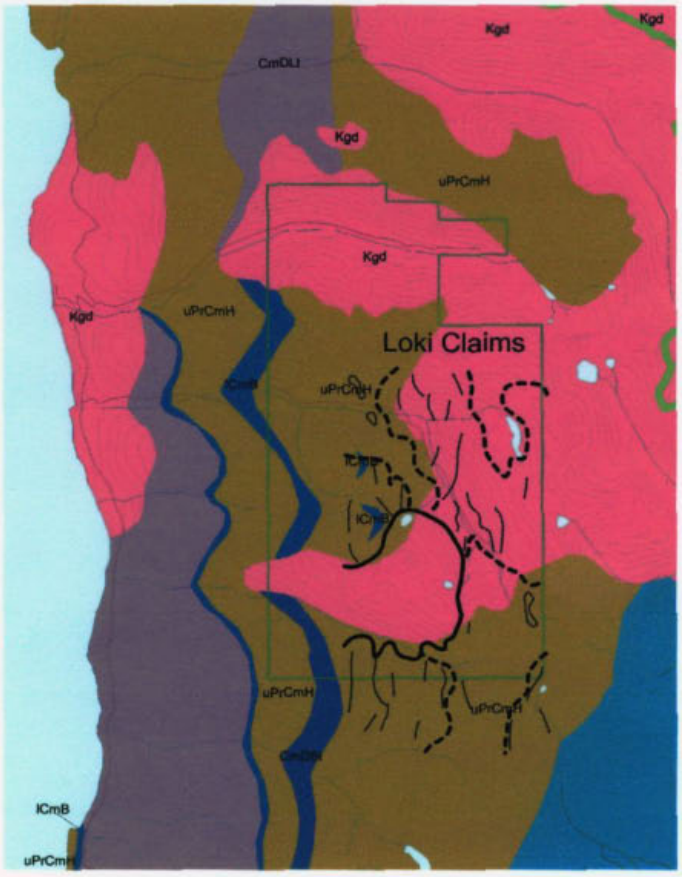
The third zones showing weak potassium concentrations relative to thorium (light greens and light blue to white), contain only a few isolated areas of "moderate relative potassium"

concentrations. These show linear northerly trends and are all close to the main moderate K zones. A number of linear, northerly trending moderate K features have been traced within the broad moderate K zone as shown below.

Potassium Zones & Isolated Moderate K Zones



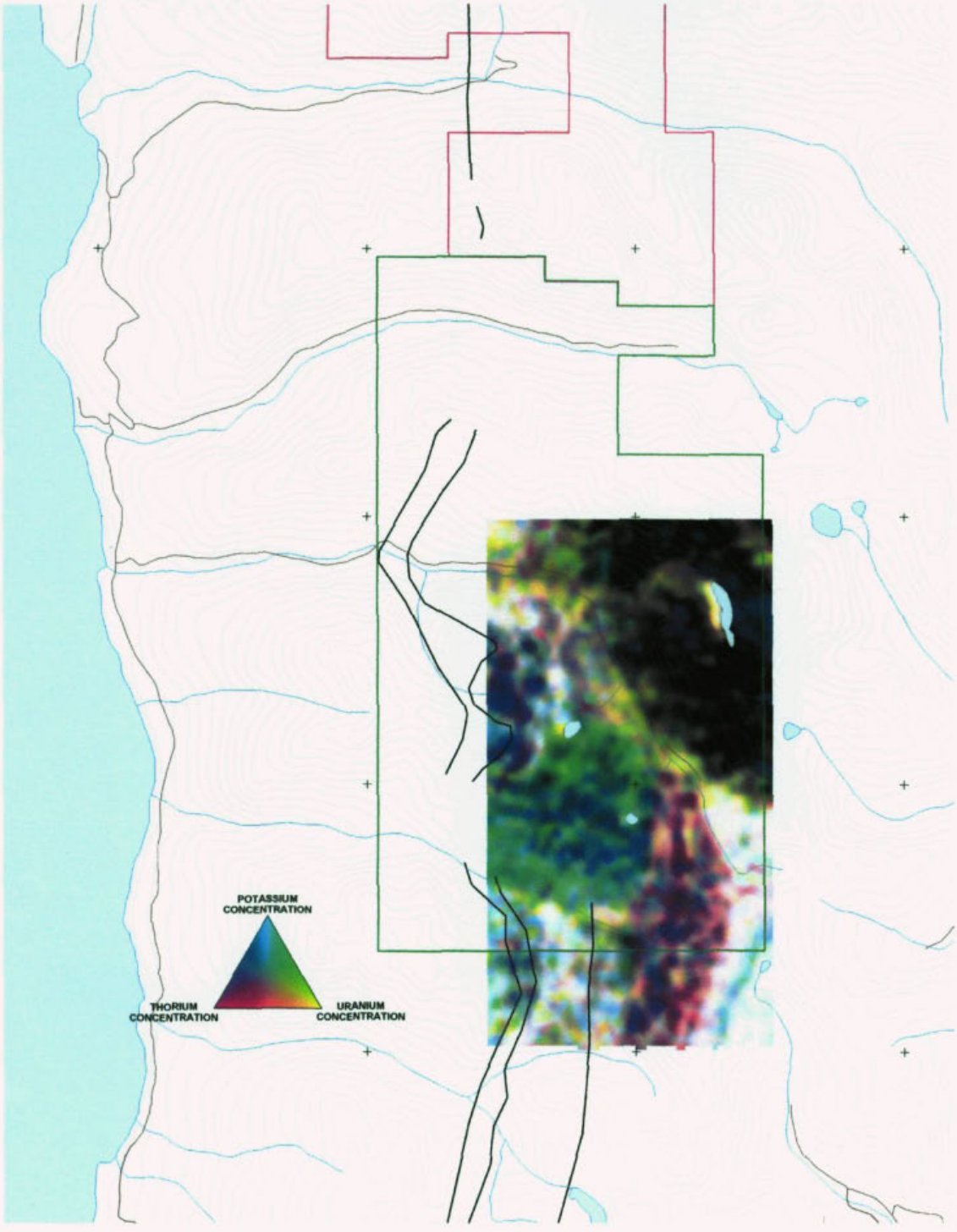
K Zones & Isolated K Zones on Geology



Additional conclusions can be drawn from a ternary display of potassium, uranium and thorium concentrations. *The ternary (three-component) radioactive element map is an effective method of displaying variations in total radioactivity and in the relative abundances of the three*

radioactive elements. Areas of the image with the same colour will have similar ratios of K, eU, eTh, and the intensity of that colour is a measure of the total radioactivity. This allows the map to represent the radioactive element distribution better than any of the other single variable maps. (from Natural Resources Canada – "Radioactivity Data Airborne Gamma-ray Spectrometry")

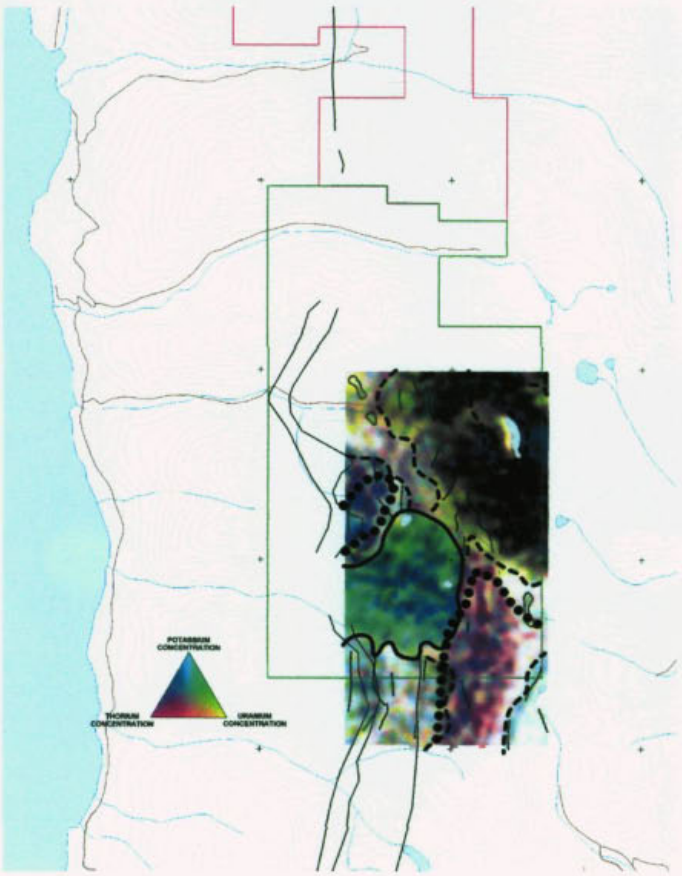
Potassium, Uranium, Thorium Ternary Display of Relative Radioactive Element Distribution



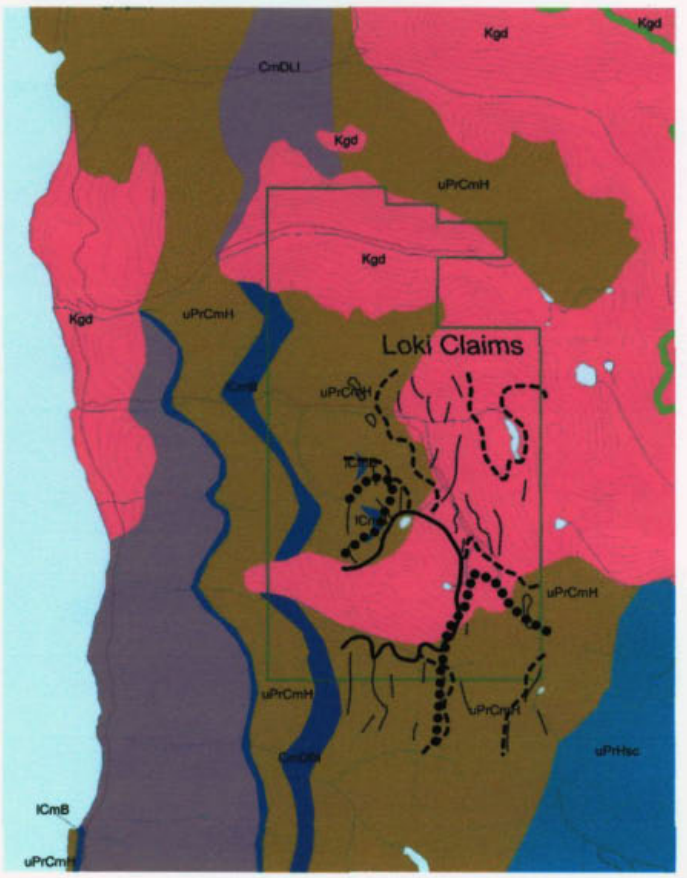
Below is the same ternary image with interpreted rock type or alteration boundaries as well as interpreted magnetic domains. The combination of magnetic "domains" and "potassic

alteration" interpretations with the ternary image presents compelling evidence that the geology as mapped may be locally imprecise. The ratios of the three radioactive elements suggest that four specific rock types and/or states of alteration exist here.

K, U, Th Ternary Display & Interpreted Rock & Alteration Boundaries



Geology & Interpreted Rock & Alteration Boundaries

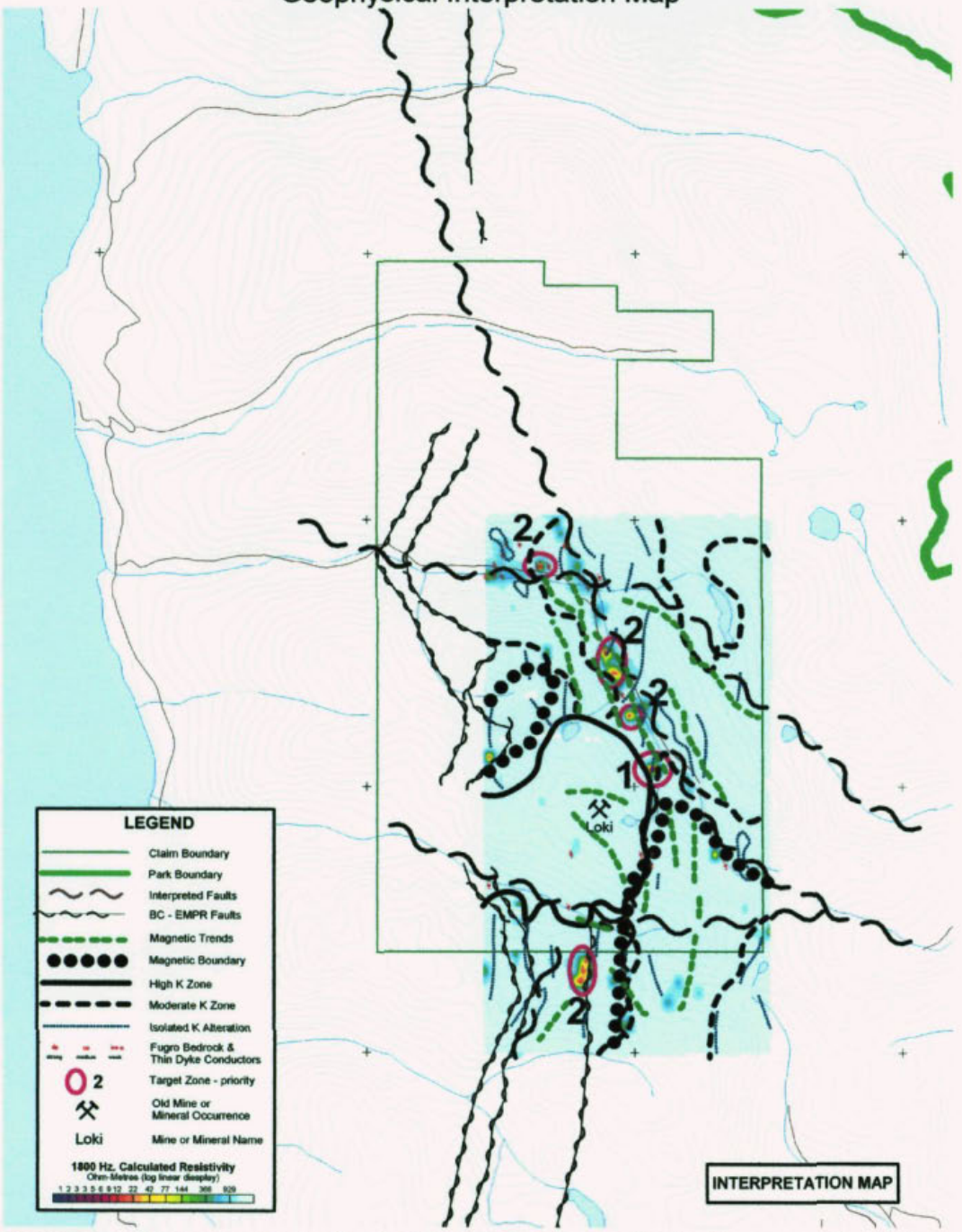


On the ternary image the element ratios suggest that the green area, the purple areas, the dark brown to black area and the light blue to white areas have different rock chemistries. The large dark brown to black region corresponds with the mapped Fry Creek Batholith (Kgd) intrusive rocks whereas the green, also mapped as Kgd, appears to be, as mentioned above, a different rock type or more likely altered rock containing higher potassium relative to thorium. It also appears that, in the south portion of the area, the Hamill Group sediments (uPrCmH) believed to be represented by the purple (ternary) areas, wedge northward, more than is mapped, following the moderate K boundary dashed line and magnetic domain boundary (dotted line). The small white region in the southeast corner may reflect the Horsethief Creek Group sediments (uPrHsc) occurring farther northwest than is mapped and the white with tints of blue area (just below the green) may indicate more of the undivided Badshot and index formation (CmDBI) sediments than is shown on the geology map. Additional detailed geologic mapping is necessary to test this interpretation.

4. Conclusions

The present multi parameter geophysical survey was successful in its objective to discover important exploration targets within the Loki claim survey area. The interpretation of various geophysical parameters were utilized to produce a combined interpretation map that highlights target areas considered to be high priority for further exploration on the ground. Three priority designations can be applied to the results. Priority 1 and 2 are shown on the interpretation map attached to the applicable target zone. Priority 3 can be assumed for all other EM anomalies shown on the interpretation map. The criteria for assigning target priorities were a combination of (interpreted) potassic alteration, association with magnetism, coincidence with structure or structural intersections and electromagnetic anomaly strength. The more attributes evident within the target zones the higher the assigned priority.

Geophysical Interpretation Map



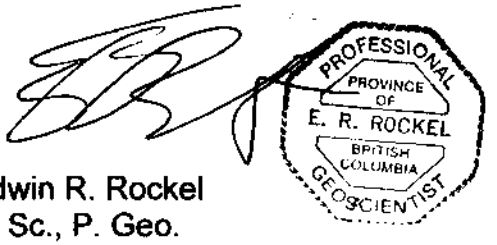
The electromagnetic response in the Loki survey area indicated less conductivity present and therefore fewer EM anomalies. It is important to note that the Loki molybdenum showing is

within the interpreted highly altered portion of the Fry Creek Batholith intrusive rocks. The priority 1 conductor, as well as three priority 2 targets to the north, are outside of the main (interpreted) K alteration zone but coincide with a major northwest (interpreted) fault and are associated with northwest trending linear magnetic highs seen on the tilt derivative image. The priority 2 target to the south is contiguous with a fault mapped by the BC Ministry of Energy Mines and Petroleum Resources.

5. Recommendations

Ground exploration is recommended initially on the Loki molybdenum showing in order to obtain an exploration signature for additional molybdenum exploration. Although ground EM equipment such as a Max Min horizontal loop system, in conjunction with a total field magnetic survey would be recommended for follow-up, in this case the topography is so steep that the Loki showing as well as all geophysical targets should first be checked on the ground to determine if ground geophysical surveys are feasible. If not then ground methods will have to be confined to geology and geochemistry. If geophysical survey is possible then these data can be used to determine conductor strength, conductivity, local relationship to magnetism, target geometry and relevance to geology for possible drill testing.

Respectfully Submitted,



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January 28, 2008

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CERTIFICATE OF QUALIFIED PERSON

I, Edwin R. Rockel, PGeo hereby certify that:

1. I am currently employed as a Consulting Geophysicist by:
   Interpretex Resources Ltd.
   42 Georgia Wynd
   Delta, British Columbia, Canada, V4M 1A5
   TEL: 604-943-6769
   FAX: 604-943-7870

2. I graduated with a Bachelor of Science degree (B.Sc.) from the University of British Columbia in 1966 majoring in geophysics and geology.

3. I am a member of the Association of Professional Engineers and Geoscientists of the Province of British Columbia (License # 18877, Professional Geoscientist).

4. I have been practicing my profession since graduation.

5. I have read the definition of "qualified person" set out in National Instrument 43-101 ("NI 43-101") and certify that by reason of my education, affiliation with a professional association (as defined in NI 43-101) and past relevant work experience, I fulfill the requirements to be a "qualified person" for the purposes of NI 43-101.

6. I am responsible for the preparation of the technical report section titled "Report on a Fugro Airborne Geophysical Survey Over Selected Areas of the Loki Claims, Ainsworth East Project Area NTS: 82F/10, 11, 14, 15" dated January 28, 2008.

7. This report may be used for the development of the property, provided that no portion will be used out of context in such a manner as to convey meanings different from that set out in the whole.

8. I am not aware of any material fact or material change with respect to the subject matter of the Technical Report that is not reflected in the Technical Report, the omission to disclose which makes the Technical Report misleading.

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Edwin R. Rockel, B.Sc., PGeo

Jan. 28, 2008
Date:

APPENDIX B

GEOCHEMICAL REPORT

No Report available, results pending