

FORM 2A LISTING APPLICATION

Neither the Canadian Securities Exchange Inc. (the “**Exchange**”) nor any securities regulatory authority has in any way passed upon the merits of the Transaction described in this Filing Statement.

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ITEM 1: CORPORATE STRUCTURE

1.1 CORPORATE STRUCTURE OF STREET WEAR

The Streetwear Corporation (the “**Corporation**”) was incorporated pursuant to articles of amalgamation dated January 21, 1999 under the Business Corporations Act (Ontario). The principal and registered office of the Corporation is located at 133 Richmond Street West, Suite 403, Toronto, Ontario.

The Corporation was created by the amalgamation of The Streetwear Corporation and Conquest Capital Corp. continuing under the name of The Streetwear Corporation (“**TSC**”). The amalgamation was consummated on January 21, 1999.

The share capital of the Corporation consists of an unlimited number of Common Shares. As of the date hereof, there are 68,984,244 common shares of the Corporation that are issued and outstanding, in addition there are 14,584,090 share purchase warrants.

The Corporation is a reporting issuer in Ontario, and its common shares were previously quoted on the Canadian Dealer Network under the symbol WEAR, but has not traded since July 2000.

1.2 CORPORATE STRUCTURE OF ARC

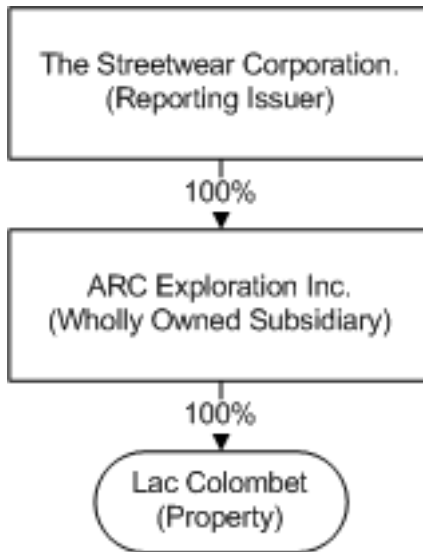
The Corporation has one wholly owned subsidiary, ARC Exploration Inc. (“**ARC**”), which it purchased in December 2013. ARC was incorporated pursuant to articles of incorporation dated September 16, 2003 under the Business Corporations Act (Ontario) under the name of Build More Wealth Inc. and changed its name in April 2011 to ARC Exploration Inc. The principal and registered office of the ARC is located at 133 Richmond Street West, Suite 403, Toronto, Ontario.

The share capital of ARC consists of an unlimited number of common shares, of which 42,474,339 are issued and outstanding and 14,584,090 share purchase warrant. All of these securities are owned by the Corporation.

ARC was never been a reporting issuer and its common shares never traded or were quoted on a stock exchange or quotation system.

1.3 CORPORATE STRUCTURE OF RESULTING ISSUER

The structure of the Corporation upon listing will be as follows:



ITEM 2: GENERAL DEVELOPMENT OF THE BUSINESS

2.1 GENERAL DEVELOPMENT OF THE BUSINESS OF STREETWEAR

History of The Corporation

Previously, the Corporation was involved in the clothing manufacturing with operations in Canada, with the majority of its production being exported to the United States. In December 2004, with the Corporation losing significant amounts due to the continued strength of the Canadian dollar in 2003 and 2004 decided to dispose of all of its assets.

With no operations to fund the cost of its continuous financial reporting, the Corporation was unable to incur the cost of its 2005 audit, and therefore a Cease Trade Order (“CTO”) was issued by the Ontario Securities Commission.

From 2005 until 2012 the Corporation had no activities, when the Corporation decided to have its CTO lifted, which it successful accomplish in November 2012.

In December 2013, the Corporation acquired ARC by way of various share exchange agreements with the shareholders of ARC. The Corporation issued 42,474,339 common shares and 14,584,090 share purchase warrants.

ARC is in the business of acquiring, exploring and developing minerals exploration properties around the world.

ARC has a 100% legal and beneficial interest in a property called Lac Colombet (“**Property**”).

History and of Lac Colombet

The Property is located in the central part of the Labrador Trough, approximately 125 kilometers southwest of Kuujjuaq, Quebec and some 1,500 kilometers north of the City of Montreal.

The Lac Colombet Property consists of 57 contiguous, unpatented mining claims comprising 1,690.74 hectares (4,226.85 acres), more or less, straddling the boundary between the Lac Joques map sheet (N.T.S. 24-F-02) to the north and the Fort Mackenzie sheet (24-C-15) on the south. 29 claims are located in the southwest quadrant of the north sheet and 28 are situated in the northwest quadrant of the Fort Mackenzie sheet. The center of the property lies, approximately, at 57° 00' North Latitude and 68° 52' West Longitude.

The earliest recorded geological work in the Lac Colombet (Wapanikskan) Area was mapping conducted on behalf of Holannah Mines Limited by A. Newton, during 1953 and H. Babcock, in 1954. About the same time A. Lapointe, prospector, reported copper showings in the vicinity of Gabbro Island; four were located on the east shore and two on the west shore of the lake.

During 1959-60, prospector Charley Roy of Rouyn, Quebec re-examined the Wapanikskan copper showings and located high-grade copper float. As a result, McIntyre Porcupine Mines Limited (McIntyre) optioned the Roy claims and acquired several hundred additional claims. McIntyre conducted geological mapping and geophysical surveys, at a scale of 400 feet to the inch (1:4800) over the property and carried out more than 12,000 feet (3,700 meters) of diamond drilling before abandoning the claims.

In 1966-67 a prospector named Evanshen, with prior knowledge of the area, organized a syndicate to re-prospect the known copper occurrences. Most of the syndicate work was done during the summer of 1968 and included "geochemical coverage", general prospecting and field correlation of the copper floats with underlying bedrock. Final exploration work was to be done by a newly formed company – American Copper and Smelting Ltd. This work, recommended by Marleau (1969) was, apparently, not done.

By 1997, Resources Majescor Inc. had acquired the property and employed Sial Geosciences Inc. to conduct airborne gradient, magnetic and multichannel electromagnetic surveys over it. The equipment was mounted on a rotary-winged platform flown along east-west lines at 100-metre intervals.

By 2005 the property was open for staking and was acquired by a syndicate headed by Peter Ferderber of Val d'Or, Quebec. Subsequently, under the terms of an agreement dated June 24, 2005 Richmond Minerals, Inc. ("Richmond") secured the right to purchase a one hundred percent interest in the property for certain considerations of money, common shares of Richmond and a retained 2% Net Smelter Royalty Return (NSR) on the Property.

From July 7 to August 21, 2005, Richmond employed a five-man field crew to conduct reconnaissance-type prospecting and sampling on the claim group; since then, the property has lain dormant.

On January 15, 2013 a Vending Agreement between Richmond and ARC was signed with ARC acquiring a 100% interest in the Property for a consideration of \$15,000 and 2,000,000 shares of ARC.

All claims comprising the property have a mutual expiry date and time – July 14, 23:59 hours, 2015. None of the claims have an excess work credit. Thus, in order to retain the property beyond the 2015 date an additional \$1,800 in acceptable assessment work must be recorded on each claim – a total of \$102,600– before the present 2015 expiry date.

Recommended Budget to develop Lac Colombet

Based on the technical report, NI 43-101 report of November 7, 2013 and the examination of the available data a search for the high-grade copper-bearing mineralized float, located at the Lac Colombet property is justified. A search area has been clearly identified and outlined in the report recommending to conduct

detailed magnetic and electromagnetic surveys along lines chained and picketed at 50-meters intervals with the line spacing to be at 100 meters. Magnetometer and electromagnetic readings should be recorded at a minimum of 25 meters intervals. At the same time, all of the previously geophysical work generated on the property should be acquired and assessed by a qualified geophysicist in order to provide guidance for any additional work on the known mineral occurrences. The estimated cost of the recommended work, including work preparation and contingencies is \$ 277,000.

Voting Securities and Principal Holders of Voting Securities

At the date hereof, the Corporation has outstanding 68,984,244 common shares, each of which carries one vote. To the knowledge of the directors and officers of the Corporation, the only persons or corporations beneficially owning, directly or indirectly, or exercising control or direction over securities carrying in excess of 10% of the voting rights attached to any class of outstanding voting securities of the Corporation is Peter Lukesch owning 11,807,499 shares directly.

ITEM 3: NARRATIVE DESCRIPTION OF THE BUSINESS

3.1 To date, no commercially exploitable base metals deposits have been developed within the LabradoTrough but a number of promising prospects contain significant resources that may eventually be expanded into viable mining operations. These deposits are associated with lenticular bodies of gabbro in highly deformed zone(s) parallel to the regional structural trend.

Work on the subject property by Richmond was focused on the verification of the existence of the reported areas of copper mineralization. The work was carried out during the period of July 7 to August 21, 2005.

The property is underlain by a series of sedimentary formations with intercalated basic flows and pyroclastic rocks. These rocks host numerous sulphide mineral occurrences, including chalcopyrite. The most encouraging feature of the property is an area of outcropping granite which is surrounded by several, sulphide occurrences and is the nesting place of literally hundreds of floats containing significant copper-bearing sulphide mineralization. The floats are located on Granite Peninsula. The focus of previous exploration of the claims group was to locate the source of the "copper floats". Trenholme (1964) and others referred to it as the Float Zone. Former efforts to locate this source have been mainly directed due south or southeast of the concentration of floats. It is the author's opinion that the search should have been concentrated along a corridor with an azimuth of 200 degrees.

Within the 43-101 report it recommended that detailed, ground geophysical surveys be conducted over the entire area and that a qualified geophysicist be retained to acquire and analyze all other geophysical data generated by former exploration of the claims area. The budget for the recommended work, including preparation and contingencies, is \$277,000 to be funded through capital increases.

At the time of listing, the Corporation will have a working capital of approximately \$140,000. The Corporation intends to continue to raise funds by issuing common shares from treasury as it has been doing in order to meet both its on going operational and exploration requirements.

3.2 In addition to the Lac Colombet Property, the Corporation is actively seeking other projects. The success of acquiring other projects no only depend on the viability of these projects but also of the Corporation's ability to raise the necessary funds to acquire them. Therefore there is no certainty that such project will be acquired.

During the last financial year or the current financial year there were no significant assets acquired or disposed of other than the Lac Colombet Property which is being described in detail under sections 2.1 and 3.1 above.

ITEM 4: SELECTED CONSOLIDATED FINANCIAL INFORMATION AND MANAGEMENT DISCUSSION ANALYSIS

4.1 SELECTED CONSOLIDATED FINANCIAL INFORMATION AND MANAGEMENT DISCUSSION AND ANALYSIS OF STREET WEAR

Financial Information

The following information is a summary of selected financial information for the Corporation for the fiscal years ending December 31, 2013, January 31, 2013, and 2012:

	December 2013	January 2013	January 2012
Revenues	\$ Nil	\$ Nil	\$ Nil
Operating income	(107,222)	(79,062)	(67,309)
Net income	(637,420)	(81,018)	(67,309)
Total assets	(354,386)	143,128	152,928
Total liabilities	117,707	151,422	153,172
Shareholders' equity	236,679	(8,293)	(244)
Earnings (loss) per share	0.02	0.00	0.00
Dividends per share	0.00	0.00	0.00

Foreign GAAP

All of ARC's operations are in Canada, and therefore there is no requirement to convert the financial reporting or accounting records from a foreign Generally Accepted Accounting Principal to International Financial Reporting Standards, which is currently applied in Canada, as of January 1, 2011.

ITEM 5: MANAGEMENT DISCUSSION AND ANALYSIS

5.1 MANAGEMENT'S DISCUSSION AND ANALYSIS OF STREET WEAR

For the period ended December 31, 2013 versus December 31, 2012

During the year ended December 31, 2013, the Corporation completed a significant a significant transaction between The Streetwear Corporation (the legal parent) and ARC Exploration Inc. ("ARC") (the legal subsidiary). This transaction was accounted for as a reverse takeover as the former shareholders of ARC acquired the control of the Corporation. Therefore, these consolidated financial statements include the accounts of the Corporation and its subsidiary, ARC. Although legally, The Streetwear Corporation is regarded as the parent or continuing company, ARC, whose shareholders now hold more than 50% of the voting shares of the Corporation at the time of the transaction, is treated as the acquirer under International Financial Reporting Standards ("IFRS"). Consequently, The Streetwear Corporation is deemed a

continuation of ARC and control of the assets and business of The Streetwear Corporation is deemed to have been acquired in consideration for the issuance of the shares.

As a junior exploration company, management continues to not anticipate having any revenues in the near term.

For the year ended December 31, 2013, the Corporation had administrative expenditures of \$66,222 versus \$7,149 the year earlier, for an increase of \$59,073 or 826.29%. The increase is attributable to an increase of \$57,324 in management fees, as none was being charged to the Corporation prior to fiscal 2013.

For the year ended December 31, 2013, the Corporation had business development expenditures of \$6,945 versus \$1,928 the year earlier, for an increase of \$5,017 or 260.20%. The increase is attributable to investor relations activity. Management anticipate investing further in business development activities as it seeks to further identify opportunities to build shareholder value.

For the year ended December 31, 2013, the Corporation had professional expenditures of \$34,055 versus \$69,985 the year earlier, for a reduction of \$35,930 or 51.34%. The reduction is due to the fact that the Corporation acquired its interest in 2012 on the acquisition of its Lac Colombet property and focused its effort in 2013 on raising funds to assist in the listing process. Management believes that expenditures in professional fees will be directly correlated with its property acquisitions.

For the period ended December 31, 2013, the Corporation had an operating loss of \$107,222 versus \$79,062 the year earlier, an increase of \$28,160 or 35.62%. Investors can anticipate this amount to increase as the Corporation invests further in the business and does not anticipate any revenues to offset its expenditures.

For the period ended December 31, 2013, the Corporation had no foreign exchange activity whereas in 2012 the Corporation incurred a loss of \$1,956. Management does not anticipate significant foreign exchange activity.

For the period ended December 31, 2013, the Corporation had other expenses of \$530,198 which related to the reverse acquisition.

The net loss for the period ended December 31, 2013 was \$637,420 for a loss per share of \$0.02 based on 32,250,828 weighted average shares outstanding for the period versus \$81,018 for a loss per share of \$0.00 based on 25,098,035 weighted average shares outstanding for the previous period.

During the period ended December 31, 2013, the Corporation issue any 2,000,000 common shares with a value of \$40,000 to complete the acquisition of its Lac Colombet Property. As well it issued 8,232,538 common shares for \$211,120 in cash and 7,392,450 common shares for services that it received from various consultants with a value of \$184,811. During the previous fiscal period, the Corporation issued 2,414,602 common shares for \$72,969 in cash.

The Corporation's had a cash balance at the end as at December 31, 2012 was \$108,979 (2012 - \$3,121), with working capital of \$154,637 (2012 – a negative \$126,506).

ITEM 6: MARKET FOR SECURITIES

Not applicable to resulting issuer

ITEM 7: CONSOLIDATED CAPITALIZATION

Fully Diluted Share Capital

As of the most recently completed fiscal year end, December 31, 2013, the Corporation had the following capitalization:

Common shares issued and outstanding	68,984,244
Common shares reserved for issuance upon the exercise of Share Purchase Warrants	14,584,090

ITEM 8: OPTIONS TO PURCHASE SECURITIES

Options to Purchase Securities

As of the date of this filing, there are no options to purchase common shares of the Corporation that have been issued or outstanding.

Stock Option Plan

The Corporation has an incentive stock option plan (“**Incentive Stock Option Plan**”) that was approved at the Corporation’s most recent shareholders’ Annual Shareholders Meeting that was held February 15, 2013, and it is anticipated that it will continue to be approved on an annual basis at each shareholders’ meeting.

The number of common shares of the Corporation reserved under the Incentive Stock Option Plan for issuance pursuant to the exercise of options cannot exceed 10% of the total number of issued and outstanding common shares of the Corporation with an expiry date not to exceed five (5) years from the date of granting such option. Furthermore, the number of common shares reserved for the issuance to any individual director, officer or employee of the Corporation cannot exceed 5% of the issued and outstanding common shares of the Corporation and the number of common shares reserved for issuance to technical consultants, investor relations, if any, cannot exceed, in the aggregate, 2% of the issued and outstanding common shares of the Corporation.

The options may be exercised no later than 90 days following the date the optionee ceases to be a director, officer, employee or consultant of the Corporation, unless the cessation of office, directorship, or technical consulting arrangement is by reason of death, in which case the option may be exercised within a maximum period of one year after such death, subject to the expiry date of such option.

ITEM 9: DESCRIPTION OF THE SECURITIES

The share structure of the Corporation is comprised of an unlimited number of common shares, each with the right of one vote.

As of the date of this filing, there are 68,984,244 common shares issued and outstanding as well as 14,584,090 share purchase warrant. Each share purchase warrant gives the holder the right to purchase one additional common share at a price of \$0.10 prior to 17:00 December 31, 2015.

ITEM 10: ESCROWED SECURITIES

None of the common shares of the Corporation that are issued and outstanding are subject to an escrow agreement with the exception of the shares held by the following security holders:

Peter Lukesch	11,807,499 shares
Franz Kozich	6,528,118 shares
Warren Hawkins	1,000,000 shares
Friedrich Pindt	156,000 shares
Total	19,491,617 shares

Escrow Securities Release

The following table sets out, as of the date hereof and to the best of the knowledge of the Corporation, the percentage of total securities to be released.

	Percentage Released
Date of Exchange Final Approval	10%
6 months following Final Approval	15%
12 months following Final Approval	15%
18 months following Final Approval	15%
24 months following Final Approval	15%
30 months following Final Approval	15%
36 months following Final Approval	15%
TOTAL	100%

ITEM 11: PRINCIPAL SHAREHOLDERS

To the knowledge of the directors and senior officers of the Corporation as of the date hereof, excluding securities depositories, none of the shareholders is anticipated to beneficially own, directly or indirectly, or exercise control or direction over voting securities carrying more than 5% of the voting rights attached to any class of voting securities of the Resulting Issuer, except the following persons listed below.

Security Holder	Municipality of Residence of Security Holder	Type of Ownership	Number of Voting Shares	Percentage of Voting Shares
Peter Lukesch	Vienna, Austria	Direct	11,807,499	17.1%
Franz Kozich	Ebenfurth, Austria	Direct	6,528,118	9.5%

Thomas Puchegger	Wiener Neustadt, Austria	Direct	4,279,085	6.2%
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ITEM 12: DIRECTORS AND OFFICERS

Name of Director, and position to hold for the resulting issuer	Position held with ARC since	Current Principle Occupations	Past Principle Occupations	Number of Shares Owned after the Completion of the QT	Number of Shares Reserved under Option
Peter Lukesch Chairman of the Board, and Chief Executive Officer	14-Nov-14	CEO of ARC Exploration Inc.; Private Consultant	CEO of Foccini International Ltd. President of Richmond Minerals Inc. President of ACI Industries Ltd.	11,807,499	Nil
Andrew McQuire Ontario, Canada Director, and Chief Financial Officer	14-Nov-14	Private Consultant	President of Knorex Resources Ltd.; Senior Mining Engineer of Aaron Oil Corporation; Executive Vice President of Broad Oak Associates Ltd.	Nil	Nil
Franz Kozich ^{(1), (2) & (3)} Director, and Corporate Secretary	29-Dec-13	CEO of Richmond Minerals Inc.	CEO of Vendome Resources Corp. and Private Consultant	6,528,118	Nil
Friedrich Pindt ^{(1), (2) & (3)} Director	28-Feb-11	Founder of Pindt & Partner Slovakia, k.s	Founder of Pindt & Partner Slovakia, k.s	156,000	Nil
Warren Hawkins ^{(1), (2) & (3)} Director	14-Nov-14	Consulting Geologist	Consulting Geologist	1,000,000	Nil

Notes:

- (1) Denotes member of the Audit Committee.
- (2) Denotes members of the Corporate Governance and Nomination Committee.
- (3) Denotes members of the Compensation Committee.

The directors will devote their time and expertise as required by the Corporation, however, it is not anticipated that any director will devote 100% of his time.

The directors and officers, as a group, beneficially own and control 19,491,617 common shares, which represents 28.3% of the issued and outstanding Common Shares of the Corporation before giving effect to this Offering.

12.1 MANAGEMENT

The following is a brief description of the principal occupations of the above named individuals during the last five years:

Peter Lukesch, PhD, graduated in 1975 with a master's degree in business administration and obtained a doctoral degree in economics in 1977 from the University of Economics in Vienna. From 1978 to 1984, he worked for Amax, Inc., a large mining, smelting and metals refining company in Greenwich, Conn., first as a financial analyst, then as a raw materials purchasing agent for two of Amax's facilities. Between 1984 and 1986, he was a metals trader for Wogen Resources in London, England and Norore Corporation in New York, N.Y. leading to the establishment of ACI Industries, Ltd, a metals trading and recovery company in Columbus, Ohio, specializing in metal scraps and residues; he served as the president of ACI Industries Ltd. until 1995 when the annual sales volume had reached \$8M. Also in 1986, he founded Traude Corporation, a real estate development company which continues to operate in Columbus, Ohio. In 1995, he became a partner in the Vienna, Austria based Circle Trade GmbH, a company trading in capital goods and commodities. From 2003 to 2005, Mr. Lukesch has served on the board of directors of Foccini International, a Vienna based merchandising company. Mr. Lukesch also has public company experience with Richmond Minerals Inc. (formerly Aavdex Corp.), where he served as President and a director from June to November of 2004. In 2005, he joined Batcon GmbH as partner; Batcon is involved in consulting and coaching activities for large Austrian corporations. 2011 he became a partner in Pindt&Partner Slovakia k.s., a management consulting firm specialized in the financing of small and medium enterprises. He is further acting as the European representative of Gateway International Group, a China based consulting and publishing company.

Andrew L McGuire has worked as a private consultant and is a director of a number of public companies since 1996. Currently, he is on the board of Richmond Minerals Inc., a minerals exploration company. In 1990 Mr. McGuire had joined Broad Oak Associates and remained as their Executive Vice President until 1996. Prior to this position he was a Senior Gold Analyst RCB Financial Group and a portfolio Manager for Sunlife Financial.

Franz Kozich studied communications in 1969. He spent one year in Cardiff, UK expanding his knowledge in electronics. In 1972, he received his trading business licenses and started a wholesale and retail business in the fashion and textile business. In early 1991, he started to focus on venture capital business in junior mining companies trading on the Toronto Stock Exchange and the TSX Venture Exchange. Since 2010, he has been serving on the board of Vendome Resources Corp. as Chief Executive Officer, and in 2011 he became the Chief Executive Officer of Richmond minerals after having served on its board since 2005. He is also a board member of ArtKing Engineering Ltd., a Hong Kong based mining exploration company, responsible for public relations.

Warren Hawkins is a Professional Geological Engineer and Qualified Person (QP) as defined by National Instrument 43-101. Mr. Hawkins graduated from the University of Waterloo in 1989 with a B.A.Sc in Geological Engineering. He has worked in the Canadian Investment Industry as an Investment advisor for 10

years. He presently works in the North American mining exploration industry as a QP managing exploration programs for several public companies.

Friedrich Pindt is the founding partner of Pindt & Slovakia, k.s. as consulting company. Previously, he held various positions within banking as group auditor, asset management, treasury and risk management. Mr. Pindt will devote the necessary time to the Corporation that is required to discharge his fiduciary duties

12.2 CORPORATE CEASE TRADE ORDERS OR BANKRUPTCIES

During the past 10 years, none of the directors, officers, insiders or promoters of the Corporation or a shareholder holding a sufficient number of securities of the Corporation to affect materially the control of the Corporation, was a director, officer, insider or promoter of any other issuer that, while that person was acting in that capacity, was the subject of a cease trade order or similar order or an order that denied that issuer access to any exemptions under applicable securities legislation for a period of more than 30 consecutive days, or became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold the assets of that person, except for Mr. Lukesch, who was a director of Foccini International Inc. (TSXV: FOI) when a cease trade order was issued against it by the Ontario Securities Commission and British Columbia Securities Commission in July 2005 for failure to file its audited and interim financial statements and related management's discussion and analysis within the required time period. These orders were revoked in November 2005 upon Foccini International Inc. filing such financial statements and related management's discussion and analysis.

12.3 PENALTIES OR SANCTIONS

None of the directors, officers, insiders or promoters of the Corporation, or a shareholder holding a sufficient number of securities of the Corporation to affect materially the control of the Corporation, has been subject to any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into settlement agreement with securities authority, or has been subject to any other penalties or sanctions imposed by a court or regulatory or self-regulatory authority that would likely be considered important to a reasonable investor in making an investment decision, except for Mr. Hawkins, who was a junior broker for Research Capital Corp in 1997 when he failed to act as independent market maker for Findore Minerals, a junior exploration company listed on the Canadian dealing network. In May 2005 Mr. Hawkins reached a settlement agreement with the Ontario Securities Commission ("OSC") involving his surrendering of his registration with the OSC for a period of five years. In May 2010 Mr. Hawkins became eligible to reregister with the OSC.

12.4 PERSONAL BANKRUPTCIES

None of the directors, officers or promoters of the Corporation, nor a shareholder holding sufficient number of securities of the Corporation to affect materially the control of the Corporation, nor a personal holding company of any such person has, within the past 10 years before the date of this Filing Statement, become bankrupt, made a proposal under or insolvency legislation or been subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold their assets.

12.5 CONFLICTS OF INTEREST

There are potential conflicts of interest to which directors, officers, insiders and promoters of the Corporation will be subject in connection with the operations of the Corporation. Some of the directors, officers, insiders and promoters have been and will continue to be engaged in the identification and evaluation, with a view for potential acquisitions, of interests in businesses and corporations on their own behalf and on behalf of other corporations, and situations may arise where some or all of the directors, officers, insiders and promoters will be in direct competition with the Corporation. Conflicts, if any, will be subject to the procedures and remedies prescribed by the Business Corporations Act (Ontario), the Exchange and applicable securities law, regulations and policies.

12.6 OTHER REPORTING ISSUER EXPERIENCE

The following directors and officers of the Corporation named in this Filing who have been directors, officers and/or promoters of other reporting issuers in Canada or the United States within the last five years prior to the date of this Filing, including the periods during which they have acted in such capacity, are:

Name	Name of Reporting Issuer	Name of Exchange or Market	Position	From	To
Peter Lukesch	Focchini International Inc.	TSXV	Director Chief Executive Officer	2003-03 2003-03	2005-08 2005-08
	Richmond Minerals Inc.	TSXV	Director President	2004-06 2004-06	2004-11 2004-11
Andrew McQuire	Crowflight Minerals Inc.	TSXV	Director	2003 – 10	2005 - 05
	Exploration Brex	TSXV	Director	1997-03	2006-04
	Fort Chimo Minerals	TSXV	Director	2005 - 01	Present
	Hornby Bay Exploration	TSXV	Director	1999-06	2004-03
	Tandem Resources	TSXV	Director	1998-06	2006-04
	Richmond Minerals Inc.	TSXV	Director	2006 - 06	Present
	Vendome Resources Corp	TSXV	Director Chief Financial Officer	2010-04 2011-05	2014-01 2014-01
Franz Kozich	Richmond Mineral Inc	TSXV	Director Chief Executive Officer	2005-10 2011-05	Present Present
	Vendome Resources Corp	TSXV	Director Chief Executive Officer	2010-04 2010-04	2014-01 2013-11

ITEM 13: CAPITALIZATION

Issued Capital

Issued Capital	Number of shares (non diluted)	Number of shares (fully diluted)	% of issued (non diluted)	% of issued (fully diluted)
Total outstanding assuming the maximum offering (A)	68,984,244	83,568,334	100.0%	100.0%
<u>Public Float</u>				
Peter Lukesch	11,807,499	11,807,499	17.1%	14.1%
Franz Kozich	6,528,118	6,528,118	9.5%	7.8%
Thomas Puchegger	4,279,085	8,189,814	6.2%	9.8%
Warren Hawkins	1,000,000	1,000,000	1.4%	1.2%
Friedrich Pindt	156,000	156,000	0.2%	0.2%
Subtotal (B)	23,770,702	27,681,431	34.5%	33.1%
Total Public Float (A-B)	45,213,542	55,886,903	65.5%	66.9%
<u>Freely Tradeable Float</u>				
Directors, Insiders	19,491,617	19,491,617	28.3%	23.3%
Subtotal (C)	19,491,617	19,491,617	28.3%	23.3%
Total Tradeable Float (A-C)	49,492,627	64,076,717	71.7%	76.7%

Public Holders (Registered)

Size of Holding	Number of holders	Number of shares (non diluted)	Number of shares (fully diluted)
1 - 99 shares	147	10,284	10,284
99 - 499 shares	1,299	300,610	300,610
500 - 999 shares	193	125,450	125,450
1,000 - 1,199 shares	158	182,581	182,581
2,000 - 2,999 shares	63	137,940	137,940

3,000 - 3,999 shares	16	50,900	50,900
4,000 - 4,999 shares	16	67,096	67,096
5,000 and more shares	167	44,338,681	55,012,042
Total	2,059	45,213,542	55,886,903

Public Holders (Beneficial)

Size of Holding	Number of holders	Number of shares (non diluted)	Number of shares (fully diluted)
1 - 99 shares	Nil	Nil	Nil
99 - 499 shares	Nil	Nil	Nil
500 - 999 shares	Nil	Nil	Nil
1,000 - 1,199 shares	Nil	Nil	Nil
2,000 - 2,999 shares	Nil	Nil	Nil
3,000 - 3,999 shares	Nil	Nil	Nil
4,000 - 4,999 shares	Nil	Nil	Nil
5,000 and more shares	Nil	Nil	Nil

Non-Public Holders (Registered)

Size of Holding	Number of holders	Number of shares (non diluted)	Number of shares (fully diluted)
1 - 99 shares	Nil	Nil	Nil
99 - 499 shares	Nil	Nil	Nil
500 - 999 shares	Nil	Nil	Nil
1,000 - 1,199 shares	Nil	Nil	Nil
2,000 - 2,999 shares	Nil	Nil	Nil
3,000 - 3,999 shares	Nil	Nil	Nil
4,000 - 4,999 shares	Nil	Nil	Nil
5,000 and more shares	5	23,770,702	27,681,431

ITEM 14: EXECUTIVE COMPENSATION

The following table sets out the proposed annual compensation to be paid for the 12 month period following the completion of the Transaction:

Name and Principal Position	Annual Compensation			Long-Term Compensation			Total Compensation (\$)
	Salary (\$)	Bonus (\$)	Other Annual Compensation (\$)	Awards		Pay-outs	
				Options/SARs Granted (#)	Restricted Shares or Share Units (#)	LTIP Pay-out (\$)	
Peter Lukesch Chairman and CEO	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Andrew McGuire Director and Chief Financial Officer	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Franz Kozich Director and Corporate Secretary	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Friedrich Pindt Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Andrew McGuire Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil

ITEM 15: INDEBTEDNESS OF DIRECTORS AND OFFICERS

As of the December 31, 2013 and the date hereof, no director or officer has any debt obligations directly to the Corporation., however, a corporation with common directors, Power Corporate Ltd., owes approximately \$129,783 to the Corporation.

ITEM 16: RISK FACTORS

The business of mineral exploration and extraction involves a high degree of risk. Material risks and uncertainties affecting the Corporation, their potential impact, and the Corporation's principal risk management strategies, are as follows:

Limited experience in placing properties into production

The Corporation has retained a number of individuals with mineral production experience or experience in the conduct of commercial mining operations. Nevertheless, the Corporation has limited experience in placing mineral deposit properties into production.

Mining permits and licenses are required

The Corporation development and exploration of the various mineral properties in which it holds interests, depends upon its ability to obtain permits and licenses from various governmental authorities. There can be no assurance that the Corporation will be successful in obtaining all required permits and licenses when needed. While the Corporation has no reason to believe that applications for such permits will be rejected, there is also no guaranty that any such permits will be forthcoming. Failure to obtain permits and licenses on a timely basis may cause the Corporation to postpone its development plans, forfeit rights in some or all of its properties or reduce or terminate some or all of its operations.

There can be no assurance that the Corporation will be capable of raising the additional funding that is needed to carry out its production, development and exploration objectives.

The Corporation expects that it will require additional funding to support the conduct of its business and business objectives as these financial requirements currently exceed the working capital available on hand. Accordingly, the Corporation expects to finance future obligations and commitments through the exercise of options, warrants, and additional equity or debt financings. There is no assurance that the Corporation will be successful in obtaining required financing as and when needed. Volatile markets for precious and base metals may make it difficult or impossible for the Corporation to obtain debt financing or equity financing on favorable terms or at all. Failure to obtain additional financing on a timely basis may cause the Corporation to postpone its development plans, forfeit rights in some or all of its properties or joint ventures or reduce or terminate some or all of its operations.

Mining operations are subject to numerous hazards that could have a material adverse effect on the financial position of the Corporation

Mining operations are subject to hazards normally encountered in exploration, development and production. These include unexpected geological formations, rock falls, flooding, dam wall failure, accidents or spills; industrial and transportation accidents; unexpected labor shortages, disputes or strikes; cost increases for contracted and/or purchased goods and services; shortages of required materials and supplies; electrical power interruptions; mechanical and electrical equipment failure; changes in the regulatory environment; natural phenomena, such as inclement weather conditions, floods, earthquakes, pit wall failures, tailings dam failures and cave-ins; and other incidents or conditions which could result in damage to plant or equipment or the environment and which could impact production throughput.

There is no assurance that the foregoing risks and hazards will not result in damage to, or destruction of, The Corporation's properties, personal injury or death, environmental damage, delays in or interruption in the Corporation's exploration or development activities, costs, monetary losses and potential legal liability and adverse community and/or governmental action, all of which could have an adverse impact on the Corporation's future cash flows, earnings, results of operations and financial condition.

Mining projects are sensitive to the volatility of metal prices

The mining industry is intensely competitive and there is no assurance that, even if commercial quantities of a mineral resource are recovered from the Corporation's properties, a profitable market will exist for the sale of the same. There can be no assurance that metal prices will be such that the Corporation's properties can be mined at a profit. Factors beyond the control of the Corporation may affect the marketability of any minerals discovered. Metal prices are subject to volatile price changes from a variety of factors including international economic and political trends, expectations of inflation, global and regional demand currency exchange fluctuations, interest rates and global or regional consumption patterns, speculative activities and increased production due to improved mining and production methods. The supply of, and demand for, the Corporation's principal products and exploration targets is affected by various factors, including political events, economic conditions and production costs.

There are several levels of government with influence over the Corporation's mineral production, development and exploration activities. A loss of support for one or more of the Corporation's projects by any one of those levels of government could result in substantial disruption in the Corporation's ability to continue operations. Such a loss of support could occur on a national level, such as a change in government policy to discourage foreign investment or nationalization of mining industries or it may occur at a provincial or local level, in which the Corporation's ability to conduct operations is hindered by aggressive or capricious application of jurisdiction within the control of a particular level of government.

Changes in or more aggressive enforcement of laws and regulations could adversely impact the Corporation's business

Mining operations and exploration activities are subject to extensive laws and regulations. Compliance with these laws and regulations increases the costs of exploring, drilling, developing, constructing, operating and closing mines and other facilities. It is possible that the costs, delays and other effects associated with these laws and regulations may impact the Corporation's decision to continue to operate existing mines and other facilities or whether to proceed with exploration or development of properties. Since legal requirements change frequently, are subject to interpretation and may be enforced to varying degrees in practice, the Corporation is unable to predict the ultimate cost of compliance with these requirements or their effect on operations. Furthermore, changes in government, regulations and policies and practices could have an adverse impact on the Corporation's future cash flows, earnings, results of operations and financial condition.

Failure or delays in obtaining necessary approvals could have a materially adverse effect on the Corporation's financial condition and results of operations.

The Corporation may be unable to enforce its legal rights in certain circumstances

In the event of a dispute arising at or in respect of, the Corporation's foreign or domestic operations the Corporation may be subject to the exclusive jurisdiction of foreign or domestic courts or may not be successful in subjecting foreign persons to the jurisdiction of courts in Canada or other jurisdictions. The Corporation may also be hindered or prevented from enforcing its rights with respect to a governmental entity or instrumentality because of the doctrine of sovereign immunity.

The Corporation may not maintain insurance over certain of its business operations

Exploration, development and production operations on mineral properties involve numerous risks, including unexpected or unusual geological operating conditions, rock bursts or slides, fire, floods, earthquakes or other environmental occurrences, and political and social instability. These risks can result in, among other things, damage to and destruction of mineral properties or production facilities, personal injury, environmental damage, delays in mining, monetary losses and legal liability. It is not always possible to obtain insurance against all risks and the Corporation may decide not to insure against certain risks as a result of high premiums or other reasons or in amounts that exceed policy limits. Should such liabilities arise, they could reduce or eliminate any further profitability and result in increasing costs and a decline in the value of the securities of the Corporation.

The Corporation has a limited operating history, and there is no assurance that it will be capable of consistently producing positive cash flows

To date, the Corporation has generated no cash flow from its operations. All of the Corporation's exploration projects will need funding from the Corporation. The Corporation has a limited operating history and there can be no assurance of its ability to operate its projects profitably. While the Corporation may in the future generate additional working capital through the operation, development, sale or possible syndication of its properties, there is no assurance that the Corporation will be capable of producing positive cash flow on a consistent basis or that any such funds will be available for exploration, development and production programs.

The Corporation is subject to substantial environmental and other regulatory requirements and such regulations are becoming more stringent. Non-compliance with such regulations, either through current or future operations or a pre-existing condition could materially adversely affect the Corporation

The Corporation's operations are subject to environmental regulations in the various jurisdictions in which it operates. Environmental legislation is evolving in a manner which will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of

proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. There is no assurance that future changes in environmental regulation, if any, will not adversely affect the Corporation's operations. Government approvals and permits are required in connection with the Corporation's operations. To the extent such approvals are required and not obtained, the Corporation may be delayed or prohibited from proceeding with planned exploration or development of its mineral properties.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mining operations may be required to compensate those suffering loss or damage by reason of the mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations.

Amendments to current laws, regulations and permits governing operations and activities of mining companies, or more stringent implementation thereof, could have a material adverse impact on the Corporation and cause increases in capital expenditures or production costs or reductions in levels of production at producing properties or require abandonment or delays in development of new mining properties.

The Corporation's prospects depend on its ability to attract and retain key personnel

Recruiting and retaining qualified personnel is critical to the Corporation's success. The number of persons skilled in the acquisition, exploration and development of mining properties is limited and competition for such persons is intense. As the Corporation's business activity grows, it will require additional key financial, administrative, mining, marketing and public relations personnel as well as additional staff on the operations side. Although ARC believes that it will be successful in attracting and retaining qualified personnel, there can be no assurance of such success.

Competition for new mining properties by larger, more established companies may prevent the Corporation from acquiring interests in additional properties or mining operations

Significant and increasing competition exists for mineral acquisition opportunities throughout the world. As a result of this competition, some of which is with large, more established mining companies with substantial capabilities and greater financial and technical resources, the Corporation may be unable to acquire rights to exploit additional attractive mining properties on terms it considers acceptable. Accordingly, there can be no assurance that the Corporation will acquire any interest in additional operations that would yield reserves or result in commercial mining operations.

The Corporation's operations involve exploration and development and there is no guarantee that any such activity will result in the commercial production of mineral deposits

Development of the Corporation's mineral properties is contingent upon obtaining satisfactory exploration results. Mineral exploration and development involves substantial expense and a high degree of risk, which even a combination of experience, knowledge and careful evaluation may not be able to adequately mitigate. The degree of risk increases substantially when an issuer's properties are in the exploration as opposed to the development phase. There is no assurance that commercial quantities of ore will be discovered on any of the Corporation's exploration properties. There is also no assurance that, even if commercial quantities of ore are discovered, a mineral property will be brought into commercial production. The discovery of mineral deposits is dependent upon a number of factors not the least of which is the technical skill of the exploration personnel involved.

There are uncertainties related to mineral resource estimates

There is a degree of uncertainty attributable to the calculation of mineral resources and corresponding grades being mined or dedicated to future production. Until resources are actually mined and processed, the quantity of resources and grades must be considered as estimates only. In addition, the quantity and value of reserves or resources may vary, depending on metal prices. Any material change in the quantity of resources, grades or stripping ratio may affect the economic viability of the Corporation's properties. In addition, there can be no assurance that metal recoveries in small-scale laboratory tests will be duplicated in larger-scale tests under on-site conditions, or during production.

Share Price Volatility

In recent years, the securities markets have experienced a high level of price and volume volatility, and the market price of securities of many companies, particularly those in the resource sector, has experienced wide fluctuations which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that such fluctuations will not affect the price of the Corporation's securities.

ITEM 17: PROMOTORS

The following persons may be considered to have been promoters of the Corporation for the preceding two years or as of the date of this Filing Statement.

Name	Period	Quantity of Shares of the Corporation	Percentage of Shares of the Resulting Issuer	Annual remuneration received or to be Received by the Promoter
Franz Kozich	April 15, 2011 to Present	6,528,118	9.5%	Nil
Peter Lukesch	April 15, 2011 to Present	11,807,499	17.1%	Nil

ITEM 18: LEGAL PROCEEDINGS

19.1 LEGAL PROCEEDINGS OF STREETWEAR

To the knowledge of the directors of the Corporation, there is no legal proceeding, or legal proceedings known to be contemplated, that are material to the Corporation or to which any of its property is or may be subject to.

18.2 LEGAL PROCEEDINGS OF ARC

To the knowledge of the directors of the Corporation and its Management, there are no legal proceedings or legal proceedings known to be contemplated, that are material to the Corporation or to which any of its property is or may be subject to.

ITEM 19: INTEREST OF MANagements AND OTHERS IN MATERIAL TRANSACTIONS

Not Applicable to the Corporation.

ITEM 20: AUDITOR(S), TRANSFER AGENT AND REGISTRAR

The auditors of the Corporation are Wasserman Ramsay LLP, 3601 Highway 7, Suite 1008, Markham, Ontario, L3R 0M3.

The registrar and transfer agent of the Corporation is Capital Transfer Agency Inc., 121 Richmond Street West, Suite 401, Toronto, Ontario, M5H 2K1.

ITEM 21: MATERIAL CONTRACTS

21.1 MATERIAL CONTRACTS OF THE CORPORATION

The Corporation has not entered into any material contracts and will not enter into any material contracts prior to the closing of the Transaction, other than:

1. The Transfer Agency and Registrar Agreement dated August 30, 2013 between the Corporation and Capital Transfer Agency Inc.; and
2. The acquisition of the Lac Colombet Vending Agreement January 15, 2013

The material contracts described above may be inspected at 133 Richmond Street West, Suite 403, Toronto, Ontario, M5H 2L3 during ordinary business hours until the closing of the Qualifying Transaction and for a period of thirty days thereafter.

ITEM 22: INTEREST OF EXPERTS

Opinions

The following is a list of experts (collectively the “**Experts**”) whose profession or business gives authority to a statement made by an Expert in this Filing Statement as having prepared or certified a part of a document or report described in the Filing Statement:

- a) Melville William Rennick, P.Eng.; and
- b) Wasserman Ramsay, Professional Chartered Accountant LLP

Interest of Experts

The author of the 43-101 report is Melville William Rennick, P. Geo. There is no relationship between Melville William Rennick, P.Eng. and the Corporation and/or ARC.

ITEM 23: OTHER MATERIAL FACTS

There are no other material facts relating to the Corporation not disclosed elsewhere in this Filing.

ITEM 24: FINANCIAL STATEMENTS OF THE ISSUER

Audited Financial Statements for the Corporation Date December 31, 2013