Technical Report

on the

Julia Property

Atlin Area

Atlin Mining Division

NTS 104N/11

Latitude 59° 33’ 30” North

Longitude 133° 15’ 18” West

Owner:

Maxtech Ventures Inc.
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Vancouver, British Columbia
V6E 2M4

Prepared by

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1.0 SUMMARY

The Julia Property claim group of Maxtech Ventures Inc is located in northwest British Columbia, within the Atlin Mining District. These claims are centered east of Atlin, south of Surprise Lake and to the immediate west of the headwaters of the O'Donnel River.

The Julia Property is located in the northwest corner of the northern Cache Creek Terrane. Mississippian to Jurassic Cache Creek strata were deformed and amalgamated to the ancestral continental margin between 174 and 172 Ma (Middle Jurassic) and were intruded by post collisional Middle Jurassic plutons and younger Cretaceous and Tertiary felsic intrusions. Near the town of Atlin, the Cache Creek Complex consists of remnant ocean crust and upper mantle, referred to as the Atlin Ophiolitic Assemblage, and pelagic meta-sedimentary rocks, referred to as the Atlin Accretionary Complex which is the dominant lithology in the area. The ophiolitic assemblage is interpreted to have been thrust over the sedimentary complex.

Reported placer gold production between 1898 and 1946 (the last year for which government records were kept) from creeks in the Atlin area totaled 634,147 ounces (19,722 kilograms) (Holland, 1950). A number of the larger placer deposits, including those on Otter, Wright, Boulder, Birch, Ruby, Spruce and Pine creeks, continued to produce significant quantities of gold into the late 1980s. Although the total placer gold production from the area to date is not available, it probably exceeds one million ounces (Ash, 2001). Minor placer production is reported for Feather Creek on the Julia property but no bedrock-hosted mineral occurrences are documented. Except for a preliminary exploration program undertaken in 1984 by MBW Surveys over a portion of the present Julia Property north of Feather Creek, no other historical exploration work is known.

A 2003 British Columbia government study by Sack and Mihalynuk (2004) resulted in data that strongly suggested a link between unique near-source placer gold of Feather Creek and the nearby Surprise Lake batholith. This culminated in the reasonable conclusion that a lode gold deposit should be explored for in the vicinity of Feather Creek, much of which is presently encompassed by the Julia Property.

An exploration program was initiated by Maxtech Ventures Inc in order to locate the origin of this near-source placer gold. The work was done in two phases, the first in the fall of 2007 and the second in the late summer of 2010. The program resulted in detailed MMI soil sampling, magnetic surveying and IP/resistivity surveying on three separate grids. A total of 2568 MMI soil samples were collected on 25 metre spacings over a combined survey line-length of 62,450 metres. Magnetic and IP/Resistivity surveying totaled 40,700 meters and 2800 metres, respectively.

The MMI soil geochemical survey revealed 11 anomalies (A to K); three are principally gold anomalies, six principally base metal anomalies, and the remaining two principally gold-copper anomalies.

The magnetic survey was useful in determining subsurface geology and the IP survey showed significant correlations with the various MMI anomalies that it covered, indicating that sulphides occur with these anomalies. MMI geochemistry with corroborating ground magnetics further indicated a buried acidic intrusion in the east-central claim area, possibly related to the nearby Surprise Lake batholith.

Of particular note are four base metal soil geochemical anomalies (**D**, **E**, **F and G** (Grid 1)) consisting of copper, zinc, nickel, cadmium and uranium and suggestive of porphyry copper-type mineralization. These anomalies form one semi-continuous, arcuate-shaped geochemical anomaly within the Cache Creek hostrock, around the western contact of the inferred buried intrusion, and roughly covering an area of 1 by 2.4 km. Gold in soil anomalies **A** and **B** are of primary interest because of their strength, Anomaly **A** (Grid 2) is up to 84 times background and Anomaly **B** (Grid 1) ranges up to 36 times background. Anomaly A appears to be a linear feature, possibly a gold-bearing vein, striking in a north-northeasterly direction for at least 600 meters. Anomaly B is up to 300 meters in width and open to the west. Anomaly **K** (Grid 3) is a weak copper/gold anomaly that trends west-northwesterly along Feather Creek for a minimum length of 1200 meters.

A two phase exploration program is recommended for the Julia Property. Phase I should consist of expanding the MMI grids, mainly to cover the upper reaches of Feather Creek and much of the area around Providence Creek. Targeted IP/Resistivity lines should be conducted to corroborate geochemical anomalies and depth to target. Phase 2 should consist of a 2000 metre diamond drilling program targeting those zones deemed most significant, based on the results of the 2007 and 2010 program and the MMI/geophysical survey expansion recommended in Phase 1 of this report.

Cost for the 2012 exploration program is estimated at $300,000 for Phase I and $500,000 for Phase II.

2.0 INTRODUCTION

In June 2011, Thomas R. Tough, P.Eng., President of Maxtech Ventures Inc. requested that the author (Garry Payie, PGeo) complete a 43-101 compliant technical report on the Julia Property by reviewing and summarizing all relevant previous work and recommending an exploration program on qualified targets. The author is familiar with the geology and exploration history of the Atlin area and has worked on several exploration programs conducted in the Atlin area since 2004.

This report is based on published geological and geochemical studies and exploration programs (assessment reports and government surveys) in the public domain. The author visited the Julia Property via helicopter from Atlin on September 14th, 2007, observing the property topography and the MMI soil sampling program in progress; limited prospecting of rare outcrops was also achieved.

Considering the hackly nature of the placer gold found on Julia Property, which indicates a nearby bedrock source, coupled with the results from exploration programs on the Julia Property in 2007 and 2010, it is concluded that Julia property represents a legitimate exploration target with the potential to host an economically viable gold deposit.

3.0 RELIANCE ON OTHER EXPERTS

The premise of the exploration program that forms the foundation of this technical report is based on a 2003 investigation by Sack and Mihalynuk (2004) that makes a strong case for a nearby lode-gold source of the placer gold found on the Julia Property. The 2007 and 2010 Mobile Metal Ion and magnetic and IP/resistivity exploration programs (Mark, 2009a and 2011), executed by Geotronics Consulting Inc on behalf of Maxtech Ventures Inc, provides most of the data and observations discussed herein. The author of these reports, geophysicist David G. Mark (PGeo) is an authority on MMI and geophysical surveys and the author has relied on his published results and some of his observations. To a lesser extent, this report is based on documents and technical reports prepared by various authors. The portions of this report that provide that information are indicated, with the pertinent citation listed in Section 21 (References). Regional geological information is derived in whole or in part from Ash (2001).

This report discusses exploration potential of the Julia Property, and recommendations for further exploration. These opinions and recommendations are intended to serve as guidance for future evaluation of the property and should not be interpreted as a guarantee of success.

For information pertaining to ownership of claims on the Julia property, the author has relied on information provided by Maxtech Ventures Inc and data found on the BC provincial government's website - Mineral Titles Online. To the best of the author's knowledge and experience the data is correct. However, the author disclaims responsibility for such information.

As of the date of the report, the author is not aware of any material fact or material change with respect to the subject matter of this technical report that is not reflected in this report, the omission to disclose which would make this report misleading.

4.0 PROPERTY DESCRIPTION AND LOCATION

The Julia Property claims are located in northwest British Columbia, within the Atlin Mining District, (Figures 1 and 2) and are situated east of Atlin Lake, south of Surprise Lake and west of the O'Donnel River. The Julia Property consists of 9 contiguous mineral claims held by Jason Heywood and Maxtech Ventures Inc. covering an area of 2346.0046 hectares (Table 1). The property occurs within NTS map sheet 104N/11 (TRIM map sheet 104N.054) with its center at 59° 33’ 30” north latitude and 133° 15’ 18” west longitude. The property boundaries occur within UTM co-ordinates 597000 and 601600 east; and 6598800 and 6607300 north.

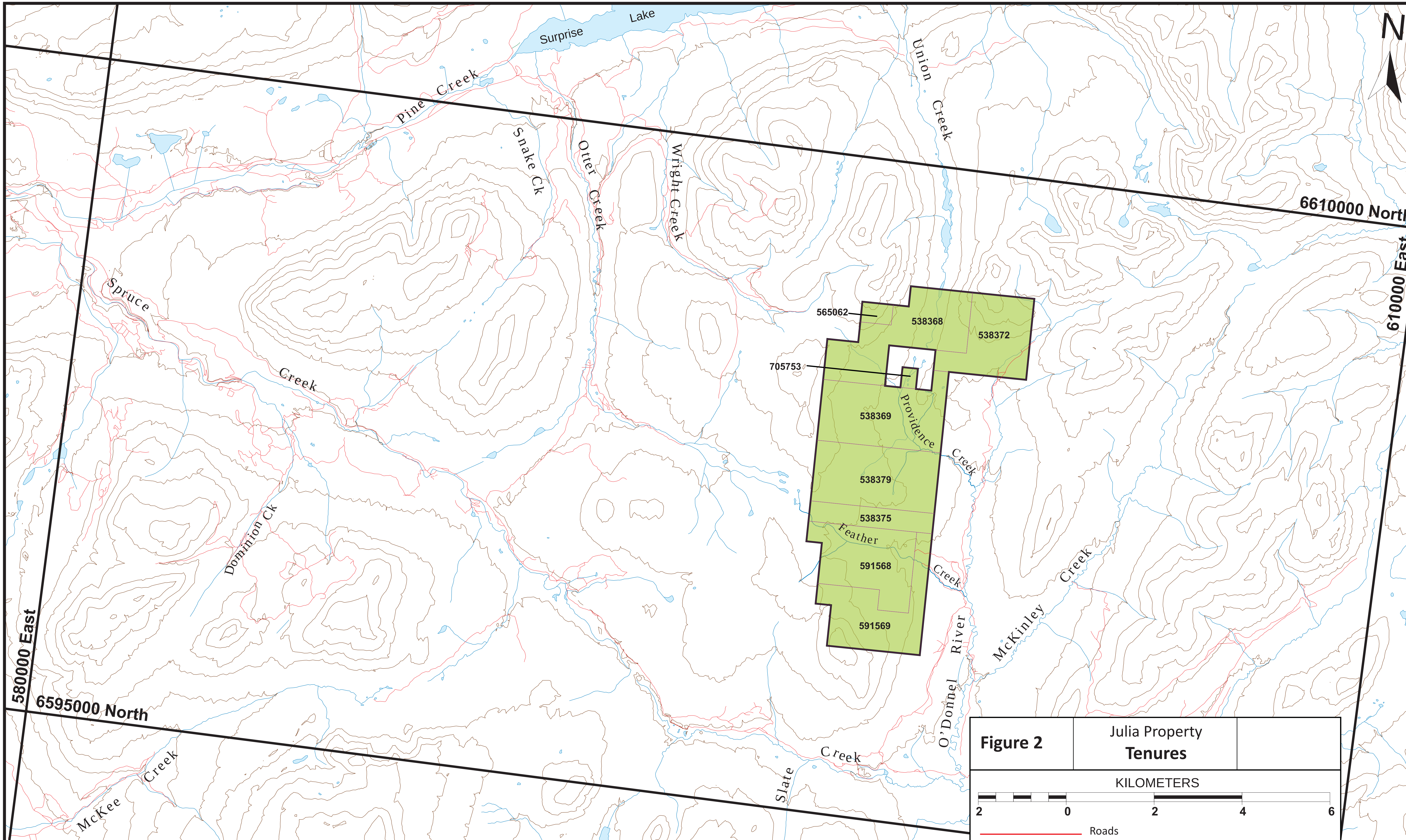
TABLE 1. MAIN BLOCK TENURE INFORMATION

Tenure Number	Type	Claim Name	Good Until	Area (ha)
538368	Mineral		20171030	393.434
538369	Mineral	JULIA 5	20171030	410.057
538370	Mineral	JULIA 6	20171030	393.811
538372	Mineral	JULIA 7	20171030	295.005
538375	Mineral	JULIA 7	20171030	131.304
565062	Mineral	SARA	20171030	32.7883
591568	Mineral	JULIA 2	20171030	344.7665
591569	Mineral		20171030	328.444
705753	Mineral	JULIA 1A	20171030	16.3948

To the author’s knowledge, all mineral claims in the Julia claim group are held by either Jason Heywood or Maxtech Ventures Inc and all are under option to Maxtech Ventures Inc by agreement with Jason Heywood. The author is not aware of any other agreements or encumbrances to which the property is subject. The author is not aware of any environmental liabilities or planned or existing land use undertakings that would adversely affect development of mineral resources on the property. All Julia Property claims are located on crown land and the property has not been legally surveyed.

Other than placer gold, the rights to which are not held by Maxtech Ventures, no mineral occurrences are documented on the Julia Property.

Figure 1. Julia Property, British Columbia Location Map


Surprise Lake
Pine Creek
Union Creek
Snake Ck
Otter Creek
Wright Creek
6610000 North
610000 East
Spruce Creek
565062
538368
538372
705753
538369
Providence Creek
538379
538375
Feather Creek
591568
591569
Dominion Ck
McKinley Creek
O'Donnel River
Slate Creek
580000 East
6595000 North
McKee Creek
Figure 2
Julia Property
Tenures
KILOMETERS
2 0 2 4 6
Roads

5.0 ACCESSIBILITY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE AND PHYSIOGRAPHY

The Atlin region is situated east of the Coast Range Mountains approximately 140 kilometres east of Juneau, Alaska and 180 kilometres south-southeast of Whitehorse, Yukon. The community of Atlin is located on the east shore of Atlin Lake, just north of Pine Creek, at an elevation of 670 metres above sea level.

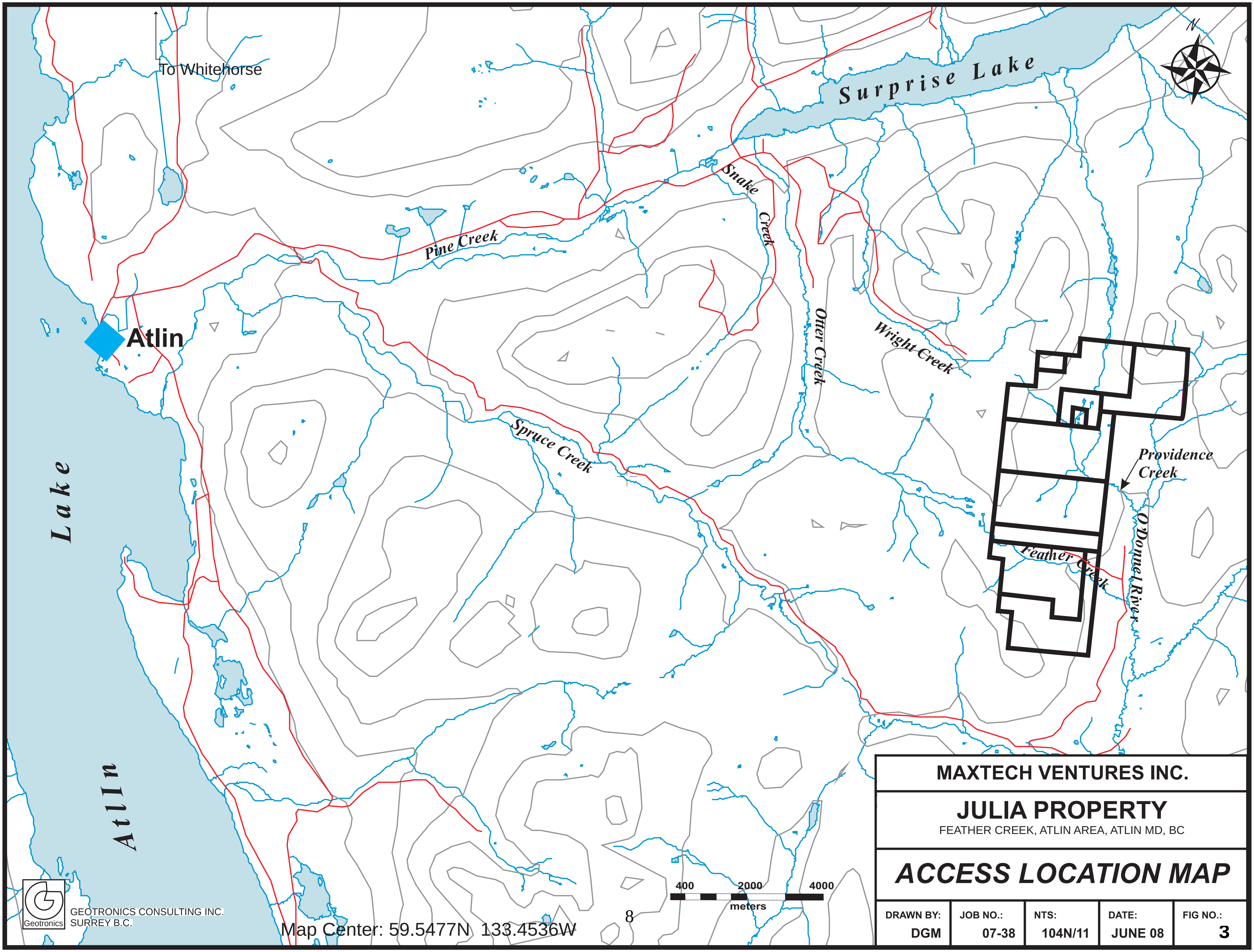
Access to the northern part of the Julia Property can be gained by four-wheel drive vehicle traveling for 12 km almost due east from the town of Atlin along the Surprise Lake Road to the southwestern part of Surprise Lake (Figures 2 and 3). The road then turns southerly becoming the Wright Creek road. The end of the road comes within 1500 meters of the northwestern corner of the Julia Property. This takes about one hour from Atlin. Access to the southeastern and eastern parts of the property can be gained by travelling along the Spruce Creek road to the O'Donnel River where the road then turns northerly running along the west side of O'Donnel River and along the east side of the Julia claims. It crosses into the northeastern part of the Julia Property. The easiest and probably the most reliable access is by helicopter from Atlin, where a helicopter is stationed.

Temperatures can reach 30°C in the summer months, with an average of 20° C whereas in winter they can drop down to –35°C with an average of –15°C. Snowfall in winter months is moderate. Total annual precipitation is measured at 279.4 millimetres. Depending on the elevation, mining exploration can be carried out from May until the end of October. On a good year this can extend well into November, though this cannot be relied on.

Power lines follow Surprise Lake Road to a point about 18 km from the claim group. Abundant water for mining operations is available from any of the major drainage systems covered by the claims. Crew lodgings are available in Atlin. A skilled labour force for mining and exploration is available in Atlin or Whitehorse, YT, a 2 hour drive. Whitehorse is also the major supply and service centre for resource industries working in northwestern British Columbia and the Yukon.

The Julia Property is found within the Teslin Plateau, which is part of the Yukon Plateau, which itself is a physiographic unit of the Interior Plateau System. The Teslin Plateau consists of an upland surface which rises to heights of 1800 and 2100 meters, such as Mount Barham (2,093 meters) west of Surprise Lake. These upland surfaces are dissected by broad valleys such as those containing Atlin and Surprise lakes and the rivers and creeks that drain into them. Surprise Lake is at an elevation of 942 meters.

The topography on the east side of Atlin Lake is significantly different from the coastal ranges, and consists of more gently rounded mountains with a relief in the Atlin area


To Whitehorse
Surprise Lake
N
Atlin
Pine Creek
Snake Creek
Otter Creek
Wright Creek
Spruce Creek
Providence Creek
O'Donnel River
Feather Creek
Lake
Atlin
400
2000
4000
meters
Geotronics
GEOTRONICS CONSULTING INC.
SURREY B.C.
Map Center: 59.5477N 133.4536W
MAXTECH VENTURES INC.
JULIA PROPERTY
FEATHER CREEK, ATLIN AREA, ATLIN MD, BC
ACCESS LOCATION MAP
DRAWN BY: DGM
JOB NO.: 07-38
NTS: 104N/11
DATE: JUNE 08
FIG NO.: 3

approximating 1,000 metres. Relief on the Julia Property claim group ranges from 1200 to 1600 metres. Slopes are mostly gentle to moderate with some steep areas within the northern part of the property. Glaciers occupied the Teslin Plateau and thus much of the claim area is covered by glacial drift. For the most part it is not thick, but can be thicker within the valleys such as that of the O'Donnel River.

The main water sources on the property are the southerly-flowing O'Donnel River within the northeastern part of the property as well as its easterly- and southeasterly-flowing tributaries, being Feather Creek within the southern part of the property and Providence Creek within the central part of the property.

The tree line is at approximately 1370 metres on north facing slopes and 1525 metres on south facing slopes. Below 1370 metres the valleys are forested with lodgepole pine, black spruce, aspen and scrub birch. Mountain alder and willow grow near streams while stunted buckbrush cover the hills above tree line.

6.0 HISTORY

6.1 REGIONAL HISTORY

Atlin became known as a productive Canadian placer gold camp in 1898 after the discoveries by Fritz Miller and Ken McLaren who first found gold in paying quantities on Pine Creek. Soon, other creeks in the area were also found to contain significant deposits of placer gold. BC government MINFILE publications document the principal placer gold streams that drain the area in the vicinity of the Julia property. Pine, Spruce, Otter, McKee and Wright creeks had considerable placer gold production with lesser amounts being recovered from Wilson, Slate and Feather creeks (Figure 2).

Numerous gold-bearing quartz veins in the vicinity of the gold placers are believed to be the source for many of the placers and were first discovered in the Atlin area in 1899. By 1905 most of the known showings had been discovered. See Section 15 (Adjacent Properties) for details of some of these vein occurrences. Following is a brief summary of some of the more significant placer gold creeks in the region.

Pine Creek is about 20 kilometres long and was the site of the initial discovery of gold in the Atlin area in 1898. The creek has been mined more or less continuously from that time to present. The placer deposit is about 2 kilometres long and up to 350 metres wide. Like other areas in Atlin the pay gravels are located right above bedrock. Approximately 4,017,917 grams of gold were removed from Pine Creek from 1898 to 1945, the second largest producer in the Atlin gold fields behind Spruce Creek (Holland, 1950). Increased work more recently on Pine Creek allowed it to become the largest producer in the Atlin area from 1956 onward.

Spruce Creek flows northwest into Pine Creek about 4 kilometres east of Atlin. The main creek is about 23 kilometres long with two main 4 kilometre long branches at its head. The creek was worked for a length of about 5 kilometres primarily in an area around the mid-point of its course. Some work has been done in the upper reaches of the creek, but the operations have been small and less successful. Some hydraulic mining and steam shovel operations were done on the main part of Spruce Creek but by far the majority of gold was recovered by significant underground development in the early 1900s. From 1898 to 1945, approximately 7,926,848 grams of gold were recovered from Spruce Creek making it the largest gold producer in Atlin (Holland, 1950).

Otter Creek flows north into the west end of Surprise Lake about 17 kilometres northeast of Atlin. The main part of the creek is about 10 kilometres long with a 5 kilometre long west flowing tributary at its southern end. The creek has been worked more or less continuously from the time of the discovery of gold in Pine Creek in 1898. Approximately 688,445 grams of gold were recovered from the creek between 1898 and 1945 making it the sixth largest producer in the Atlin area (Holland, 1950). Most gold was recovered by hydraulic and underground operations near the mouth of the creek.

McKee Creek flows west and southwest into Atlin Lake about 14 kilometres south of Atlin. The creek is about 12 kilometres long and has been worked primarily in the middle third section of its length. Hydraulic mining was started in 1903 and accounted for most of the gold recovered from McKee. Some underground work was also done on the creek in the mid 1930s. From 1898 to 1945, approximately 1,369,123 grams of gold were recovered from the creek making it the 5th largest producer in the Atlin Camp (Holland, 1950).

Wright Creek flows north into the west end of Surprise Lake about 22 kilometres northeast of Atlin. The creek is about 8 kilometres long with its upper reaches flowing west for about 2.5 kilometres. The creek produced approximately 426,049 grams of gold between 1896 and 1945 and was known for producing the coarsest gold in Atlin. The creek was initially mined near its mouth at Surprise Lake mainly by hydraulic methods and some underground development. The middle and upper portions were developed more recently and with less success due to many large boulders and a lack of water.

6.2 PROPERTY HISTORY

Some minor historic placer gold production (11 ounces) from the early part of the 1900s is reported for the Julia Property vicinity (Holland, 1950) but Feather Creek is grouped with nearby Slate Creek to the south and it is not clear if one or both was the source of the reported production. The following excerpt is taken directly from the MINFILE description for Feather Creek which summarizes the historic findings:

> *"Feather Creek flows east into the upper reaches of the O'Donnel River sometimes referred to as Dixie Creek. The creek junction with Dixie Creek is about 30 kilometres*

southeast of Atlin and has received all of the placer work. A 16 metre shaft was sunk to bedrock and 61 metres of drifting was done from the shaft from 1914 to 1921 but only 156 grams of gold were recovered. An additional 187 grams of gold were recovered in 1937 (Bulletin 28). Recent activity involving a small surface operation using a cat and excavator has been conducted in the same area of the creek in the early 1980's."

In 1984, the MB12 and MB13 mineral claims, owned by Mr. F. Anderson of Vancouver, B.C., were located over a portion of the present Julia Property, north of Feather Creek. A preliminary exploration program was undertaken in September 1984 by MBW Surveys Ltd. of Whitehorse. The work consisted of geochemical sampling, geophysical surveys and geological mapping. Results included two strong northwesterly trending geophysical anomalies with a moderately coincident geochemical response. Values of elements in soils reached 28 ppb gold, 70 ppb mercury, 128 ppm zinc and 186 ppm copper (Davidson, 1985 (Assessment Report 13636)).

Other than the work done in 1984, there appears to have been no other work carried out within the area now encompassed by the Julia Property tenures, at least none that is in the public domain. The only serious work of any type has been placer mining, especially on Feather Creek carried out mostly in recent years by Bud Bergs. The photograph of the crystalline and hackly gold in the report by Sack and Mihalynuk (2004) was mined by Bergs.

The property was acquired by Jason Heywood in the early 2000s with minor photo-geological work and geological mapping and sampling being carried out in 2004 (Sneddon, 2005).

In 2007, MaxTech contracted Geotronics Consulting Inc to carry out a magnetic and MMI soil sampling survey within the Julia Property. The work was done in two phases, the first in the fall of 2007 and the second in the late summer of 2010. The 2007 work consisted of MMI soil sampling and magnetic surveying over a reconnaissance grid that has now been labeled Grid 1. The 2010 work consisted of more detailed MMI soil sampling, magnetic surveying and IP/resistivity surveying over two grids that have been labeled Grid 2 and Grid 3, respectively. The MMI sampling consisted of taking: (1) 1,526 samples on Grid 1, (2) 790 samples on Grid 2, and (3) 252 samples on Grid 3. A detailed discussion of this work is provided in Section 10, Exploration.

7.0 GEOLOGICAL SETTING (reproduced in whole or in part from Ash, 2001)

7.1 REGIONAL GEOLOGY

The Atlin region is located in the northwestern corner of the northern Cache Creek (Atlin) Terrane. It contains a fault bounded package of late Paleozoic and early Mesozoic dismembered oceanic lithosphere, intruded by post-collisional Middle Jurassic, Cretaceous and Tertiary felsic plutonic rocks. The terrane is dominated by mixed graphitic argillite and pelagic sedimentary rocks that contain minor pods and slivers of metabasalt and limestone. Remnants of oceanic crust and upper mantle lithologies are concentrated along the western margin. Dismembered ophiolitic assemblages have been described at three localities along this margin: from north to south they are the Atlin, Nahlin and King Mountain assemblages. Each area contains imbricated mantle harzburgite, crustal plutonic ultramafic cumulates, gabbros and diorite, together with hypabyssal and extrusive basaltic volcanic rocks. Thick sections of late Paleozoic shallow-water limestone dominate the western margin of the terrane and are associated with alkali basalts. These are interpreted to be carbonate banks constructed on ancient ocean islands within the former Cache Creek ocean basin.

The middle Jurassic timing of emplacement of the Northern Cache Creek Terrane over Late Triassic to Lower Jurassic Whitehorse Trough sediments along the Nahlin Fault is well constrained by combined stratigraphic and plutonic evidence. The youngest sediments affected by deformation related to the King Salmon Fault are Bajocian. The earliest sedimentary detritus of Cache Creek affinity recorded in the Bowser Basin is in early Bajocian rocks that are immediately underlain by organic-rich sediments of Aalenian age. They are interpreted to reflect loading along the western margin of Stikinia by the Cache Creek during its initial emplacement. The oldest post-collisional plutons that pierce the Cache Creek Terrane to the west of Dease Lake are dated at 173+/-4Ma by K-Ar methods and in the Atlin area they are dated at 172+/-3Ma by U-Pb zircon analyses. Considering the age of these plutons relative to the orogenic event, the descriptive term late syn-collisional is preferable.

The Northern Cache Creek Terrane to the east is bordered mainly by the Thibert Fault which continues northward along the Teslin lineament. Discontinuous exposures of altered ultramafite along the fault suggest that it has previously undergone significant reverse motion and may be a reactivated thrust or transpressional fault zone. Latest movement on this fault is thought to be dextral strike-slip, of pre-Late Cretaceous age. The terrane is dominated by sub-greenschist, prehnite-pumpellyite facies rocks; however, local greenschist and blueschist metamorphism are recorded. The terrane is characterized by a northwesterly-trending structural grain, however, in the Atlin – Sentinel Mountain area there is a marked deviation from this regional orientation with a dominant northeasterly trend. Reasons for this divergence in structural grain are poorly understood.

7.2 LOCAL GEOLOGY

The geology of the Atlin region is divisible into two distinct lithotectonic elements. A structurally higher, imbricated sequence of oceanic crustal and upper mantle lithologies termed the *"Atlin ophiolitic assemblage"*, is tectonically superimposed over a lower and lithologically diverse sequence of steeply to moderately dipping, tectonically intercalated slices of pelagic metasedimentary rocks with tectonized pods and slivers of metabasalt, limestone and greywacke termed the *"Atlin accretionary complex"*. Locally these elements are intruded by the Middle Jurassic calcalkaline Fourth of July batholith and related quartz-feldspar porphyritic and melanocratic dike rocks.

Atlin Ophiolitic Assemblage

The Atlin ophiolitic assemblage comprises an imbricated sequence of relatively flat lying, coherent thrust slices of obducted oceanic crustal and upper mantle rocks. Mantle lithologies are dominated by harzburgite tectonite containing subordinate dunite and lesser pyroxenite dikes. The unit forms an isolated klippe that underlies the town of Atlin and Monarch Mountain, which is located four kilometres southeast of the town. The harzburgite is also exposed on the northern and southern slopes of Union Mountain, 10 kilometres south of Atlin. Ductile deformational fabrics indicative of hypersolidus to subsolidus deformation, and the phase chemistry of primary silicates and chrome spinels in the harzburgite indicate a uniform, highly refractory composition and support a depleted mantle metamorphic origin for the unit. The least serpentinized rocks with well preserved primary structures and texture crop out at the highest elevations on Monarch Mountain. Primary features are less well preserved toward the base of the body and internally, where high angle fault zones cut it, the unit becomes increasingly serpentinized. Serpentinite mylonite fabrics are locally preserved near the base of the body. Commonly the basal contact of the harzburgite unit is pervasively carbonatized and tectonized over distances of several tens of metres or more.

Oceanic crustal lithologies in the Atlin map area, in decreasing order of abundance, include metamorphosed basalt, ultramafic cumulates, diabase and gabbro with metabasalts dominating. They are generally massive, fine grained to aphanitic and weather a characteristic dull green-grey colour. Locally, the unit grades to medium grained varieties or diabase. Primary textures locally identified in the metabasalt include flow banding, autobrecciation and rare pillow structures. Although rarely exposed, basalt contacts are commonly sheared or brecciated zones, sometimes intensely carbonatized.

Investigations of these basaltic rocks indicate they are similar in composition to basalts of normal mid ocean-ridge settings and the chemistry also suggests a genetic relationship to the associated depleted metamorphic mantle ultramafic rocks.

Serpentinized peridotite displaying ghost cumulate textures and sporadically preserved relict poikilitic texture is suspected to originally be wehrlite. The peridotite forms an isolated thrust sheet that outcrops discontinuously along an east-trending belt 1 to 3 kilometres wide on the south-facing slope of Mount Munroe, located four kilometers northeast of the town of Atlin. Extensive exploration drilling along the base of Mount Munroe at the Yellowjacket Zone indicates that the serpentinized body is in structural contact with metabasaltic rocks along a gently northwest-dipping thrust. Along the contact zone hangingwall ultramafites and footwall metabasalts are tectonically intercalated and carbonatized. Projection of this fault across the Pine Creek valley suggests that carbonatized and serpentinized ultramafic rocks on the summit of Spruce Mountain, immediately south of the Pine Creek valley in the vicinity of the Yellowjacket Zone, represent a remnant above an extension of the same tectonized and altered basal contact.

Metagabbro is the least commonly seen ophiolitic component in the Atlin area. It crops out on the northern slope of Union Mountain and along the south-facing slope of Mount Munroe. On Union Mountain, gabbro occurs along the Monarch Mountain thrust as isolated dismembered blocks with faulted contacts.

Atlin Accretionary Complex

The Atlin accretionary complex comprises a series of steeply to moderately dipping lenses and slices of structurally intercalated metasedimentary and metavolcanic rocks that underlie the southern half and northwest corner of the Atlin region. Pelagic metasedimentary rocks dominate the unit and consist of argillites, cherty argillites, argillaceous cherts and cherts with lesser limestones and greywackes. They range from highly mixed zones with well-developed flattening fabric indicative of tectonic melange to relatively coherent tectonic slices. Individual slices range from metres to several hundreds of metres in width. Indications of internal deformation are moderate or lacking; in a few slices original stratigraphy is well preserved. Contact relationships between many of the individual units of the complex have not been established due to a lack of exposure; however most are inferred to be tectonic. Internal bedding within the individual lenses in some places is parallel to the external contacts, but is more commonly strongly discordant. This argues against simple interfingering of different facies.

A common feature throughout the accretionary complex, particularly in areas of moderate overburden, is closely spaced outcroppings of different lithologies with no clearly defined contacts. Such relationships are interpreted to represent areas of melange in which the exposed lithologies that commonly include chert, limestone and basalt are more competent than the intervening, recessive fissile and argillaceous matrix. Such relationships are confirmed where sections are exposed along road cuts and in areas of trenching.

Intrusive rocks in the area include: the Cretaceous (?) Fourth of July batholith, which varies from diorite to granodiorite and granite; the Late Cretaceous Surprise Lake batholith, which consists of leucocratic granite, quartz feldspar porphyry and aplite; and dikes and minor intrusions of uncertain age.

Major faults systems in the area strike northerly and east-northeasterly.

7.3 PROPERTY GEOLOGY (from Mark (2011))

Government geological mapping of the area (Figure 4) suggests that the property is entirely underlain by rocks of the Cache Creek Complex. However, it is widely covered by overburden and thus the geology for much of the property is unknown and therefore could be underlain by other rock-types as well.

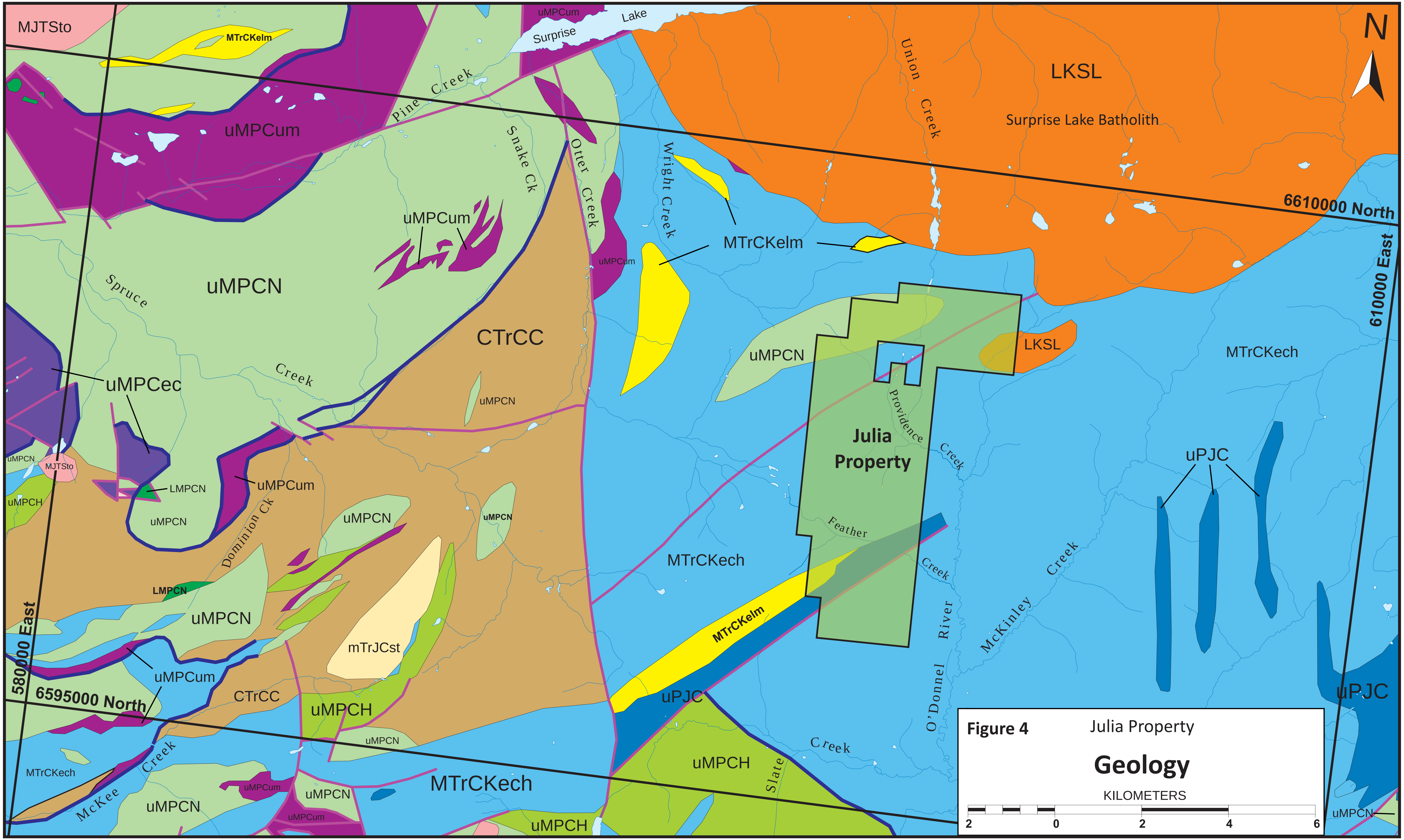
Most of the property is underlain by chert, siliceous argillite, and/or siliclastic sediments of the Kedahda Formation, a unit of the Cache Creek Complex that is of Mississippian to Triassic age. The northwestern corner consists of basaltic volcanic rocks of the Nakina Formation, which is also a unit of the Cache Creek Complex and is of Upper Mississippian to Permian age. A northeast-trending band, averaging about 700 meters wide, consisting of mudstone and other fine clastic sedimentary rocks occurs within the southern part of the property. Limestone, marble and other calcareous sedimentary rocks of the Kedahda Formation, of Mississippian to Triassic age, occur on the northwest side of this band. The Surprise Lake Batholith, an intrusive of Late Cretaceous Age, occurs 150 to 1000 meters to the north of the property. Its rock-types are granite and alkali feldspar granite. Also, an outlier of the same rock-types occurs along the northeastern border of the property.

Figure 4 shows two faults, each striking northeasterly across the Julia property, one within the northern part, and the other within the southern part. In addition, the topography suggests the possibility of other faults occurring on the property. Two of the possible faults are the lineaments formed by (1) the upper reaches of Feather Creek and Otter Creek as well as (2) the upper reaches of Providence Creek and Wright Creek (Figure 5). Both of these lineaments strike northwesterly to west-northwesterly and therefore are cut by the two known faults. As a result, both of these areas of cross structure are prime exploration areas for gold and base metal mineralization.

8.0 DEPOSIT TYPES

Plutonic Related Gold

A study done by the British Columbia Geological Survey Branch and published in 2004 (Sack and Mihalynuk) resulted in the observation that the source of placer gold within Feather Creek is not associated with ultramafites or listwanites, as is the case elsewhere in the Atlin area (such as at Yellow Jacket (Section 15 (Adjacent Properties)). This conclusion resulted from the fact that none of the clasts comprising the Feather Creek placer-gold-bearing gravels actually consisted of these rock types. Instead, the clasts are comprised of black chert; grey, tan, or red chert and wacke, with significant amounts of quartz and granitoid clasts. In addition, much of the placer gold is associated with cassiterite, a tin oxide. And since the Surprise Lake batholith is known to be high in tin, Sack and Mihalynuk (2004) concluded that “preliminary results from Feather Creek strongly suggest a link between placer gold and the evolved Surprise Lake batholith,



Geology acquired from BC Ministry of Energy and Mines website, MapPlace

Geological Legend

(to accompany Figure 4, Julia Property Geology)

Late Cretaceous

Surprise Lake Plutonic Suite

LKSL	granite, alkali feldspar granite intrusive rocks

Middle Jurassic

Three Sisters Plutonic Suite

MJTSto	tonalite intrusive rocks

Middle Triassic to Early Jurassic

Cache Creek Complex

mTrJCst	argillite, greywacke, wacke, conglomerate turbidites

Upper Permian to Jurassic

uPJC	mudstone/laminite fine clastic sedimentary rocks

Carboniferous to Triassic

CTrCC	undivided sedimentary rocks

Mississippian to Triassic

MTrCKech	**Kedahda Formation:** chert, siliceous argillite, siliciclastic rocks
MTrCKelm	**Kedahda Formation:** limestone, marble, calcareous sedimentary rocks

Late Mississippian to Permian

LMPCN	**Nakina Formation:** gabbroic to dioritic intrusive rocks

Upper Mississippian to Permian

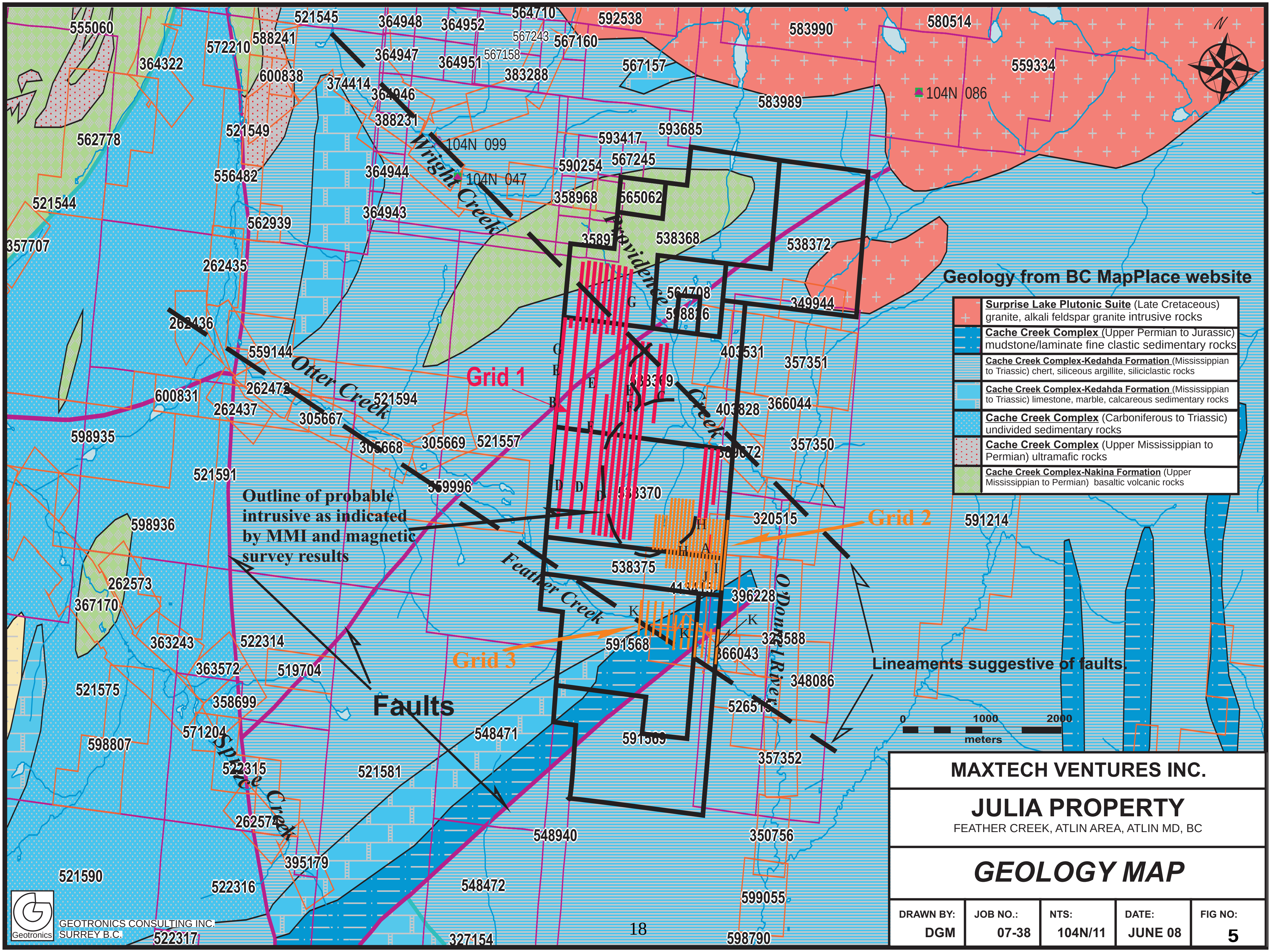
uMPCN	**Nakina Formation:** basaltic volcanic rocks
uMPCec	eclogite/mantle tectonite
uMPCH	**Horsefeed Formation:** limestone, marble, calcareous sedimentary rocks
uMPCum	ultramafic rocks

Thrust Fault

Fault

Area of Julia Property

Geology Map and Legend Source: BC Ministry of Energy and Mines, Geological Survey Branch (MapPlace)
http://webmap.em.gov.bc.ca/mapplace/minpot/geol_legend_screen_updated.asp



Geology from BC MapPlace website
Surprise Lake Plutonic Suite (Late Cretaceous) granite, alkali feldspar granite intrusive rocks
Cache Creek Complex (Upper Permian to Jurassic) mudstone/laminate fine clastic sedimentary rocks
Cache Creek Complex-Kedahda Formation (Mississippian to Triassic) chert, siliceous argillite, siliciclastic rocks
Cache Creek Complex-Kedahda Formation (Mississippian to Triassic) limestone, marble, calcareous sedimentary rocks
Cache Creek Complex (Carboniferous to Triassic) undivided sedimentary rocks
Cache Creek Complex (Upper Mississippian to Permian) ultramafic rocks
Cache Creek Complex-Nakina Formation (Upper Mississippian to Permian) basaltic volcanic rocks
Grid 1
Grid 2
Grid 3
Outline of probable intrusive as indicated by MMI and magnetic survey results
Faults
Lineaments suggestive of faults.
Wright Creek
Otter Creek
Feather Creek
Providence Creek
O'Donnel River
Spruce Creek
104N 099
104N 047
104N 086
0 1000 2000
meters
MAXTECH VENTURES INC.
JULIA PROPERTY
FEATHER CREEK, ATLIN AREA, ATLIN MD, BC
GEOLOGY MAP
DRAWN BY: DGM
JOB NO.: 07-38
NTS: 104N/11
DATE: JUNE 08
FIG NO: 5
GEOTRONICS CONSULTING INC.
SURREY B.C.

with significant implications for lode gold exploration in the region." The following Mineral Deposit profile summary is from Lefebure and Hart (2005)

> *Gold mineralization hosted by millimetre to metre-wide quartz veins hosted by equigranular to porphyritic granitic intrusions and adjacent hornfelsed country rock. The veins form parallel arrays (sheeted) and less typically, weakly developed stockworks; the density of the veins and veinlets is a critical element for defining ore. Native gold occurs associated with minor pyrite, arsenopyrite, pyrrhotite, scheelite and bismuth and telluride minerals.*

Synonyms for the Plutonic Related Gold model include: Intrusion-related gold systems; gold porphyries; Plutonic-related gold quartz veins; Fort Knox-type Au

Porphyry Copper/Molybdenum/Gold

Stockworks of quartz veinlets, quartz veins, closely spaced fractures and breccias containing pyrite and chalcopyrite with lesser molybdenite, bornite and magnetite occur in large zones of economically bulk-mineable mineralization in or adjoining porphyritic intrusions and related breccia bodies. Disseminated sulphide minerals are present, generally in subordinate amounts. The mineralization is spatially, temporally and genetically associated with hydrothermal alteration of the hostrock intrusions and wallrocks.

Low-sulphide gold-quartz veins (in part from Ash (2001))

Gold-quartz vein deposits and their derived placers are often spatially associated with carbonate+/-sericite+/-pyrite altered ophiolitic and ultramafic rocks (known as listwanites) of the Atlin ophiolitic assemblage. Gold quartz veins are poorly and erratically developed within the ultramafic rocks and more commonly occur as random fracture fillings. Wider, more continuous tabular fissure veins have been identified only in the mafic igneous crustal components (gabbro, diabase) of the Atlin ophiolitic assemblage where immediately adjacent to carbonatized ultramafic rocks. This deposit model is known by several names such as gold quartz veins or lodes, mesothermal gold, shear-hosted or shear zone gold, orogenic gold, syn-orogenic veins and others and they all correspond to the United States Geological Survey classification - low-sulphide gold-quartz veins. Locally, these deposits occur primarily as quartz veins, stockworks or stringer zones in fault, fracture and shear zones and are typified by the variability of host rocks which are affected by pervasive carbonatization with localized sericitization and sulfidation marginal to gold-bearing quartz veins.

9.0 MINERALIZATION (from Mark (2011))

No mineralized occurrence so far is known on the property. However, as indicated in other parts of this report, there is much evidence that gold mineralization could occur on the property especially since both Feather and Providence creeks are known to contain placer gold. Currently placer gold claims occur on both creeks. Feather Creek in particular has had significant placer mining carried out on it, mostly by Bud Bergs in recent years, and that at least some of the gold that was placer mined on Feather Creek was crystalline in nature and thus did not come far (Sack and Mihalynuk (2004); “Proximal gold-cassiterite nuggets and the composition of the Feather Creek placer gravels: clues to a lode source near Atlin B.C.”). In other words, the source of the placer gold has a strong possibility of having its bedrock source within the Julia Property. In addition, Sneddon in his report “Teslin Plateau Lode Gold Project” had gold particles from glacial drift in the area analyzed by the Saskatchewan Research Council and they reported that half of the particles were angular and thus did not come far. Sack and Mihalynuk also concluded that the source of the placer gold within Feather Creek is not associated with ultramafites or listwanites, as appears to be the case elsewhere in the Atlin area (See Yellow Jacket, Section 15 (Adjacent Properties)). None, of these rock-types can be found in Feather Creek with the placer gold. Instead, the clasts are comprised of black chert; grey, tan, or red chert and wacke, with significant amounts of quartz and granitoid clasts. In addition, much of the placer gold is associated with cassiterite, which is a tin oxide. The Surprise Lake batholith is known to be high in tin. As a result, Sack and Mihalynuk concluded that the source of the Feather Creek placer gold is associated with the Surprise Lake batholith.

10.0 EXPLORATION PROGRAM

The main purpose of the exploration program initiated on the Julia Property by Mactech Ventures Inc was to locate plutonic-related gold associated with the Surprise Lake batholith that is believed to have been the source of placer gold that occurs in Feather Creek. Feather Creek is mostly contained within the Julia Property. The exploration work was carried out on behalf of Maxtech Ventures Inc by a 4 to 6 man field crew from Geotronics Consulting Inc.

The work was done in two phases, the first in the fall of 2007 and the second in the late summer of 2010. The 2007 work consisted of MMI soil sampling and magnetic surveying over a reconnaissance grid that has now been labeled Grid 1. The 2010 work consisted of more detailed MMI soil sampling, magnetic surveying and IP/resistivity surveying over two grids that have been labeled Grid 2 and Grid 3, respectively.

The following paragraphs of Section 10 were derived virtually in whole from an assessment report by Mark (2011) (pending government approval and publication) that reports on the 2007 and 2010 work programs in full. The reader is directed to the source document for all supporting data, including stacked histograms, geochemical contour maps (by element), IP and Resistivity plots and assay tables. The author of the source report for this section, David Mark (PGeo), of Geotronics Consulting Inc., is a Consulting Geophysicist registered as a Professional Geoscientist with the Association of Professional Engineers and Geoscientists of the Province of British Columbia. Minor changes by the author, on the order of a few words, were made to correct or clarify.

Appendix A includes several geochemical contour compilation maps by grid, sourced from Mark (2011) showing the work areas, features and anomalies discussed in this report.

2007 AND 2010 WORK PROGRAM BY MAXTECH VENTURES INC.

MMI soil sampling and Magnetic, and IP geophysical surveys were carried within the Julia Property which is situated on Feather and Providence Creeks both of which drain easterly into the southerly-flowing O'Donnel River within the Atlin Mining Division of B.C.

The purpose of the MMI soil sampling was to look for mineralization directly. MMI stands for mobile metal ions and describes ions, which have moved in the weathering zone and that are weakly or loosely attached to surface soil particles. MMI, which requires special sampling and testing techniques, are particularly useful in responding to mineralization at depth, probably in excess of 700 meters. It also is not affected by glacial till, while standard soil sample techniques are. MMI is characterized in having a high signal to noise ratio and therefore can provide accurate drill targets.

The purpose of the IP survey was to determine whether sulphide mineralization is associated with MMI anomalies. This would indicate that base metal sulphides are the causative source of an MMI anomaly. The purpose of the resistivity survey is similar to that of the magnetic survey, that is, to map geology. In addition, its purpose is also to determine whether IP anomalies correlate with (1) resistivity highs, which may indicate that sulphide mineralization is associated with silicification; or (2) resistivity lows, which may indicate that alteration is associated with sulphide mineralization.

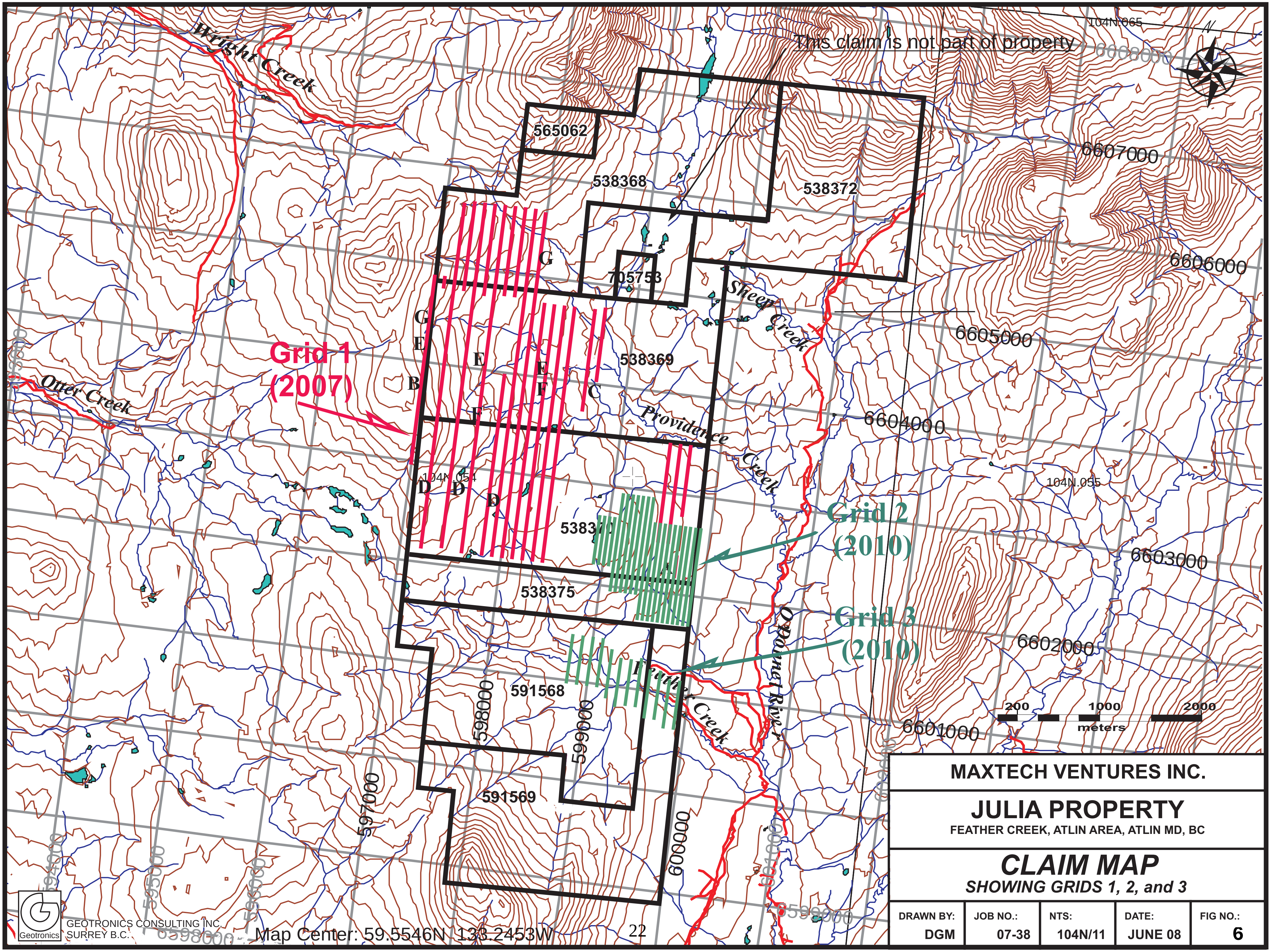
The purpose of the magnetic survey is to map rock types, such as listwanite, and to map geological structure. The property is widely covered with overburden and thus other tools such as magnetic surveying are necessary to map geology.

The work was done in two phases, the first in the fall of 2007 and the second in the late summer of 2010. The 2007 work consisted of MMI soil sampling and magnetic surveying over a reconnaissance grid that has now been labeled Grid 1. The 2010 work consisted of more detailed MMI soil sampling, magnetic surveying and IP/resistivity surveying over two grids that have been labeled Grid 2 and Grid 3, respectively.

Grid Emplacment

Three grids were emplaced on the property using the last four or five digits of the UTM coordinates as follows and as shown in Figure 6 and Appendix A:

1. Grid 1, emplaced in 2007, occurs within the mid-western part of the claim group. It also entails three survey lines within the mid-eastern part of the property. In total, 22 survey lines were emplaced in a due UTM north direction every 100 or



MAXTECH VENTURES INC.
JULIA PROPERTY
FEATHER CREEK, ATLIN AREA, ATLIN MD, BC
CLAIM MAP
SHOWING GRIDS 1, 2, and 3
DRAWN BY: DGM
JOB NO.: 07-38
NTS: 104N/11
DATE: JUNE 08
FIG NO.: 6
This claim is not part of property
Grid 1 (2007)
Grid 2 (2010)
Grid 3 (2010)
565062
538368
538372
705753
538369
538370
538375
591568
591569
Wright Creek
Otter Creek
Sheep Creek
Providence Creek
Feather Creek
O'Donnel River
104N.065
104N.054
104N.055
6608000
6607000
6606000
6605000
6604000
6603000
6602000
6601000
6599000
6598000
594000
595000
596000
597000
598000
599000
600000
601000
200
1000
2000
meters
GEOTRONICS CONSULTING INC.
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Geotronics
Map Center: 59.5546N 133.2453W
22

200 meters and were marked by pickets every 25 meters. The pickets were tied with orange as well as blue flagging. The total amount of grid emplacement was 53 850 meters.

2. Grid 2, emplaced in 2010, occurs within the eastern part of the property and was put in to provide detail around MMI anomaly A as well as to determine the exploration potential around an outcrop to the west. A total of 21 lines (seventeen 1 000-meter long lines and four 500-meter long lines) were put in at a due UTM north direction with a line spacing of 50 meters, and a station spacing of 25 meters. The stations were marked with blaze orange flagging. The total amount of grid emplacement was 19 000 meters

3. Grid 3, emplaced in 2010 at the same time as Grid 2, occurs to the south of Grid 2 along Feather Creek. Its purpose was to explore Feather Creek for the bedrock source of placer gold. It consists of 12 lines also put in at a due UTM north direction with a line spacing of 100 meters, and a station spacing of 25 meters. The stations were marked with blaze orange flagging. The total amount of grid emplacement was 6 000 meters

MMI SOIL SAMPLING

(a) Sampling Procedure

The samples were picked up every 25 meters on the 50-, 100-, or 200-meter separated lines as follows:

1. Grid 1 (2007) – The total number of MMI samples was 1,526 along 37 450 meters of survey line. The number of survey lines totaled 21.

2. Grid 2 (2010) – The total number of MMI samples was 790 along 19 000 meters of survey line. The number of survey lines totaled 21.

3. Grid 3 (2010) – The total number of MMI samples was 252 along 6 000 meters of survey line. The number of survey lines totaled 12.

The sampling procedure was to first remove the organic material from the sample site (A_0 layer) and then dig a pit over 25 cm deep with a shovel. Sample material was then scraped from the sides of the pit over the measured depth interval of 10 centimeters to 25 centimeters. About 250 grams of sample material was collected and then placed into a plastic Zip-loc sandwich bag with the sample location marked thereon. The 1,488 samples in 2007 and the 1,288 samples in 2010 were then packaged and sent to SGS Minerals located at 1885 Leslie Street, Toronto, Ontario.

(b) Analytical Methods

At SGS Minerals, the testing procedure begins with weighing 50 grams of the sample into a plastic vial fitted with a screw cap. Next is added 50 ml of the MMI-M solution to the sample, which is then placed in trays and put into a shaker for 20 minutes. (The MMI-M solution is a neutral mixture of reagents that are used to detach loosely bound ions of any of the elements from the soil substrate and formulated to keep the ions in solution.) These are allowed to sit overnight and subsequently centrifuged for 10 minutes. The solution is then diluted 20 times for a total dilution factor of 200 times and then transferred into plastic test tubes, which are then analyzed on ICP-MS instruments.

Results from the instruments for the 46 elements in 2007 are processed automatically, loaded into the LIMS (laboratory information management system which is computer software used by laboratories) where the quality control parameters are checked before final reporting. This same procedure was carried out for the 2010 samples, except that only 8 elements were chosen for cost saving purposes, being silver, gold, cerium, cobalt, copper, molybdenum, nickel, and zinc.

(c) Compilation of Data

For Grid 1 samples, carried out in 2007, 13 elements were chosen out of the 46 reported on and these were gold, silver, copper, molybdenum, lead, zinc, arsenic, antimony, uranium, nickel, cerium, cobalt, and cadmium. The mean background value was calculated for each of the 13 elements and this number was then divided into the reported value to obtain a figure called the response ratio, which is essentially the number times background. The background for each of the 13 elements is given below in parts per billion (ppb) for Grid 1:

Au	Ag	Cu	Mo	Pb	Zn	As	Sb	U	Ni	Ce	Co	Cd
0.05	4.4	203	3.2	52	73	5	0.5	10	65	26	17	6.7

For Grid 2 and Grid 3 samples, carried out in 2010, all 8 elements that were analyzed were used and these were silver, gold, cerium, cobalt, copper, molybdenum, nickel, and zinc. The calculated mean background values for Grid 2/Grid 3 are given as follows:

Ag	Au	Ce	Co	Cu	Mo	Ni	Zn
8.83	0.16	7.99	9.61	317.47	2.50	78.02	59.04

Two stacked histograms of the response ratios were then made for each of the grids. For Grid 1 the first stacked histogram consisted of copper, gold, silver, cobalt and arsenic while the second stacked histogram of molybdenum, zinc, cerium, nickel, uranium, and cadmium. For Grids 2 and 3 the first stacked histogram consisted of copper, gold, silver, molybdenum; the second stacked histogram of copper, cobalt, nickel, zinc, and cerium.

In addition, a plan map was made for each grid, Grid 1 on maps GC-1 to GC-13, and Grids 2 and 3 on GC-14 to GC-21 respectively at a scale of 1:10,000. On each map, the data were plotted and contoured at a logarithmic interval.

Compilation plan maps were also made in order to show the correlation of the results between the various surveys. One map was made for Grid 1 and a second map was made for Grids 2 and 3. On each compilation map was shown:

1. The MMI anomalous zones.

2. Anomalous contours for five of the elements being molybdenum, copper, zinc, gold, and silver. The contours were chosen as follows:

ELEMENT	GRID 1 (ppb)	GRIDS 2 and 3 (ppb)
molybdenum	20	40
copper	1000	1000
zinc	500	750
gold	0.5	1.2
silver	25	50

3. Geology as mapped by the MMI, magnetic, and resistivity surveys. This showed possible intrusives or volcanics, as well as possible faults.

4. IP survey lines. The IP anomalies were not shown since they showed almost continuously along the survey line in plan form.

MAGNETIC SURVEY

a) Instrumentation

The magnetic survey carried out over Grid 1 in 2007 and the one carried out later in 2010 on Grids 2 and 3 were each carried out with two model G-856 proton precession magnetometers manufactured by Geometrics of San Jose, California. One was used as a base station and the other was used as the field unit. This instrument reads out directly in nanoTeslas (nT) to an accuracy of ±1 nT, over a range of 20,000 - 100,000 nT. The operating temperature range is -40° to +50° C, and its gradient tolerance is up to 3,000 gammas per meter.

(b) Theory

Only two commonly occurring minerals are strongly magnetic, magnetite and pyrrhotite and therefore magnetic surveys are used to detect the presence of these minerals in varying concentrations, as follows:

- Magnetite and pyrrhotite may occur with economic mineralization on a specific property and therefore a magnetic survey may be used to locate this mineralization.

- Different rock types have different background amounts of magnetite (and pyrrhotite in some rare cases) and thus a magnetic survey can be used to map lithology. Generally, the more basic a rock-type, the more magnetite it may contain, though this is not always the case. In mapping lithology, not only is the amount of magnetite important, but also the way it may occur. For example, young basic rocks are often characterized by thumbprint-type magnetic highs and lows.

- Magnetic surveys can also be used in mapping geologic structure. For example, the action of faults and shear zones will often chemically alter magnetite and thus these will show up as lineal-shaped lows. Or, sometimes lineal-shaped highs or a lineation of highs will be reflecting a fault since a magnetite- containing magmatic fluid has intruded along a zone of weakness, being the fault.

(c) Survey Procedure

For Grid 1 in 2007, readings of the earth's total magnetic field were taken every 25 meters along 14 of the north-south survey lines with a separation of 100 and 200 meters. The total amount of surveying was 22,300 meters.

For Grid 2 in 2010, the readings were taken every 12.5 meters along 21 north-south survey lines with a separation of 50 meters for a total amount of surveying 12,400 meters.

For Grid 3 in 2010, the readings were taken every 12.5 meters along 12 north-south survey lines with a separation of 100 meters for a total amount of surveying 6,000 meters.

The total amount of surveying for 2010 was 18,400 meters and the total for all three grids was 40,700 meters.

Over all grids, the diurnal variation was monitored in the field by a base station.

(d) Data Reduction

The data was input into a computer. Using Geosoft software, it was next plotted:

1. for the 2007 survey work with 56,980 nT subtracted from each posted value and contoured at an interval of 20 nT on a base map, GP-1, with a scale of 1:10,000. It was also profiled on the same scaled base map at a vertical scale of 1 cm = 75 nanoTeslas.

2. for the 2010 survey work with 56,900 nT subtracted from each posted value and contoured at an interval of 10 nT on a base map, GP-1, with a scale of 1:10,000.

INDUCED POLARIZATION AND RESISTIVITY SURVEYS

(a) Instrumentation

The transmitter used was a BRGM model VIP 4000. It was powered by a Honda 6.5 kW motor generator. The receiver used was a six-channel BRGM model Elrec-6. This is state-of-the-art equipment, with software-controlled functions, programmable through a keyboard located on the front of the instrument. It can measure up to 6 chargeability windows and store up to 2,500 measurements within the internal memory

(b) Theory

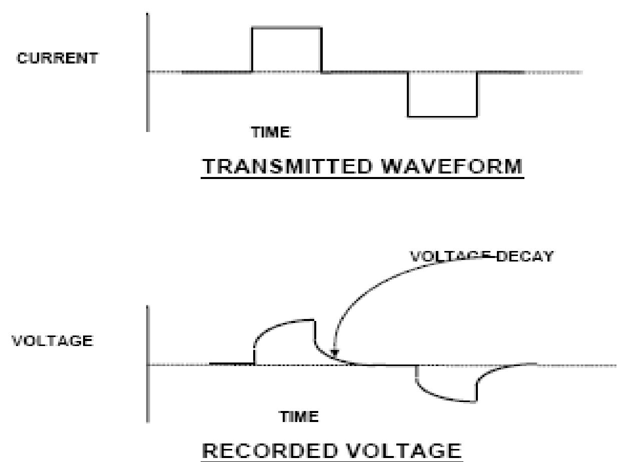
When a voltage is applied to the ground, electrical current flows, mainly in the electrolyte-filled capillaries within the rock. If the capillaries also contain certain mineral particles that transport current by electrons (mostly sulphides, some oxides and graphite), then the ionic charges build up at the particle-electrolyte interface, positive ones where the current enters the particle and negative ones where it leaves. This accumulation of charge creates a voltage that tends to oppose the current flow across the interface. When the current is switched off, the created voltage slowly decreases as the accumulated ions diffuse back into the electrolyte. This type of induced polarization phenomena is known as electrode polarization.

A similar effect occurs if clay particles are present in the conducting medium. Charged clay particles attract oppositely-charged ions from the surrounding electrolyte; when the current stops, the ions slowly diffuse back to their equilibrium state. This process is known as membrane polarization and gives rise to induced polarization effects even in the absence of metallic-type conductors.

Most IP surveys are carried out by taking measurements in the “time-domain” or the “frequency-domain”.

Time-domain measurements involve sampling the waveform at intervals after the current is switched off, to derive a dimensionless parameter, the chargeability “M”, which is a measure of the strength of the induced polarization effect. Measurements in the frequency domain are based on the fact that the resistance produced at the electrolyte-charged particle interface decreases with increasing frequency. The difference between apparent resistivity readings at a high and low frequency is expressed as the percentage frequency effect, or “PFE”.

The quantity, apparent resistivity, ρa, computed from electrical survey results is only the true earth resistivity in a homogenous sub-surface. When vertical (and lateral) variations in electrical properties occur, as they almost always will, the apparent resistivity will be influenced by the various layers, depending on their depth relative to the electrode spacing. A single reading, therefore, cannot be attributed to a particular depth.



The ability of the ground to transmit electricity is, in the absence of metallic-type conductors, almost completely dependent on the volume, nature and content of the pore space. Empirical relationships can be derived linking the formation resistivity to the pore water resistivity, as a function of porosity. Such a formula is Archie’s Law, which states (assuming complete saturation) in clean formations:

$Ro = O^{-2} Rw$
Where: Ro is formation resistivity
Rw is pore water resistivity
O is porosity

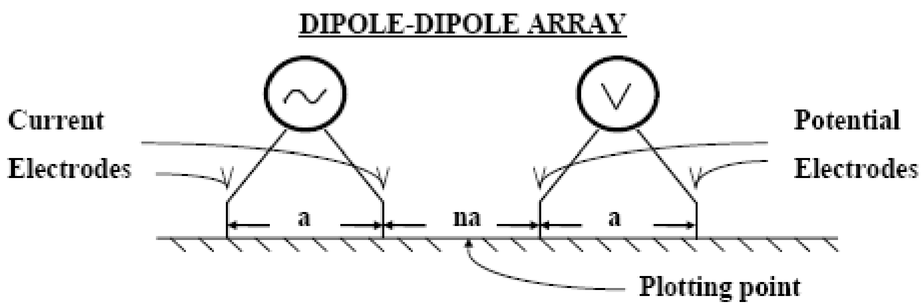
(c) Survey Procedure

The main purpose of the IP/resistivity surveying was to determine whether there was sulphide mineralization occurring with MMI anomalies D and E within Grid 1. These were mainly base metal type anomalies discovered from the 2007 work suggesting that they may be reflecting low grade, large tonnage sulphide mineralization. Several attempts were made to take readings across both anomalies but the IP readings were too noisy to be read which was probably caused by high conductivity of the underlying rock-types. However, some readings were accepted on line 97600E and this very limited pseudosection is shown in figure GP-5.

The IP/resistivity surveying was then continued on Grid 2 with the main purpose of determining whether sulphide mineralization occurred with MMI gold anomaly A and with the rock outcrop within the western part of the grid. The work was done along two north-south lines, 99700E and 99800E, and one east-west line, 2400N. Noisy IP readings were also encountered within Grid 2 but not to the same extent as across MMI anomalies D and E and thus more substantive pseudosections could be plotted out.

The IP and resistivity measurements were taken in the time-domain mode using an 8-second square wave charge cycle (2-seconds positive charge, 2-seconds off, 2-seconds negative charge, 2-seconds off). The delay time used after the charge shuts off was 80 milliseconds and the integration time used was 1,760 milliseconds divided into 10 windows.

The array chosen was the dipole-dipole, shown as follows:



For the attempted IP surveying across anomalies D and E within Grid 1, the electrode separation, or ‘a’ spacing, and reading interval was chosen to be 25 meters read to 12 separations, which is the ‘na’ in the above diagram. The 12 separations give a theoretical depth penetration of about 300 meters, or 1,000 feet. However for the Grid 2 surveying where the expected target was smaller, possibly vein-type mineralization, the ‘a’ spacing was chosen to be 12.5 meters read to 12 separations giving a theoretical depth penetration of 150 meters, or 500 feet.

Stainless steel stakes were used for current electrodes as well as for the potential electrodes.

(d) Compilation of Data

All the data were reduced by a computer software program developed by Geosoft Inc. of Toronto, Ontario. Parts of this program have been modified by Geotronics Surveys Inc. for its own applications. The computerized data reduction included the resistivity calculations, pseudosection plotting, survey plan plotting and contouring.

The chargeability (IP) values are read directly from the instrument and no data processing is therefore required prior to plotting. However, the data is edited for errors and for reliability. The reliability is usually dependant on the strength of the signal, which weakens at greater dipole separations.

The resistivity values are derived from current and voltage readings taken in the field. These values are combined with the geometrical factor appropriate for the dipole-dipole array to compute the apparent resistivity. The resistivity data were relatively reliable to the 12 separations.

All the data have been plotted in pseudosection form at a scale of 1:10,000. One map has been plotted for each of the three pseudosections, as shown on the above table and in the Table of Contents. The pseudosection is formed by each value being plotted at a point formed from the intersection of a line drawn from the mid-point of each of the two dipoles. The result of this method of plotting is that the farther the dipoles are separated, the deeper the reading is plotted. The resistivity pseudosection is plotted on the upper part of the map for each of the lines, and the chargeability pseudosection is plotted on the lower part.

All chargeability and resistivity pseudosections were contoured at a logarithmic interval to the base 10.

The self-potential (SP) data from the IP and resistivity surveys were plotted and profiled above the two pseudosections for each line at a scale of 1 cm = 100 millivolts with a base of zero millivolts. It is not expected that the SP data will be important in the exploration of the property, especially with the dipole length used, but considering that the data was taken, it was plotted and profiled for its possible usefulness.

e) Inversion Interpretation

A 2-D inversion interpretation by a least squares method using computer software produced by Geotomo Software was carried out on the IP and resistivity data. This program uses the smoothness-constrained least-squares method inversion technique. The purpose of inversion interpretation is to eliminate the electrode effect that is endemic with IP and resistivity data and thus locate the causative sources more accurately.

RESULTS

a) Geological Mapping

As mentioned above, most of the property is underlain by sedimentary rocks of the Cache Creek Complex and most of that being rocks of the Kedahda Formation, which consists of chert, siliceous argillite, and siliclastic rocks. According to the geology map, this also underlies almost the entire three grid areas. The exception is the northern part of Grid 1 which is underlain by Cache Creek basaltic volcanic rocks. However, the magnetic and MMI surveys have appeared to delineate rock-types within the three grid areas either more accurately than is shown, or mapped as previously unknown rock-types (Figure 5 and Appendix A).

Firstly, the magnetic survey has revealed the magnetic field over most of the survey areas to have a low magnetic intensity. For Grid 1 it varies for the most part from 57,080 nT to 57,160 nT to give a range of only 80 nT, and for Grids 2 and 3, from 56,880 nT to 56,920 nT to give a range of only 40 nT. This means the magnetic field over most of the grid areas is very quiet which is typical of sedimentary rock-types and this confirms the underlying rock-type to be mostly Cache Creek sediments.

It is noted that the average backgrounds of the two surveys are different from each other by about 180 nT. This may be due to the magnetic fields between the two survey areas being different, or it may simply be due to diurnal variation, since the two survey areas were not diurnally corrected one with the other.

Secondly, the magnetic survey has mapped the Cache Creek basaltic volcanic rocks within the northern part of Grid 1 more accurately than is shown on fig. 4b, the geology map. These are shown by magnetic values above 57,160 nT. The outline of the basalts as delineated by the magnetic highs is shown on the magnetic and MMI plan maps. The southern boundary of the basalts is somewhat arbitrary and could be further south or further north than is shown. There is also a smaller high within the southwestern part of the survey area open to the west that is also probably reflecting basalts, though none is shown within this area on the geology map.

Thirdly, the magnetic survey has revealed magnetic highs along the east side of Grid 2 and of Grid 3, respectively. These are interpreted to be reflecting intrusives and/or volcanics. The correlating anomalous nickel values within the Grid 2 magnetic high suggest that this high is basic to ultra-basic.

Fourthly, the MMI results have shown what appear to be an area within the southeastern and eastern parts of Grid 1 and the northwestern part of Grid 2 that is somewhat devoid of certain metals namely, nickel, copper, zinc, molybdenum, uranium, and cadmium. Mark (2011) has drawn a black dashed line around this area on each of the survey plan maps (Appendix A). This is probably a lithological feature, quite possibly a buried acidic intrusive similar to the Surprise Lake batholith. In support of this interpretation are the following two facts both of which are indicative of acidic intrusives: (1) there is an increase in the cerium values within this area, and, (2) the magnetic field is somewhat higher within this area, say 20 to 40 nT. This possible acidic intrusive may be important to the emplacement of mineralization in the area, especially considering the study on Feather Creek by Sack and Mihalynuk (2004). It is interesting to note that all MMI anomalies occur outside of this feature with anomalies D, E, F, and H abutting against it but not occurring across the possible contact.

There is some indication that this possible intrusive area may extend to the north and be open to the north and northwest. The evidence is not as strong in that the suggested interpreted lithological contact is not as obvious for the northern alternate interpretation as that for the southern one. Nevertheless, the alternate interpretation has been drawn on all the plan maps, as well.

In addition to MMI cerium results often mapping acidic rock-types, MMI nickel often maps basic/ultra-basic rock-types. For example in MMI surveying carried out (by Mark) to the northwest of the Julia property, anomalous nickel MMI results correlate with, or occur adjacent to anomalous gold MMI results. This suggests that the gold mineralization occurs with basic/ultra-basic rock-types, possibly listwanite. However, on the Julia Property, anomalous nickel results correlate directly with anomalous results in other base metals, as discussed below. This would suggest that anomalous nickel results may be reflecting nickel mineralization rather than basic/ultra-basic rock-types. There is at least one known nickel mineral occurrence in the Atlin area.

Mark (2011) has drawn on the Grid 2/Grid 3 magnetic plan map (Appendix A) lineations of magnetic lows that are interpreted to be reflecting faults. These lineations strike primarily in two different directions, one being west-northwesterly and the other, northeasterly. One occurs along Feather Creek and is therefore probably reflecting the topographic lineation that Mark (2011) drew onto the property geology map (Figure 5)).

For Grid 1, it was difficult to draw lineations due to the wider line spacing of 200 meters.

b) MMI and IP Anomalies

The MMI survey has revealed several anomalies throughout the three grid areas, both large and small. Eleven anomalies are discussed below and have been labeled on the plan maps and the stacked histograms by the upper case letters A to K for ease of discussion (Appendix A (see Mark (2011) for histograms)). The first seven, labeled A to G, were discovered within the 2007 MMI sampling and the remaining four were discovered in the 2010 sampling. The first three, A to C, are principally gold anomalies; six are principally base metal anomalies being D to H and J; and two are principally copper and gold anomalies, being I and K.

Anomaly A, was the best gold anomaly within the 2007 work area because of its strength and because it appeared to have size. It consisted of 11 anomalous values starting with the northernmost one being barely anomalous at four times background and increasing to the south to the southernmost eleventh value being 84 times background. The entire anomaly essentially occurred on one line within the southeast part of the property and thus it was open to the east, west and south and thus there was potential for a significant zone of gold mineralization to occur.

As a result, in 2010 a grid was emplaced around the 2007 anomaly being the eastern part of Grid 2. This appears to show that the anomaly is actually a linear feature striking in a north-northeasterly direction and appears to be at least 600 meters long. This suggests that it may be reflecting a gold-mineralized vein. This also explains the 11 anomalous values from the 2007 survey increasing from north to south. The northern-most value would be farthest from the vein and therefore would be lowest in value whereas the southern-most value, being the highest, would occur directly over the vein.

Anomaly A also contains anomalous values in silver, copper, and molybdenum.

Anomalous values in cobalt, which could be reflecting pyrite, and anomalous values in cerium, which could be reflecting an acidic rock-type, occur to the immediate west-northwest of anomaly A. But in contact with the cobalt and cerium anomalous values are anomalous values in nickel which occur to the immediate east-southeast and could be reflecting a basic rock-type. As a result, this suggests the possibility that the mineralization occurs along a lithological contact with a more acidic rock-type to the west-northwest and a more basic rock-type to the east-southeast.

Anomaly B is also a gold anomaly occurring at the western edge of Grid 1 on line 97000E and therefore is open to the west. It is up to 36 times background with the main part consisting of 5 values resulting in a width of 100 meters.

However, in a broader sense, the anomaly can be said to have a width of 300 meters, especially considering the associated anomalous metals. These are copper, molybdenum, zinc, cadmium, cobalt, arsenic, and uranium. In fact, while anomalous gold values are mostly limited to line 97000E, the other anomalous values in the metals just mentioned suggest the anomaly may extend 800 meters to the east where it seems to be connected to anomaly F. Nevertheless, the gold part of the anomaly correlates with anomalous cerium values suggesting the possibility that the causative source may be associated with acidic rock types, whereas the base metal part of the anomaly which is further to the east, correlates with higher nickel values suggesting the possibility of being associated with basic/ultrabasic rock-types. Therefore, the two anomalies are probably separate.

Anomaly C is the third gold anomaly occurring on the east side of Grid 1 principally on line 98600E and is open to the southeast. Weaker anomalous values extend westerly to line 98200 indicating the minimum strike length to be 400 meters. Anomaly C consists of eight anomalous values resulting in a width of 200 meters and that vary in intensity from 4 to 26 times background. The main correlating metals are copper, molybdenum, and uranium. There is one particularly high nickel value that suggests a correlating intrusive dyke consisting of a basic/ultrabasic rock-type.

Anomaly D is one of two important base metal anomalies consisting of copper, molybdenum, zinc, nickel, cadmium, and uranium. It occurs within the southern part of Grid 1 centered at about 2700N on lines 97200E to 98000E, and possibly 98200E. This therefore suggests a minimum strike length of 1,000 meters with it being open to the west, though the western part of the anomaly is much narrower than the main body as seen on lines 97600E and 97800E. In fact, the main part of the anomaly occurs on lines 97400E to 97900E which therefore has a 500-meter strike length. The width is about 500 meters on line 97800E which is best seen on the stacked histograms since they show several metals and how they correlate with each other.

The correlation of the anomalous metals strongly suggests a porphyry copper type mineral deposit. The strongest base metal from an MMI point of view is molybdenum but copper, zinc, and nickel are also strong. In addition to the main metals mentioned above, anomaly D also contains anomalous values in gold, silver, lead, arsenic, and antimony.

As mentioned above, IP surveying was attempted across both MMI anomalies D and E but the data was too noisy due to the low resistivity of the underlying rock types. However, it was managed to retain some IP readings and a few correlating with anomaly D are highly anomalous. This indicates the causative source to be sulphides and thus supports the possibility that anomaly D may be caused by a low grade, large tonnage base metal sulphide deposit.

The geology map suggests that the host rock is probably chert, argillite and/or siliclastic rocks of the Kedahda Formation which is part of the Cache Creek Complex. However, the correlating anomalous nickel results suggest that the host could be basic/ultra-basic rock-types. Nevertheless, as mentioned above, the close correlation of the nickel to the other base metals indicate that the anomalous nickel may actually be due to nickel mineralization, which is known to occur in the Atlin area. Or, perhaps, the nickel may be reflecting both nickel mineralization and basic/ultra-basic rock-types since nickel mineralization usually occurs within basic/ultra-basic rock-types.

The main part of the anomaly occurs at, and to the west of the MMI and magnetic-suggested lithological contact. In other words, for the most part, the causative source of anomaly D does not occur within the suggested acidic intrusive, but only within the Kedahda Formation.

A smaller anomaly with approximate dimensions of 100 meters by 250 meters occurs to the southeast of anomaly D. It has similar characteristics as anomaly D and also abuts the western boundary of the suggested acidic intrusive.

Anomaly E is the second important base metal anomaly and also occurs within Grid 1. It consists of similar metals as anomaly D and thus is also strongly suggestive of porphyrystyle mineralization. As in anomaly D, the strongest metal from an MMI point of view is molybdenum with copper, zinc and nickel also being very high. It also contains anomalous results in gold, silver, lead, antimony, and arsenic. In fact, the gold results are the second strongest within the grid area, after anomaly A, the strongest part occurring on the east side of anomaly E.

As in anomaly D, anomaly E also appears to strike east-west with it being centered at about 4200N on lines 97000E to 98100E. It therefore has a minimum strike length of 1100 meters with it being open to the west. The width could be up to 500 meters as is suggested on line 97600E.

However, the width is somewhat difficult to ascertain because of the close occurrences of anomalies F and G. In fact, in places, what has been attributed to anomalies F and G may actually be part of E. For example, on line 97200E, anomalies E and G appear to be the same anomaly and on line 98100, anomalies E and F appear to be the same anomaly. This therefore suggests the possibility that anomaly E actually strikes northwest-southeast. The difficulty of trying to determine strike and size is due to the 200-meter line spacing and thus further MMI soil sampling should be done across anomalies E, F and G.

The causative source of anomaly E also appears to be hosted by chert, argillite and/or siliclastic rocks of the Kedahda Formation. And like anomaly D, the east end of anomaly E occurs at an MMI-suggested lithological contact with the east side of the contact being an acidic intrusive.

Anomalies F and G are two base metal anomalies occurring within Grid 1 that strike in a northeasterly direction sub-parallel to the two main faults. They are narrower, more lineal-shaped anomalies, and thus may be structurally controlled. However, each of these two anomalies consists of the same base metals as anomalies D and E.

Anomaly F occurs to the southeast of anomaly E, has a strike length of 800 meters, although there is evidence that it could be longer, and has a width of 50 to 150 meters. The northeastern end of anomaly F ends at the MMI-suggested lithological contact.

Anomaly G occurs to the northwest of anomaly E, has a minimum strike length of 1200 meters, with it being open to the southwest and northeast, and has a width of 50 to 200 meters.

Both anomalies occur within the chert, argillite and/or siliclastic rocks of the Kedahda Formation.

Anomaly H occurs within Grid 2 and is primarily a copper/nickel anomaly with some strong values in molybdenum and medium values in gold, silver, and zinc. The cobalt results, and partially the copper results, suggest that the anomaly is 300 meters in strike length but nickel and gold results suggest a longer strike length of 700 meters. The average width is about 125 meters.

Anomaly H occurs along and to the immediate southeast of the MMI/magnetic interpreted intrusive striking north-northeasterly. Also IP survey line 2400N crosses anomaly H and shows a correlating IP high, which is probably caused by sulphide mineralization, and a correlating resistivity low, which may be caused by alteration and/or fracturing associated with the sulphide mineralization. Therefore, the correlating geophysics suggest that anomaly H is reflecting base metal sulphide mineralization that occurs adjacent to an intrusive and therefore is probably related to the intrusive.

Anomaly I is a gold/copper anomaly with good values in silver, molybdenum, and nickel that occurs within Grid 2. This anomaly, as defined by the gold and copper results, is almost devoid of anomalous zinc values but anomalous zinc values do occur around the anomaly, which is often the case with base metal sulphide mineralization.

Anomaly I strikes easterly with a minimum strike length of 250 meters and a width varying from 40 meters to 140 meters.

This anomaly occurs within a magnetic high that has been interpreted to be reflecting a basic intrusive or basic volcanic. Therefore, the anomalous nickel results may be reflecting a basic rock-type rather than nickel mineralization.

Two IP survey lines occur across anomaly I showing correlating IP anomalous results. On line 99800E, a minor IP high correlates with the strongest part of MMI anomaly I. However, on line 99700E, the correlating IP high is less than definitive. Nevertheless, on both IP lines, there are stronger IP results around MMI anomaly I. Considering that the anomalous IP results are probably reflecting sulphides, the surrounding IP anomaly may be reflecting a pyrite halo around the gold/copper mineralization.

The correlating resistivity results are somewhat inconclusive. The strongest part of anomaly I correlates with a resistivity high on line 99700E suggesting that the mineralization occurs within an intrusive. However, on line 99800E, the MMI anomaly correlates with a resistivity low suggesting that the mineralization may occur within a zone of alteration and/or fracturing.

Anomaly J, occurring within the southeast part of Grid 2, is mainly a very strong molybdenum anomaly that strikes southwesterly with a minimum strike length of 300 meters being open to the southeast. Its width varies from 70 to 140 meters. It also contains anomalous values in copper, cobalt, zinc, and nickel but is noticeably absent in anomalous values in silver, gold, and cerium.

Anomaly J occurs on the western edge of a magnetic high suggesting that it may occur along a lithological contact.

This anomaly also correlates with an IP high occurring within a resistivity low. This indicates that the causative source of the MMI anomaly appears to be base metal sulphides of economic interest, such as molybdenite and chalcopyrite, and that these sulphides may occur within a zone of alteration and/or fracturing.

Anomaly K is a copper/gold anomaly occurring within Grid 3 that strikes west-northwesterly along Feather Creek for a minimum strike length of 1200 meters. It is open to both the west-northwest and to the east-southeast. It also contains anomalous values in zinc, cobalt, nickel, molybdenum, and silver.

Anomaly K also occurs along a probable fault interpreted from the topography and magnetics. The fault may have been the source of mineralizing fluids.

11.0 DRILLING

The author has found no historical record of drilling ever having been done on the area presently held as the Julia Property, which is the subject of this report.

12.0 SAMPLING METHOD AND APPROACH

Mobile Metal Ion (soil) sample preparation procedures used 2007 and 2010 on the Julia Property follow standard industry practice and professional guidelines.

The MMI geochemical sampling portion of the program was conducted by a 4 to 6 man crew trained and managed by Geotronics Consulting Inc. of Vancouver.

MMI survey lines were placed simultaneously as soil sampling was being carried out. Sampling stations occurred at 25-metre intervals along each survey line. At each sampling station 60 cm wood pickets were driven into the ground with an aluminum tag stapled to it with the line and station coordinates marked on the tag. These coordinates were the last four or five digits of the UTM co-ordinates.

At each MMI sampling site the field procedure was to first remove the organic material from the surface (A0 Layer) followed by digging a pit over 25 cm deep using a shovel. Sample material was then scraped from the sides of the pit over a measured depth interval of 10 centimetres to 25 centimetres using a plastic trowel, in effect, channel sampling the side of the pit. About 250 grams of sample was collected and placed into a plastic Zip-Loc sandwich bag with the sample coordinates marked thereon.

Upon completion of the soil sampling, the survey samples were packaged and sent to SGS Minerals in Don Mills, Ontario. SGS Minerals is one of the two laboratories in the world licensed to assay samples in accordance with the proprietary MMI assay technique. The other laboratory is located in Perth, Australia.

13.0 SAMPLE PREPARATION, ANALYSES AND SECURITY

In the author's opinion, with respect to the MMI survey, the sample size, sampling methods, preparation, security and analytical procedures are adequate to provide a reliable quality of results.

The MMI Process™ was developed by Wamtech Pty. Ltd in Australia and is performed by exclusive license at SGS Minerals' full service accredited laboratory facilities in Toronto, Ontario, Canada. The SGS website is the source of the following information on the process. MMI anomalies are sharply bounded and, in most cases, directly overlie and define the surface projection of buried primary mineralized zones. Its effectiveness has been documented in over 1000 case histories on six continents and it has been responsible for numerous commercial successes.

The MMI Process™ consists of:

- A simple sample collection procedure in which approximately 250 to 300 grams of sample is collected at a continuous interval of 10-25 cm below the living organics layer regardless of which horizon this depth corresponds to.
- Samples that are not otherwise prepared or dried.
- A weak extraction using a multi-component solution to release the mobile ions. There are several extractions possible, and each is specific to various targets or elements.
- A high sensitivity ICP-MS analysis which provides part per billion range results.
- An innovative interpretation using MMI response ratios.

Referring to the MMI Technical Bulletins provided by the developers of the MMI process, MMI Technology, a Division of Wamtech Pty. Ltd. of Australia, this unique method of analysis MMI is used to describe ions which have moved in the weathering zone that are only weakly or loosely attached to surface soil particles.

Also according to the developers of the technique it has been proven using radioactive isotope geochemistry that these Mobile Metal Ions are transported from deeply buried mineral deposits to the surface. Geoscientists from around the world have been studying this phenomenon for many years. Research and case studies over known ore-bodies have shown that mobile metal ions accumulate in surface soils above mineralization indicating that the metals are derived from oxidation of the mineralization source.

Generally as the Mobile Metal Ions reach the surface they attach themselves weakly to the soil particles, and these specific ions are the ones measured by the MMI technique to find mineralization at depth. They are at very low concentrations and because the ions have recently arrived at surface they provide a precise "signal" of the location of sub-cropping concentrations of minerals that could prove to be economically significant. Their lifetime in the ionic state at surface is very limited because they are subject to degradation and molecular binding or fixation into molecular forms by weathering but as long as the flow of ions is maintained, are detectable. Their limited lifetime precludes their detection by lateral circulation; accordingly they do not move away from the source of mineralization.

Therefore by only measuring the mobile metal ions in the surface soils, the MMI geochemistry is demonstrated to produce very sharp anomalous responses directly over the source of the mobile ions. The source would be interpreted as mineralization at depth which emit metal ions characteristic of that mineralization.

Details of the MMI Assaying technique are propriety and accordingly details as to the assaying process cannot be given. However a general description of procedures is provided.

At SGS Minerals in Toronto the assaying procedure begins by weighing a 50 gram sample into a plastic vial fitted with a screw cap. A 50 ml aliquot of MMI-M solution is added to the sample and the vial is closed. Groups of vials are then placed in trays which are placed into a mechanical shaker and shaken for 20 minutes. There are eight MMI leachants currently available of which the MMI-M leachant represents the 44-element extraction.

The MMI-M solution is a neutral mixture of leachant solutions which have been specially developed to selectively release adsorbed ions from the soil substrate without attacking or influencing the natural mineralization of the soil or specific substrates. The leachate solution is applied to the sample for a 20 minute retention time which effectively collects loosely bound ions of any of the 44 elements on the soil substrate and holds the ions in solution. The ion-pregnant solution is allowed to sit overnight and subsequently centrifuged for 10minutes. The solution is then diluted to 20 times by volume which represents an overall dilution factor 200 times. This diluted solution is then transferred to plastic test tubes from which aliquots are taken for analyses on Inductively Coupled Plasma-Mass Spectrograph (ICP-MS) instrumentation.

The MMI method measures loosely held metal ions that have been transported to the near-surface environment in interparticle fluids that move by capillary action. MMI Technology recommends determination of background values for each element followed by calculation of "MMI response ratios" for each element. Background is the average of the lowest quartile (25%) of the data and the "response ratio" is the metal content divided by the background. Response ratios in general need to be greater than

2 to 5 times background before being considered 'anomalous'" (MMI Technology Manual). The dataset for each survey area is specific only to that area.

The MMI data obtained on the Julia property are presumed to be accurate and reliable but the MMI method is a relatively recent innovation that was developed in Australia where field conditions are typically unlike those in British Columbia. It has been tried and demonstrated to be effective in many other parts of the world, including the north Chilcotin area of central British Columbia, but is not accepted by all geoscientists as a good alternative to conventional geochemical soil survey practice. MMI samples are not subject to the same more or less complete digestion process as are standard samples and the MMI analytical values represent only the metal values that have been transported: hence there is no reliable correspondence of MMI and conventional geochemical data. MMI response ratios that are elevated relative to the overall survey are significant and in a Geoscience BC sponsored comparative study of soil geochemistry over the 3Ts property, located on the Nechako Plateau 160 km west of Quesnel, terrain that is different from the Julia area, it was shown that

> *"…for many elements, particularly the base metals, Enzyme LeachSM and MMISM methods provide superior levels of geochemical contrast over known Au mineralization… Mobile Metal Ion results showed positive responses for Au as well as several relevant base metals such as Zn, Pb, and Cd in near-Surface soils… Furthermore, MMI results displayed a good geochemical contrast relative to several other analytical methods in spite of field site variations inherent in the "fixed depth" sampling procedure. Although MMI Au concentrations in the study area are of low magnitude, Au response ratios are 23-24 times background over both Tommy vein mineralization and a central anomaly of unknown origin. Similar results are reported from the Ted vein, where Au response ratio of almost 75 times background is superior to that for all other methods…."""* (Cook and Dunn, 2007).

The great majority of MMI sample analyses return very low metal values, in the single and double digit ppb ranges. The higher values are, according to MMI technology and experience, significant as they represent the vertical migration of metal ions from a bedrock source. They cannot however be reliably correlated with conventional historic soil sample analyses that represent all soil components and are treated with a much more aggressive leach.

Results from the instruments for the 46 elements in 2007 are processed automatically, loaded into the LIMS (laboratory information management system which is computer software used by laboratories) where the quality control parameters are checked before final reporting. This same procedure was carried out for the 2010 samples, except that only 8 elements were chosen for cost saving purposes, being silver, gold, cerium, cobalt, copper, molybdenum, nickel, and zinc.

Once the raw data was received from SGS Minerals analytical laboratory, data reduction was completed by consulting company Geotronics Consulting Inc (Mark, 2011) on behalf of the client, Maxtech Ventures Inc. For the Grid 1 sample results, 13 elements were chosen out of the 46 reported on and these were: gold, silver, copper, molybdenum, lead, zinc, arsenic, antimony, uranium, nickel, cerium, cobalt, and cadmium. The mean background value was calculated for each of the 13 elements and this number was then divided into the reported assay value to obtain a figure called the response ratio. For Grids 2 and 3 samples, the mean background value was calculated for all 8 elements that were reported on: silver, gold, cerium, cobalt, copper, molybdenum, nickel, and zinc. Two stacked histograms of the response ratios were then made for each of the grids. In addition, plan maps of each of the indicated elements were made for each grid where the data were plotted and contoured at a logarithmic interval.

14.0 DATA VERIFICATION

The author was not involved with the 2007 and 2010 MMI soil sampling and geophysical surveys and cannot directly verify the data. Data used in the preparation of this report were predominantly generated by Maxtech Ventures Inc, through the consulting firm Geotronics Consulting Inc., during the 2007 and 2010 exploration programs. Reports for Maxtech were authored by Geotronics principal, David Mark (P.Geo.), consulting geophysicist in good standing with the Association of Professional Engineers and Geoscientists of the Province of British Columbia.

The MMI Process™ was developed by Wamtech Pty. Ltd in Australia and is performed by exclusive license at SGS Minerals' full service accredited laboratory facilities in Toronto, Ontario, Canada. SGS Mineral Services provided its own quality control on its analytical procedure, performed on submitted Mobile Metal Ion (MMI) soils samples, by reanalysis of random repeats and through the insertion and analysis of standards and blanks.

Paper records such as assay sheets, geophysical maps and geochemical histograms are found in referenced reports or archived with Maxtech Ventures Inc and Geotronics Consulting Inc and readily available for inspection.

Documentation of prior exploration work shows that this work was carried out to a good standard of competency and completion. Generally, the results indicate that the assay data are accurate, precise and free from contamination.

15.0 ADJACENT PROPERTIES

Except for the Yellow Jacket deposit, the following mineral occurrence descriptions are taken in whole or in part from MINFILE (the BC government mineral occurrence database). Yellow Jacket is taken from the website of Prize Mining Corporation (www.prizemining.com), Eagle Plains Resources website (http://www.eagleplains.bc.ca/projects/bc/yellowjacket/), and from Dandy (2005). Citations regarding assays and/or resource declarations are found in MINFILE. The following occurrences represent the more important and/or the nearest mineral occurrence in the Julia area. A mineral occurrence summary in the Julia vicinity is provided in Table 2 and occurrences are shown in relation to the Julia Property on Figure 7.

Many of the known gold quartz vein mineralization in the region, such as the Yellow Jacket, are localized along the tectonized basal thrust fault of a harzburgite unit. These include the Beavis (MINFILE 104N 007), Pictou (MINFILE 104N 044), Aitken Gold (MINFILE 104N 019), Relief (MINFILE 104N 045), Anaconda (MINFILE 104N 046) and Golden View (MINFILE 104N 042), prospects, which are all located along the annular surface trace of the basal fault contact. Others, including the Anna (MINFILE 104N 101) and Gold Star (MINFILE 104N 091) showings, are hosted by carbonatized second order splay fault zones within the harzburgite.

Yellow Jacket (MINFILE 104N 043)

The Yellow Jacket prospect is a structurally controlled gold occurrence that comprises a discreet zone of up to 350 metres within rocks of the Cache Creek Complex; diamond drilling is reported to have intersected gold mineralization throughout the 350 metre length of the zone. Ophiolite-hosted gold veins are contained within fault-bounded lenses of oceanic igneous crust. Listwanite altered ultramafic rocks are consistently associated with the ophiolite-hosted gold veins, but rarely host them. This deposit type contains very high grade, coarse native gold occurring in quartz veins or flooding hosted by ophiolitic mafic igneous crustal rocks (gabbro, diabase, basalt, andesite) adjacent to listwanite altered ultramafic rocks. Dandy (2005) states that statistical analyses done on the diamond drill results show three populations of gold mineralization, with each population being associated with a specific structural event and orientation. A broad zone of gold values ranging from 0.5 to 5.0 g/t that is interpreted to be related to the original low angle thrust faulting of the host ophiolite sequences. This low angle structure is intersected by two steeply dipping fault structures, one trending roughly parallel with the main Pine Creek Fault and the second striking oblique to it. These two cross structures contain two distinct gold populations with assay values ranging from 5.0 to 15.0 g/t gold and 15.0 to 5724.0 g/t gold.

In 2007 Prize Mining commenced a bulk sampling project and was processing material on site. In September 2008 the company announced the first shipment of a 6.842 kilogram gold bar.

The following is taken from Eagle Plains Resources website (http://www.eagleplains.bc.ca/projects/bc/yellowjacket/):

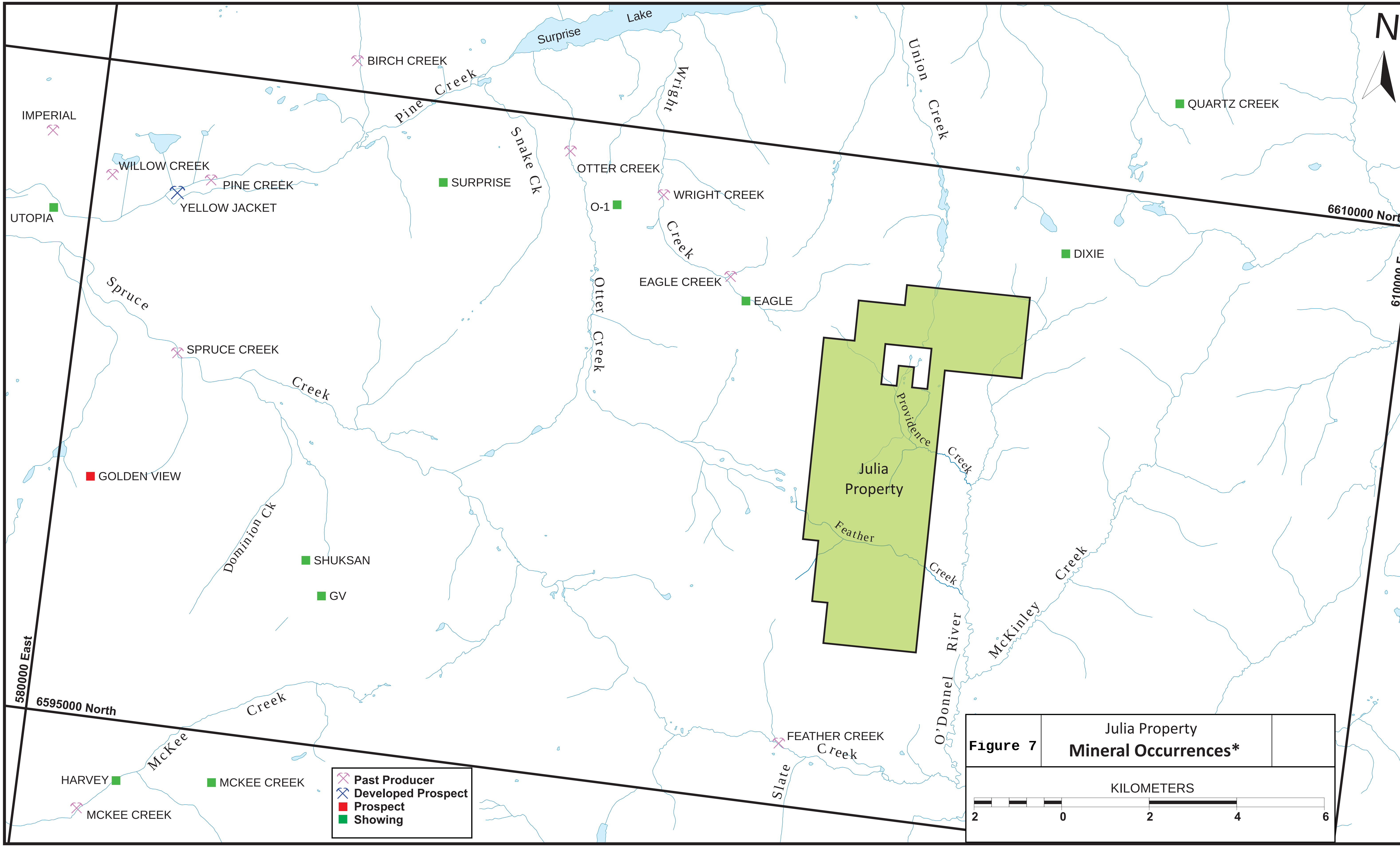
"In 2007, Prize reported production of 6.43 kilograms (206.9 ounces) of gold produced from sluicing the placer-bedrock interface material excavated during bulk sample excavation. In 2008, Prize processed 4200 tonnes of bedrock material in their onsite bulk sample mill. Of this material, 2880 tonnes were considered to be taken from the main mineralized zone and returned gold bars totaling 18.63 kilograms (599 ounces). About 800 kilograms of low grade gold concentrates from 2008 remain and are estimated to contain approximately 1.5 kilograms (50 ounces) of gold.

"On June 10, 2010 Eagle Plains Resources Ltd announced an offer to purchase from Prize Mining the remaining beneficial right, title and interest in the Yellowjacket Gold Project."

Lode gold accumulations such as those on the **Yellow Jacket** are also found at the **Surprise**, **Imperial** and **Lakeview** showings where they are associated with the basal faulted contact of an ultramafic unit. This zone of thrusting is characterized by up to 15 metres of carbonate alteration that contains intermittent zones of quartz-carbonate veining in both hangingwall and footwall rocks. The showings, lying in a geologically similar environment to the Yellowjacket Zone, contain gold mineralization within quartz vein systems.

Surprise Showing (104N 076)
This occurrence is located at timberline on the south side of Pine Creek valley, northeast of Spruce Mountain. The area is underlain by basalts of the Lower Mississippian to Lower Pennsylvanian Nakina Formation Mississippian to Triassic Cache Creek Group (Complex?) and Pennsylvanian to Permian ultramafics of the Atlin Ultramafic Allochthon. The ultramafics are spatially related to these Cache Creek rocks and may be genetically related as well. Contact with the Late Cretaceous Surprise Lake Batholith occurs within several kilometres to the northeast. A quartz vein, from 1 to 6 metres in width, strikes 170 degrees and dips 70 degrees southwest through basalt and ultramafic rocks near their contact. The vein contains minor amounts of galena, chalcopyrite and calcite. The rocks are talc-carbonate to silica-carbonate altered. Some galena clots are up to 4 centimetres across.

Imperial (MINFILE 104N 008)
The **Imperial** is hosted by mafic volcanic and plutonic crustal rocks near the carbonatized, faulted borders of the western and eastern ends of the ultramafic body. The abandoned Imperial Mine is located on the southwestern flank of Mount Munroe, 8 kilometres northeast of Atlin. Two northwest trending auriferous quartz veins dip moderately toward the southwest and are hosted by fissures in carbonatized basalt/diabase and gabbro close to their faulted contact with the ultramafic cumulates. The gold quartz veins are associated with pyrite-sericite-carbonate altered feldspar-phyric dykes that are also anomalous in gold.



*Refer to Table 2 for description of plotted mineral occurrences. Data from MINFILE and MapPlace (Ministry of Energy and Mines).

TABLE 2. SUMMARY OF MINERAL OCCURRENCES* IN JULIA REGION

MINFILE No.	Name	Status	Commodities	Deposit Type
104N 008	IMPERIAL, MONROE MOUNTAIN	Past Producer	AU, AG, CU, PB	Placer
104N 029	WILLOW CREEK	Past Producer	AU	Placer
104N 030	PINE CREEK, GOLD RUN, PANAMA CANAL	Past Producer	AU	Placer
104N 031	BIRCH CREEK	Past Producer	AU	Placer
104N 032	OTTER CREEK	Past Producer	AU	Placer
104N 033	WRIGHT CREEK	Past Producer	AU	Placer
104N 034	SPRUCE CREEK, KOKEN	Past Producer	AU	Placer
104N 035	MCKEE CREEK	Past Producer	AU	Placer
104N 036	FEATHER CREEK, SLATE CREEK	Past Producer	AU	Placer
104N 037	BULL CREEK	Past Producer	AU	Placer
104N 038	FOX CREEK	Past Producer	AU	Placer
104N 042	GOLDEN VIEW, IVY MAY, ALEXANDRA, MAIN VEIN, NORTH VEIN	Prospect	AU, CU, MO, AG	Listwanite-associated Mesothermal Vein
104N 043	YELLOW JACKET, RED JACKET, ROCK OF AGES	Developed Prospect	AU, MT	Listwanite-associated Mesothermal Vein
104N 047	EAGLE	Showing	AG	Listwanite-associated Mesothermal Vein
104N 076	SURPRISE	Showing	PB, CU	Polymetallic quartz vein
104N 086	DIXIE, MONT	Showing	UR, CU, FL, AS	
104N 098	SHUKSAN, SURPRISE, DISCOVERY	Showing	AU, AG, PB, ZN	Listwanite-associated Mesothermal Vein
104N 099	EAGLE CREEK	Past Producer	AU, CR	Placer
104N 100	GV	Showing	AU	Listwanite-associated Mesothermal Vein
104N 104	MCKEE CREEK	Showing	MT	
104N 117	HARVEY, MCKEE CREEK	Showing	PB, CU	Listwanite-associated/ Mesothermal
104N 118	UTOPIA	Showing	PB, ZN, CR	Listwanite-associated/ Mesothermal
104N 120	O-1	Showing	CU, ZN	Listwanite-associated/ Mesothermal
104N 128	QUARTZ CREEK, D & D	Showing	CU, PB, ZN, WO, FL	

*from MINFILE, the BC government mineral occurrence database.

Lakeview (MINFILE 104N 009)

The Lakeview showing is located between Birch and Boulder Creeks north of the east end of Surprise Lake, at the eastern end of the ultramafic thrust sheet. It is hosted by mafic volcanic and plutonic crustal rocks near the carbonatized, faulted borders of the western and eastern ends of the ultramafic body. A mineralized northwest-trending quartz vein, 2 centimetres to 1 metre wide, dips steeply to the northeast. The vein is hosted by carbonatized metabasalt adjacent to a faulted contact with serpentinized and carbonatized ultramafic rocks. One adit and two shafts were developed along 150 metres of strike length of the vein. Material from these workings was said to have averaged 14.4 grams per tonne gold in 1902. No further underground development was done after 1902, although the occurrence has received significant work in recent history.

Shuksan (MINFILE 104N 098)

The Shuksan occurrence consists of twelve subparallel gold bearing quartz veins that cut the carbonatized ultramafics near their contact with the chert. These highly fractured veins pinch and swell along a northwest strike, measuring between 4 and 90 centimetres in width, and dip steeply to the southwest. The veins appear to be bounded on the northwest by a northeast striking graphitic argillite shear zone. Visible gold appears in many of the veins, locally in spectacular amounts. Pyrite with minor chalcopyrite, silver, galena and sphalerite comprises less than 1 per cent of the vein. The mineralized zone has a measured area of 36 metres (width) by 18 metres (length). Fifteen kilogram bulk samples taken from the quartz veins contained up to 330.35 grams per tonne gold. Carbonatized ultramafic wallrock chip samples assayed as high as 4.46 grams per tonne gold. The best drill hole interval from work done in 1984 was 16.87 grams per tonne gold over 0.46 metres.

GV (MINFILE 104N 100)

The GV consists of gold mineralization associated with the "rhyolite" and adjacent argillites. The "rhyolite" contains quartz filled fractures that show no visible sulphides. Gold values are highest where these veins are most dense. The overall pyrite content of this rock is less than 1 per cent. The best assay came from a drill hole set up on the "rhyolite" where a 3.05 metre section assayed 9.39 grams per tonne gold (Assessment Report 13269). Sporadic gold/silver values were also obtained from the listwanites.

Eagle Occurrence (MINFILE 104N 047)

A north trending shear zone cutting the argillite was discovered several hundred metres upstream from the confluence of Wright and Eagle creeks near the south bank of Wright Creek. This zone contained crushed quartz material and one large quartz vein ranging from 0.8 to 3.7 metres in width. Found immediately east of the vein was a deep orange weathering altered dyke containing scattered flecks of a green amorphous mineral. This dike has a strike parallel to the vein-shear zone. Pyrite content seldom exceeds 1 per cent within the sedimentary rocks but may locally be as high as 5 per cent. Samples of the altered dyke assayed as high as 76.46 grams per tonne silver. Samples of the vein-shear zone contained up to 46.63 grams per tonne silver over a width of 1.4 metres. No significant gold was obtained from the vein-shear zone. Significant placer gold mining operations have been ongoing all along Wright Creek since the turn of the century.

Dixie Showing (104N 086)

(Alaskite and quartz monzonite of the Cretaceous Surprise Lake Batholith intrudes Mississippian to Triassic Cache Creek Group (Complex?) sediments consisting of chert, argillite and limestone. Near the contact the alaskites are sheared and altered to albite and clay-sericite. The alaskites contain up to 2 per cent fluorine and 15 per cent topaz. A 30 metre wide radioactive zone in the alaskite contains vugs and fractures with zeunerite, arsenopyrite, and minor chalcopyrite. A grab sample assayed 0.105 per cent uranium, 0.76 per cent arsenic, and 0.03 per cent copper.

O-1 (MINFILE 104N 120)

The area is underlain by Mississippian to Triassic Cache Creek Group rock consisting primarily of mafic volcanics of the Mississippian to Pennsylvanian Nakina Formation and cherts and argillite of the Carboniferous Kedahda Formation. These rocks are intruded by ultramafics of the Pennsylvanian to Permian Atlin Allochthon. The ultramafics are characterized by serpentinization, carbonatization and the development of talc locally. Intensely altered ultramafics (listwanite?) on the O-1 claims are reported to contain 1 to 5 per cent pyrite, minor chalcopyrite and sphalerite. Significant amounts of quartz veining are also present. Samples taken did not contain significant amounts of gold.

16.0 MINERAL PROCESSING AND METALLURGICAL TESTING

The author of this Technical Report is not aware of any mineral processing and/or metallurgical testing analyses that have been carried out on the subject property or of any metallurgical problems that would adversely affect development.

17.0 MINERAL RESOURCE AND MINERAL RESERVE ESTIMATES

No mineral resource or mineral reserve estimates were calculated on the Main Block property.

18.0 OTHER RELEVANT DATA AND INFORMATION

No other data or information is relevant for this report.

19.0 INTERPRETATION AND CONCLUSIONS

Findings from a recent government study by Sack and Mihalynuk (2004) revealed several critical facts pertaining to the potential of lode gold mineralization on the Julia property, which covers much of placer gold-bearing Feather and Providence creeks. Following are some of the key findings from this study:

> *"Units that underlie the lower stretches of Feather Creek drainage are ribboned and massive chert, quartz-bearing wacke, pyritic carbonaceous phyllite, volcanic conglomerate, and minor carbonate. The creek's headwaters are underlain by the Surprise Lake batholith and its thermal metamorphic aureole, as shown by the aeromagnetic response."*
>
> *"…the clues provided by our orientation study corroborate those based on government, regional geochemical stream survey results, and the spatial distribution of placer workings and coarse gold nuggets in proximity to the Surprise Lake batholith.*
>
> "…crystalline and hackly gold from Feather Creek…indicates either a proximal source, or transport in clasts that released the gold near its point of recovery."
>
> *"... neither ultramafic nor listwanite are a significant source for river gravels in the Feather Creek placers as no ultramafite nor listwanite clasts (> 2 mm in diameter) could be found. Furthermore, in all cases where Feather Creek gold is attached to non-quartz mineral matter, the mineral matter is primarily composed of tin oxide (cassiterite) as determined by SEM–EDS analysis."*
>
> *"Dominant clast types within the Feather Creek placer gravels are: black chert which constitutes at least half of the clasts; grey, tan or red chert; and wacke. Some samples contain significant proportions of quartz or granitoid clasts. Ultramafite or listwanite clasts were not identified in any sample."*
>
> *"The sample with the highest gold value contained 15% granitoid granules, while the sample with 24 ppb Au contained 6% granitoid granules…"*
>
> *"If gold in the Atlin placer camp bears an association with altered ultramafic rocks, it is not borne out in the juvenile gold placers of Feather Creek. On the contrary, ultramafic or listwanite clast were not identified from these placer gravels."*
>
> "Gravels with elevated gold do contain a significant proportion of granitoid clasts, as well as ubiquitous sedimentary clasts with lithologies matching geological units within the immediate drainage basin. Does this observation warrant the suggestion of a plutonic-related gold source? On its own, probably not, but combined with the identification of cassiterite in six of six gold nuggets analyzed, a stronger argument can be made for linkage with the evolved, tin-rich Surprise Lake batholith. Further evidence includes, the distribution of 95th percentile gold values in stream sediments collected from streams that drain the flanks of intrusions east of Atlin as well as the distribution of placer streams, with past and present placer operations on all sides of the Surprise Lake batholith. Finally, consider that the coarsest placer gold is recovered primarily from streams located along the margin of the Surprise Lake batholith"
>
> "It is prudent to ask if these tantalizing specks of gold and bright orange listwanitic alteration zones have not been a mineral exploration red herring but insufficient data exists on which to base reasonable conclusions. However, our preliminary results from Feather Creek strongly suggest a link between placer gold and the evolved Surprise Lake batholith, with significant implications for lode gold exploration in the region."

The lack of associated ultramafic clasts and the predominance of granitoid clasts and cassiterite (tin oxide) associated with Feather Creek placer gold points to a lode-gold model different from than that which is seen at the Yellow Jacket deposit (Section 15, Adjacent Properties) and other nearby Atlin lode occurrences, which is the ultramafic-listwanite mesothermal vein model. Rather, the findings of Sack and Mihalynuk (2004) as summarized above point to a lode-gold source genetically related to proximal granitoid intrusions, specifically the nearby tin-rich Surprise Lake batholith. The hackly and crystalline placer gold found in Feather Creek indicates very little transport and therefore a possible nearby source, and very possibly a source within the Julia Property tenures of Maxtech Ventures Inc that encompass the main drainage areas of interest.

The target of the 2007 and 2010 MMI soil geochemical and geophysical surveys completed by Maxtech and discussed in this report were designed specifically to test for sub-surface lode-gold deposits that provided a local source for placer gold found in the region. Heavy overburden covers most of the Julia Property.

An important observation by Mark (2011), provided in full in Section 10 (Exploration), noted that MMI geochemistry with corroborating ground magnetics indicated a buried acidic intrusion in the east-central claim area, possibly related to the nearby Surprise Lake batholith. A buried pluton of this nature is a possible source for mineralizing fluids and their resulting undiscovered lode-deposits that provided the material for the weakly-traveled, locally derived placer gold found in Feather Creek.

The MMI soil geochemical survey revealed 11 anomalies designated by Mark (2011) as upper case letters A to K. Three are principally gold anomalies, six are principally base metal anomalies, and the remaining two are principally gold-copper anomalies. The magnetic survey was useful in determining subsurface geology and the IP survey showed significant correlations with the various MMI anomalies that it covered, indicating that sulphides occur with these anomalies.

Of particular note are four base metal soil geochemical anomalies **D**, **E, F** and **G** (Grid 1) that consist of copper, zinc, nickel, cadmium and uranium. The signature is suggestive of a porphyry copper mineral deposit. Anomaly D occurs in the southern part of Grid 1 and has a minimum length of 1000 metres and a width up to 500 metres. Anomaly E occurs north of Anomaly D on Grid 1. It is up to 1100 metres long and 500 metres wide. Anomaly F occurs between D and E; G occurs north of E. It is significant that these 4 zones are likely underlain by metasedimentary rocks of the Kedahda Formation adjacent to the west of the MMI and magnetometer-suggested felsic intrusive contact. In the authors opinion these 4 anomalies appear to be one semi-continuous, arcuate-shaped geochemical anomaly at the western contact of the intrusion, spanning over 2.4 km north-south and at least 1 km east-west.

Gold **Anomaly A and B** are of primary interest because of their strength, **Anomaly A** (on Grid 2) being up to 84 times background and **Anomaly B** (Grid 1) being up to 36 times background. Anomaly A appears to be a linear feature, possibly a gold-bearing vein, striking in a north-northeasterly direction for at least 600 meters. Anomaly B is up to 300 meters in width and open to the west, off the Julia tenure.

A fault zone along Feather Creek is interpreted from topography and ground magnetics and is a possible source of mineralizing, gold-bearing fluids that resulted in Feather Creek placer gold. **Anomaly K** is a week copper/gold anomaly occurring within Grid 3 that strikes west-northwesterly along Feather Creek for a minimum strike length of 1200 meters. It is open to both the west-northwest and to the east-southeast. It also contains anomalous values in zinc, cobalt, nickel, molybdenum, and silver. Though this geochemical anomaly is relatively weak, its proximity to Feather Creek and its placer gold enhances its attractiveness as an exploration target.

It is the opinion of the author that work to date has shown that the Julia Property has the potential to host a lode source from which some of the placer gold in the area was derived. While several strong MMI soil anomalies are presently defined, additional geochemical and geophysical surveying are needed to further define their boundaries, and prioritize drill targets. Though induced polarization (IP) results were coarse due to the low resistivities of the underlying rock-types and resulted in poor IP signals, sulphides were still indicated at MMI soil anomalies D, H, I and J. The use of targeted IP surveys may still prove useful in corroborating soil anomalies and defining depth to target.

20.0 RECOMMENDATIONS

A two phase exploration program is recommended for the Julia Property.

Phase I should consist of the following:

- Expand the MMI grids to cover the upper reaches of Feather Creek sampling. Grid 1 would extend south and Grid 3 would join to the west
- Fill-in all lines to a 100 metre line spacing with 25 metre sampling.
- Expand Grid 1 east of Anomaly C, over Providence Creek, if possible, outside the contact of the inferred felsic intrusion, connecting to the northern parts of Grid 2
- A Magnetometer survey over all new MMI lines
- Limited Induced Polarization (IP) survey carried out over anomalous areas in order to pinpoint drill targets and define the depths of the causative source.

Phase II should consist of the following:

- A 2000 metre diamond drilling program testing 2007, 2010 and Phase 1 anomalies, especially those that correlate with IP anomalies. Anomalies **D**, **E, F** and **G** (Grid 1), suggestive of a porphyry copper target, and gold Anomaly **A** and **B**, suggestive of gold vein targets, are present priority targets subject to change depending on the results of Phase 1 work.
- The holes will vary with depth depending on IP interpretation. The number of holes is anticipated to vary from between 8 and 20.

The budget for Phase I is approximately C$300,000. Phase II is contingent on the results of Phase I MMI and geophysics and the property-wide exploration plan. The budget for Phase II based on a moderate sized drill program is approximately C$500,000.

In the author's opinion, the proposed recommendations are warranted as outlined, and could be completed within a single field season, given an early start to the geochemical and geophysical program elements.

PROPOSED BUDGET - PHASE 1

Item	**Description**	**Amount** ($Cdn)
Personnel	Geologist(s) and field crew	35,000
Room and Board costs	$150/day per man	25,000
Helicopter	20 hours @ $1500/hr	30,000
Induced Polarization/ground magnetics surveys		70,000
Geochemical analyses		80,000
Logistic, travel and support etc.		10,000
Compilation, Interpretation and Report		20,000
Contingency		30,000
Total for Phase I		**300,000**

PROPOSED BUDGET - PHASE II

Item	Description	Amount ($Cdn)
Personnel	Geologist and core processing crew	50,000
Room and Board costs	$150/day per man	20,000
Helicopter	25 hours @ $1500/hr	37,500
Diamond Drilling (all in)	2000 metres @ $150/metre	300,000
Geochemical analyses		25,000
Logistic, travel and support etc.		10,000
Compilation, Interpretation and Report		30,000
Contingency		27,500
Total for Phase II		**500,000**

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22.0. DATE AND SIGNATURE PAGE

GARRY PAYIE
1193 Main Shore Road, Yarmouth Nova Scotia, B5A 4B1
Tel: 250-891-0983
email: gpayie@hotmail.com

I, Garry Payie, am a self-employed Professional Geoscientist and do hereby certify that:

1. I graduated with a Bachelor of Science degree in Geological Sciences from the University of British Columbia, Vancouver, British Columbia in 1983.
2. I am registered as a Professional Geoscientist with the Association of Professional Engineers and Geoscientists of the Province of British Columbia.
3. I have worked as a geologist for twenty-four years since my graduation from university.
4. I have read the definition of "qualified person" set out in National Instrument 43-101 ("NI 43-10 1") 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.
5. I am responsible for all sections of the technical report titled Technical Report on the Julia Property, Atlin Area and dated October 24, 2011. I visited the Julia Property on Sept. 14th, 2007.
6. 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 of which makes the Technical Report misleading.
7. I am independent of the issuer applying the tests set out in section 1.5 of National Instrument 43-101.
8. I have not had prior involvement with the property that is the subject of the Technical Report.
9. I have read National Instrument 43-101 and Form 43-101F1, and the Technical Report has been prepared in compliance with that instrument and form.
10. I consent to the filing of the Technical Report with any stock exchange and other regulatory authority and any publication by them, including electronic publication on therir web-sites accessible by the public, of the Technical Report.

Dated this 24th day of October 2011.

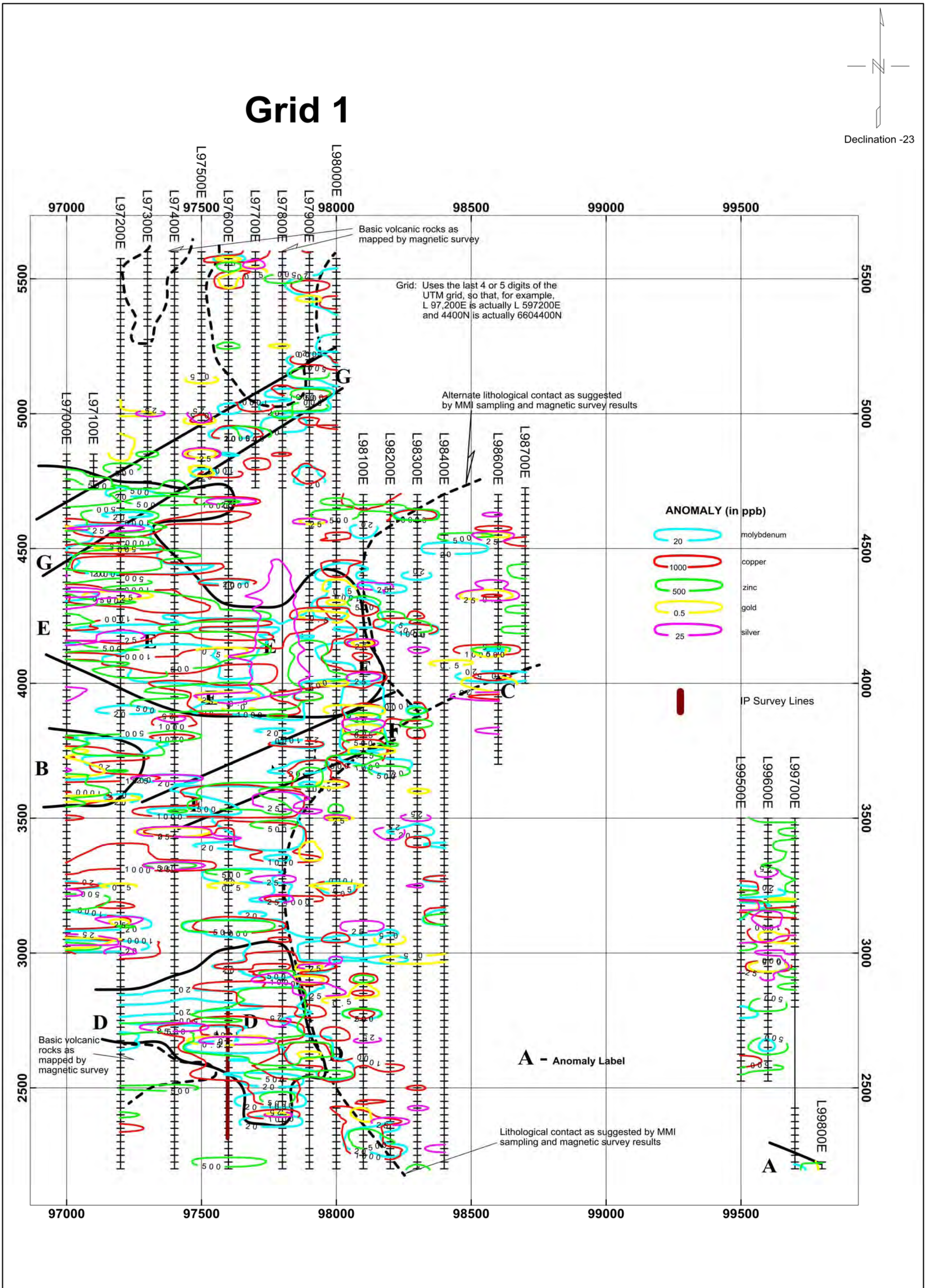
G. Payie

PROFESSIONAL
PROVINCE OF
G. J. PAYIE
BRITISH COLUMBIA
GEOSCIENTIST

Garry Payie, P.Geo.

Appendix A

Pertinent Maps and Diagrams from 2007 and 2010 Exploration Program* by Maxtech Ventures Inc



Dates Samples Picked Up:
Sept - Oct 2007

Soils Tested By:
SGS Laboratories, Toronto, Ontario

Note:
Values are in parts per billion (ppb)

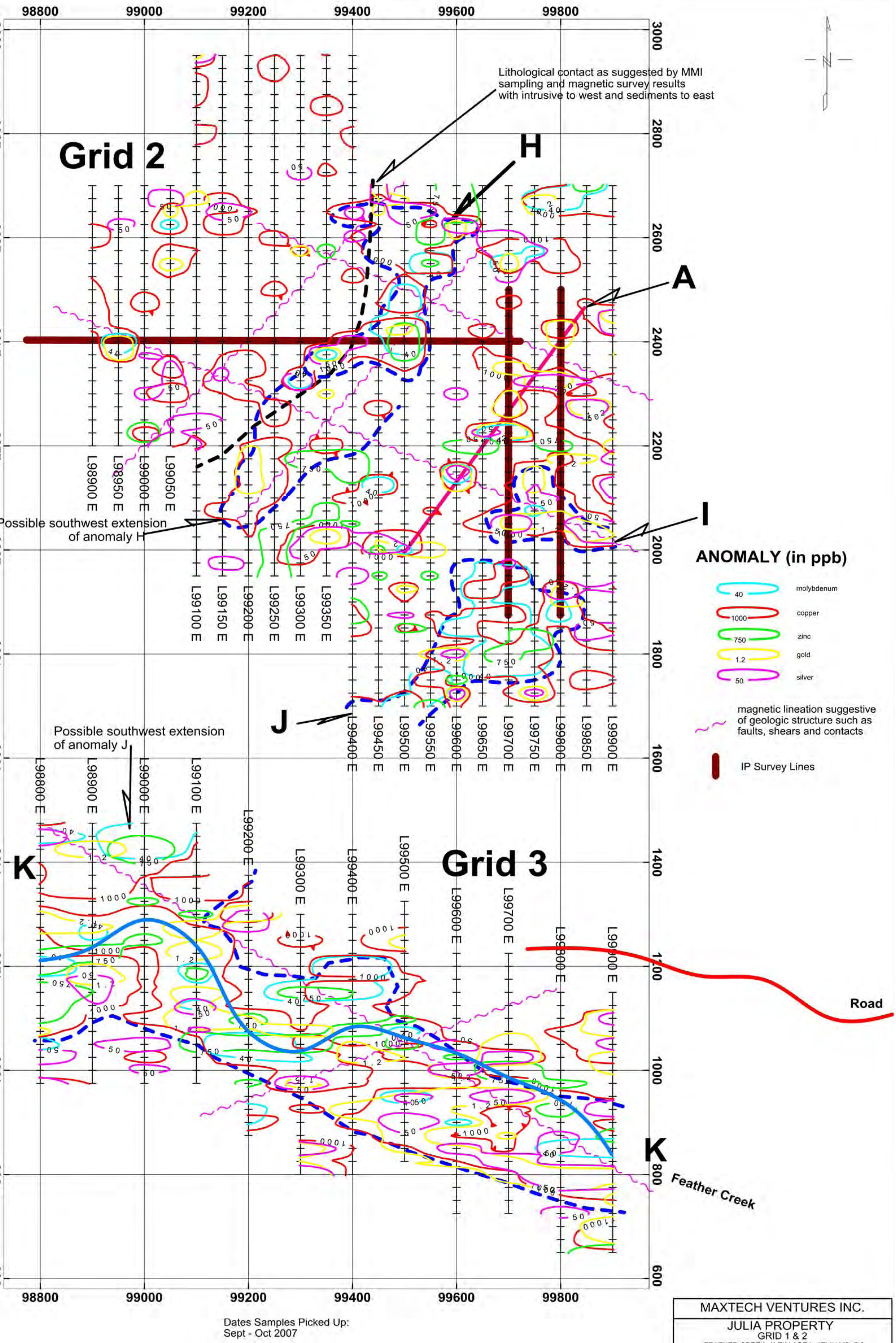
GEOTRONICS CONSULTING INC
SURREY BC.

MAXTECH VENTURES INC.
JULIA PROPERTY
GRID 1
FEATHER CREEK, ALTIN AREA, ATLIN MD, BC

MMI SOIL GEOCHEMISTRY SURVEY
CONTOUR PLAN

GRID 1 COMPILATION MAP

DRAWN BY:	JOB NO.:	NTS:	DATE:	FIG. NO.:
DGM	07-38	104N/11	Feb 11	GC-22



Dates Samples Picked Up:
Sept - Oct 2007

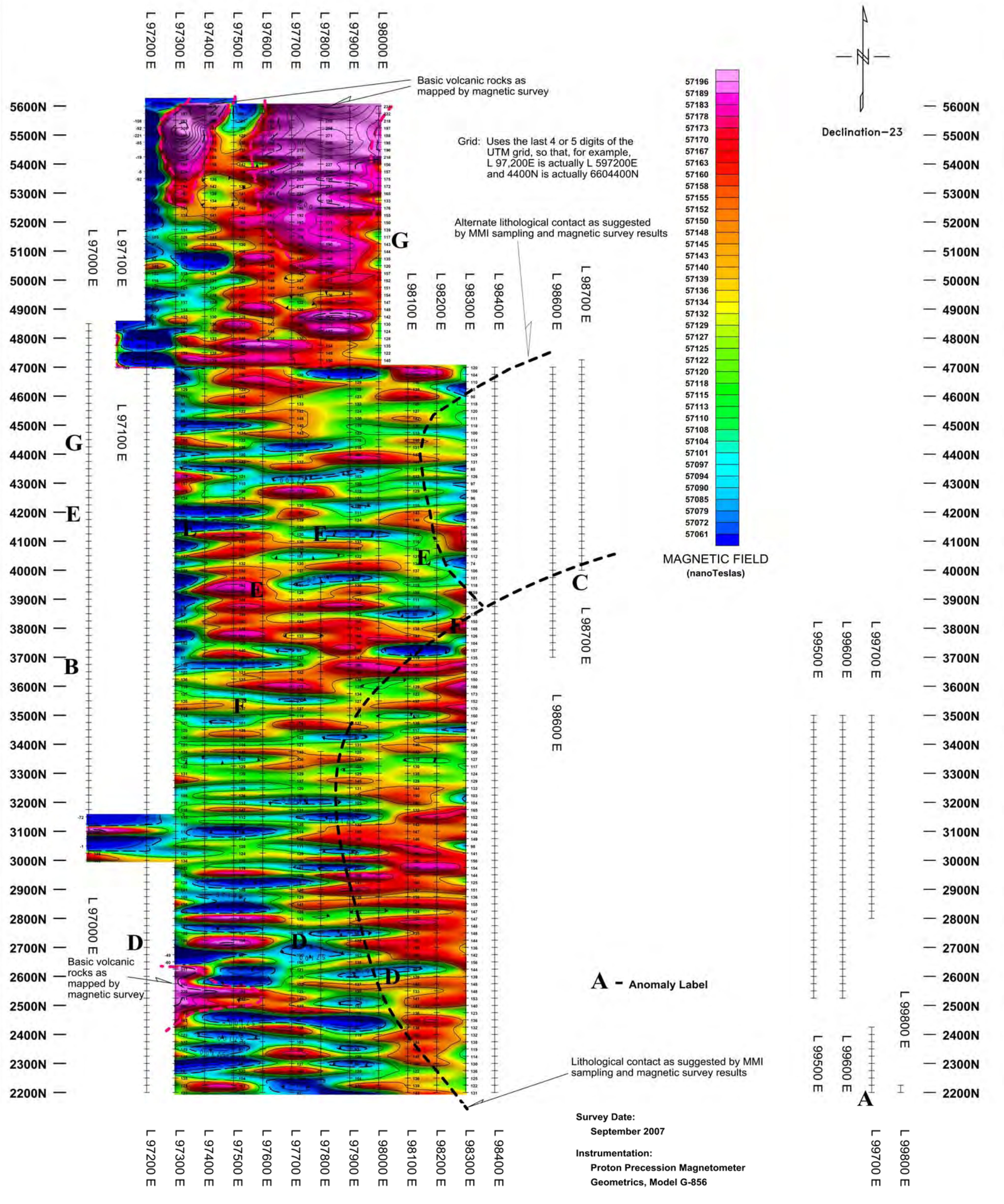
Soils Tested By:
SGS Laboratories, Toronto, Ontario

Note:
Values are in parts per billion (ppb)

100 0 100 200
metres

GEOTRONICS CONSULTING INC
SURREY BC.

MAXTECH VENTURES INC.				
JULIA PROPERTY GRID 1 & 2 FEATHER CREEK, ALTIM AREA, ATLIN MD, BC				
MMI SOIL GEOCHEMISTRY SURVEY CONTOUR PLAN *GRID 2/3 COMPILATION MAP*				
DRAWN BY:	JOB NO.:	NTS:	DATE:	FIG. NO.:
DGM	10-10	104N/11	Nov 10	GC-23



250 0 250 500 (metres)

Base: 57,000 nT (This value has been subtracted from each reading.)

Contour Interval: 50 nT

Geotronics

GEOTRONICS CONSULTING INC
SURREY BC.

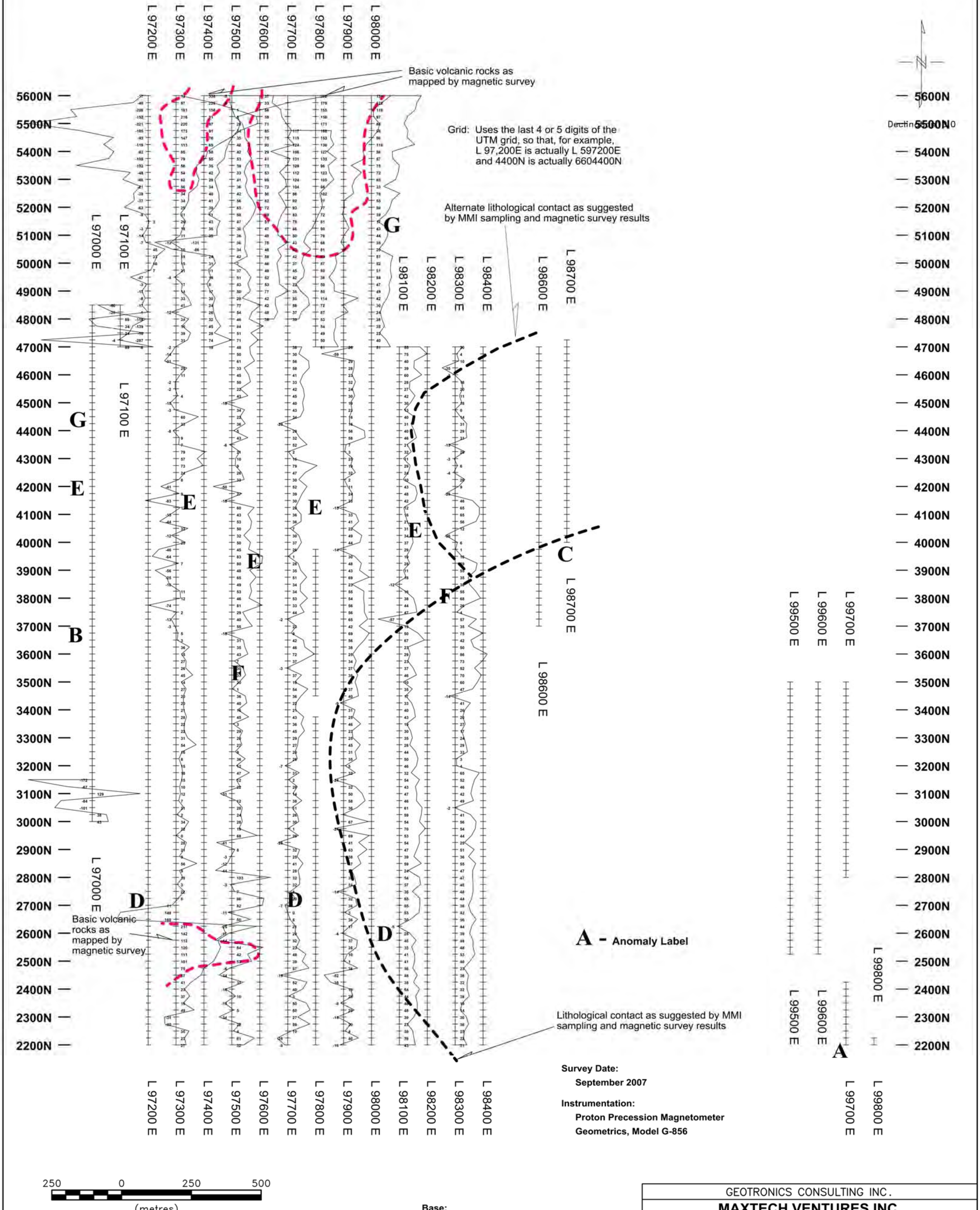
GEOTRONICS CONSULTING INC.

MAXTECH VENTURES INC.

JULIA PROPERTY
GRID 1
Feather Creek, Atlin Area, Atlin Mining Division, BC

GROUND MAGNETIC SURVEY CONTOUR PLAN

Drawn by:	Job No.	NTS	Date	Fig No.
DGM	07-38	104N/11	March 08	GP-1a



Survey Date:
September 2007

Instrumentation:
Proton Precession Magnetometer
Geometrics, Model G-856

Base:
57,100 nT (This value has been subtracted from each reading.)

Profile Scale:
1 cm = 75 nT

GEOTRONICS CONSULTING INC
SURREY BC.

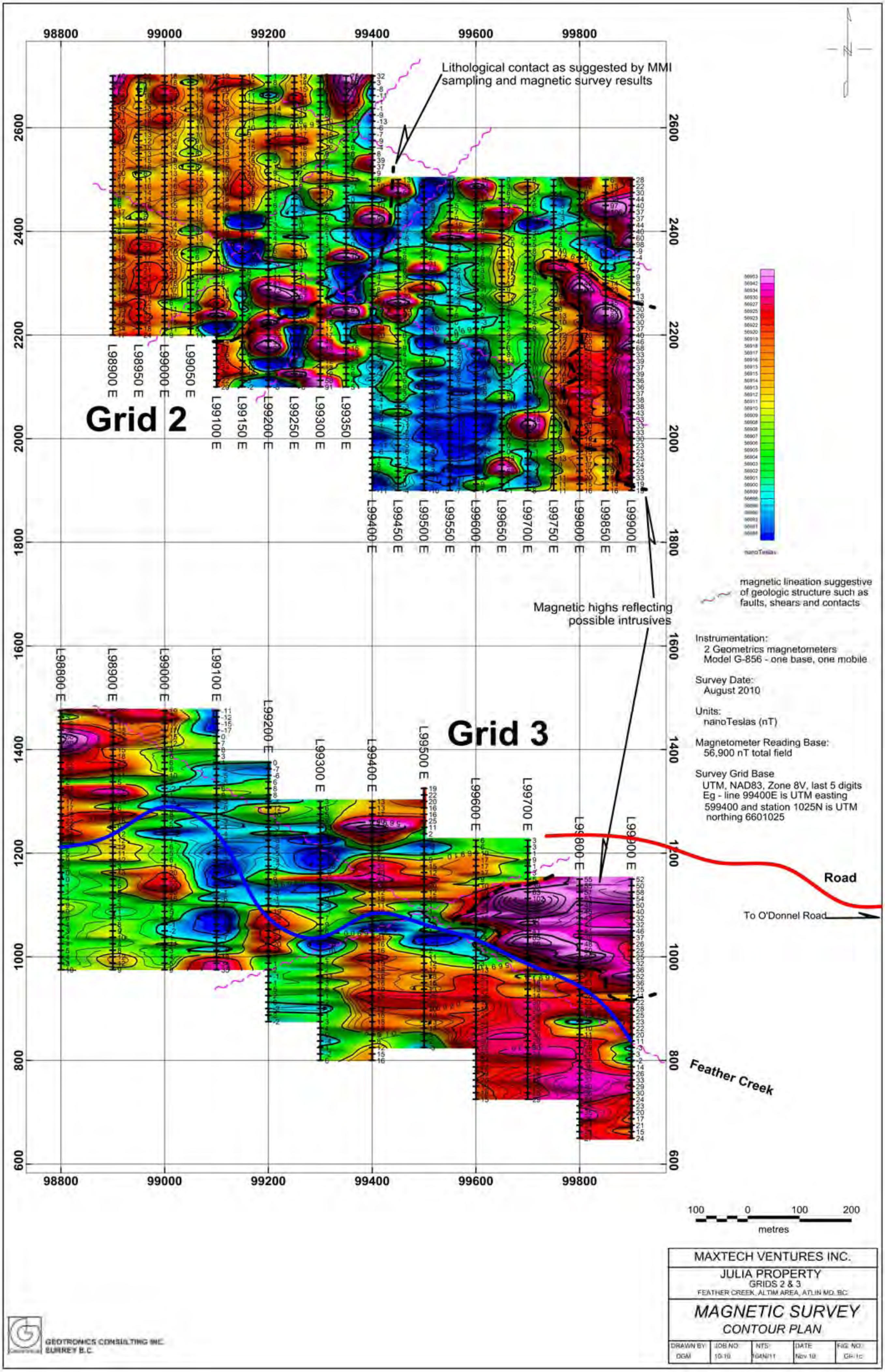
GEOTRONICS CONSULTING INC.

MAXTECH VENTURES INC.

JULIA PROPERTY
GRID 1
Feather Creek, Atlin Area, Atlin Mining Division, BC

MAGNETIC SURVEY
PROFILE PLAN

Drawn by:	Job No.	NTS	Date	Fig No.
DGM	07-38	104N/11	April 08	GP-1b



98800
99000
99200
99400
99600
99800
2600
2400
2200
2000
1800
1600
1400
1200
1000
800
600
Lithological contact as suggested by MMI sampling and magnetic survey results
Grid 2
L98900 E
L98950 E
L99000 E
L99050 E
L99100 E
L99150 E
L99200 E
L99250 E
L99300 E
L99350 E
L99400 E
L99450 E
L99500 E
L99550 E
L99600 E
L99650 E
L99700 E
L99750 E
L99800 E
L99850 E
L99900 E
nanoTeslas
magnetic lineation suggestive of geologic structure such as faults, shears and contacts
Magnetic highs reflecting possible intrusives
Instrumentation:
2 Geometrics magnetometers
Model G-856 - one base, one mobile
Survey Date:
August 2010
Units:
nanoTeslas (nT)
Magnetometer Reading Base:
56,900 nT total field
Survey Grid Base
UTM, NAD83, Zone 8V, last 5 digits
Eg - line 99400E is UTM easting
599400 and station 1025N is UTM
northing 6601025
Grid 3
L98800 E
L98900 E
L99000 E
L99100 E
L99200 E
L99300 E
L99400 E
L99500 E
L99600 E
L99700 E
L99800 E
L99900 E
Road
To O'Donnel Road
Feather Creek
100
0
100
200
metres
MAXTECH VENTURES INC.
JULIA PROPERTY
GRIDS 2 & 3
FEATHER CREEK, ATLIN AREA, ATLIN MD, BC
MAGNETIC SURVEY
CONTOUR PLAN
DRAWN BY: DGM
JOB NO: 10-10
NTS: 104N/11
DATE: Nov 10
FIG. NO: GP-1c
GEOTRONICS CONSULTING INC.
SURREY B.C.