

NI 43-101 TECHNICAL REPORT PERTAINING TO:

VERSANT REE PROPERTY

Côte-Nord Region, Quebec, Canada

Minganie Area

NTS 12M07

February 10, 2014

Prepared for Genius Properties Ltd.

32	72.64	28	58.693	92	238.028	16	32.065
Ge	Ni	U	S				
germanium	nickel	uranium	sulfur				

P R O P E R T I E S

Prepared by: Donald Théberge, Eng., M.B.A.

DATE AND SIGNATURE PAGE

I, Donald Théberge, Eng., M.B.A., do hereby certify that:

- a) I am registered under the name Solumines, and my place of business is located at 54 De La Vigie, Lévis, Province of Quebec, G6V 5W2;
- b) I am the qualified person, responsible for the preparation of all the sections of the technical report entitled “*NI 43-101 Technical Report Pertaining to: Versant REE Property, Côte-Nord Region, Quebec, Canada. Minganie Area, NTS 12M07, prepared for Genius Properties Ltd.*” and dated February 10, 2014;
- c) I graduated with a degree in geological engineering from the University du Québec à Chicoutimi in 1978. I obtained a Master of Business Administration (M.B.A.) from Laval University in 1994. I am a member in good standing of the Ordre des Ingénieurs du Québec (No. 32368). I have worked as a geological engineer since my graduation in 1978. My relevant experience for the Versant REE project was acquired during my years working as a project geologist for Serem (1978-1981), as a senior geologist for Agnico-Eagle (1982-1989) and as a technical inspector for Natural Resources Canada’s C.E.I.P. program (1989-1990), and during the course of many mandates for junior exploration companies;
- d) I did not visit the property;
- e) I am responsible for all the sections of the technical report;
- f) I am independent of the issuer in accordance with Section 1.5 of National Instrument 43-101;
- g) I have read the definition of “qualified person” set out in National Instrument 43-101 respecting standards of disclosure for mineral project, and certify that by reason of my education, affiliation with a professional association (as defined in National Instrument 43-101) and past relevant work experience, I fulfill the requirements to be a “qualified person” for the purposes of National Instrument 43-101;
- h) 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;

- i) As of February 10, 2014 to the best of my knowledge, information and belief, the Technical Report contains all the scientific and technical information that is required to be disclosed to make the Technical Report not misleading.

Dated February 10, 2014,

Donald Th  berge



Donald Th  berge, Eng., M.B.A.

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GLOSSARY OF TECHNICAL TERMS

REE : Rare earth element

Pegmatite : Is a very crystalline intrusive igneous rock composed of interlocking crystal usually larger than 2.5 cm in size. Pegmatite width may vary from a few metres to more than 100 m with a length sometimes exceeding one kilometre.

LCT pegmatite : Lithium, cerium and tantalum bearing pegmatite.

NYF pegmatite : Niobium, yttrium and fluorine bearing pegmatite.

UTM : Universal Transverse Mercator coordinates system.

NTS : National Topographic System

Ce : Cerium

Dy : Dysprosium

Er : Erbium

Eu : Europium

Ga : Gallium

Gd : Gadolinium

Hf : Hafnium

Ho : Holmium

La : Lanthanum

Lu : Luthetium

Nb : Niobium

Nd : Neodymium

Pr : Praseodymium

Rb : Rubidium

Sm : Samarium

Sr : Strontium

Ta : Tantalum

Tb : Terbium

Th : Thorium

Tm : Thulium

U : Uranium

Y : Yttrium

Yb : Ytterbium

Zr : Zirconium

ppm : Part per million

10,000 ppm = 1%

1.0) SUMMARY

The Versant REE property, 100% held by Genius Properties Ltd., is made of four map-designated cells totalling 214.54 ha. These cells are located in NTS 12M07 and expire on April 15, 2014. Exploration work in the amount of \$4,800 will be required upon renewal, along with mining duties in the amount of \$217. No accrued work is currently registered on the claims.

On October 2013, Synergy Acquisition Corp., which changed its name to Genius Properties Ltd. on January 28, 2014, entered into an agreement with two Canadian corporations to purchase 3,200 claims located in Canada, including the Versant REE property, in exchange of 10,000,000 common shares of Genius valued at \$0.06 per share. The shares were delivered and Genius now holds a 100% interest in the Versant REE property. The vendors retain a 1% NSR, of which one-half can be purchased by Genius at any time for an amount of \$500,000.

To the knowledge of the author, there are no environmental liabilities pertaining to the Versant REE property. The only permit required to carry out exploration on the property is the usual forestry management permit. With regard to the project's social acceptability, the property is situated in the Nitassinan of Nutashkuan territory, where mining rights are governed by an agreement with the Quebec Government.

The property shows a hilly topography, with a 200 m difference between the highest and lowest point. Vegetation is typical boreal forest with conifers and a few broad-leaved species. There are small lakes close to the property that can be used as source of water for drilling. The property can be accessed by helicopter from the town of Havre St-Pierre, which is serviced regularly by Pascan Aviation. In the event of a large exploration program, it would be more convenient to set up a camp on or close to the property. The climate of the area is subarctic, with long, cold winters and short, cool summers. At this latitude, there is no permafrost.

The first work in the area by the Quebec Government is fairly recent, and began in the early seventies with a large-scale survey by Sharma and Franconi. No outcrops were discovered on the property at that time. Many subsequent geological studies and surveys were done on the Wakeham Group, located south of the property, explored for its Olympic Dam-type deposit potential. Geochemical surveys were also completed, but at too large a scale to be useful to define targets at the property level.

The only exploration conducted by mining companies directly on the property was by Arianne Resources and Azimut Exploration in 2007. They completed magnetic, spectrometry and VLF airborne surveys, followed by ground verification of the anomalies obtained. This led to the discovery of a REE-bearing pegmatite on the Versant REE property. Twenty samples were taken and analyzed. They returned anomalous values for REE plus yttrium, uranium and thorium. Two samples returned value over the detection limit for cerium, gadolinium, lanthanum, neodymium, praseodymium, samarium and thorium, but re-analyses with another method to obtain the real values was either not done or not reported. Exploration by other companies was concentrated on the Wakeham Group, south of the property. Diamond drilling has never been reported and resource estimation or production has never occurred on the property.

The Versant REE property is located in the NE part of the Grenville province, in the Natashquan Domain, at the contact between the La Galissonnière Felsic Suite and the Buit Complex. On the property, the La Galissonnière Felsic Suite is made up of biotite-bearing deformed granite and the Buit complex is made up of foliated biotite and muscovite-bearing heterogeneous granite with quartzite and paragneiss enclaves. The REE mineralized zone is located in a pegmatite in a syenogranite, in the NE quarter of the property. Mineralization is associated with magnetite and tabular minerals, showing yellow oxidation. The best results obtained are as follows:

UTM E		531 894	531 894	531 894
UTM N		5 702 869	5 702 869	5 702 869
Element	D.L.	263815	263819	263821
Ce	0.5	3,550	>10,000	>10,000
Gd	0.1	464	>1,000	989
La	0.5	1,580	>10,000	>10,000
Nd	0.1	1,500	>10,000	8,790
Pr	0.03	416	>1,000	>1,000
Sm	0.03	422	>1,000	>1,000
Th	0.05	>1,000	>1,000	>1,000
All units are ppm		D.L.: Detection limit		

From a geophysical standpoint, the Versant pegmatite is associated with a moderate magnetic high, on the NE flank of a uranium anomaly. Genius has not undertaken any exploration work since acquiring the property.

The potential for the discovery of a significant REE pegmatite type deposit remains high; however, almost all the anomalous results come from the same UTM coordinates, and we do not know whether they are representative of the whole pegmatite. This uncertainty should be eliminated before a substantial exploration program is undertaken.

To determine the property potential, a two-phase exploration program is suggested:

In Phase I, a property visit should be completed to systematically sample the outcropping part of the pegmatite and, as we know that this kind of pegmatite is usually part of a family of pegmatites, conduct a reconnaissance geological survey by helicopter on the remaining parts of the property and the surrounding areas to check for the presence of other REE-bearing pegmatites. If the results of this visit are positive, a ground exploration program should be undertaken, including geophysical and geological surveys.

If the results of Phase I are positive, Phase II should be undertaken, which would include stripping and trenching or drilling, depending on the overburden depth. The cost of the two phases is estimated at a total of \$250,000.

Phase I: Geophysical and geological surveys					
Work	Quantity	Unit	Unit cost	Total	
Program preparation	3	days	\$800	\$2,400	
Property visit (geologist, helper, room and board, travel) and helicopter reconnaissance				\$15,000	
Analysis	50	samples	\$50	\$2,500	
Line cutting or marking	20	km	\$700	\$14,000	
Magnetometer survey	20	km	\$150	\$3,000	
Radiometric survey	20	km	\$200	\$4,000	
Geological survey				\$20,000	
Room and board and travel, helicopter travel, camp				\$40,000	
Assaying				\$5,000	
Updating of report at the end of Phase I, and filing for statutory purposes				\$8,000	
Contingency 12%				\$13,668	
				Total Phase I	\$127,568
Phase II: Trenching and anomaly verification					
Program preparation	4	days	\$800	\$3,200	
Stripping and trenching, geology and assaying				\$100,000	
Updating of report at the end of Phase 2, and filing for statutory purposes				\$10,000	
Contingency 12%				\$13,200	
				Total Phase II	\$123,200
				Total Phase I and II	\$250,768

2.0) INTRODUCTION

2.1) RECIPIENT

This technical report on the Versant REE property has been prepared at the request of Genius Properties Ltd. ("Genius").

2.2) OBJECTIVES

This report describes the scientific and technical information concerning the exploration activities, both historical and recent, carried out on the Versant REE property.

2.3) SOURCE OF DATA AND INFORMATION

This report is based on the documentation provided by Genius and the statutory work filed with the Quebec Ministry of Natural Resources (MRNQ). A complete, detailed list of the documentation used is given in Item 27, "References".

2.4) SCOPE OF THE PERSONAL INSPECTION BY THE QUALIFIED PERSON

The author did not visit the property.

2.5) UNITS USED IN THIS REPORT

Unless otherwise indicated, the units used in this report are in the metric system, amounts are in Canadian dollars, and coordinates are in the UTM system, NAD83, Zone 20.

3.0) RELIANCE ON OTHER EXPERTS

The author did not rely on any other experts for the preparation of this report. Donald Théberge, Eng., M.B.A., is the qualified person responsible for all the sections of this technical report.

4.0) PROPERTY DESCRIPTION AND LOCATION

4.1) AREA

The property is made up of four map-designated cells in one claim block totalling 214.54 ha.

4.2) LOCATION

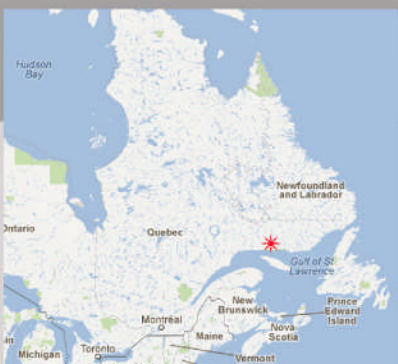
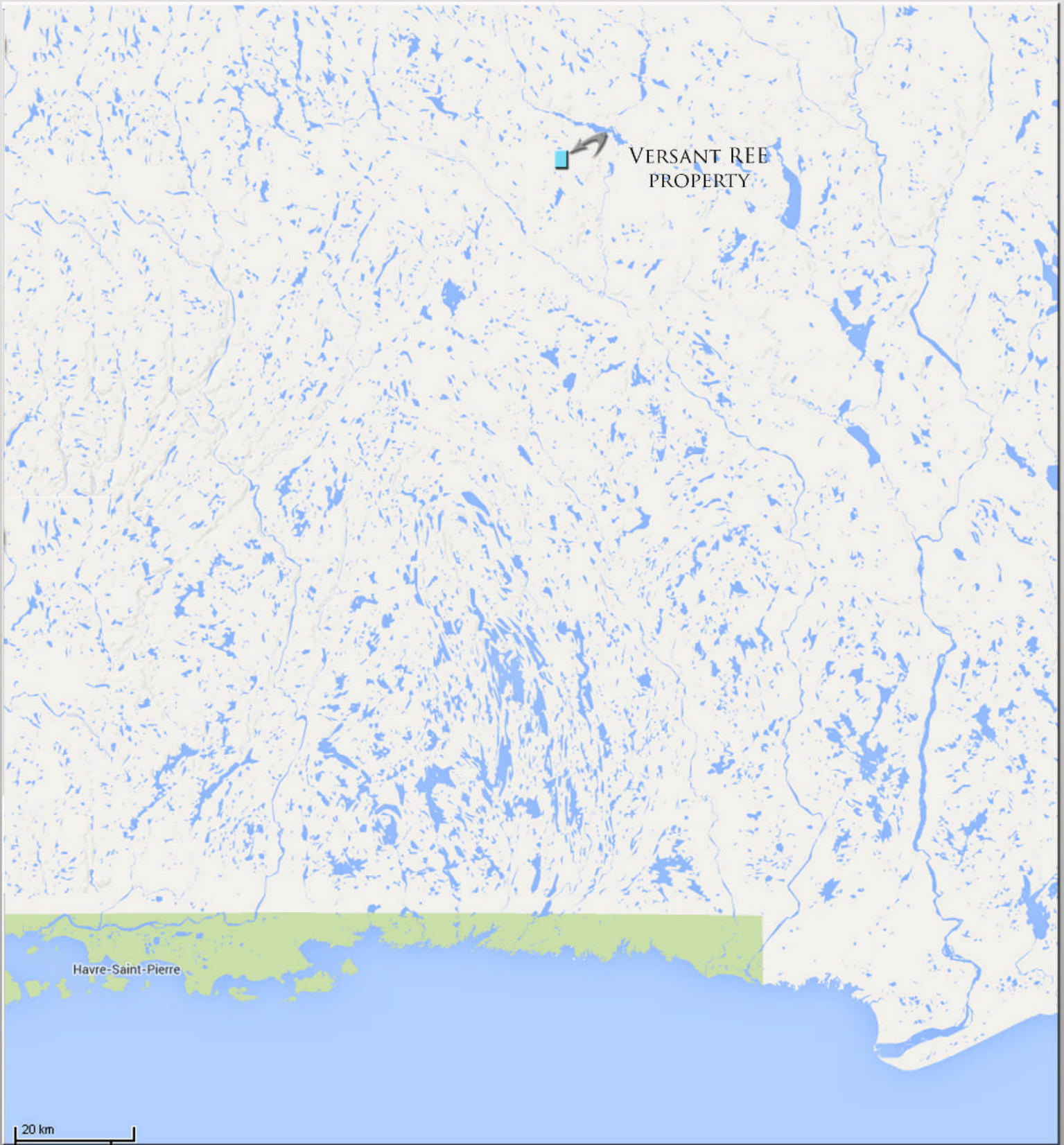
The property is located in NTS 12M07. It is centered on UTM 531,831E / 5,702,748N. The closest town with an airstrip is Havre St-Pierre, located approximately 160 km SWW of the property. Havre St-Pierre is a small town with a population of 3,000 people. Quebec City is located about 850 km SW of the property. The property location is shown in Figure 1, "Location Map".

4.3) TYPE OF MINERAL TENURE

The Versant REE property is made of four map-designated cells totalling 214.54 ha in one block. The expiry date of the claims is April 15, 2014. Exploration work in the amount of \$4,800 will be required on renewal, along with mining duties in the amount of \$217. No accrued work is currently registered on the claims. The property boundaries have not been surveyed, and there is no need for surveying, as they are already defined by the NTS coordinate system. The claims are still registered to the name of Synergy Acquisition Corp., but this will be updated soon for Genius Properties Ltd. The claims are described in Table 1, "Claims Description", and illustrated in Figure 2 "Claims Map".

TABLE 1: CLAIMS DESCRIPTION

NTS	Title #	Expiry date	Area (Ha)	Accrued work	Required work	Mining duties	Claim holder
12M07	2296753	April 15, 2014	53.64	\$ 0	\$ 1,200	\$ 54.25	Synergy Acquisition Corp.
12M07	2296754	April 15, 2014	53.64	\$ 0	\$ 1,200	\$ 54.25	Synergy Acquisition Corp.
12M07	2296755	April 15, 2014	53.63	\$ 0	\$ 1,200	\$ 54.25	Synergy Acquisition Corp.
12M07	2296756	April 15, 2014	53.63	\$ 0	\$ 1,200	\$ 54.25	Synergy Acquisition Corp.
Total	4 claims		214.54		\$ 4,800	\$ 217.00	




 VERSANT REE
 PROPERTY

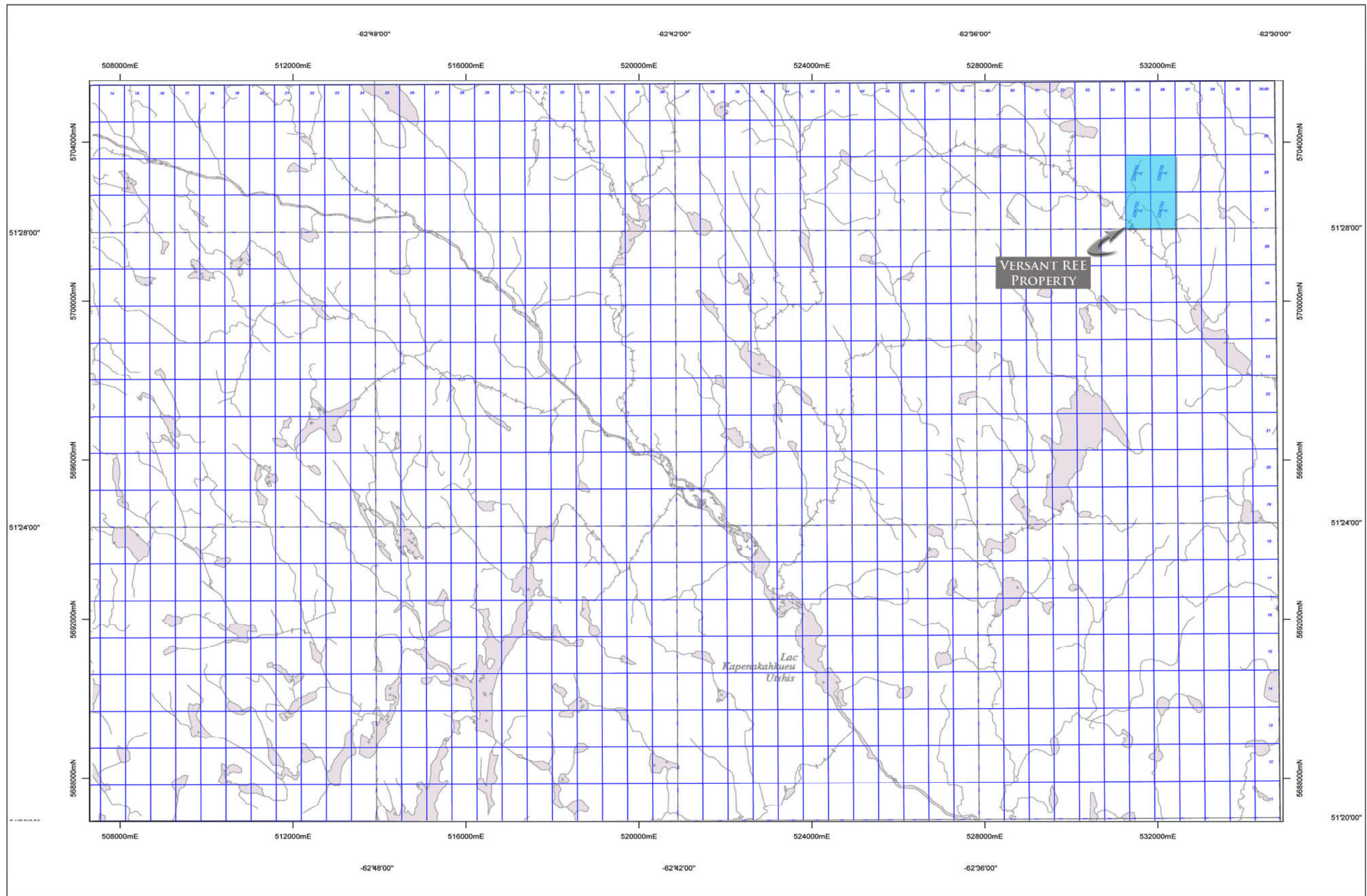


FIGURE:1

PREPARED BY: *SOLUMINES*
 DATE: 01/30/2014
 MAP: 12M07



LOCATION MAP
 Versant REE Property



Ressources
naturelles
Québec

2013-11-08

SCALE
0 1000 2000 3000
METERS

 Versant REE Property

FIGURE:2
PREPARED BY: SOLUMINES
DATE: 01/30/2014
MAP: 12M07

32	72.64	28	58.850	92	238.028	16	32.055
Ge Ni U S							
PROPERTIES							

CLAIMS MAP
Versant REE Property

4.4) NATURE AND EXTENT OF THE ISSUER'S TITLES

On October 2013, Synergy Acquisition Corp. (*now Genius Properties Ltd.*) entered into an agreement with two Canadian corporations to purchase 3,200 claims located in Canada, including the Versant REE property. As consideration for this acquisition, Synergy agreed to:

- Deliver 10,000,000 shares at \$0.06 to the vendors on the closing date. The shares were duly delivered and Genius now holds a 100% interest in the Versant REE property.

4.5) ROYALTIES

The vendors retain a 1% NSR¹ on each claim, with Genius having the right to purchase half the NSR (0.5%) at any time by paying \$500,000 to the vendors.

4.6) ENVIRONMENTAL LIABILITIES

To the knowledge of the author, there are no environmental liabilities pertaining to the Versant REE property.

4.7) REQUIRED PERMITS

The only permit required to carry out exploration work on the property is the usual permit for forestry management. The company must also respect all the environmental laws applicable to the type of work done.

¹ NSR: Net Smelter Return

5.0) PHYSIOGRAPHY, ACCESSIBILITY, INFRASTRUCTURE AND CLIMATE

5.1) TOPOGRAPHY, ELEVATION, VEGETATION AND DRAINAGE

The property shows a hilly topography, with a 200 m difference in altitude from the highest area of 625 m above sea level, located in the north part of the property, and the lowest zone at 425 m above sea level, located in the south part of the property. Vegetation of the area is typical of boreal forests, with conifers as black spruce, white spruce, balsam fir and larch, and a few broad-leaved species, like white birch and poplar. There are small lakes close to the property that can be used as a source of water for drilling. Overburden depth varies from 0 to a few metres.

5.2) ACCESSIBILITY

The property can be accessed by helicopter from the town of Havre St-Pierre, located 160 km to the SSW. Havre St-Pierre is serviced regularly by Pascan Aviation, from Quebec City via Mont-Joli and Sept-Îles. Another small airport, the Lac Eon airport, is located 65 km NW of the property and can be used by chartered flights.

5.3) INFRASTRUCTURE

There is no mining infrastructure on the property. Havre St-Pierre, with a population of 3,000, can be used as an operating base. Services and equipment required for exploration, including drill rigs, must be brought on site by air. A camp should be established to house personnel if a substantial exploration program is planned.

5.4) CLIMATE

The property is located in the subarctic climate zone. This climate zone is characterized by long, cold winters and short, cool summers. Daily average temperatures range from -21°C in January to +19°C in July. Break-up usually occurs in Mai and freeze-up in October. At this latitude, there is no permafrost.

6.0) HISTORY

6.1) GEOLOGICAL WORK BY THE QUEBEC GOVERNMENT

The first work by the Quebec Government reported in the property area dates back to the beginning of the seventies, when Sharma and Franconi mapped the Magpie, St-Jean and Romaine River area. Unfortunately, no outcrops were reported on the Versant REE property. In 1983, Avramtchev completed an inventory of the mineral deposits covering the Côte-Nord region of Quebec. At this time, NTS sheet 12M07 was devoid of mineral deposit.

In the following years, at least three geological studies (MB 87-18, PRO 92-06 and MB 91-21) were completed on the Wakeham Group of rocks, located approximately 8 km south of the Versant REE property and believed to be fertile for Olympic Dam-type deposits.² In 1989, a lake-bottom sediment survey was performed. The data was supplemented and re-interpreted in 2009. These surveys were useful for redefining regional exploration targets, but were too large-scale to permit interpretation at the property scale. Finally, in 2003, Brisebois, Clark et al., carried out one of the most complete geological syntheses of the area.

6.2) BY MINING AND/OR EXPLORATION COMPANIES

Exploration work by mining and/or exploration companies is recent and dates back to 2001. At first, from 2001 to 2003, exploration was oriented towards the search for uranium in the Wakeham Supergroup, just south of the Versant REE property. Companies active in uranium exploration at the time were Cogema, Uranor, Noranda and Soquem. Trepanier (2006) and Hurtubise (2009) produced new interpretations of regional geochemical surveys, and although useful for defining regional exploration targets, these surveys were almost useless at the property level.

On the property itself, the only exploration reported was by Azimut Exploration Inc. and Arianne Resources Inc. in 2007. These two companies had formed a joint venture for exploration in this region, and they completed helicopter-borne magnetic, gamma-ray spectrometry and VLF geophysical surveys over several claim blocks, including claim block NW-1, which at the time covered the current Versant REE property. The airborne survey was followed by ground verification of the anomalies discovered, during which the Versant REE showing was discovered.

² Olympic Dam : Large tonnage, copper-uranium, gold and silver deposit.

Twenty (20) samples were taken on what is now the Versant showing. Anomalous values for Ce, Dy, Er, Eu, Ga, Gd, Hf, Ho, La, Lu, Nb, Nd, Pr, Rb, Sm, Sr, Ta, Tb, Th, Tm, U, Y, Yb and Zr were obtained. All the results are given in Table 3 on the next page, along with their UTM coordinates; anomalous results are shown in grey. Figure 3 shows the sample location relative to the property. It is also important to note that the property has never been drilled.

6.3) HISTORICAL RESOURCES AND PRODUCTION

No resource estimate has ever been done for the property, and no production has ever taken place.

Table 2 below summarizes the historical exploration work.

TABLE 2: SUMMARY OF HISTORICAL WORK

Year	GM #	Company	Exploration	Remarks
2001	59952	Cogema	Compilation and ground geological reconnaissance	Exploration concentrated in the Wakeham Group, just south of the Versant property. Exploration for Olympic Dam-type deposits
2003	63417	Uranor, Soquem, Noranda	Satellite imagery study, airborne magnetic and spectrometry survey and ground surveys	Exploration limited to the Wakeham Group south of the Versant REE property. Exploration for Olympic Dam-type deposits
2003	63416	Uranor	Airborne survey described in GM 63417	Exploration limited to the Wakeham Group south of the Versant REE property. Exploration for Olympic Dam-type deposits
2006	65081	Consorem	Reprocessing of regional geochemical data	
2007	63328	Azimut Exploration	Helicopter-borne survey, Mag, spectrometry and VLF	Survey over several blocks, including block NW-1, which covers the Versant REE property
2007	63327	Arianne Resources Azimut Exploration	Ground verification of airborne anomalies	Discovery of an REE-bearing pegmatite
2009	64420	Corporation de Développement de la Côte-Nord	Large-scale re-interpretation of regional geochemical surveys	

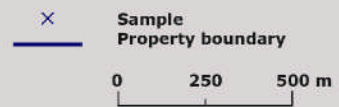
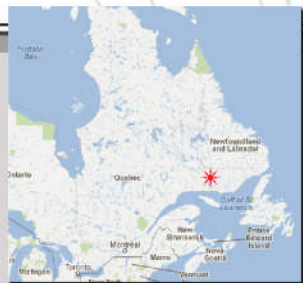
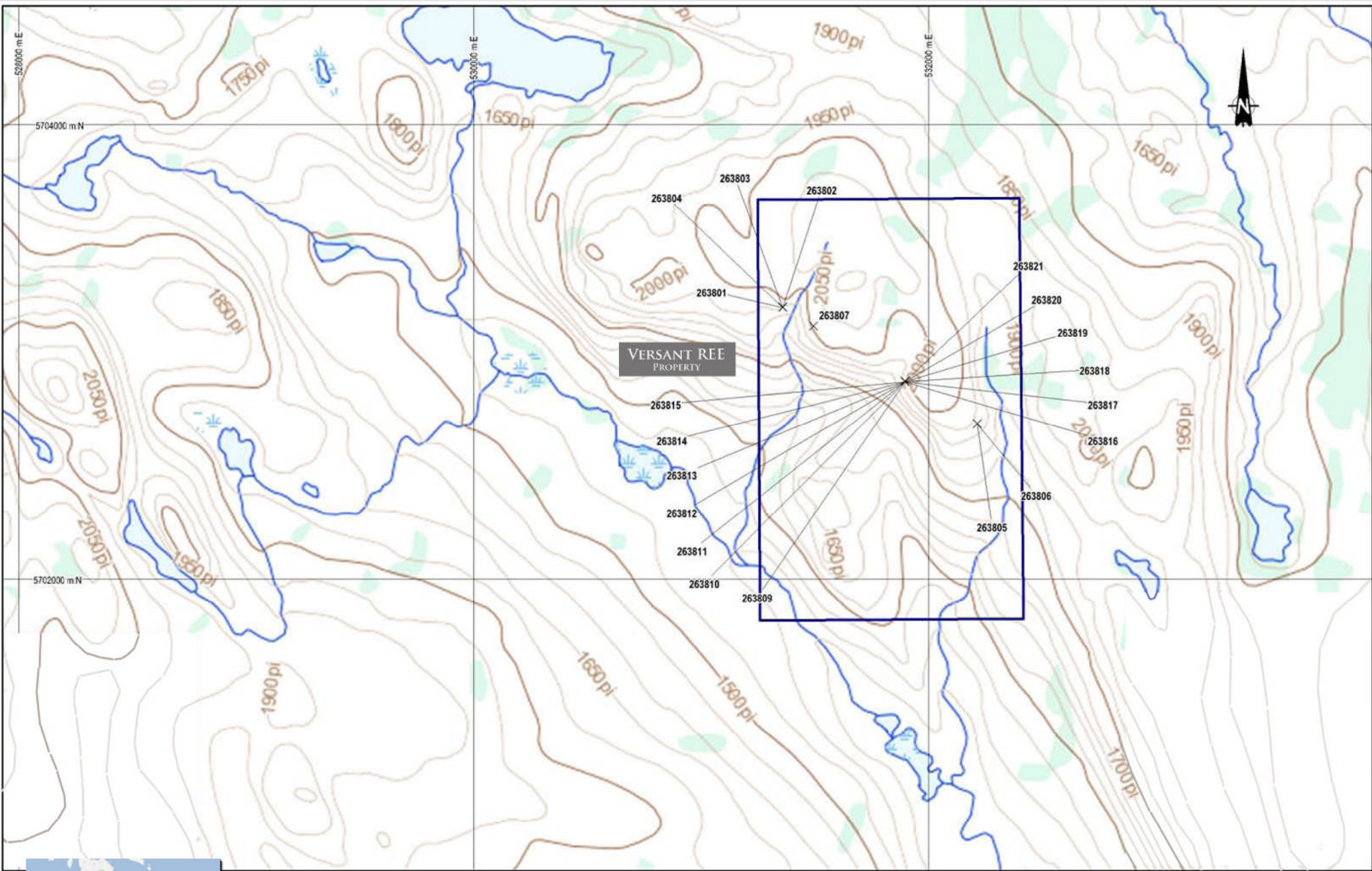


FIGURE:3
 PREPARED BY: *SOLUMINES*
 DATE: 12/20/2013



**LOCATION OF SAMPLES TAKEN
 BY AZIMUT AND ARIANNE**
 Versant REE Property

Table 3: Analytical Results

UTM E		531 358	531 358	531 358	531 358	532 212	532 212	531 493	531 894	531 894	531 894	531 894	531 894	531 894	531 894	531 894	531 894	531 894	531 894	531 894	531 894
UTM N		5 703 195	5 703 195	5 703 195	5 703 195	5 702 682	5 702 682	5 703 113	5 702 869	5 702 869	5 702 869	5 702 869	5 702 869	5 702 869	5 702 869	5 702 869	5 702 869	5 702 869	5 702 869	5 702 869	5 702 869
Element	D.L	263801	263802	263803	263804	263805	263806	263807	263809	263810	263811	263812	263813	263814	263815	263816	263817	263818	263819	263820	263821
Au	0,005		<0,005	0,005		<0,005	<0,005							<0,005	<0,005	0,005	<0,005	<0,005	<0,005	<0,005	0,005
Ag	1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	11	1	<1	<1	1	<1	1
Ba	0,5	722	657	39,8	543	308	26,5	795	717	392	14,1	16,8	222	72,6	132,5	43,1	431	34,5	219	30,5	151
Ce	0,5	91,6	155,5	2,1	123	36,3	9,6	6,7	207	134	4,7	7,3	203	2440	3550	537	294	1465	>10000	58,9	>10000
Co	0,5	2	2,1	<0,5	2,3	0,8	<0,5	<0,5	1,7	1,2	<0,5	<0,5	1,3	6,2	1	0,7	1,4	8,2	6,6	2,3	6,1
Cr	10	10	10	10	10	10	20	10	<10	10	10	10	10	<10	10	10	10	<10	10	10	<10
Cs	0,01	0,53	0,56	0,19	0,75	1,53	0,18	0,93	14,75	9,21	1,76	2,23	10,45	2,92	1,2	2,56	8,22	1,65	2,08	1,41	2,5
Cu	5	<5	5	<5	<5	<5	<5	<5	<5	7	<5	<5	<5	6	<5	<5	19	<5	<5	<5	23
Dy	0,05	1,62	4,47	0,11	7,83	14,6	0,46	0,22	6,1	3,94	0,36	8,86	5,02	42,5	717	251	4,21	57,1	480	12,1	487
Er	0,03	0,74	2	0,06	4,08	12,25	0,23	0,15	5,25	3,41	0,34	5,48	3,11	22,2	559	133,5	2,86	31,8	207	8,29	240
Eu	0,03	0,93	1,09	0,09	1,15	0,9	0,08	0,61	0,81	0,59	0,26	0,4	0,61	4,3	16,8	6,72	0,79	1,99	20,7	0,57	18,7
Ga	0,1	21,6	22,8	1,4	24	20,9	1,2	17,9	31,3	21,9	51,2	15,6	25,2	74,1	33,6	31	20,6	76,3	127	37,4	116,5
Gd	0,1	3,6	8,25	0,13	9,37	6,75	0,59	0,28	7,35	5,06	0,29	4,96	7,76	98,8	464	171	8,02	72,6	>1000	8,09	989
Hf	0,2	5,6	7,6	0,2	9	10,2	0,5	0,2	15,1	9,1	0,6	4	8	22,4	181	17,7	20,1	51,8	92,2	28,6	224
Ho	0,01	0,27	0,71	0,02	1,4	3,31	0,08	0,04	1,31	0,91	0,08	1,74	0,95	6,88	157	45,1	0,82	10,15	70,9	2,46	78,8
La	0,5	50,7	78	1,1	60,8	19,2	4,3	4,9	119	80,3	2,9	2,5	115	1275	1580	257	178	690	>10000	28,2	>10000
Lu	0,01	0,09	0,18	0,01	0,51	2,19	0,04	0,03	1,16	0,68	0,1	0,65	0,47	3,39	83,6	11,85	0,53	3,82	20	1,3	26,7
Mo	2	2	5	<2	<2	<2	<2	<2	2	<2	<2	4	3	2	2	<2	6	11	2	8	
Nb	0,2	12,2	15,6	0,7	30,9	274	4,7	2,6	70,5	82,3	7,3	45	65,4	163	6870	584	41,7	246	459	92	664
Nd	0,1	29,8	55,2	0,6	47,4	14,6	3,5	1,5	56	37,4	1,4	5,8	56,7	797	1500	331	72,4	484	>10000	23	8790
Ni	5	<5	<5	<5	<5	<5	<5	<5	<5	<5	<5	<5	<5	<5	<5	<5	<5	<5	<5	<5	<5
Pb	5	31	30	<5	31	28	<5	32	55	42	37	10	32	40	104	46	36	44	116	27	136
Pr	0,03	9,57	17	0,22	14	4,14	1,08	0,56	19,7	12,85	0,48	1,1	19,45	262	416	75,2	26,1	157,5	>1000	6,32	>1000
Rb	0,2	245	264	18,8	272	205	12,9	361	752	480	33,5	37,7	357	82,8	25,3	64,6	412	34,8	33,2	32,5	47,1
Sm	0,03	4,15	9,68	0,14	9,65	4,76	0,72	0,25	8,24	5,31	0,29	3,64	8,32	124	422	147,5	8,33	86,9	>1000	7,12	>1000
Sn	1	1	2	<1	2	2	<1	1	7	7	<1	3	7	44	13	67	2	63	70	16	84
Sr	0,1	168	151	8,6	112	98,1	4,3	137,5	122	77,8	36,7	27	60,6	77,3	143	66,2	80,4	74,9	434	45,8	706
Ta	0,1	0,6	0,8	0,1	1,2	12,1	0,3	0,3	5,7	4,5	1,1	5,6	3,4	8,8	133	85,9	2,8	20,4	13,1	5,1	43,3
Tb	0,01	0,4	0,99	0,02	1,46	1,81	0,09	0,03	1	0,67	0,06	1,25	1	10,4	101,5	39,1	0,85	10,75	128	1,77	115
Th	0,05	46,7	76,9	1,25	66	98,6	4,34	2,77	73,5	38,2	1,9	33,5	54,6	521	>1000	413	64,1	830	>1000	735	>1000
Tl	0,5	0,8	0,7	<0,5	0,8	0,7	<0,5	1,1	2,2	1,4	<0,5	<0,5	1,1	<0,5	<0,5	<0,5	1,4	<0,5	<0,5	<0,5	<0,5
Tm	0,01	0,09	0,23	0,01	0,57	2,02	0,04	0,02	0,92	0,58	0,07	0,8	0,47	3,03	87,9	18,5	0,43	4,42	23,1	1,29	30,1
U	0,05	17,25	29,1	0,67	8,07	90,8	1,27	1,04	41	13,3	3,75	32,4	24,1	177	3670	734	15	666	2030	325	3160
V	5	11	11	<5	10	5	<5	<5	8	5	<5	<5	<5	220	<5	5	<5	52	42	12	41
W	1	1	1	1	1	2	1	1	2	2	1	2	2	4	57	4	1	3	8	3	13
Y	0,5	7,2	18,2	0,7	40	71	2,3	1,2	40	35,5	2,8	41,2	27,1	181,5	3620	1160	24,7	266	1810	63,3	2110
Yb	0,03	0,65	1,31	0,08	3,31	14,15	0,22	0,17	6,65	3,97	0,59	4,89	3,03	20,2	552	101,5	2,94	27	137	8,21	179,5
Zn	5	38	63	<5	64	18	7	10	52	31	9	11	42	291	41	43	36	524	271	115	251
Zr	2	156	211	5	251	186	15	5	392	260	10	85	227	360	3390	334	613	1170	2030	636	4960
All units are ppm		Most anomalous samples are indicated in light grey																			
D.L.: Detection limit																					
UTM: zone 20U																					

7.0) GEOLOGICAL SETTING AND MINERALIZATION

7.1) GENERAL GEOLOGICAL SETTING

The Versant REE property is located in the Grenville province, about two-thirds (600,000 km²) of which lies in Quebec. It is 300 to 600 km wide and approximately 2,000 km long. It is bounded to the north and northwest by the Grenville front, and to the south by the St-Lawrence Lowlands. Rocks observed in this province show high metamorphism with high-temperature intrusives (anorthosites, mangerites). The Grenville province forms a mobile polycyclic zone, Upper Precambrian in age. It is mainly recognized for its iron, titanium and industrial mineral ore deposits. Figure 4 shows the position of the property relative to the Grenville and other geological provinces of Quebec. Figure 5 shows the main deposits located in the Grenville province.

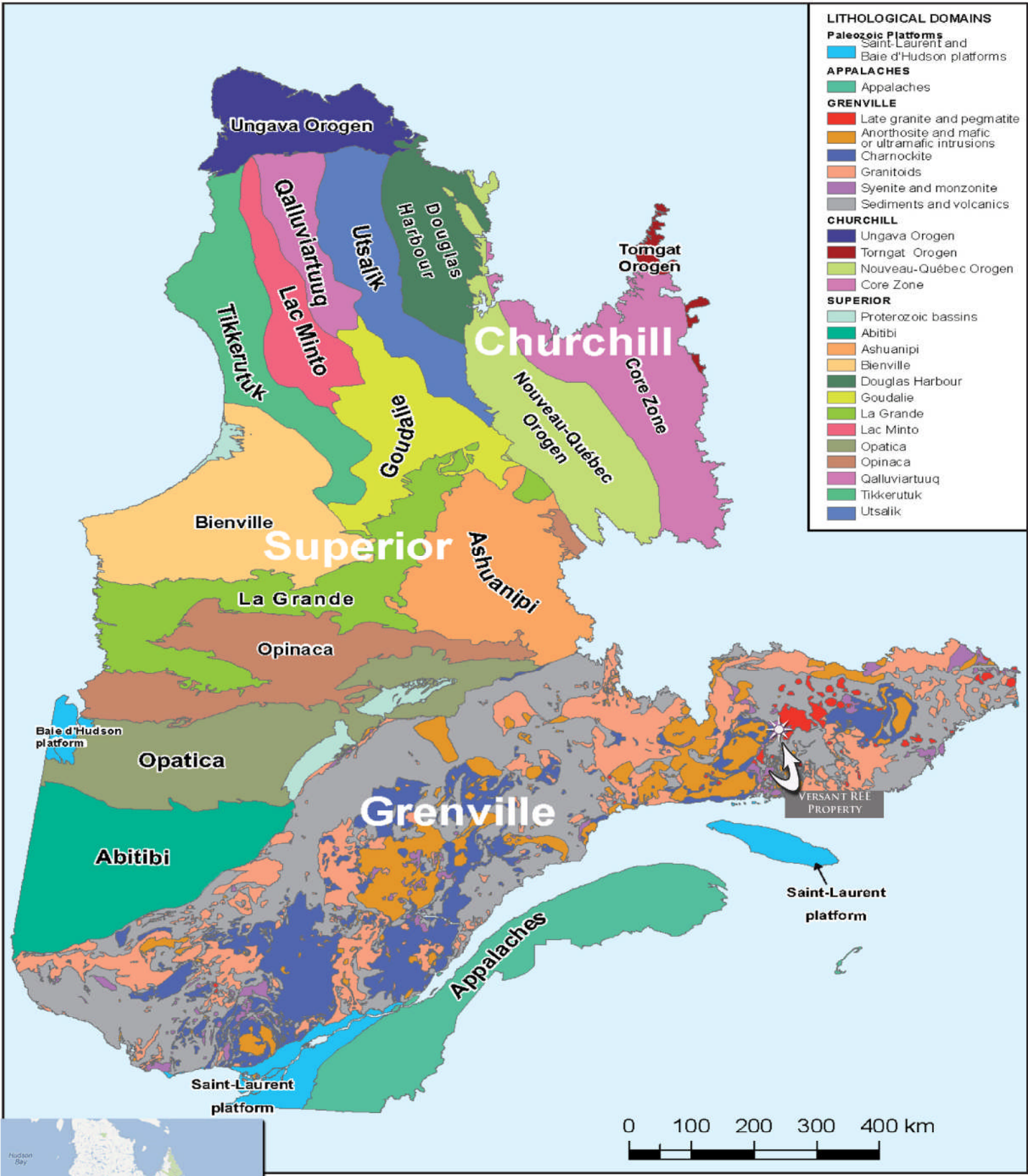
7.2) REGIONAL GEOLOGY

Gobeil, Brisebois et al. provided a good description of the regional geology in DV 200-03. Following is a translation adapted from their text:

“Proterozoic rocks of the middle Côte-Nord are divided into three tectonostratigraphic domains which are, from west to east, the Lac-à-l’Aigle, Saint-Jean and Natashquan domains. The Lac-à-l’Aigle domain is mainly made up of gneissic rocks of varied origin and composition, metasedimentary rocks, granitoid and gabbroic intrusives (Canatiche Complex and the Baune gabbro), gabbro-norite (the Poisset Complex) and anorthosites, including the Fournier Anorthositic Suite.

The Saint-Jean domain is made up of gneissic rocks, sedimentary and igneous rocks of various composition (Manitou, Magpie and Matamec Complexes) and many anorthositic massifs (the Havre Saint-Pierre Anorthositic Suite, the Tortue anorthosite and the Tom anorthosite).

The Natashquan Domain includes many lithostratigraphic units. The central part of the Natashquan Domain is occupied by the Wakeham Group, a thick sequence of silicoclastic supracrustal rocks showing low to moderate metamorphism. The Wakeham Group is surrounded by metamorphic complexes essentially made up of orthogneiss and enclaves often many kilometres in size, of supracrustal rocks like those of the Wakeham Group. The Natashquan Domain includes two felsic plutonic suites pre-Grenvillian in age: the Katah felsic suite (1510-1495 Ma) and the Olomane felsic



LITHOLOGICAL DOMAINS

Paleozoic Platforms
 Baie d'Hudson platforms

APPALACHES
 Appalaches

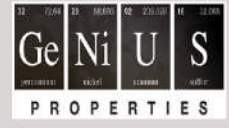
GRENVILLE
 Late granite and pegmatite
 Anorthosite and mafic or ultramafic intrusions
 Charnockite
 Granitoids
 Syenite and monzonite
 Sediments and volcanics

CHURCHILL
 Ungava Orogen
 Torngat Orogen
 Nouveau-Québec Orogen
 Core Zone

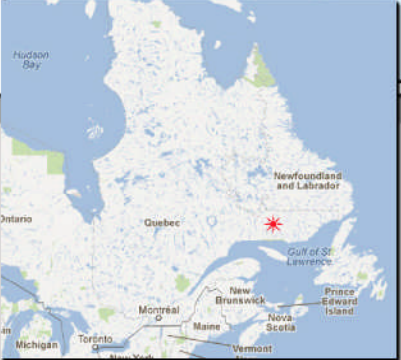
SUPERIOR
 Proterozoic basins
 Abitibi
 Ashuanipi
 Bienville
 Douglas Harbour
 Goudalie
 La Grande
 Lac Minto
 Opatica
 Opinaca
 Qalluvirtuq
 Tikkerutuk
 Utsalik

FIGURE:4

PREPARED BY: *SOLVIMINES*
 DATE: 01/03/2014
 SOURCE: EP 2010-02



PROPERTY LOCATION RELATIVE TO THE GRENVILLE PROVINCE



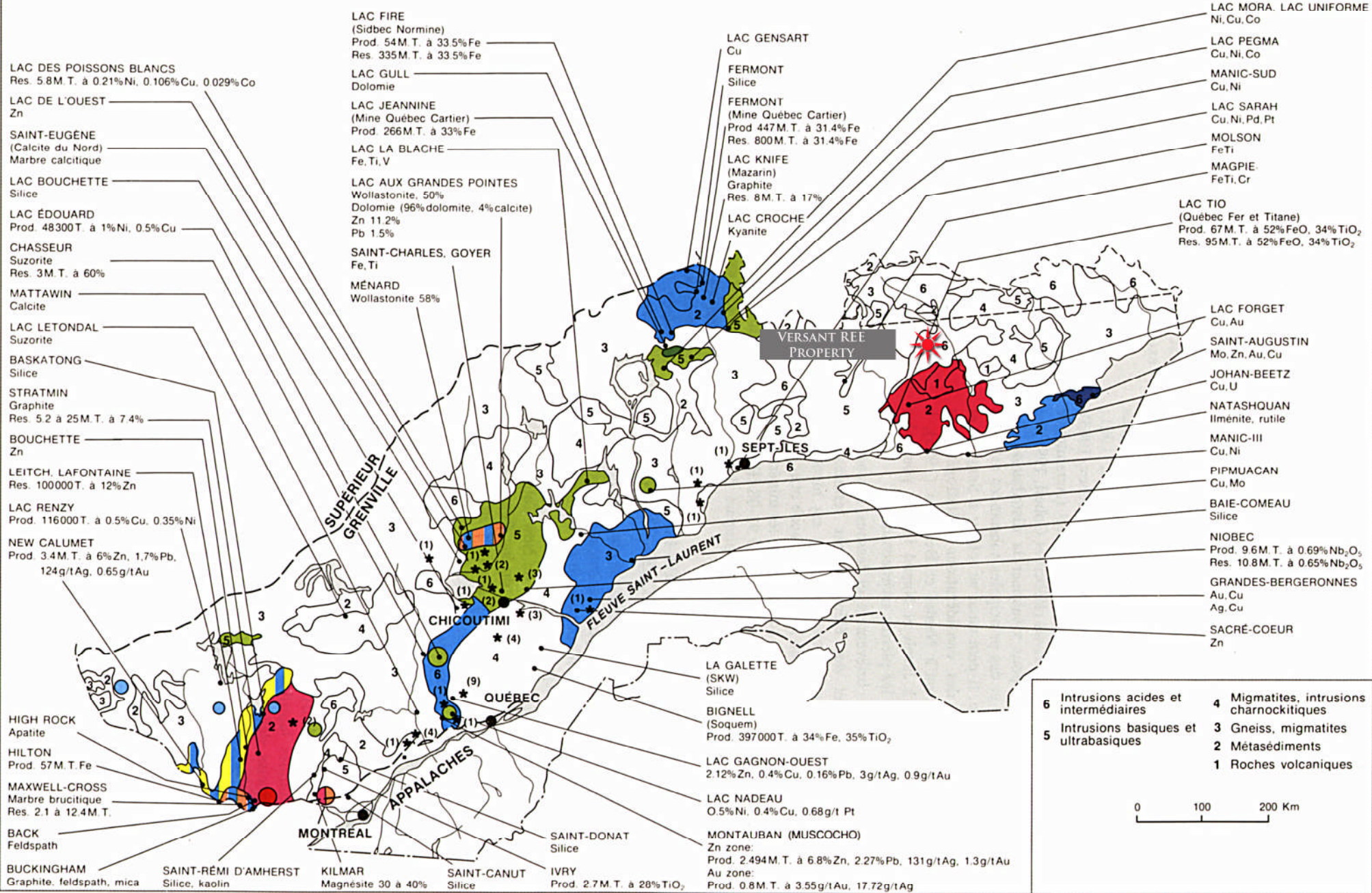
GRENVILLE

Main Deposits of the Grenville Province

Source: MM 94-01

FIGURE:5

- Zn, Cu, Pb, Au, Ag
- Cu, EGP
- Dolomie
- Zn, Mo, (Cu, Au)
- TR (REE)
- Wollastonite
- Cu
- Graphite
- Feldspath
- Cu, Ni Co EGP
- ★ (3) Nombre de carrières de granite



suite (1322-1239 Ma). The Natashquan Domain contains many mafic dykes and sills amphibolitized to a greater or lesser degree, considered part of the Robe Noire or Lilian mafic suites.

The three domains are divided by regional shear zones formed during the NW overlap. The 51st parallel deformation corridor marks the limit between the Cap-à-l'Aigle domain to the north and the Saint-Jean domain to the south. The Romaine and Abbé-Huard shears divide the Saint-Jean domain to the west and the Natashquan domain to the east. Many important shear zones are also located inside the domains themselves.”

The regional geology is illustrated in Figure 6.

7.3) PROPERTY GEOLOGY

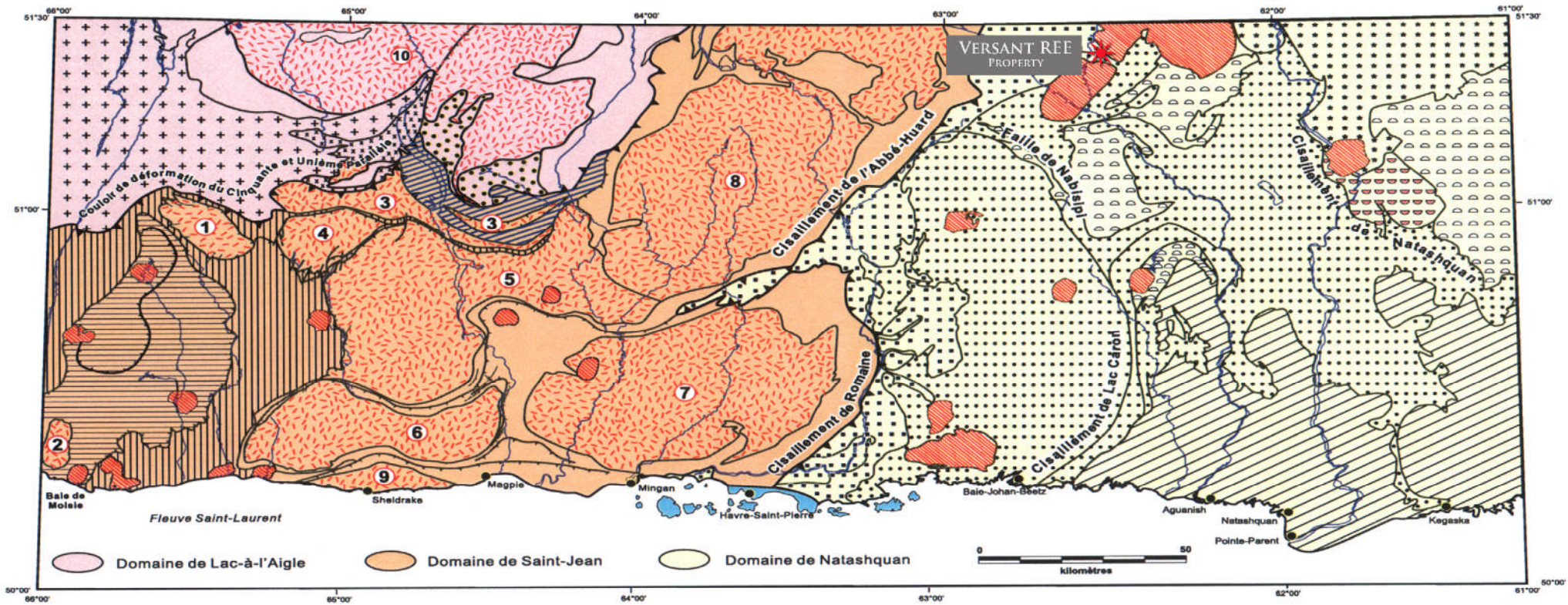
Locally, the Versant REE property is located in the Natashquan tectonostratigraphic domain, and more precisely at the contact between the Buit Complex and the La Galissonnière felsic suite. The Buit Complex, which underlies most of the property, is made up of foliated biotite and muscovite-bearing heterogeneous granite containing quartzite and paragneiss enclaves.

In the vicinity of the property, the La Galissonnière felsic suite is made of biotite-bearing deformed granite. The property is located approximately 8 to 10 km north of a quartzite that is part of the Wakeham Group.

The only ground exploration reported to date on the property was by Arianne Resources Inc. and Azimut Exploration Inc. in 2007, reported in GM 63327. Unfortunately their report does not indicate which geological unit hosts the REE³-bearing pegmatite.

Figure 7 shows the geology of the property.

³ REE: Rare Earth Elements



Domaine de Lac-à-l'Aigle
 Domaine de Saint-Jean
 Domaine de Natashquan

- Intrusions tardi- à post grenvilliennes
- Complexe de Poisset
- Gabbro de Baune
- Complexe de Canatiche
- Complexe de Matamec
- Complexe de Magpie
- Complexe de Manitou
- Suite felsique d'Olomane
- Suite felsique de Kataht
- Complexe d'Aguanish
- Complexe de Buit
- Complexe de Boulain
- Groupe de Wakeham
- Roches paléozoïques

- Anorthosite
- ① Anorthosite de Tortue
- ② Anorthosite de Thom
- Suite anorthositique de Havre-Saint-Pierre**
- ③ Massif de Rivière Magpie-Ouest
- ④ Massif du Nord-Ouest
- ⑤ Massif de Rivière Sheldrake
- ⑥ Massif de Lac Brézel
- ⑦ Massif de Lac Allard
- ⑧ Massif de Rivière Romaine
- ⑨ Massif de Rivière-au-Tonnerre
- ⑩ Suite anorthositique de Fournier

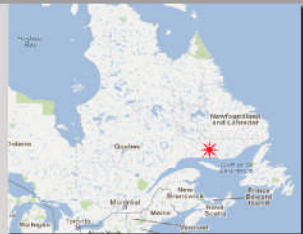


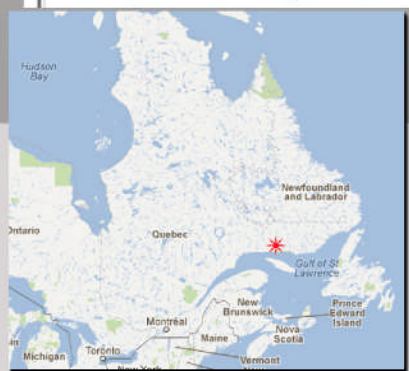
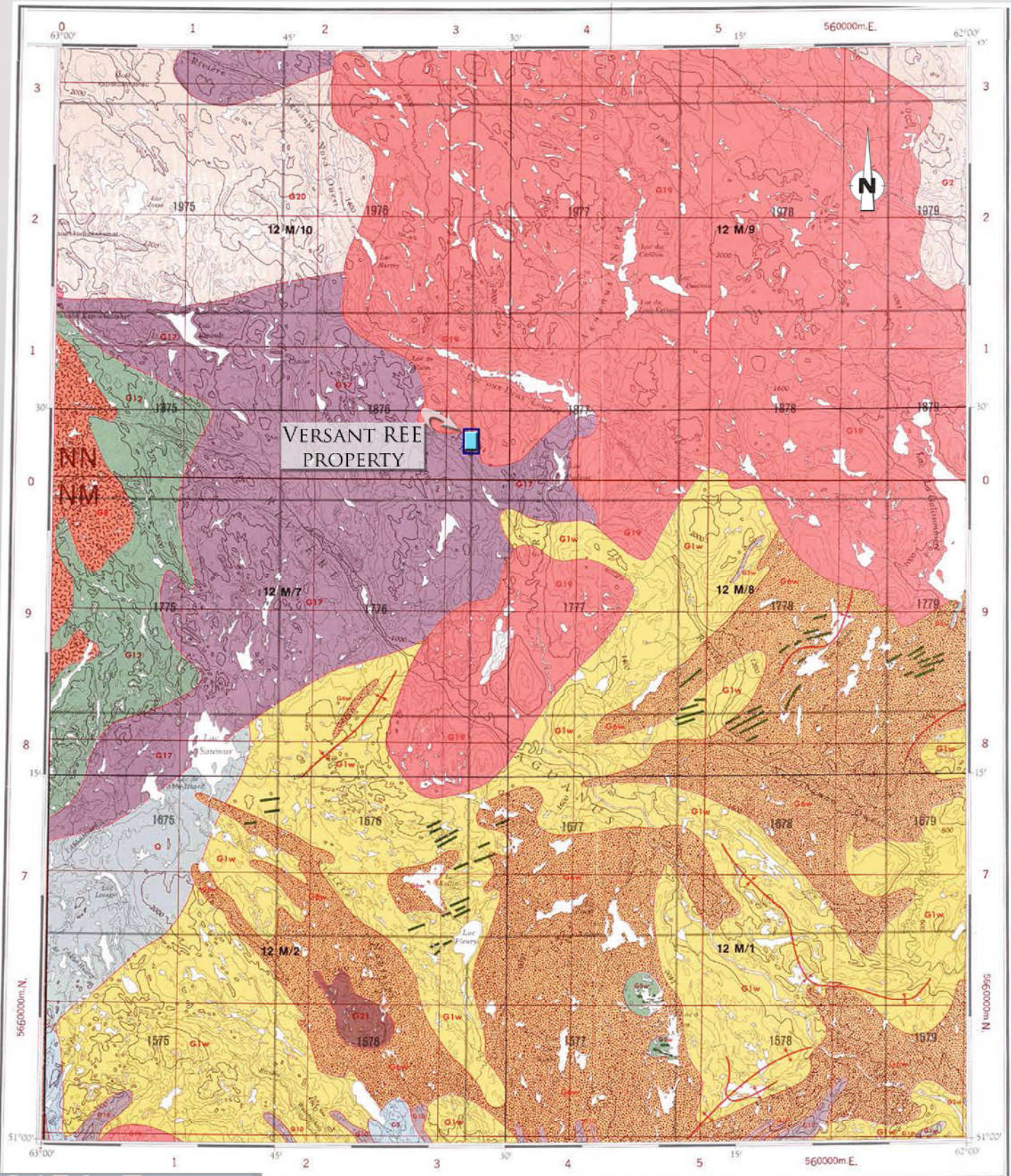
FIGURE 6

PREPARED BY: SOLUMINES
DATE: 12/20/2013

SOURCE: DV 2002-03



REGIONAL GEOLOGY
Versant REE Property



- Biotite Bearing Granite of La Galissonnière Felsic Suite
- Biotite and Muscovite Bearing Granite of Buit Complex
- Wakeham Group, Quartzite
- VERSANT REE PROPERTY

0 10 km



FIGURE: 7
 PREPARED BY: SOLUMINES
 DATE: 01/30/2014
 SOURCE: DV 83-14

PROPERTY GEOLOGY
 Versant REE Property

7.4) MINERALIZATION

The mineralization on the property is best described by Tremblay in GM 63327. Below is a translation adapted from his text:

“The main showing is associated with a pink, coarse-grained pegmatite that cuts a syenogranite. The pegmatite strikes at 330° with a dip of 20° to the NE, and is cut by large quartz veins. The pegmatite is visible over a length of 50 m and disappears under the vegetation at both ends, and its true thickness varies from 3 to 5 m. The central part of the pegmatite contains mineralization associated with magnetite nodules and tabular minerals, aligned perpendicular to the pegmatite. The thickness of this mineralized horizon is approximately 1 m. Counts of over 10,000 cps are continuous over the central part of the pegmatite. A yellow oxidation is associated with the magnetite and the tabular minerals.”

Black quartz has been observed on many outcrops in the showing area, with 1,000 to 2,000 cps associated with this facies. The pegmatite is located close to the contact between the syenogranite and the country rocks, dominated by amphibolites, which forms intrusive breccias. The anomalous results obtained are indicated in Table 3, “Results Obtained Grab Samples”, in Item 6.2.

We must also mention that in the 21 samples analyzed, two groups present the same UTM coordinates. Samples 263801 to 233804 are located at 531,358E/5,703,195N, and 13 other samples numbered from 263809 to 263821 are all located at 531,984E/5,702,869N. Finally, Table 4 shows samples with results over the detection limit and not re-analyzed to obtain the real value.

TABLE 4: SAMPLES OVER DETECTION LIMIT AND NOT RE-ANALYZED

UTM E		531 894	531 894	531 894
UTM N		5 702 869	5 702 869	5 702 869
Element	D.L.	263815	263819	263821
Ce	0.5	3,550	>10,000	>10,000
Gd	0.1	464	>1,000	989
La	0.5	1,580	>10,000	>10,000
Nd	0.1	1,500	>10,000	8,790
Pr	0.03	416	>1,000	>1,000
Sm	0.03	422	>1,000	>1,000
Th	0.05	>1,000	>1,000	>1,000
All units are ppm		D.L.: Detection limit		

8.0) DEPOSIT TYPES

From the information available on the Versant REE property, we can currently define the type of deposit searched for as being of the rare element type of pegmatite. However, as Li (lithium) and F (fluor) were not analyzed for, we cannot classify these pegmatites into the LCT⁴ or NYF⁵ sub-type.

A literature search reveals that the Versant REE pegmatite shows similarities with the pegmatite dikes near Dora Bay, Southern Prince of Wales Island, Alaska⁶. Both are enriched in the same REE elements and are enclosed in granite/syenite intrusives. Inferred and hypothetical resources at Dora Bay vary between 1.7 and 8.5 MT at a grade of 0.5 to 2% REE, including yttrium.

Up until now only one pegmatite has been found on the Versant property. However, this type of pegmatite rarely occurs alone, and is usually one of a family of pegmatites. If this were the case on Versant, this would upgrade the REE potential of the property. As this type of pegmatite contains uranium and thorium, it should give a good response in spectrometry surveys.

9.0) EXPLORATION

Genius Properties Ltd. has not done any exploration work since acquiring the property.

10.0) DRILLING

10.1) BY GENIUS

Genius Properties Ltd. has not done any drilling since acquiring the property.

10.2) HISTORICAL DRILLING

There is no historical drilling on the property.

⁴ LCT: Lithium, cesium, tantalum

⁵ NYF: Niobium, yttrium and fluorine

⁶ From: Baker, J.C., Mardock, C., 1990: Rare-earth element- and yttrium-bearing pegmatite dykes near Dora Bay, southern Prince of Wales Island. USBM.

11.0) SAMPLE PREPARATION, ANALYSES AND SECURITY

Genius Properties Ltd. has not done any sampling on the property.

12.0) DATA VERIFICATION

It is impossible to verify the historical data. Only the reports can be consulted, and they are usually incomplete by today's standards. The author had to rely on the reported exploration work alone. However, the author is of the opinion that the data used in this report is reliable.

13.0) MINERAL PROCESSING AND METALLURGICAL TESTING

Mineral processing and/or metallurgical testing have never been performed on the property.

14.0) MINERAL RESOURCE ESTIMATES

No NI 43-101-compliant mineral resource estimates have never been calculated for the property.

ITEMS 15 TO 22

Items 15 to 22 are as follows:

- 15.0) Mineral Reserve Estimates;
- 16.0) Mining Methods;
- 17.0) Recovery Methods;
- 18.0) Project Infrastructure;
- 19.0) Market Studies and Contracts;
- 20.0) Environmental Studies, Permitting and Social or Community Impact;
- 21.0) Capital and Operating Costs;
- 22.0) Economic Analysis.

These items refer to properties at the development stage and do not apply to the Ruby Lake property.

23.0) ADJACENT PROPERTIES

There are no adjacent mineral properties.

24.0) OTHER RELEVANT DATA AND INFORMATION

All the relevant technical data and information has been given in the preceding items. With regard to the project's social acceptability, the property is situated in the Nitassinan of Nutashkuan territory, where mining rights are governed by an agreement with the Quebec Government.

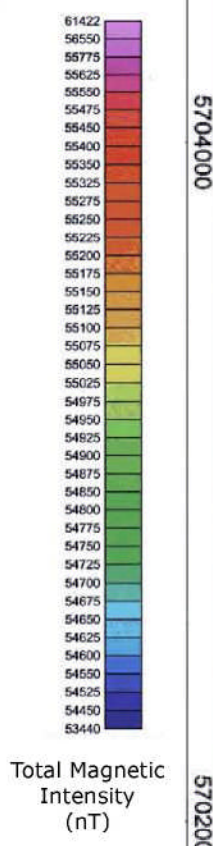
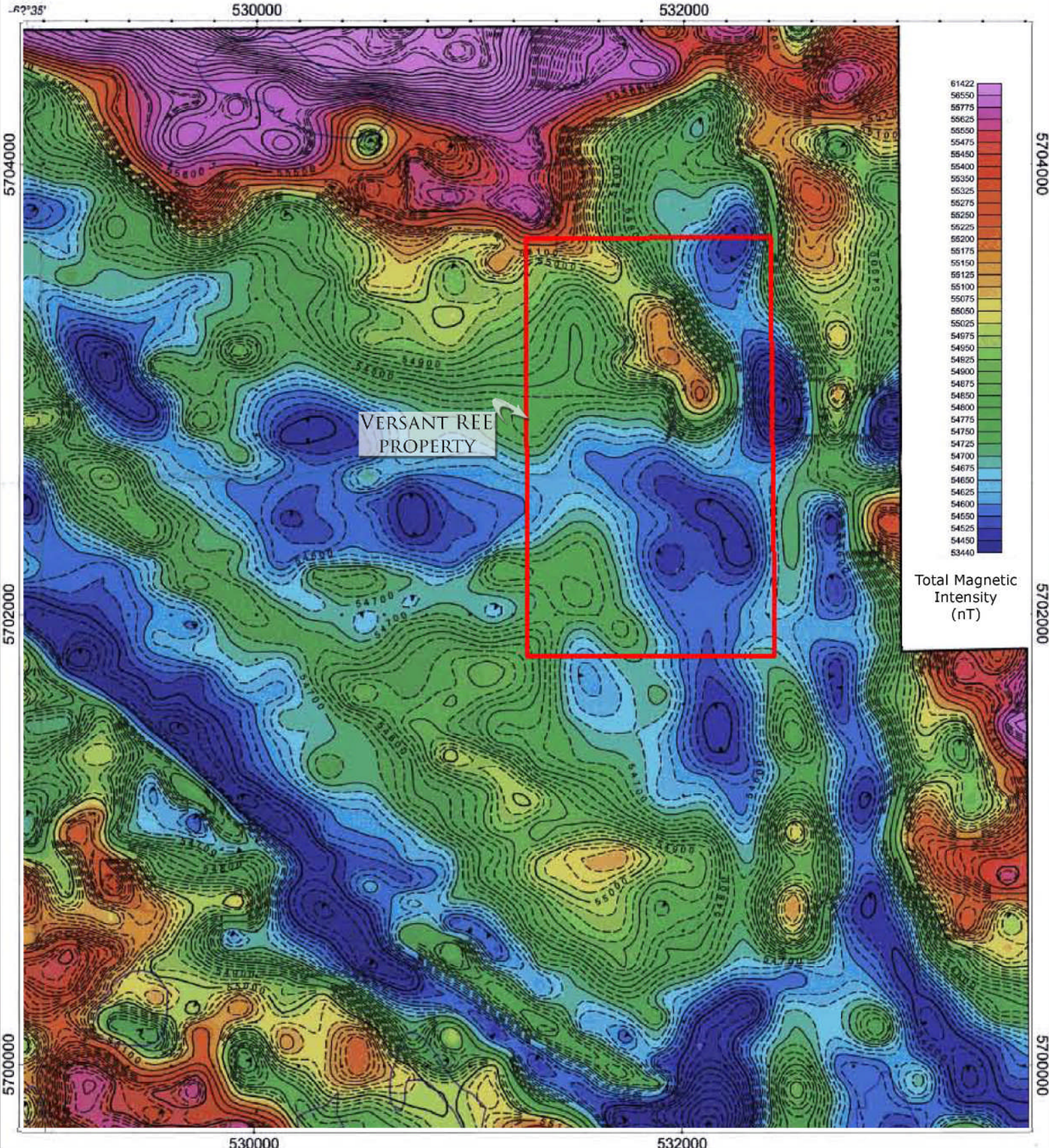
25.0) INTERPRETATION AND CONCLUSIONS

The Versant REE property is located in the NE part of the Grenville province, north of the Wakeham Group, in a poorly known area, geologically speaking. Over the years, the Wakeham Group, whose northern boundary lies 8 to 10 km south of the property, was the main exploration target for its Olympic Dam-type deposit potential.

Exploration by Azimut and Arianne Resources in 2007 revealed the potential of the Versant REE property for uranium and REE-bearing pegmatites. Geological surveying of the pegmatite indicated that the mineralization was probably associated with tabular minerals in contact with magnetite. Yellow oxidation was also observed in areas where abnormal counts (cps) were obtained. From a geophysical standpoint, the Versant pegmatite is associated with a moderate magnetic high, on the NE flank of a uranium anomaly. This is shown in Figures 8 and 9 on the next pages.

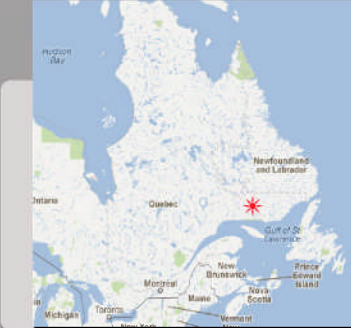
Although very limited, the ground survey by these two companies yielded good results for Ce, Dy, Er, Eu, Ga, Gd, Hf, Ho, La, Lu, Nb, Nd, Pr, Rb, Sm, Sr, Ta, Tb, Th, Tm, U, Y, Yb and Zr, mainly for a group of samples all taken at the same coordinates. In the three samples indicated in the report, the results obtained for Ce, Gd, La, Nd, Pr, Sm and Th were sometimes over the detection limit and not re-analyzed or not reported, so the real values remain unknown.

The potential for the discovery of a significant REE pegmatite-type deposit remains high. However, almost all the anomalous results are from the same UTM coordinates, and we do not know whether they are representative of the whole pegmatite. This uncertainty should be eliminated before a substantial exploration program is undertaken.



VERSANT REE
PROPERTY

Total Magnetic
Intensity
(nT)



VERSANT REE PROPERTY



FIGURE: 8
 PREPARED BY: *SOLUMINES*
 DATE: 01/30/2014
 SOURCE: GM 63328

**AIRBORNE TOTAL FIELD
 MAGNETIC SURVEY**
 Versant REE Property

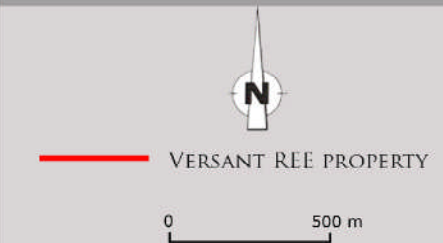
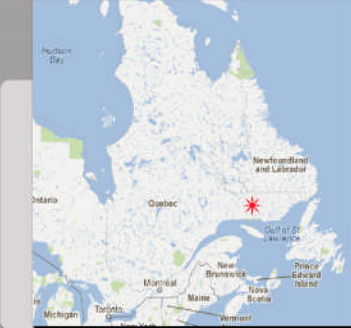
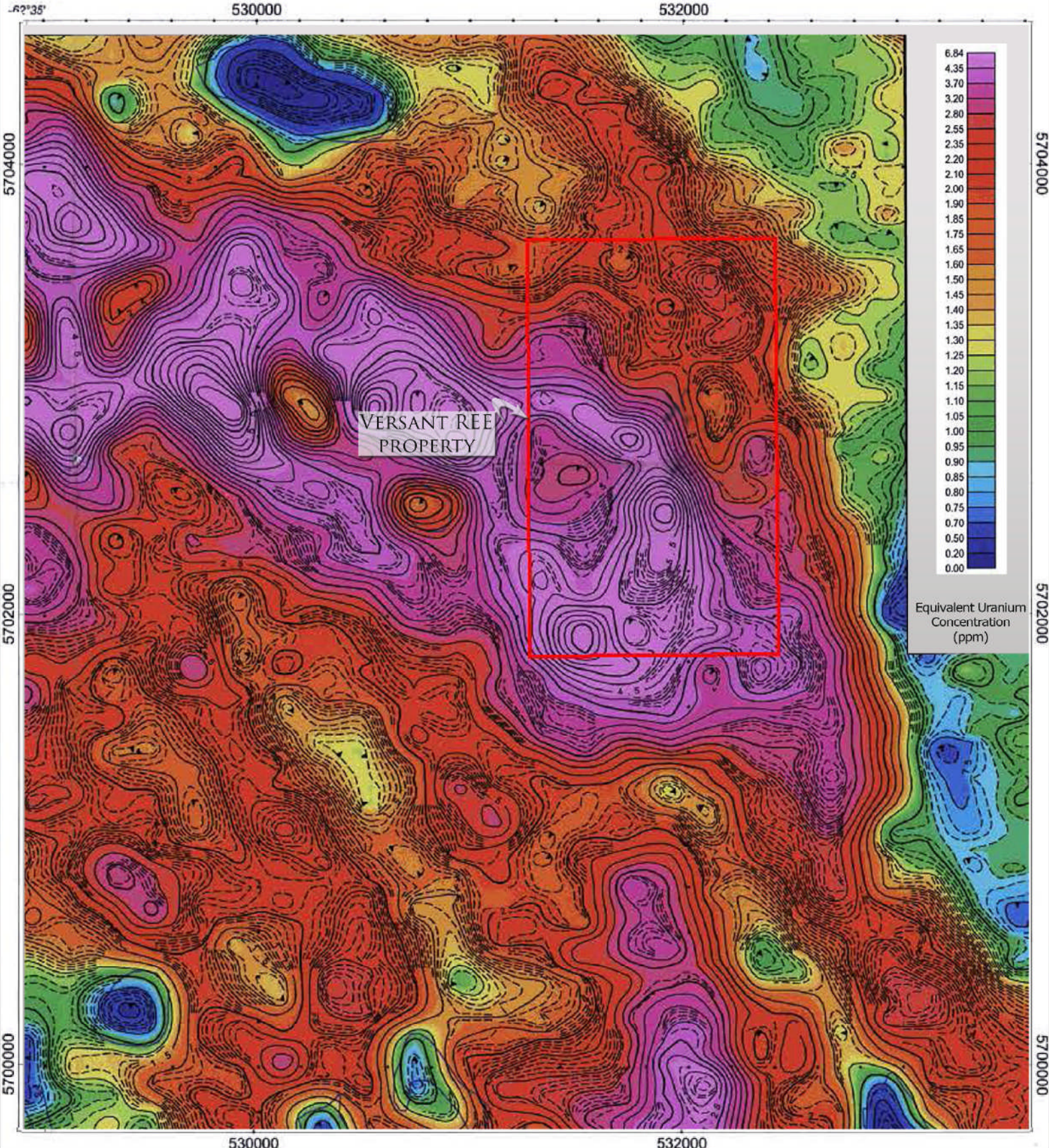


FIGURE: 9
 PREPARED BY: SOLUMINES
 DATE: 01/30/2014
 SOURCE: GM 63328

Ge	Ni	U	S
properties	properties	properties	properties

PROPERTIES

EQUIVALENT URANIUM CONCENTRATION PPM
 Versant REE Property

26.0) RECOMMENDATIONS

As the potential of the property remains highly favourable for the discovery of a significant REE pegmatite-type deposit, the following two-phase exploration program is suggested:

In Phase I, a property visit should be completed to systematically sample the outcropping part of the pegmatite and, as we know that this kind of pegmatite is usually part of a family of pegmatite, conduct a reconnaissance geological survey by helicopter on the remaining parts of the property and the surrounding areas to check for the presence of other REE-bearing pegmatites. If the results of this visit are positive, a ground exploration program should be undertaken, including geophysical and geological surveys.

If the results of Phase I are positive, Phase II should be undertaken, which would include stripping and trenching or drilling, depending on the overburden depth. The cost of the two phases is estimated at a total of \$250,000.

Phase I: Geophysical and geological surveys					
Work	Quantity	Unit	Unit cost	Total	
Program preparation	3	days	\$800	\$2,400	
Property visit (geologist, helper, room and board, travel) and helicopter reconnaissance				\$15,000	
Analysis	50	samples	\$50	\$2,500	
Line cutting or marking	20	km	\$700	\$14,000	
Magnetometer survey	20	km	\$150	\$3,000	
Radiometric survey	20	km	\$200	\$4,000	
Geological survey				\$20,000	
Room and board and travel, helicopter travel, camp				\$40,000	
Assaying				\$5,000	
Updating of report at the end of Phase I, and filing for statutory purposes				\$8,000	
Contingency 12%				\$13,668	
				Total Phase I	\$127,568
Phase II: Trenching and anomaly verification					
Program preparation	4	days	\$800	\$3,200	
Stripping and trenching, geology and assaying				\$100,000	
Updating of report at the end of Phase 2, and filing for statutory purposes				\$10,000	
Contingency 12%				\$13,200	
				Total Phase II	\$123,200
				Total Phase I and II	\$250,768

27.0) REFERENCES

27.1) MRNQ REPORTS⁷

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