JOSEPHINE MINING CORP.

(formerly Green Park Capital Corp.)

CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

NOVEMBER 30, 2010 and 2009

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AUDITORS' REPORT

To the Shareholders of
Josephine Mining Corp.
(formerly Green Park Capital Corp.)

We have audited the consolidated balance sheets of Josephine Mining Corp. (formerly Green Park Capital Corp.) as at November 30, 2010 and 2009 and the consolidated statements of operations, comprehensive loss and deficit and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at November 30, 2010 and 2009 and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

BDO Canada LLP

Chartered Accountants

Vancouver, Canada
March 29, 2011

JOSEPHINE MINING CORP.
(formerly Green Park Capital Corp.)
Consolidated Balance Sheets
(Expressed in Canadian dollars)
As at November 30

	2010	2009
ASSETS		
Current		
Cash	$ 24,345	$ 143,189
Amount receivable	-	14,712
GST-HST receivable	2,633	1,329
	$ 26,978	$ 159,230
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities	$ 49,938	$ 11,462
Shareholders' equity		
Share capital (notes 6 and 14)	221,843	284,344
Contributed surplus (note 7)	212,735	103,015
Agent's options (note 11)	-	47,220
Deficit	(457,538)	(286,811)
	(22,960)	147,768
	$ 26,978	$ 159,230

Nature of operations and ability to continue as a going concern (note 1)
Subsequent events (notes 1, 6, 8 and 14)

Approved on behalf of the board of directors:

"Anthony Dutton" — Anthony Dutton, Director

"R. Llee Chapman" — R. Llee Chapman, Director

The accompanying notes are an integral part of these consolidated financial statements.

JOSEPHINE MINING CORP.
(formerly Green Park Capital Corp.)
Consolidated Statements of Operations, Comprehensive Loss and Deficit
(Expressed in Canadian dollars)
For the Years ended November 30

	2010	2009
Expenses		
Accounting and audit fees	$ 33,405	$ 25,965
Legal	98,371	3,463
Office and miscellaneous	15,483	6,924
Public company costs	2,909	-
Registration and filing fees	17,090	9,561
Transfer agent fees	3,987	4,477
Loss before other income	(171,245)	(50,390)
Other income		
Interest income	518	1,575
Recovery of corporate finance fee	-	15,962
Net loss and comprehensive loss for the year	(170,727)	(32,853)
Deficit, beginning of year	(286,811)	(253,958)
Deficit, end of year	$ (457,538)	$ (286,811)
Basic and diluted loss per common share (note 6)	$ (0.06)	$ (0.01)
Weighted average number of common shares outstanding, basic and diluted	3,000,000	3,000,000

The accompanying notes are an integral part of these consolidated financial statements.

JOSEPHINE MINING CORP.
(formerly Green Park Capital Corp.)
Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)
For the Years Ended November 30

		2010		2009
Cash flows from operating activities				
Net loss for the year	$	(170,727)	$	(32,853)
Changes in non-cash working capital items:				
GST-HST receivable		(1,304)		(969)
Accounts payable and accrued liabilities		38,475		415
Receivables		14,712		(14,172)
Net cash used in operating activities		(118,844)		(48,119)
Decrease in cash		(118,844)		(48,119)
Cash, beginning of year		143,189		191,308
Cash, end of year	$	24,345	$	143,189
Supplemental disclosure of cash flow information				
Cash paid for:				
Interest	$	-	$	-
Income taxes	$	-	$	-

The accompanying notes are an integral part of these consolidated financial statements.

1. NATURE OF OPERATIONS AND ABILITY TO CONTINUE AS A GOING CONCERN

Josephine Mining Corp. ("Josephine" or the "Company") (formerly Green Park Capital Corp.) was incorporated on June 4, 2007 under the Business Corporations Act of British Columbia and is in the development stage. On March 24, 2011, the Company completed its Qualifying Transaction, as defined under the rules of the TSX Venture Exchange (the "Exchange"), with 0854742 B.C. Ltd. (formerly Josephine Mining Corp.) ("0854742") and in connection with the Qualifying Transaction, the Company changed its name to Josephine Mining Corp., has ceased to be a CPC, graduated from NEX to the Exchange and commenced trading as a Tier 2 mining issuer on the Exchange on March 29, 2011, with the trading symbol changing from "GRP.H" to "JMC" (note 14).

The Company was formerly classified as a Capital Pool Company ("CPC") as defined in Policy 2.4 of the Exchange. In March 2008, the Company completed an initial public offering ("IPO") of 3,000,000 common shares on the Exchange. The Company began trading its shares on the Exchange on March 24, 2008 under the trading symbol "GRP.P". The Company was required to complete its Qualifying Transaction within 24 months of listing on the Exchange, which was by March 24, 2010.

On October 19, 2010, the Company's listing transferred to NEX, a separate board of the Exchange, as a result of not completing its Qualifying Transaction in the prescribed time frame. The Company was subject to restrictions on share issuance and certain types of payments as set in the NEX policies. The trading symbol for the Company was changed from "GRP.P" to "GRP.H" upon transfer to NEX.

In March 2010, the Company entered into a letter agreement to purchase all of the issued and outstanding securities of 0854742, a private company incorporated in British Columbia. The acquisition would constitute the Company's Qualifying Transaction under the policies of the Exchange. 0854742 was at arm's length to the Company and, as such, the acquisition was not subject to the approval of the shareholders of the Company. On March 24, 2011, the Qualifying Transaction was completed.

At November 30, 2010, the Company had a working capital deficiency of $22,960. This working capital balance is not sufficient to sustain operations over the next fiscal year as the Company expects to incur further losses in the development of its business. The Company has accumulated losses of $457,538 since inception. As a result there is substantial doubt about the Company's ability to continue as a going concern. Furthermore, the Company's ability to continue as a going concern is dependent upon its ability to generate future profitable operations and to obtain the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due.

2. BASIS OF PRESENTATION

The consolidated financial statements as at November 30, 2010 include the accounts of the Company and its wholly owned subsidiary, 0890810 B.C. Ltd. All inter-company balances and transactions have been eliminated. 0890810 B.C. Ltd was incorporated in under the Business Corporations Act of British Columbia on September 20, 2010 for the purpose of completing the Qualifying Transaction with 0854742.

These consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles ("Canadian GAAP") applicable to a going concern, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from carrying values as shown and these consolidated financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Financial amounts are expressed in Canadian dollars.

3. SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of financial statements in accordance with Canadian GAAP requires management to make estimates and assumptions that affect the reported amounts. Actual results may differ from these estimates. The consolidated financial statements have, in management's opinion, been properly prepared within reasonable limits of materiality and within the framework of the significant accounting policies summarized below:

Financial Instruments

All financial instruments are classified into one of five categories: held-for-trading, held-to-maturity investments, loans and receivables, available-for-sale financial assets or other financial liabilities. All financial instruments and derivatives are measured in the balance sheet at fair value except for loans and receivables, held-to maturity investments and other financial liabilities, which are measured at amortized cost. Subsequent measurement and changes in fair value will depend on their initial classification as follows: (1) held-for-trading financial assets are measured at fair value and changes in fair value are recognized in net income; (2) available-for-sale financial instruments are measured at fair value with changes in fair value recorded in other comprehensive income until the instrument is sold or impaired; and (3) all derivative instruments, including embedded derivatives, are recorded in the balance sheet at fair value unless they qualify for the normal sale normal purchase exemption and changes in their fair value are recorded in income unless cash flow hedge accounting is used, in which case changes in fair value are recorded in other comprehensive income.

The Company has classified its cash as held-for-trading. Receivables are classified as loans and receivables. Accounts payable and accrued liabilities are classified as other financial liabilities, which is measured at amortized cost. It is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments (note 12).

Future Income Taxes

The Company has adopted the asset and liability method of accounting for income taxes. Under this method, current income taxes are recognized for the estimated income taxes payable for the current period. Future income tax assets and liabilities are recognized for temporary differences between the tax and accounting basis of assets and liabilities as well as for the benefit of losses available to be carried forward to future years for tax purposes only if it is more likely than not that they can be realized.

Stock-based Compensation

The Company accounts for share purchase options whereby the fair value of all share purchase options granted to employees and non-employees is charged against income over their vesting period with a corresponding increase to contributed surplus. Upon exercise of share purchase options, the consideration paid by the option holder, together with the amount previously recognized in contributed surplus, is recorded as an increase to share capital.

The Company uses the Black-Scholes option valuation model to estimate the fair value of share purchase options at the date of grant. Option pricing models require the input of highly subjective assumptions, including the expected price volatility. Changes in these assumptions can materially affect the fair value estimate and, therefore, the existing models do not necessarily provide a reliable single measure of the fair value of the Company's share purchase options.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Basic and Diluted Loss per Share

Basic loss per share is calculated using the weighted average number of common shares outstanding during the year. Contingently issuable shares are not considered outstanding common shares and consequently not included in loss per share calculations. The Company uses the treasury stock method to calculate diluted loss per share. Diluted loss per share considers the dilutive impact of the exercise of outstanding stock options, warrants and similar instruments as if the events had occurred at the beginning of the period or at time of issuance, if later.

For the year ended November 30, 2010, potentially dilutive commons shares (relating to options) totalling 550,000 (November 30, 2009 - 850,000) were not included in the computation of loss per share because their effect was anti-dilutive.

4. ADOPTION OF NEW ACCOUNTING POLICIES

Accounting Policies to be Implemented in Future Periods

International Financial Reporting Standards ("IFRS")

In February 2008, the Accounting Standards Board (AcSB) confirmed that IFRS will replace Canadian GAAP for publicly accountable enterprises for the financial periods beginning on or after January 1, 2011, including comparative figures for the prior year. The first fiscal year that the Company will report under IFRS is the year ended November 30, 2012. The Company will also have to restate amounts reported by the Company at and for the year ended November 30, 2011 for comparative purposes.

IFRSs are generally similar to Canadian GAAP, as they are based on a similar conceptual framework with similar style and form, and generally reach similar conclusions. However IFRS requires considerably more disclosure and the significant change will be required at the detail level, including financial reporting and business activities. The following IFRS standards are expected to have the most significant impact:

- IFRS 1 – First-time adoption of IFRS
- IFRS 2 – Share Based Payments

The Company has begun assessing its options under IFRS 1, which allows one-time options for enterprises converting to IFRS from their national GAAP. The financial reporting impact of the transition to IFRS cannot be reasonably estimated at this time.

Business Combinations

CICA Handbook Section 1582, Business Combinations, replaces Section 1581, Business Combinations and provides the Canadian equivalent to International Financial Reporting Standards ("IFRS") 3, Business Combinations. This applies to a transaction in which the acquirer obtains control of one or more businesses. Most assets acquired and liabilities assumed, including contingent liabilities that are considered to be improbable, will be measured at fair value. Any interest in the acquiree owned prior to obtaining control will be remeasured at fair value at the acquisition date, eliminating the need for guidance on step acquisitions. Additionally, a bargain purchase will result in recognition of a gain and acquisition costs must be expensed. The Section applies prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2011. The adoption of this standard is not expected to have a material impact on the Company's financial statements.

(Expressed in Canadian dollars)

4. ADOPTION OF NEW ACCOUTNING POLICIES (CONTINUED)

Consolidations and Non-controlling Interests

Section 1601, Consolidated Financial Statements, and Section 1602, Non-Controlling Interests, replace Section 1600, Consolidated Financial Statements. Section 1601 establishes standards for the preparation of consolidated financial statements. Section 1602 establishes standards for accounting for a non-controlling interest in a subsidiary in consolidated financial statements subsequent to a business combination. It is equivalent to the corresponding provisions of IFRS standard, IAS 27 (Revised), Consolidated and Separate Financial Statements. The Sections apply to interim and annual consolidated financial statements relating to fiscal years beginning on or after January 1, 2011. Earlier adoption is permitted as of the beginning of a fiscal year. The Company expects to adopt this standard on December 1, 2011. The adoption of this standard is not expected to have a material impact on the Company's financial statements.

5. USE OF PROCEEDS

Until the completion of a Qualifying Transaction, the amount that may be used for prescribed costs to identify and evaluate assets or businesses and obtain shareholder approval for a proposed Qualifying Transaction is limited to the lesser of (1) 30% of the gross proceeds raised from the issuance of share capital; or (2) $210,000. The Company incurred maintenance costs such as office, legal and accounting expenses during its efforts to complete its Qualifying Transaction.

6. SHARE CAPITAL – NOTE 14

The authorized share capital comprises of an unlimited number of common and preferred shares without par value.

	Number of Shares	Price per Share	Share Capital
Balance, November 30, 2009 and 2008	5,500,000	$ -	284,344
Cancelled	(1,250,000)	0.05	(62,500)
Balance, November 30, 2010	4,250,000	$ -	$ 221,843

In connection with the Qualifying Transaction completed on March 24, 2011 (note 14), the Company consolidated its common shares on a basis of five pre-consolidated common shares for one post-consolidated common share. Pursuant to the share consolidation, the Company has recalculated the basic and diluted loss per common share to be $0.28 (2009 - $0.05).

Escrow Shares

On June 4, 2007, the Company issued 2,500,000 common shares at $0.05 per share to its directors for gross proceeds of $125,000. The Company's escrow agreement was approved with the listing of the Company's shares on the Exchange on March 24, 2008.

The issued common shares held in escrow are subject to Policy 2.4, Section 11(5) of the Exchange. In September 2010, the Company returned 1,250,000 shares that were originally issued from treasury and being held in escrow pursuant to the 2007 escrow agreement. The Company was required to return the shares, pursuant to Exchange policies, to continue its efforts to complete its Qualifying Transaction. At November 30, 2010, the number of the escrow shares outstanding is 1,250,000 common shares.

(Expressed in Canadian dollars)

6. SHARE CAPITAL – NOTE 14 (CONTINUED)

Escrow Shares (continued)

In connection with the Qualifying Transaction completed on March 24, 2011 (note 14), all shares held in escrow as at November 30, 2010 have been consolidated on the basis of one post-consolidation share for every five pre-consolidation shares, resulting in a total of 250,000 shares held in escrow upon completion of the Qualifying Transaction.

After the completion of a Qualifying Transaction, as required by the British Columbia Securities Commission and the Exchange, the escrow shares will be released pro rata to the escrow shareholders as follows:

i) 10% - upon final exchange approval to a Qualifying Transaction by the Company;
ii) 15% - 6 months following the initial release;
iii) 15% - 12 months following the initial release;
iv) 15% - 18 months following the initial release;
v) 15% - 24 months following the initial release;
vi) 15% - 30 months following the initial release; and
vii) 15% - 36 months following the initial release.

All of these escrow shares were considered contingently issuable until the Company completed its Qualifying Transaction and therefore are not considered to be outstanding shares for purposes of loss per share calculations and are not included in calculation of weighted average number of common shares outstanding for the year ended November 30, 2010.

7. CONTRIBUTED SURPLUS

		Amount
Balance, November 30, 2009 and 2008	$	103,015
Agent's options expired		47,220
Escrow shares cancelled		62,500
Balance, November 30, 2010	$	212,735

8. STOCK OPTION PLAN

The Company has a stock option plan (the "Plan") under which it is authorized to grant options to directors, officers, consultants or employees of the Company. The number of options granted under the Plan is limited to 10% in the aggregate of the number of issued and outstanding common shares of the Company at the date of the grant of the options. The board of directors has discretion over the vesting of options. The Company's shareholders approved the 2010 incentive stock option plan at its annual general meeting. Options granted to date have vested immediately and expire March 24, 2013.

A summary of stock options outstanding is as follows:

	Stock Options Outstanding		Weighted Average Exercise Price
Outstanding November 30, 2008, 2009 and 2010	550,000	$	0.10
Exercisable, November 30, 2010	550,000	$	0.10

(Expressed in Canadian dollars)

8. STOCK OPTION PLAN (CONTINUED)

In connection with the Qualifying Transaction completed on March 24, 2011 (note 14), all stock options outstanding as at November 30, 2010 have been consolidated on the basis of one post-consolidation stock option for every five pre-consolidation stock options, resulting in a total of 110,000 stock options issued and outstanding upon completion of the Qualifying Transaction. These stock options provide the holder with the right to purchase one common share of the Company for $0.30 per share until March 28, 2013.

9. CAPITAL MANAGEMENT

The Company considers items included in its shareholders' equity as capital. The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders and to safeguard the Company's ability to obtain financing when the need arises.

The Company does not have any externally or internally imposed capital requirements, except as disclosed in note 5. In maintaining its capital, the Company has a strict investment policy which includes investing surplus cash only in highly liquid, highly rated financial instruments. The Company regularly reviews its capital management approach. There were no changes in the Company's approach to capital management during the period.

10. RELATED PARTY TRANSACTIONS

There were no related party transactions for the years ended November 30, 2010 and November 30, 2009.

11. AGENT'S OPTIONS

	Stock Options Outstanding		Weighted Average Exercise Price
Balance, November 30, 2009 and 2008	300,000	$	0.10
Expired	(300,000)		0.10
Balance, November 30, 2010	-	$	-

Agent's options with weighted average fair value of $47,220 expired unexercised in March 2010.

12. FINANCIAL INSTRUMENTS

The fair value of the Company's receivables and accounts payable and accrued liabilities approximate carrying value, which is the amount recorded on the consolidated balance sheet. The Company's other financial instrument, cash, under the fair value hierarchy is based on level one quoted prices in active markets for identical assets or liabilities.

12. FINANCIAL INSTRUMENTS (CONTINUED)

The Company is exposed to a variety of financial instrument-related risks as follows:

Credit Risk

Credit risk is the risk of loss associated with counterparty's inability to fulfill its payment obligations. The Company believes it has no significant credit risk, as the amount receivable is due from Canada Revenue Agency.

Liquidity Risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at November 30, 2010, the Company had cash of $24,345 to settle current liabilities of $49,938. The Company expects to fund these and future liabilities through use of the Company's cash balance and the issuance of capital stock over the coming period.

Funding Risk

Funding risk is the risk that market conditions will impact the Company's ability to raise capital through equity markets under acceptable terms and conditions. Under current market conditions funding risk is high and management expects challenges in raising financing, should current market conditions persist.

Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

a) Interest Rate Risk

The Company has cash balances and no interest bearing debt. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. At November 30, 2010, the Company held $14,092 in a short-term flexible guaranteed investment certificate, which is included in the Company's cash of $24,345.

b) Foreign Currency Risk

The Company conducts all of its operations in Canada and currently has no foreign currency risk.

The Company employs a three-tier hierarchy as a framework for disclosing fair value of financial instruments based on inputs used to value the Company's investments. The hierarchy of inputs and description of inputs is described as follows:

- Level 1 – fair values are based on quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 – fair values are based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); or
- Level 3 – fair values are based on inputs for the asset or liability that are not based on observable market data, which are unobservable inputs.

(Expressed in Canadian dollars)

12. FINANCIAL INSTRUMENTS (CONTINUED)

Market Risk (continued)

The Company's cash was valued using level 1 inputs. Changes in valuation methods may result in transfers into or out of an investment's assigned level. During the year ended November 30, 2010, there were no significant transfers between level 1 and 2.

13. INCOME TAXES

The Company has accumulated non-capital losses of $318,037 which may be carried forward to reduce taxable income in future years. The non-capital losses expire as follows:

2027	$	30,989
2028		141,918
2029		51,541
2030		93,589
	$	318,037

A reconciliation of income taxes at statutory rates is as follows:

		2010		2009
Net loss before income taxes	$	(170,727)	$	(32,853)
Statutory income tax rate		28.63%		30.04%
Expected income tax recovery	$	(48,900)	$	(9,900)
Permanent differences		27,400		-
Effect of reduction in statutory rate		2,500		4,100
Net change in valuation allowance		19,000		5,800
Income tax recovery	$	-	$	-

The significant components of the Company's future income tax assets are as follows:

Future income tax assets:		2010		2009
Non-capital losses carry forward	$	79,000	$	56,000
Undeducted financing costs		8,000		12,000
Less: valuation allowance		(87,000)		(68,000)
	$	-	$	-

The Company has recorded a valuation allowance against its future income tax assets based on the extent to which it is more-likely-than-not that sufficient taxable income will be realized during the carry-forward period to utilize all the future tax assets.

14. SUBSEQUENT EVENTS

Qualifying Transaction with 0854742

Subsequent to year end, the Company completed its Qualifying Transaction with 0854742.

In connection with the Qualifying Transaction, the Company acquired all of the issued and outstanding common shares (10,500,010 common shares) of 0854742 through a share exchange transaction and issued 14,000,000 shares to holders of 0854742 units. The acquisition constituted the Company's Qualifying Transaction under the policies of the Exchange. As a result of the Qualifying Transaction, the former shareholders of 0854742 obtained a majority interest of the issued and outstanding shares of the Company. Consequently, the Company will account for the Qualifying Transaction as a reverse takeover, with the acquiring entity being 0854742 and the Company being the acquired entity.

The Company entered into an amalgamation agreement with its wholly-owned subsidiary 0890810 B.C. Ltd. ("0890810") and 0854742 dated March 24, 2011 whereby 0854742 and 0890810 amalgamated (the "Amalgamation"), with 0890810 remaining as the successor entity and a wholly-owned subsidiary of the Company.

In connection with the Qualifying Transaction and prior to the Amalgamation and share exchange, 0854742 completed a brokered private placement of 14,000,000 units at $0.50 per Unit for gross proceeds of $7,000,000. Each Unit consists of one share of 0854742 and one-half of one common share purchase warrant, each whole warrant entitling the holder to purchase one common share of 0854742 for $0.75 until March 24, 2013. In connection with this private placement, 0854742 agreed to pay Canaccord Genuity Corp. (the "Agent") a cash fee of 7% of the gross proceeds raised, payable in cash, and Agent's warrant's equal to 7% of the Units sold under the offering, except for the proceeds raised with respect to the subscription by a certain institutional investor (the "Investor"), in which case the commission will be reduced to 3.5% of the proceeds raised from such Investor. Each Agent's warrant is exercisable at $0.50 to acquire one Unit for a period of 24 months. The Agent's warrants were exchanged for warrants of the Company on a one for one basis upon completion of the Qualifying Transaction. Upon closing, 0854742 paid the agent a fee of 75,000 units, to be exchanged for units of the Company.

The Company has also agreed to issue a total of 2,200,000 options to officers, employees, directors and consultants pursuant to its incentive stock option plan, exercisable at $0.50 per share for a term of five years. These options vest over two years.