TECHNICAL REPORT ON THE TAIT PROPERTY

TAIT TOWNSHIP (G-3837)

KENORA MINING DIVISION, ONTARIO

CLAIM 4200491

Latitude 48.82178°N Longitude 94.06260°W

NAD83 UTM Zone 15 422002mE 5408188mN

NTS 52D16

Prepared for

TITAN GOLDWORX RESOURCES INC.

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By

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Effective Date

SEPTEMBER 9, 2011

TABLE OF CONTENTS

LIST OF TABLES

List of Figures

1.0 SUMMARY

This report is an independent, National Instrument 43-101 compliant technical review and report for the Tait Property under option by Titan Goldworx Resouces Inc. (the "Company") from Perry English (Rubicon Minerals Corporation). The Tait Property consists of one unpatented mineral claim covering 131 hectares. The Tait Property is located on map sheet 52D16 (50,000 sheet) of the National Topographic System (NTS). Perry English of Souris, Manitoba is the recorded holder of the mineral claim. The claim is staked with reference to the legal definitions of Township and Section or Concession and covers the north half of Section 33 in Tait Township District of Rainy River. The general property location and regional geology are shown in Figures 1 and 2. Table 2 shows the claim and current status.

The Tait Property was previously optioned by Bayfield Ventures Corporation ("Bayfield") and Range Gold Inc. in November of 2006 completing $125,734 of recorded work. Bayfield terminated its option on the Tait Property in October, 2008.

On July 8th, 2009 Silver Mountain Mines Corp. ("Silver Mountain") entered into an option an agreement with Perry English (Rubicon Minerals Corp.) of Souris Manitoba for a 100% interest in the 8 unit claim, K4200491. Silver Mountain agreed to pay a total of $139,000 and issue 150,000 common shares over a four year period after which a 2% net smelter return ("NSR") will be payable to Perry English.

On January 31, 2011, Quantum Rare Earth Developments Corporation ("Quantum") completed the acquisition of Silver Mountain, pursuant to which Silver Mountain became a wholly owned subsidiary of Quantum. On October 21, 2011, the Company entered into an option agreement (the "Option Agreement") to acquire an undivided 70% interest in the Tait Property. The terms of the Option Agreement include aggregate cash payments of $140,000, the issuance of 150,000 common shares within 30 days of completion of the Company's initial public offering, if completed.

Following Silver Mountain's exercise of the Underlying Option (pursuant to the Underlying Option Agreement) and the commencement of commercial production on any part of the Tait Property, the Underlying Royalty (being the 2% Royalty) will be payable by Silver Mountain until the exercise by Titan of its option to acquire a 70% interest in and to the Tait Property, following which Silver Mountain and Titan will be jointly responsible for any payment of the Underlying Royalty on a pro rata basis calculated in accordance with each party's respective interest in the Tait Property.

The work programs reviewed cover the time span from February to September, 2007. Work completed to date on the Tait Property includes magnetic and horizontal loop electromagnetic surveys, 5 reverse circulation drill holes and 6 diamond drill holes.

The Tait Property is located approximately fifty kilometres northwest of Fort Frances in Tait Township which is approximately two kilometres southwest of the Rainy River Resources Limited property (the "Rainy River Property"). The claim block is located within the Rainy River Greenstone Belt ("RRGB") of the Wabigoon Subprovince, which is part of the Superior Province of the Canadian Shield. There are no bedrock outcrops on the property and rock types are inferred from historical reverse circulation holes and adjacent outcrop areas. The Tait Property resides within the mafic volcanic dominated portion of the RRGB. Previous work programs have intersected sulphide rich exhalite horizons in the northeastern portion of the property. These horizons may be the distal expressions of an hydrothermal system venting onto the sea floor. Such a system was active 4.5 km to the northeast on the Rainy River Property which recently released a consolidated mineral resource statement of a measured and indicated resource of 3.418 million ounces gold and 6.615 million ounces silver and an infered resource of 3.175 million ounces gold and 8.104 million ounces silver. On the Tait Property a 20 metre wide interval of elevated zinc values was encountered in a structure, (hole R7A-5) which cuts a horizontal loop conductor, 150 metres to the south. The remobilized sulphides may be leakage off of a volcanogenic sulphide lens.

To test the gold/VMS potential of the Tait Property a two phase work program is proposed totaling $272,800. Phase I would consist of grid rehabilitation and 8 km of InfiniTEM EM survey. Phase II would amount to 1,000 m of diamond drill testing of contingent upon targets generated by the EM survey.

2.0 INTRODUCTION

The author, Roger MacDonald P.Geo, was contracted by the Company to prepare a technical report to NI 43-101 standards on the Tait Property, Tait Township, Ontario, as a supporting document for the Company's initial public offering with Canadian National Stock Exchange ("CNSX"). This report is a summary of the last NI 43-101 compliant technical report on the Tait Property dated August 25, 2009, (A. Tims) (the "Silver Mountain Technical Report) which documents, compiles and summarizes all previous exploration, mining and physical assets covered on the Tait Property.

Historical "T-File" assessment reports were reviewed at the Ministry of Northern Development and Mines' ("MNDM") office at the Ontario Government Complex, 435 James Street South Thunder Bay, Ontario. Assessment reports were accessed from the web by searching the Assessment File Research Imaging ("AFRI") at: www.geologyontario.mndm.gov.on.ca/.

Claim ownership and due dates were checked online September 22, 2011 by the author. (http://www.mci.mndm.gov.on.ca/Claims/Cf_Claims/)

The author visited the property from September 7 to September 9, 2011 and was able to locate all diamond drill hole collars drilled on the property during the 2007 field season; diamond drill collars for R7A-1 through R7A-6 and pad locations for reverse circulation holes RR07-37 through RR07-41. Location coordinates were taken using a Garmin E-Trex Legend HCx GPS and were compared with co-ordinates taken from completed diamond drill and reverse circulation drill logs contained in the "Block A Exploration Report" dated July 20, 2008 (D.J. Busch, 2008).

Documents used for background information and project details during the preparation of this report are listed in section **27 References.**

Metric and Imperial units are used throughout this report. Canadian dollars **("C$")** is the currency used unless otherwise noted. On September 23, 2011 the exchange rate was approximately $1 US dollar to 1.028 C$.

Common conversions used included converting one ounce of gold to grams gold

with a factor of 31.104 grams/troy ounce; and one ounce gold per ton ("oz Au/t, or opt Au") with a conversion factor of 34.29 grams gold per tonne ("g Au/t, or gpt Au"). Table 1 below, lists the common abbreviations used in this report.

Table 1 - Abbreviations

Abbreviation	***Unit or Term***	***Abbreviation***	***Unit or Term***
AA	Atomic Absorption	Pt	Platinum
Ag	silver	ppb	parts per billion
Au	gold	ppm	parts per million
AZ	azimuth	QA/QC	Quality Control/Assurance
cm	centimeter	RC	reverse circulation drilling
cm^2	square centimeter	RRGB	Rainy River Gold Belt
cm^3	cubic centimeter	RQD	Rock Quality Description
°	degree (degrees)	S	second
ddh	diamond drill hole	SG	specific gravity
ft	foot (feet)	St	short ton (2,000 pounds)
g	gram	t	metric tonne (2,000 kg)
gpt	grams per tonne	µ	micron (microns)
Ga	gigayears, a billion years	VMS	Volcanogenic Massive Sulphide
Ha	hectare		
kg	kilogram		
km	kilometre		
km^2	square kilometres		
l	litre		

m	metre
m^2	square metres
m^3	cubic metres
mm	millimeter
mm^2	square millimeters
mm^3	cubic millimeters
M oz	million troy ounces
M g	million grams
Mt	million tonnes
Ma	million years
Ni	nickel
NI 43-101	National Instrument 43-101 *Standards of Disclosure for Mineral Projects*
oz	ounce
%	percent
PGE, pge	Platinum Group Elements
PGM, pgm	Platinum Group Metals

3.0 RELIANCE ON OTHER EXPERTS

The author has prepared this report using public information. This report is sourced from an amalgamation of several reports listed in section **27 References**. The author has reviewed drill logs, and assay certificates issued during the exploration phases and have found them to be consistent and believe the data to be reliable within testable parameters. The author is responsible for all sections of this report with the exception of the description of the legal agreement given in section four (4). The author did not verify the legality of any

underlying agreement(s) that may exist concerning the permits or other agreement(s) between third parties but has relied on the Company for that description.

Reference to the compliance or non-compliance with NI 43-101 standards of historical information and data referred to in this report are made where appropriate. The author does not offer any opinion concerning legal, title, environmental, political or other non- technical issues that may be relevant to this report.

The author's professional fees for this report are not dependent upon any prior or future engagement or understanding resulting from the conclusions or recommendations of this report. These fees are set at normal commercial rates within the exploration industry for this type of work.

4.0 PROPERTY LOCATION AND DESCRIPTION

4.1 Location

The Tait Property is located approximately fifty kilometres northwest of Fort Frances, the nearest large town in western Ontario (Figure 1). The village of Emo is located approximately twenty-five kilometres to the south, on Highway 11.

The Tait Property claim block is a single unpatented mining claim in Tait Township (G3837) abutting the southern boundary of Richardson Township (Figure 2) on NTS sheet 52D/16 and is centered at Latitude 48.82178°N Longitude 94.06260°W or NAD83 UTM Zone 15 422002mE 5408188mN.

4.2 Property Description

In Ontario, Crown lands are available to licensed prospectors for the purposes of mineral exploration. Claim staking is governed by the Ontario Mining Act and is

administered through the Provincial Mining Recorder and Mining Lands offices of the Ministry of Northern Development and Mines ('MNDM').

The Tait Property is comprised of eight sixteen hectare (forty acre) claim units. In Ontario after staking, claims are registered within thirty-one days with the MNDM upon payment of an appropriate fee. In order to keep claims valid, an owner must incur approved expenditures in excess of $400 per claim within two years.

In October 2006, the vendor, Perry English, had the 8 unit Tait Property staked. This claim has not been legally surveyed. The status of the claim was independently verified by the author by checking the MNDM website (www.claimaps.mndm.gov.on.ca). A plan illustrating the location of the Tait Property is shown in Figure 2 and a title list is provided in Table 2. The Tait Property is in good standing and has sufficient work assessment credits to maintain this good standing for several years. The author is not aware of any outstanding aboriginal land rights or claims or environmental liabilities to which the Tait Property is subject or any significant factors or risks that may affect access, title, or the right or ability to perform work on the property. No permitting is presently required for the proposed exploration programs (MNDM, 2008), however it is recommended that consultation with First Nations be a part of future exploration planning.

4.3 Recent Ownership History and Underlying Agreements

The Tait Property consists of one unpatented mineral claim covering 131 hectares. The property is located on map sheet 52D16 (50,000 sheet) of the National Topographic System (NTS). Perry English of Souris, Manitoba is the recorded holder of the mineral claim. The claim is staked with reference to the legal definitions of Township and Section or Concession and covers the north half of Section 33 in Tait Township District of Rainy River. The general property location and regional geology are shown in Figure 1& 2. Table 2 shows the claim and current status.

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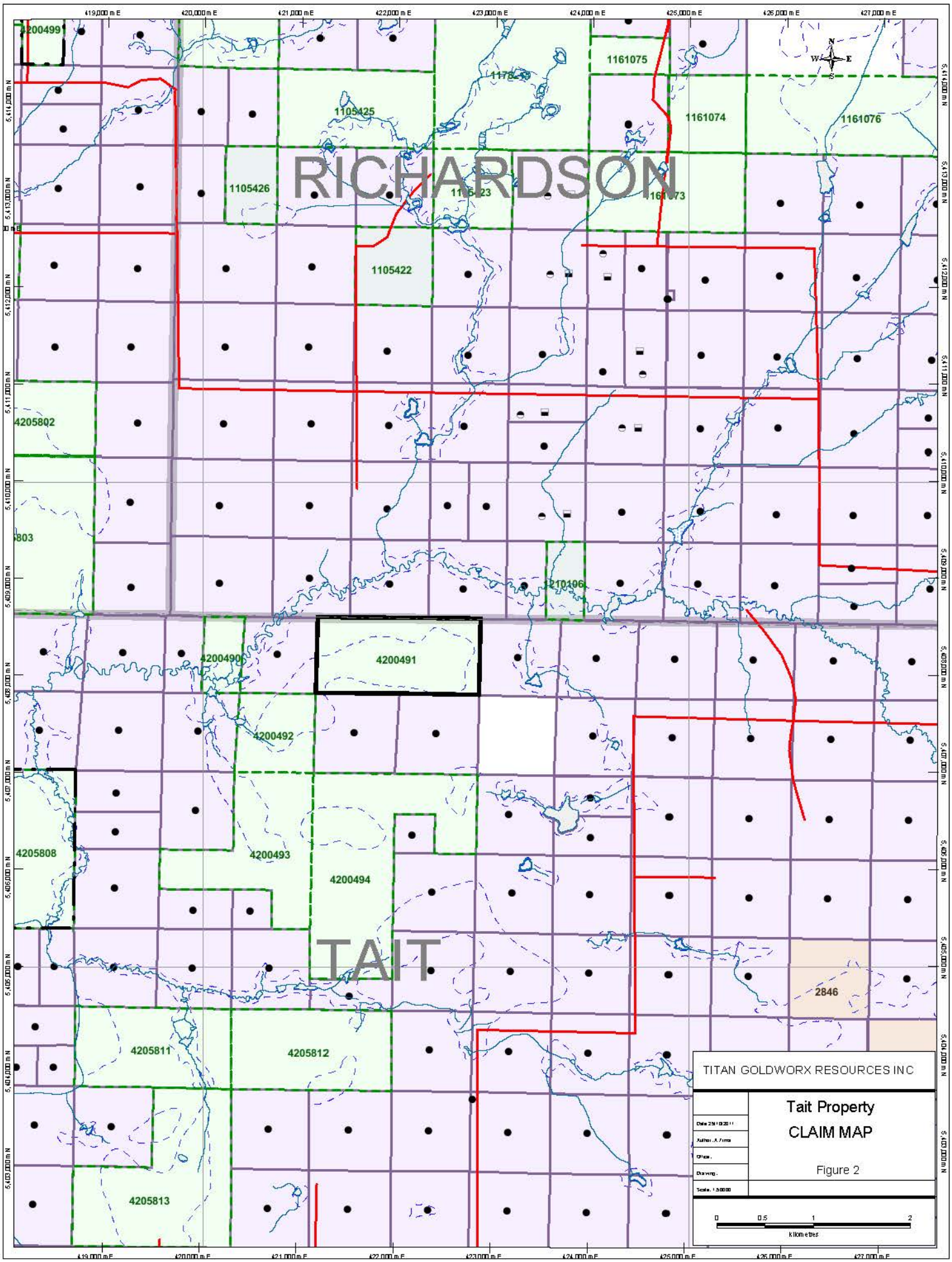
Table 2 - Property Claims

Township Area	Claim Number	Recording Date	Claim Due Date	Status	Percent Option	Work Required	Total Applied	Total Reserve	Claim Bank
TAIT	4200491	2006-Oct-27	2013-Oct-27	A	100%	$3,200	$16,000	$195,000	$0


N
W
E
S
Musslewhite
Red Lake
Dryden
Tait Property
Ft Frances
Thunder Bay
Hemlo
Eagle River
Timmins
Kirkland Lake
Sudbury
TITAN GOLDWORX RESOURCES INC
PROPERTY LOCATION
FIGURE 1
Date: 25/10/2011
Author: A.Tims
Office:
Drawing:
Scale : 1:6000000
Projection : Longitude / Latitude (NAD 27 for Canada)
0
50
100
200
kilometres


4200499
1161075
1105425
1161074
1161076
RICHARDSON
1105426
1105422
4205802
4200491
4200490
4200492
4200493
4200494
4205808
TAIT
2846
4205811
4205812
4205813
TITAN GOLDWORX RESOURCES INC
Tait Property
CLAIM MAP
Figure 2
kilometres

5.0 ACCESS, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE AND PHYSIOGRAPHY

5.1 Access

The Tait Property is located in northern Tait Township in northwestern Ontario, approximately 162 kilometres by road (Highway 17/Highway 71/Regional Road 600) south of Kenora, and 418 kilometres by road (Highway 11/ Highway 71/Regional Road 600) due west of Thunder Bay. These access roads are sealed allowing year round access. The property can be accessed via a series of tertiary roads and trails from the all weather municipal Tait Road off of the Provincial Highway 600 at the village of Blackhawk.

The Canadian National Railway is located 20 kilometres to the south and runs east-west immediately north of the Minnesota border. The nearby towns and villages of Fort Frances, Emo and Rainy River are located along this railway line.

5.2 Climate

The climate is typically continental, with extremes in temperatures ranging from thirty-five degrees Celsius to minus forty degrees Celsius from summer to winter. Annual rainfall in the region averages about sixty centimetres, with heaviest rains expected from June to August when an average of about thirty centimetres of rain is recorded. An average of 350 centimetres of snowfall is recorded annually in the region

5.3 Local Resources and Infrastructure

The towns within immediate driving distance of the Tait Property are:

- Emo with a population of 1,305 – thirty-four kilometres (thirty minute drive);
- Rainy River, population 909 – fifty-seven kilometres (one hour twenty minute drive); and
- Fort Frances with a population of 8,103 – seventy kilometres (one hour drive).

Hydroelectricity is produced north of Kenora at various locations and west and east of Thunder Bay. A medium-sized coal-powered thermal power station is located east of Fort Frances and another is located near Thunder Bay.

There is a ready supply of water in the area from lakes and rivers. Ground water is also likely to be in plenteous supply given the abundance of standing water and rivers within the region. Major drainage in the area is comprised of Rainy Lake which lies to the southeast and is drained by Rainy River which flows west along the Minnesota border to Lake of the Woods, which in turn feeds into the Lake Winnipeg watershed.

5.4 Physiography

The Rainy River region is divided into two main physiographical regions. These regions are separated by a distinct northwest to southeast divide locally termed the Rainy Lake - Lake of the Woods Moraine ("RLLWM") which traverses the countryside immediately to the north of the Richardson Township. To the north and east of this RLLWM there is a substantial amount of bedrock exposure and topographic relief can be up to ninety metres. This relief contrast is controlled by the geology of the batholiths which erode negatively in comparison to the supracrustals of the Canadian Shield. The area was subjected to the Whiteshell glacial event from the Labradorean ice centre to the northeast.

The region to the south and west of the RLLWM is comprised of lowlands, which underwent peneplanation in the Cretaceous, eroding away most of the Mesozoic cover. Topographic relief in this region is lacking, the glacial overburden is typically 20 to 40 m thick, drainage is poor and outcrop is limited to less than one percent of the surface area. This area was exposed to successive glaciations from the northeast and west. The bedrock is immediately overlain by Labradorean till that is geochemically responsive. This Labradorean till is in turn overlain by thick, highly conductive glaciolacustrine silts and clays of Glacial Lake Agassiz and easterly transported clay and carbonate-rich Keewatin till. Some poorly drained areas are also covered by a thick peat layer which further impedes exploration activities.

The Rainy River area is sparsely populated. The vegetation falls within the northeastern hardwood region immediately adjacent to the southern margin of the boreal forest.

6.0 PROPERTY HISTORY

The bulk of this historical review is based upon the documentation of exploration in Northwestern Ontario that is archived in the MNDM offices in Kenora, Ontario. Exploration in the Rainy River area began in 1967. Various companies were active between 1967 and 1989 with no work filed specifically on the Tait Property until 1996.

1967 - Anomalous copper was noted in the region.

1967 - Noranda Inc. registered claims and performed geophysics

1971 - The Ontario Division of Mines, Ministry of Natural Resources, mapped the north-central part of the RRGB (Blackburn, 1976)

1971 - International Nickel Corporation of Canada ("INCO") undertook follow–up ground geophysics. INCO drilled two diamond drill holes in Richardson Township. Results are unknown.

1972 - Hudson's Bay Exploration and Development ("HBED") undertook airborne and follow-up ground geophysics. In 1973, HBED drilled fifty-four drill holes in the Rainy River region. There was insufficient encouragement to continue and exploration was curtailed.

1988 - The Ontario Geological Survey ("OGS") Map P.3140 was produced. It was based on the interpretation of aeromagnetic data and geological mapping carried out by Johns (1988). This mapping was backed up by an OGS rotasonic drilling program on a three kilometre drill grid completed between 1987 and 1988 (Bajc, 1991). This OGS program resulted in the discovery of a "gold-grains-in-till" anomaly in Tait and Richardson Townships.

1988 - Mingold Resources followed up on this gold-in-till anomaly and staked 85 claims and optioned patented lands in Richardson and some neighbouring townships. Their use of various sampling methodologies on the till, including reverse circulation drilling, gave inconclusive results.

1992 – Nuinsco Resources ("Nuinsco") optioned patented lands in Tait and Richardson.

1993 to 1998 – Nuinsco completed 597 widely spaced RC drill holes defining a 15 kilometre long "gold-grains-in-till" dispersal train emanating from a 6 square kilometre "gold-in-

bedrock" anomaly averaging seventy-nine parts per million ("ppm") gold. Eleven of these RC holes, totaling 208 meters, were drilled by Nuinsco in 1996 and 1997 on the Tait Property and are covered in Assessment Reports 52C13SW0007 and 52D16SE0012.

1994 to 1998 - Total of 217 core boreholes (49,515 metres) drilled in Richardson and Tait Townships leading to the discovery of the 17 Zone.

1995 - Discovery of the 34 Zone (Ni-Cu-PGE) followed by intensive diamond drilling.

1997 - Discovery of the 433 Zone 500 metres to the north of the 17 Zone.

1999 - Core drilling targeting the 34 Zone and a magnetic anomaly in Tait Township.

6.1 Previous Exploration

2007 – Bayfield and Range Metals Inc. completed 26 km of magnetic and horizontal loop EM survey on cut grid. A 5 hole RC drilling program was completed across the property. Six DDH's totaling 1,299 metres were completed to test the geophysical conductors.

7.0 GEOLOGICAL SETTING AND MINERALIZATION

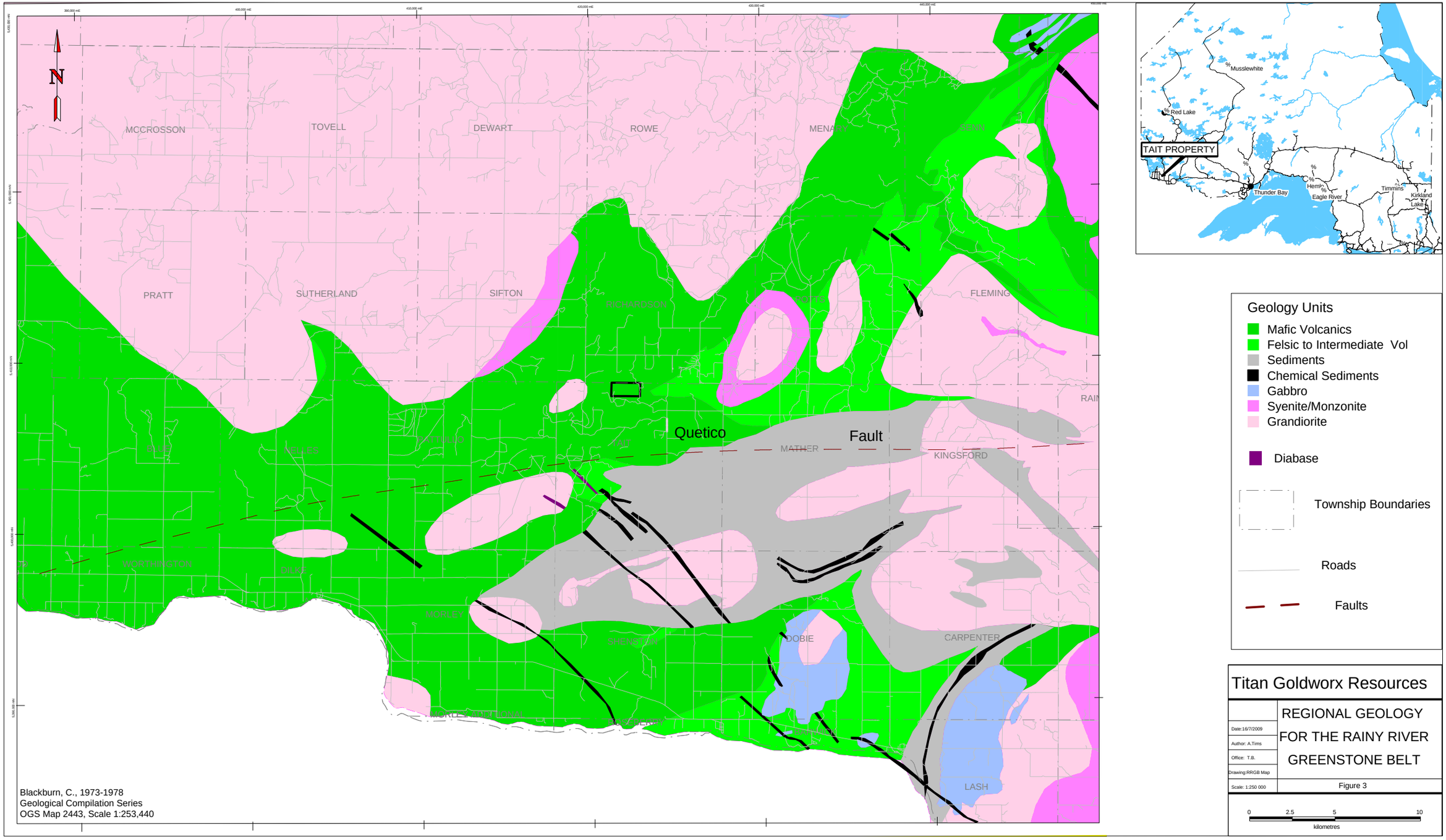
7.1 Geological Setting

The Tait Property is located within the RRGB which is approximately 2.7 billion years ("Ga") in age (Late Achaean). The RRGB forms part of the Wabigoon Subprovince, which is part of the Superior Province of the Canadian Shield. The Wabigoon Subprovince is a 900 kilometre long, east-west trending area consisting of komaiitic to calc-alkaline metavolcanic rocks which are in turn succeeded by clastic and chemical sedimentary rocks. Granitoid batholiths have intruded these rocks, resulting in synformal structures being formed in the supracrustals. These synforms often have shear zones along their axial planes.

In the region east of Fort Frances, the Wabigoon Subprovince is bounded to the south by the Quetico Fault. A regional map of the interpreted bedrock geology of the Fort Frances area is shown in Figure 3. On this map, the Quetico Fault has been projected westward into the RRGB but the widespread reverse circulation drilling performed by Nuinsco found no

evidence of this fault or any other significant shear zones (Nuinsco 1993 to 2003). The RRGB is bounded to the north by the Sabaskong Batholith and to the east by the Rainy Lake Batholithic Complex. It is contiguous with the Kakagi-Rowan Lakes Greenstone Belt to the north, host to the Cameron Lake gold deposit. The regional metamorphic grade of the Achaean rocks is greenschist to lower-middle amphibolite facies. Locally, adjacent to the intruding batholiths, upper amphibolite mineral assemblages are recognized. The Wabigoon Subprovince is also host to the Sturgeon Lake volcanogenic massive sulphide deposits to the northeast. The basement rocks in the southwestern part of the Wabigoon Subprovince was once overlain by Mesozoic (Jurassic and Cretaceous) argillaceous and arenaceous, weakly consolidated sediments and were subjected to deep lateritic weathering. The Mesozoic sediments were eroded to just below their unconformity level with the underlying basement rocks during Quaternary glaciation events. They are locally preserved, mainly in isolated palaeo-depressions although saprolite is common at higher elevations.

The Archean basement rocks and Mezozoic sediments are overlain by Labradorean till. Its provenance area is the Archaen basement of the Canadian Shield to the northeast. In the area of the Tait Property, this till has been found to contain highly anomalous concentrations of gold grains, auriferous pyrite and Cu-Zn sulphides. Overlying it is a thick, conductive, geochemically unresponsive glaciolacustrine clay and silt horizon originating from glacial Lake Agassiz. Finally, an argillaceous Keewatin till of western provenance was deposited. The Rainy River area therefore was successively covered by the Labradorean and Keewatin ice sheets.



Blackburn, C., 1973-1978
Geological Compilation Series
OGS Map 2443, Scale 1:253,440

Geology Units

- Mafic Volcanics
- Felsic to Intermediate Vol
- Sediments
- Chemical Sediments
- Gabbro
- Syenite/Monzonite
- Grandiorite
- Diabase
- Township Boundaries
- Roads
- Faults

Titan Goldworx Resources

REGIONAL GEOLOGY FOR THE RAINY RIVER GREENSTONE BELT

Date:16/7/2009
Author: A.Tims
Office: T.B.
Drawing:RRGB Map
Scale: 1:250 000

Figure 3

0 2.5 5 10
kilometres

7.1.1 Quaternary Geology

The surficial and subsurface Quaternary geology of the Rainy River area has been thoroughly summarized by Bajc (1991 a, b) (Makie et al., 2003). Quaternary material intersected in reverse circulation (RC) drill holes from 1994 to 2007 were comprised of till and lacustrine sediments from glacial Lake Agassiz from both the Labradorean and Keewatin glacial events. Labradorean till rests on bedrock in > 90 percent of the drill holes and was the principal sampling horizon. Its thickness ranges from < 1 to > 20 m and it is sympathetic to bedrock topography as shown in Figure 4. Thin till was encountered on bedrock highs and thicker till, containing interlayers of ice contact, glaciofluvial sand/gravel and embryonic Lake Agassiz clay-silt-sand, was encountered in bedrock depressions. Striae measurements indicate an ice flow azimuth of 210° ± 10°.

7.2 Regional Geology and Structure

The strongest and earliest deformation event produced a well-defined penetrative fabric commonly observed on a regional scale. This foliation is approximately parallel to the trend of the metavolcanic rocks which strike at approximately 300 degrees and dip fifty to seventy degrees to the south. This foliation is deformed locally by the intrusion of the late granitoid stocks. A steep southwest-plunging stretching lineation is present in all lithologies examined in the field. Kinematic indicators suggest south-over-north reverse-sinistral deformation.

Major faults, such as the east-west trending Quetico Fault, have been interpreted by some to extend through the Richardson Township area. However, this major regional fault has not been observed in diamond and reverse circulation drilling programs to date and no other major shear zones have been observed in the area. Examination borehole logs indicate evidence for late, broadly north-south brittle faulting offsetting.

An examination of the literature for the local geology indicates that all gold mineralization in the RRGB is strongly overprinted by shear deformation. Key observations in core and outcrop include:

- auriferous mineralization is aligned along the regional foliation;
- fold axes of auriferous quartz veins and sulphide zones are rotated sub-parallel to the stretching lineation; and
- fold axes and stretching lineation are sub-parallel to the plunge of the gold mineralization.

7.3 Property Geology

The property geology is shown in Figure 5. The map is based on work compiled by Mackie et al. (2003) for Collingwood Capital Corporation. Blackburn **(1976, 1981)** and Johns **(1988)** had previously mapped the area. There is no outcropping on the property and rock types are inferred from reverse circulation holes and adjacent outcrop areas. Based on drill holes covered in this report mafic volcanic rocks underlay most of the property. Felsic volcanics with interbedded sulfide facies iron formation trends across the northeastern part of the claim block. Figure 6 shows the local airborne magnetic data and interpreted structures. Structures have been interpreted by A. Tims from the regional magnetic data. These northwest trending structures crosscut the volcanics and have the same general attitude as the main zone of gold mineralization on the adjoining Rainy River Property.

7.4 Mineralization

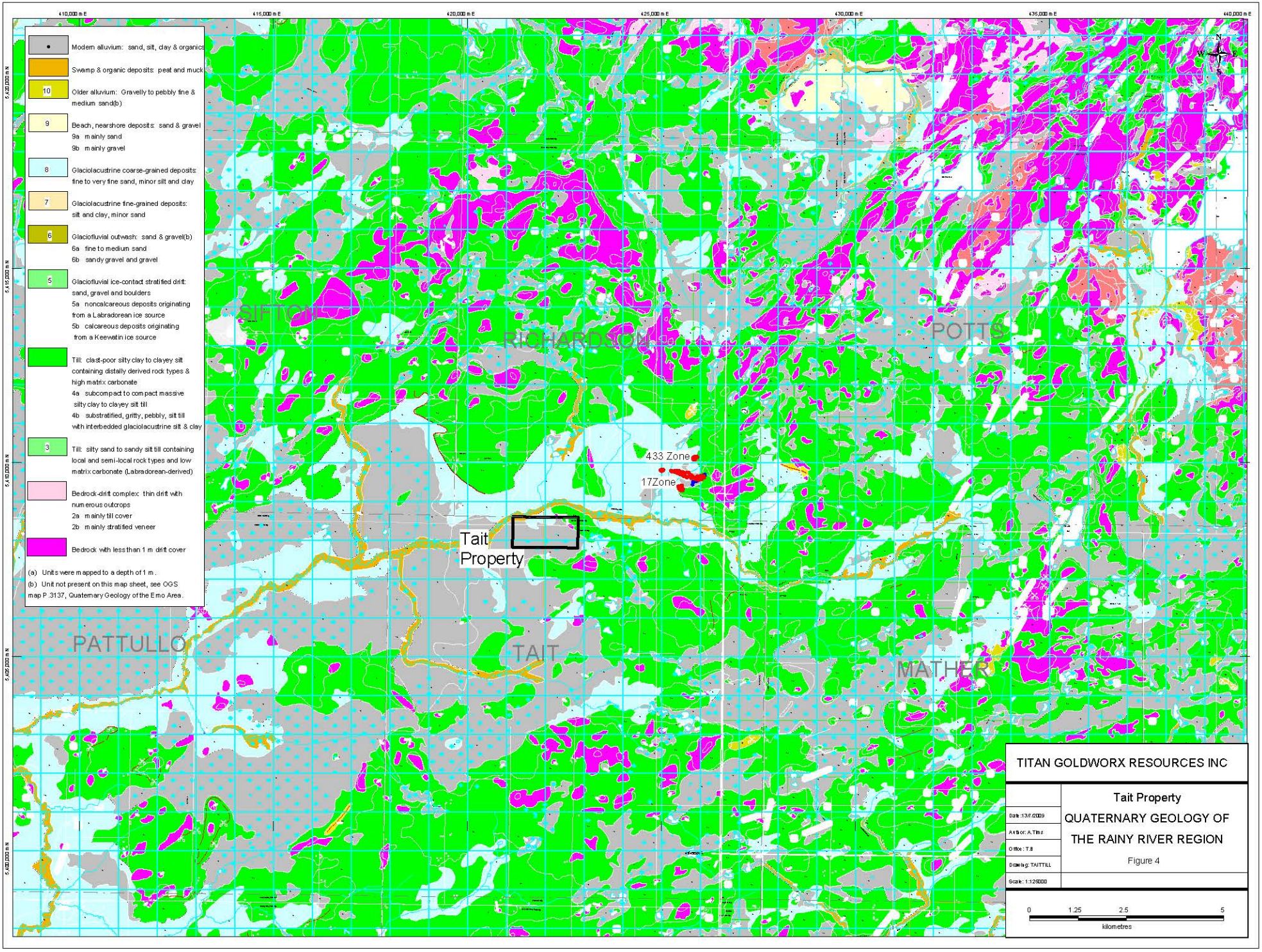
Sulfides occur at several locations on the Tait Property. These locations are based on diamond drill hole data acquired during the Bayfield work program. These occurrences consist primarily of interflow sulfide rich sediments and bedded sulfide facies iron formation in the northeast portion of the property. Minor elevated zinc values were noted in the southwest quarter of the property in drill hole R7A-5. Elevated zinc values occur over a core length of 20 meters. The highest value is 3,789 parts per million (ppm) zinc over 0.7 meters. The mineralization occurs in a structural zone that is interpreted to cut a horizontal loop conductor some 150 meters southwest of the drill hole that may represent a volcanogenic massive sulphide deposit.

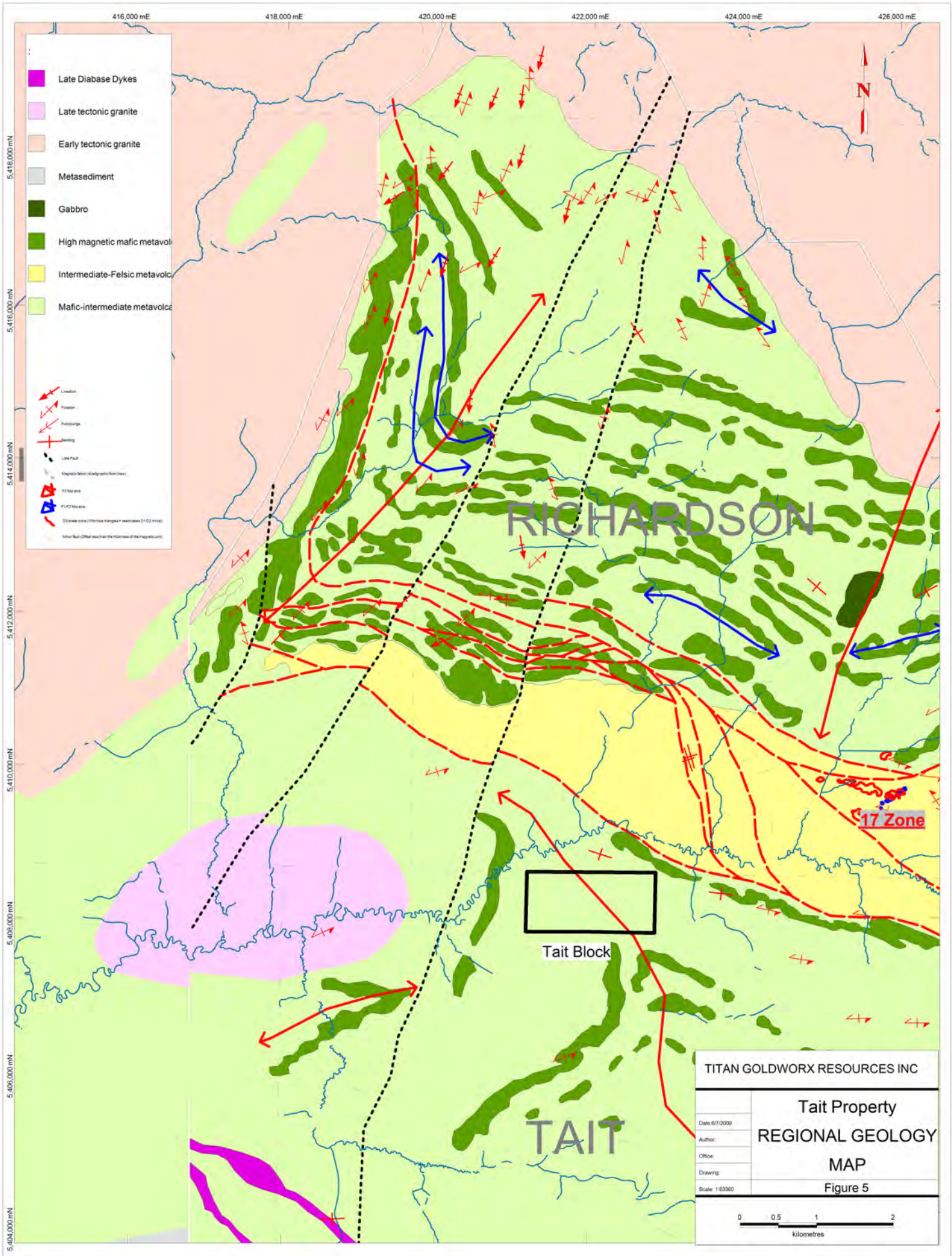
8.0 DEPOSIT TYPES

8.1 General Deposit Types

Early exploration work on the RRGB was based on the premise that the gold mineralization was a shear hosted epigenetic type. As exploration activities progressed, a volcanogenic massive sulphide model was proposed. Recent studies of all available exploration data support a model of sulphide and gold mineralization being of early volcanogenic rather than later epigenetic (shear hosted) origin, belonging to the gold-rich subclass of the volcanogenic massive sulphide spectrum although the sulphides are mainly disseminated rather than massive.

Several mineralized zones have been delineated by exploration on the RRGB to date. Gold mineralization is found in Rainy River Resources' ODM17 and 433 Zones. These low grade disseminated gold deposits are mostly associated with deformed volcaniclastic (permeable) dacites. Zones of higher gold mineralization are often associated with strong silicification and finely layered foliation-parallel sphalerite and pyrite. Visible gold is typically associated with narrow (<2 cm thick) quartz veinlets, narrow pyrite veins or a sphalerite/ pyrite-rich breccia matrix.


410,000 m E
415,000 m E
420,000 m E
425,000 m E
430,000 m E
435,000 m E
440,000 m E
5,420,000 m N
5,415,000 m N
5,410,000 m N
5,405,000 m N
Modern alluvium: sand, silt, clay & organics
Swamp & organic deposits: peat and muck
10 Older alluvium: Gravelly to pebbly fine & medium sand(b)
9 Beach, nearshore deposits: sand & gravel
9a mainly sand
9b mainly gravel
8 Glaciolacustrine coarse-grained deposits: fine to very fine sand, minor silt and clay
7 Glaciolacustrine fine-grained deposits: silt and clay, minor sand
6 Glaciofluvial outwash: sand & gravel(b)
6a fine to medium sand
6b sandy gravel and gravel
5 Glaciofluvial ice-contact stratified drift: sand, gravel and boulders
5a noncalcareous deposits originating from a Labradorean ice source
5b calcareous deposits originating from a Keewatin ice source
Till: clast-poor silty clay to clayey silt containing distally derived rock types & high matrix carbonate
4a subcompact to compact massive silty clay to clayey silt till
4b substratified, gritty, pebbly, silt till with interbedded glaciolacustrine silt & clay
3 Till: silty sand to sandy silt till containing local and semi-local rock types and low matrix carbonate (Labradorean-derived)
Bedrock-drift complex: thin drift with numerous outcrops
2a mainly till cover
2b mainly stratified veneer
Bedrock with less than 1 m drift cover
(a) Units were mapped to a depth of 1 m.
(b) Unit not present on this map sheet, see OGS map P.3137, Quaternary Geology of the Emo Area.
SIFTON
RICHARDSON
POTTS
PATTULLO
TAIT
MATHER
433 Zone
17Zone
Tait Property
N
S
E
W
TITAN GOLDWORX RESOURCES INC
Tait Property
QUATERNARY GEOLOGY OF THE RAINY RIVER REGION
Figure 4
Date: 13/1/2009
Author: A.Tims
Office: T.B
Drawing: TAITTILL
Scale: 1:125000
0 1.25 2.5 5
kilometres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5,406,000 mN
5,404,000 mN
Late Diabase Dykes
Late tectonic granite
Early tectonic granite
Metasediment
Gabbro
High magnetic mafic metavol
Intermediate-Felsic metavolc
Mafic-intermediate metavolca
N
RICHARDSON
17 Zone
Tait Block
TAIT
TITAN GOLDWORX RESOURCES INC
Tait Property
REGIONAL GEOLOGY
MAP
Figure 5
Date: 6/7/2009
Author:
Office:
Drawing:
Scale: 1:63360
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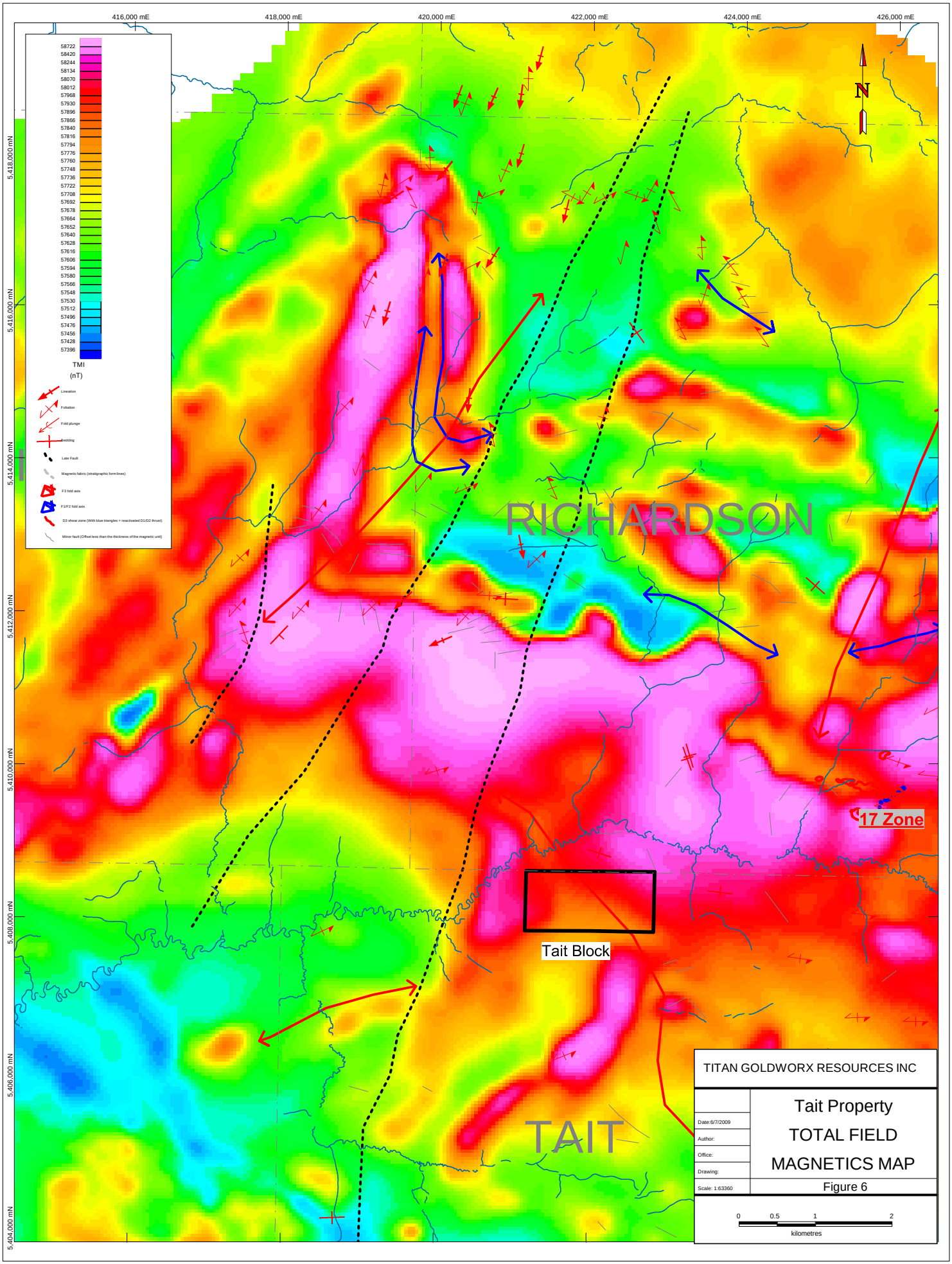
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57606
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57548
57530
57512
57496
57476
57456
57428
57396
TMI
(nT)
Lineation
Foliation
Fold plunge
Bedding
Late Fault
Magnetic fabric (stratigraphic form lines)
F3 fold axis
F1/F2 fold axis
D3 shear zone (With blue triangles = reactivated D1/D2 thrust)
Minor fault (Offset less than the thickness of the magnetic unit)
N
RICHARDSON
17 Zone
Tait Block
TAIT
TITAN GOLDWORX RESOURCES INC
Tait Property
TOTAL FIELD
MAGNETICS MAP
Figure 6
Date: 6/7/2009
Author:
Office:
Drawing:
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Magmatic Ni-Cu-Co-PGE-Au-Ag mineralization is found in Rainy Rivers Resources' 34 Zone which is associated with a tubular, late-stage pyroxenite-gabbro intrusion that crosscuts the ODM/17 Zone. The magmatic sulphides vary from massive to net-textured and disseminated.

8.2 Volcanogenic Massive Sulphides

Recent work by Rainy River Resources 4.5k km to the northeast has identified an envelope of Na-depletion, K-enrichment, and aluminous alteration about their 17 Zone gold deposit. It is associated with widespread and relatively abundant base metal mineralization (particularly Zn). Because of this consistent and widespread chemical signature associated with the gold mineralization, an epithermal or shallow-water VMS depositional environment may have formed in the RRGB.

Franklin *et. al.* (2005) defined volcanogenic massive sulphide deposits as stratabound accumulations of sulphide minerals that precipitated at or near the sea floor. All VMS deposits occur in terrains dominated by volcanic rocks, although individual deposits may be hosted by volcanic or sedimentary rocks that form part of the overall volcanic complex (Franklin, 1996). VMS deposits primarily occur in sub-aqueous, rift related environments (i.e. oceanic, fore-arc, back-arc, continental margins or continental) and hosted by bi-modal mafic-felsic successions.

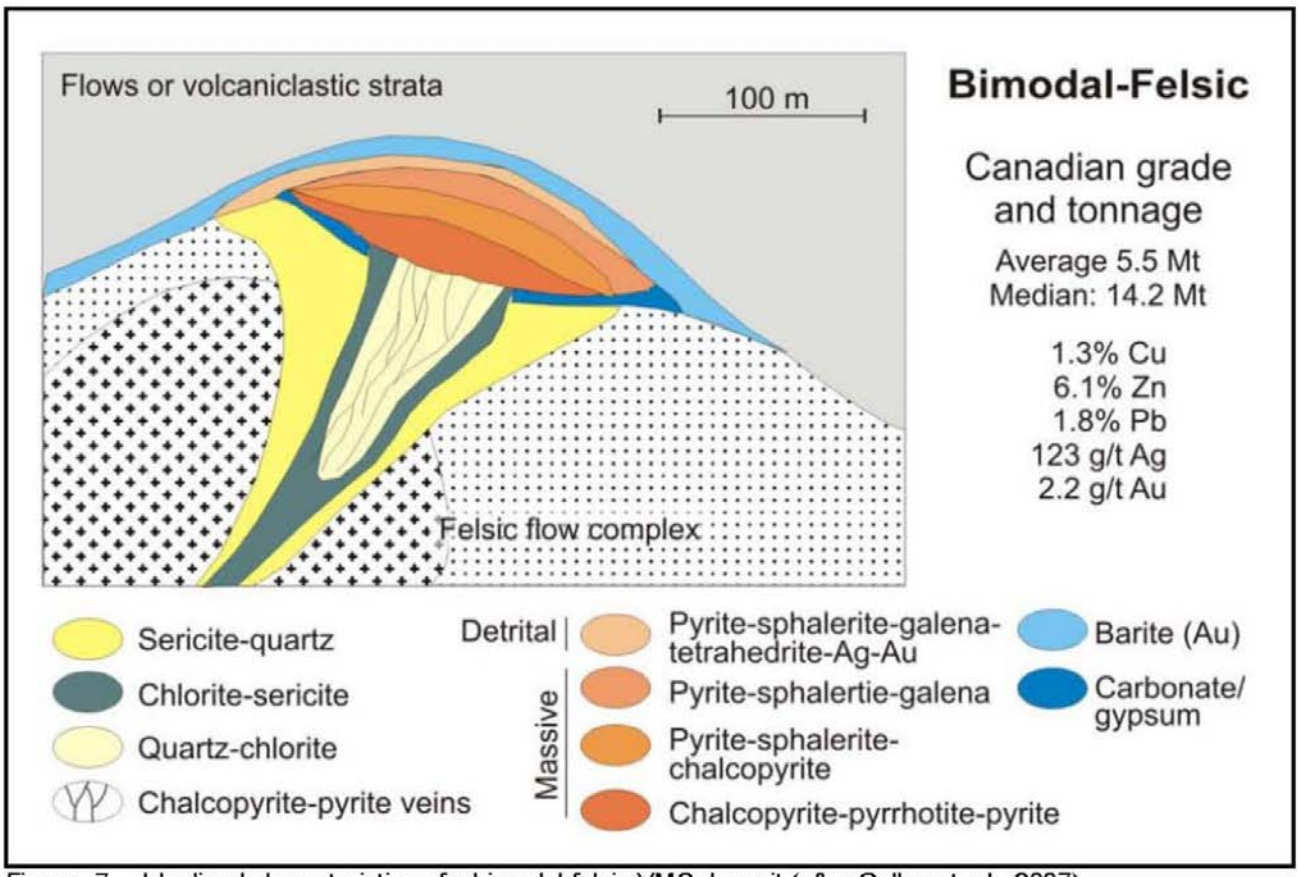


Figure 7 Idealized characteristics of a bimodal-felsic VMS deposit (after Galley et. al., 2007).

A typical VMS deposit (Figure 8)consists of a concordant syn-volcanic lens or body of massive sulphides that stratigraphically overlies a cross cutting, discordant zone of intense alteration and stockwork veining. The discordant alteration and stockwork-veining zone is interpreted to be the channelway or conduit for hydrothermal fluids that precipitated massive sulphides at or near the seafloor. A heat source, such as a sub-volcanic intrusion is required to induce the water-rock reactions that result in metal leaching from the surrounding rocks and create the hydrothermal convection system (Höy, 1991; Franklin et. al., 2005). The massive sulphide body is generally in sharp contact with the overlying sedimentary or volcanic stratigraphy (hanging-wall stratigraphy), while the massive sulphide body may be in sharp or gradational contact with the underlying stringer and alteration zone (foot-wall stratigraphy) (Höy, 1991). Most VMS deposits, including Achaean VMS deposits, are surrounded by alteration zones, which are spatially much larger than the deposits themselves (Galley et. al., 2007). A number of zones of alteration are commonly recognized: the footwall alteration pipe, alteration within the ore zone, a large

semiconformable zone beneath the ore zone and alteration of the hanging wall. Figure 8 is a synthesis of alteration zones associated with Zn-Cu-Pb (minor Au, Ag) deposits that formed in bimodal mafic-felsic volcanic sequences. The core of the alteration pipe can be up to 2 km in diameter and is reflected mineralogically by a strong chloritic core surrounded by sericitic and chloritic alteration. Chemically, the alteration pipe zone in Figure 8 is represented by additions of Si, K, Mg and Fe and depletions in Ca and Na. According to Franklin (1996), alteration zones adjacent to the main alteration pipe are not well defined. He also noted that Na depletions are laterally extensive, but are confined only to a few hundred metres vertically in this type of deposit. Virtually all alteration pipes are characterized by Na depletion and the resulting alkali depletion common to many alteration zones is manifested as abundant aluminosilicate minerals (Franklin 1999; Höy, 1991).

A classification that is gaining popularity in Canada is a fivefold grouping suggested by Barrie and Hannington (1999) to indicate dominant host-rock lithology. Host-rock lithologies include strata up to 3,000m below the deposit and up to 5,000m along strike. The five groups are mafic-dominated, bimodal mafic, bimodal-felsic, siliciclastic-mafic, and bimodal-siliciclastic (Fig. 8). The order of this grouping reflects not only a progressive change from a less effusive to a more volcaniclastic-dominated environment, but also one in which felsic volcanic rocks become generally more prominent. These lithological groupings generally correlate with different tectonic settings. The groups associated with mafic volcanic and volcaniclastic strata are more common in oceanic arcs and spreading centers, whereas the two groups dominated by felsic strata are more common in arc-continent margin and continental arc regimes. Bimodal mafic-dominated VMS-hosting calderas include the Archean Noranda and the Paleoproterozoic Flin Flon mining camps (Gibson and Watkinson, 1990; Syme and Bailes, 1993).

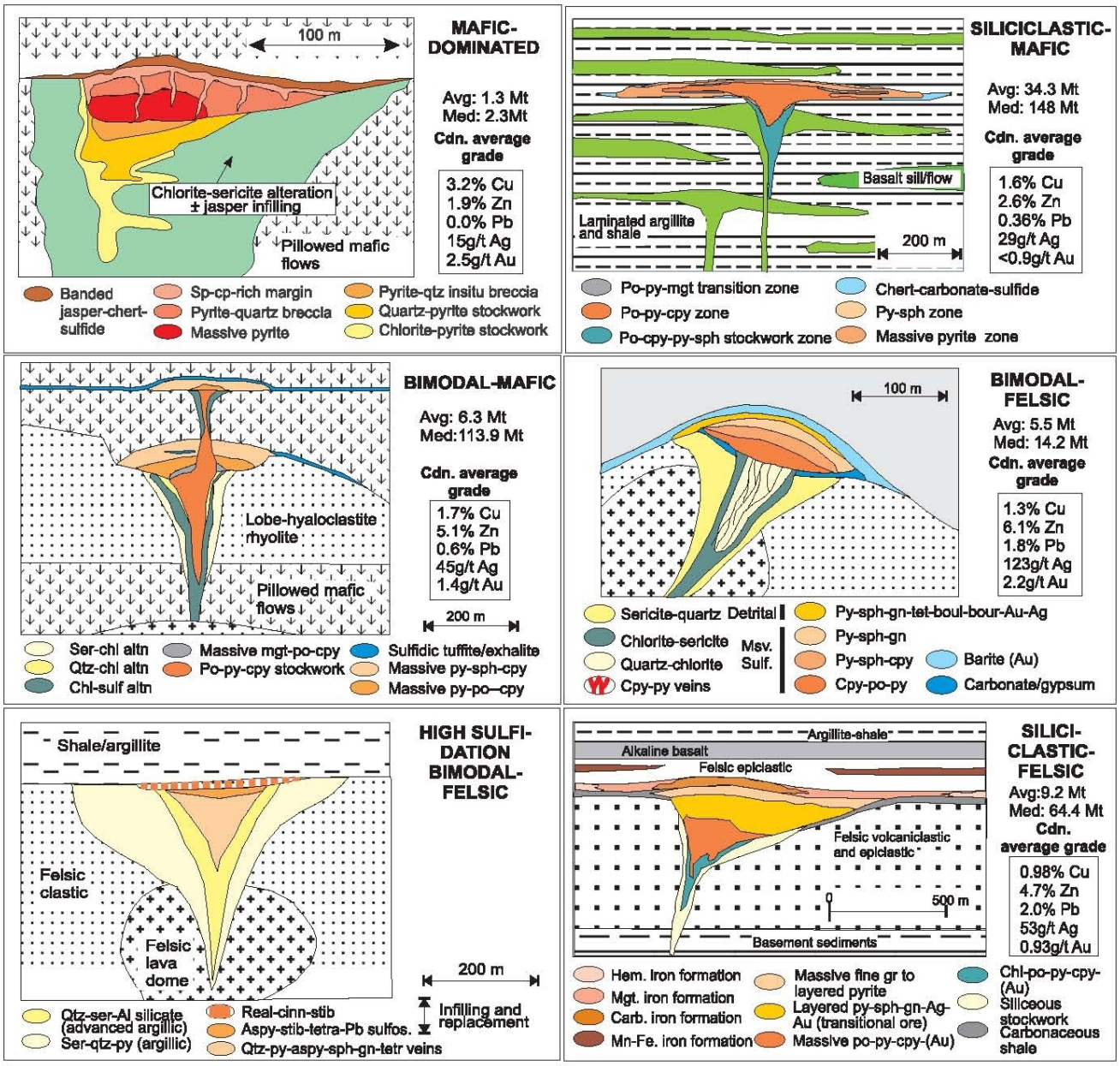


FIG. 8 Graphic representation of the lithological classification for VMS deposits by Barrie and Hannington (1999), with "high sulfidation" type an added subtype to the bimodal-felsic group. Average and median sizes for each type for all Canadian deposits, along with average grade.

Mafic-dominated and bimodal-mafic host rocks are dominated by effusive volcanic successions and accompanying, large-scale hypabyssal intrusions. This high-temperature sub-seafloor environment tends to support high temperature (>350°C) hydrothermal systems, which in turn can form Cu, Cu-Zn and Zn-Cu- (Pb) VMS deposits with variable Au and Ag contents. An extensive, 1-5m thick Fe-rich "exhalites" may mark the most

prospective VMS horizons (Spry et al., 2000; Peter, 2003). These exhalite deposits form from a combination of fine volcaniclastic material, chert and carbonate.

9.0 EXPLORATION

The Company has not previously conducted exploration on the property. Roger MacDonald has reviewed relevant historic assessment reports, visited the property and has reviewed the historic drill core logs.

10.0 DRILLING

10.1 Overburden Drilling

10.1.1 Nuinsco RC Drilling 1997-98

Nuinsco completed 597 widely spaced RC drill holes defining a 15 kilometre long "gold-grains-in-till" dispersal train emanating from a 6 square kilometre "gold-in-bedrock" anomaly averaging seventy-nine parts per million ("ppm") gold. Eleven of these RC holes, totaling 208 meters, were drilled by Nuinsco in 1996 and 1997 on the Tait Property.

Bradley Brothers Limited of Timmins, Ontario supplied the reverse circulation drill and Overburden Drilling Management (ODM) of Nepean, Ontario, supported by Nuinsco's consultants, managed the program. The drill was mounted and enclosed on a Nodwell muskeg tractor for off-road mobility and all-weather operation. Temporary winter roads were cleared and packed to the drill sites with a wide-tracked D-6 bulldozer. A reverse circulation drill string consists of two coaxial pipes and a tricone bit. Air and water are injected between the pipes to the bit and clay to pebble sized sediment particles and cm-sized cuttings of boulders and bedrock are flushed instantly through the center pipe to surface where they are logged and bulk samples weighing 8 to 10 kg are collected.

In its Nepean laboratory, ODM relogged the bedrock chip samples in more detail by binocular microscope, prepared heavy mineral concentrates from the bulk till and related overburden samples using shaking table pre-concentration followed by heavy liquid sink-float separations (specific gravity 3.3), counted and measured any observed gold grains and classified them according to degree of wear (pristine, modified, reshaped), micro-panned the concentrates, mainly those showing more than 5 to 7 gold grains but also many with excessive gold-obscuring pyrite and some with high concentrations of native Cu grains, and calculated rough gold values based on the observed gold grains. Representative subsamples of bedrock and whole till concentrates were analyzed for gold, arsenic, copper, zinc and silver by Activation Laboratories Ltd.; whole rock compositions were also determined for the unweathered bedrock samples. Gold and arsenic were determined by the instrumental neutron activation (INA) method which preserves the concentrate for further study as needed. However, a 3 g subsample was consumed analyzing Cu, Zn, Ag, Ni, Cd, and Mn by the inductively coupled plasma (ICP) wet chemical method which has a better detection limit than INA for these elements.

Note that drill hole co-ordinates for this program were not included in the assessment report other than graphical representation on a map.

10.1.2 Bayfield RC drilling 2007

A total of 5 reverse circulation holes were drilled on the Tait Property. The overburden drilling was carried out by Heath and Sherwood of Kirkland Lake, Ontario and was completed between February 25 and February 28, 2007. Table 3 gives details of the RC drill holes. All collar locations were obtained using a hand held GPS. Location accuracy was estimated to be +/- 8 metres. Till samples were submitted to Overburden Management of Napean, Ontario.

The Labradorian or basal till was sampled at one or two metre intervals as well as one sample of bedrock. Sample collection was started when drilling entered till below lacustrine clays. Depth and general character of each sample was recorded. Only material passing

through 2mm screens was collected. Sample intervals varied between 0.5 metres and 1.5 metres depending on the amount of material being recovered. The analytical technique involves screening the sample and running the 2mm size fraction over a shaker table and recovering the heavy mineral fraction. This sample was then panned by hand. The gold grains were counted, described and measured under a microscope. The gold content of a sample is divided into rounded, modified and pristine grains based on their shape. The shape of the grain is useful in determining how far the grains may have travelled in the till. Pristine grains are likely to be closer to the source than modified grains and modified grain closer to the source than reshaped gold grains. A calculation of the concentration of gold contained in the samples is made and expressed in parts per billion (ppb) gold. This calculation is based on the weight of the observed gold grains relative to the original sample weight.

The effectiveness of gold grain counts is dependent on a number of factors that are all somewhat inter-dependent. These factors include:

- outcropping geometry of mineralization relative to ice advance;
- bedrock topography;
- density and distribution of sampling; and
- bedrock composition and resistance to erosion.

The technique is effective only for sub-outcropping mineralization and cannot detect mineralization that does not have a subsurface expression.

The conclusion of these two drill programs was that the distribution of the total number of gold grains does not indicate a bedrock source on the Tait Property. Gold in the till on this property is likely from a source up ice from the property. The number of pristine gold grains in the area can be used to identify the likely source areas of gold in bedrock. The claim covers part of what may be considered the head of a dispersion train. It is clear however that any bedrock source lies to the north or north-east, off the property.

The drilling, sampling and recovery factors for these programs appear to be performed to industry standards of the day. There were no observed circumstances that would materially impact the reliability or accuracy of the results.

Table 3 - RC Drill Hole Details

Hole No.	UTM E	UTM N	Azimuth/°	Dip/°	Length/m
RR07-37	422672	5408132	0	-90	29.5
RR07-38	422402	5408099	0	-90	33.0
RR07-39	422113	5408189	0	-90	47.8
RR07-40	421915	5408233	0	-90	30.8
RR07-41	421659	5408220	0	-90	29.0
				Total	170.1

10.2 Diamond drilling

A total of six diamond drill holes were completed on the Tait Property between August 31 and September 19, 2007. A total of 1,299.4 metres were drilled by Rodren Drilling Ltd. of Winnipeg, Manitoba. Table 4 shows the diamond drill hole summary.

All collar locations were obtained using a hand held GPS. Holes were surveyed using a down-hole "Reflex Sure-Shot" tool. Measurements were taken at intervals between 100 and 150 metres.

The entire drill core produced by Bayfield was logged by their geological consultant, David J. Busch B.A., B.Sc., P.Geo. Core recovery was generally very good, usually in excess of 90%. Representative rock samples were taken from each 4.3 metre box of core and analyzed. Alteration and mineralization were diamond sawn and analyzed with sample intervals of between 0.3 and 1.5 metres. The sample interval was generally selected along significant changes in mineralization, rock type, and the presence or absence of veining or sulphides. Half of the sample was bagged, tagged, and the sample bag was sealed with

twist tags. The remaining core was placed back in the core box in the same order. True widths of sampled zones are estimated to be 80% of the width of the material sampled.

The drilling and recovery factors for the diamond drilling program appear to be performed to industry standards of the day. There were however, sampling methods that do not conform to industry accepted practice. As described in the August to September, 2007 drilling report (D. Busch, 2008), representative rock samples were taken from each 4.3 metre box of core and analyzed. These results were tabulated to represent the entire interval, yet the samples taken represented only a small selective portion of the tabulated interval. Assay values for these intervals should not be considered accurate or representative of the interval. Though these results are unreliable, they are situated in zones barren of alteration and mineralization. Core that displayed alteration and/or mineralization appears to have been systematically sampled and processed using acceptable industry methods. Specifically, the interval of interest in hole R7A-5, a 20 metre wide interval (228.0m to 248.1m) of elevated zinc values (including 0.7m of 3789 ppm Zn and 0.6m of 361ppm Zn) which cuts an horizontal loop conductor 150 meters to the south, appears to be sampled and processed using accepted industry practices throughout the individual mineralized intervals. Therefore it is the opinion of the author that there are no observed circumstances that would materially impact the reliability or accuracy of the results within those mineralized intervals.

Table 4 - Diamond Drill Hole Details

Hole No.	UTM E	UTM N	Azimuth/°	Dip/°	Length/m
R7A-1	422803	5408467	0	-50	185.1
R7A-2	422706	5408355	0	-50	194.2
R7A-3	422504	5408411	0	-50	200.3
R7A-4	422103	5408412	300	-50	191.3
R7A-5	421602	5408347	230	-50	282.5
R7A-6	421602	5408347	180	-50	246.0
				Total	1299.4

11.0 SAMPLE PREPARATION, ANALYSIS AND SECURITY

All drill core was logged and sampled at a temporary facility on Lot 3 Concession 2 in Richardson township. All sample handling was performed by employees of the project geologist and in the presence of the project geologist, D. Busch. No employee, director or associate of Bayfield was present or involved in any way in the sample selection, preparation, handling, shipping or analysis of the samples. Samples were shipped via bonded carrier to TSL Laboratories, an independent lab located at 2 - 302 48th Street, Saskatoon, Saskatchewan, Canada, S7K 6A4. The lab is ISO/IEC 17025 accredited and participates in Proficiency Testing program sponsored by the Canadian Certified Reference Materials Project. All samples remained in the secure custody of the consultant until delivered to the carrier. TSL Laboratories was instructed to advise the author if it appeared that any tampering with the samples occurred prior to their arrival at the lab. TSL Laboratories was instructed to perform Atomic Adsorption analysis for gold on all samples and Total Metallic analysis on any samples returning over 1,000ppb Au. All samples, including standards were analyzed for 37 elements using ICP MS (mass spectrometer). Overburden samples were removed daily from the drill rig and stored in a locked facility at the Emo Inn until shipped by bonded carrier to Overburden Drilling Management Ltd located at 15 Capella Court, Nepean, Ontario, Canada, K2E7X1. ODM laboratories was instructed and did submit results electronically to the consultant and Mr. D**.** Huston of Bayfield simultaneously.

With the exception of the sampling and reporting of barren intersections of drill core described in section **10.0 Drilling**, the assessment reports reviewed indicate that the companies used techniques consistent with present day exploration practices and the author does not question either the sampling method, approach or sample security. The assay reporting does not indicate any contamination of the samples at the lab and it is assumed that the labs used standard quality control programs. Bayfield utilized sample preparation, analysis and security of samples consistent with standard exploration practices prior to the implementation of NI 43-101.

12.0 DATA VERIFICATION AND SITE VISIT

12.1 Drill Collar Locations

The author visited the property from September 7 to September 9, 2011 and was able to locate all ddh collars and selected pad locations for RC holes drilled during the 2007 field season; R7A-1 through R7A-6 and RR07-37 through RR07-41, respectively. Location coordinates were taken using a Garmin E-Trex Legend HCx GPS and were compared with co-ordinates from drill logs presented in the "Block A Exploration Report" dated July 20, 2008 (D.J. Busch, 2008). With the exception of RR07-37 and RR07-41, the remaining RC holes were not GPS'd due to abundant cat tail swamp that now occupies the drill pads and trails. However, RC holes 37 and 41 were located in cut outs at each end of the drill trails, so collar locations are estimated to be within 2 to 3 metres. The diamond drill setups were easy to recognize by the orientation of the cut timbers used for the drilling and the remnant pieces of core and rock mud. All drill casings have been either removed or cut off below the surface. Because the diamond drill collars could be located physically on the ground, only the ddh co-ordinates were considered when evaluating accuracy of the location data.

The location data taken during the site visit correlated poorly with the historical location data. Errors ranged from 7 metres to 46 metres. Only hole R7A-2 was within the 2 to 3 metre range typically expected from a hand held GPS unit. If drill hole data is to be used in the future, a suitably accurate location survey is recommended. Co-ordinates taken during the site visit are tabulated below.

Table 5 - Site Visit Location Data

Location ID	UTM E	UTM N	Elev/m
Collar R7A-01	422792	5408482	352
Pad R7A-02	422707	5408358	348
Collar R7A-03	422497	5408414	351
Collar R7A-04	422107	5408387	352
Collars R7A-05/6	421612	5408392	347

Post 4200491-1	422832	5408584	349
Post 4200491-2	422839	5407793	360
Pad RR07-37	422662	5408128	352
Pad RR07-41	421646	5408219	351

12.2 Assay Verification

The author did not apply any assay verification procedures for the purpose of this report. QA/QC procedures described in the 2007 drill report (D.J. Busch, 2008) and the Silver Mountain Technical Report (A. Tims, 2009) were reviewed and are deemed sufficient for the current level of exploration. In addition to the internal checks performed at TSL Laboratories, standards were introduced into the drill core sample stream during that drilling program. Results are tabulated below.

Table 6 - Analysis of Standards submitted with Core Samples

Sample No.	Standard ID	TSL Au value/ppb	Cert Au value/ppb
R7-390	52P	170	183
R7-420	4Pb	35	49
R7-1753	52Pb	370	307
R7-450	52P	170	183
R-480	4Pb	40	49
R-510	51P	410	430
R-540	52P	170	183
R-570	4Pb	55	49
R-590	51P	400	430
R-620	51P	390	430
R-650	4Pb	45	49
R-690	51P	430	430
R-720	4Pb	170	49
R-750	51P	410	430

A. Tims P.Geo, author of the Silver Mountain Technical Report (2009) collected two core samples from drill hole R7A-5 completed by Bayfield in order to verify some of the data. A traverse of the property was completed visiting both the overburden and diamond

drill sites. Table 7 summarizes the samples taken by A. Tims during the property visit in July, 2009.

Table 7 - Verification Assay Samples

Accurassay #	Client Tag	Zn(ppm)	Sample Description
122605	476383	856	Strongly foliated Mafic Volcanics, resample of R688 from 246.1 to 246.8 m
122606	476384	332	Sample of uncut strongly foliated Mafic Volcanics hosting ½-1% sphalerite from 252.1 to 253.6 m.
122607	476384	329	Laboratory Duplicate

The above samples were bagged and tagged on the property and then delivered personally by the author to Accurassay Laboratories in Thunder Bay, Ontario. All of the samples were subject to fire assay with AA finish. Assay data contained in this report appears to be accurate and reproducible. Therefore, the author believes there were no observed circumstances that would materially impact the reliability or accuracy of the results within the mineralized intervals.

13.0 MINERAL PROCESSING AND METALLURGICAL TESTING

No mineral processing or Metallurgical testing has been undertaken on the Tait Property.

14.0 MINERAL RESOURCE AND MINERAL RESERVES ESTIMATES

No mineral resource or reserve estimate has been made for the Tait Property.

ITEMS 15 THROUGH 22 DO NOT APPLY TO THIS REPORT.

23.0 ADJACENT PROPERTIES

The adjacent Rainy River Property completed a NI43-101 compliant resource estimate on February 24, 2011 published in the report titled "Mineral Resource Evaluation, Rainy River Gold Project, Western Ontario" by SRK Consulting (Canada) Inc. dated April 8, 2011. Based on a gold price of US$1,025.00 per ounce and a cut-off grade of 0.35 grams of gold per tonne ("g/t gold") for open pit mining and 2.5 g/t for underground mining and gold recoveries of 88 percent and 90 percent for open pit and underground resources, without considering revenues from other metals, the Rainy River Property contains the following resources:

1. **Measured and Indicated resources of 3.418 M oz of gold and 6.615 M oz of silver at grades of 1.13 g/t Au and 2.19g/t Ag respectively and;**

2. **An inferred resource of 3.175 M oz of gold and 8.104 M oz of silver at grades of 0.91 g/t Au and 2.32g/t Ag respectively.**

A mafic-ultramafic intrusion intrudes the 17 Zone and it is the host of the 34 Zone. This layered intrusion includes gabbro, pyroxene-phyric gabbro, pyroxenite and dunite with massive and disseminated (net textured) Ni-Cu-PGE-Au-Ag-Co bearing sulphide at the base of the unit.

The author cautions that these results are not necessarily indicative of mineralization on the Tait Property, nor has the author personally verified the pulished data.

24.0 OTHER RELEVANT DATA AND INFORMATION

All relevant data and information obtained from previous exploration work programs is included in this report.

25.0 INTERPRETATION AND CONCLUSIONS

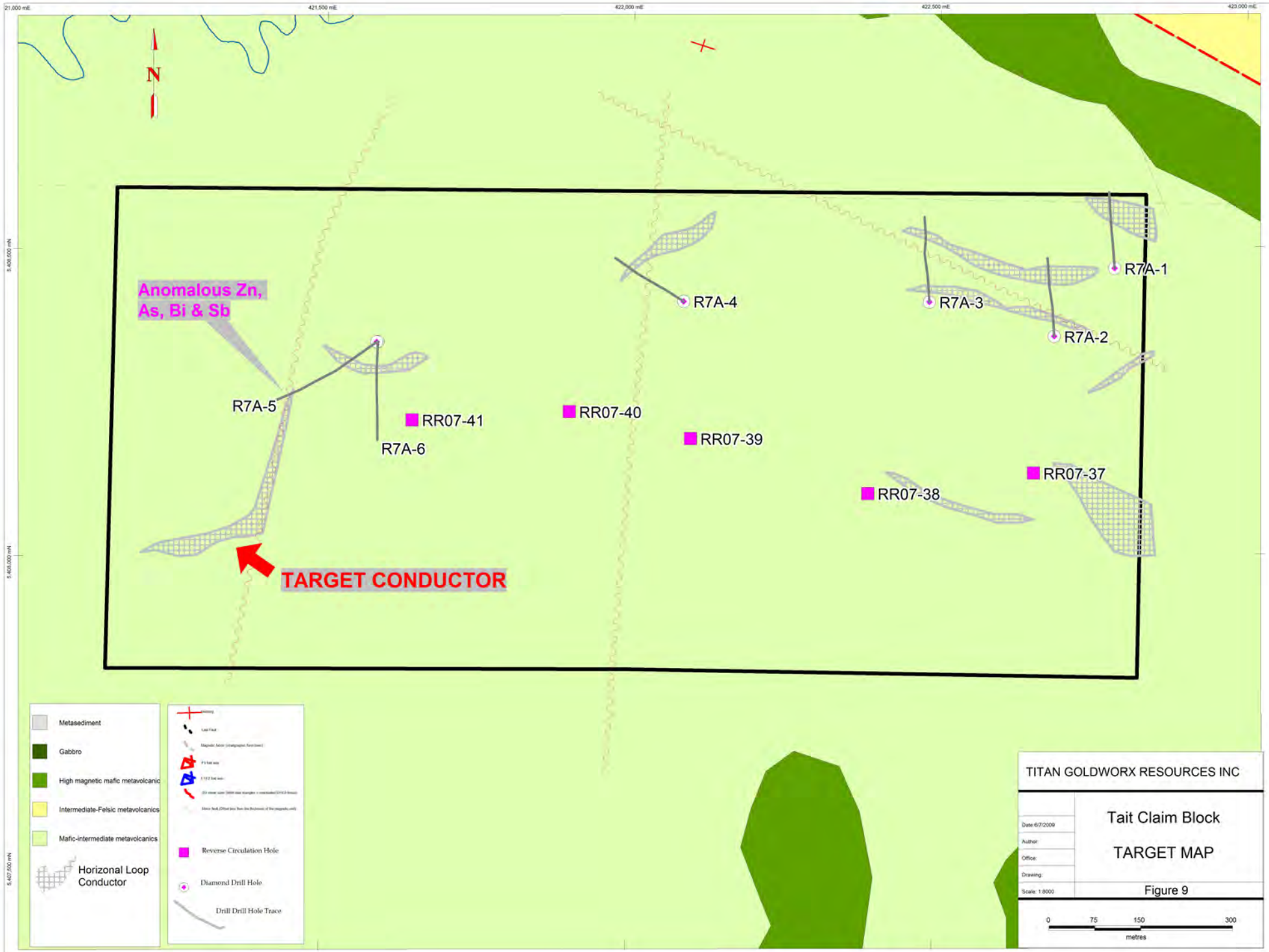
The Tait Property resides within the mafic volcanic dominated portion of the RRGB. Previous work programs have intersected sulphide rich exhalite horizons in the northeastern portion of the property. These horizons may be the distal expressions of an hydrothermal system venting onto the sea floor. Such a system was active 4.5 km to the northeast on the Rainy River Property. A 20 metre wide interval (228.0m to 248.1m) of elevated zinc values (including 0.7m of 3789 ppm Zn and 0.6m of 361ppm Zn)was encountered in a structure (hole R7A-5) which cuts a horizontal loop conductor 150 meters to the south. The remobilized sulphides may be leakage off of a volcanogenic sulphide lens.

In summary, the author has reviewed and compiled all available technical data on the Tait Property and believes a two-phased work program of $272,800 would be required to evaluate the property's potential to host a volcanogenic massive sulphide (VMS) deposit.

When discussing any significant risks and uncertainties that could reasonably be expected to affect the reliability or confidence in the exploration information, mineral resource or mineral reserve estimates, or projected economic outcomes, several factors deserve consideration. Having reviewed the sampling protocols, QC/QA, security procedures and other data in the Tait Property exploration history, the author has reasonable reliance on and confidence with the data contained in this NI43-101 Technical Report.

Standard risks such as currency, interest and markets, etc, ultimately act to influence the commodity prices of the metals contained in the property. Notwithstanding those economic factors are outside the scope of this report, the author suffice to say that, as of the effective date of this report, the economic environment would favour the diligent continuation of exploration activities.

Other risks such as political, aboriginal, environmental and logistical have been and should continue to be addressed throughout the exploration process. In consideration of current market conditions, location and political environment, any reasonably foreseeable impacts, risks or uncertainties to the project's potential economic viability or continued viability are minimal and should be easily mitigated though sound planning and consultation.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Anomalous Zn, As, Bi & Sb
R7A-1
R7A-2
R7A-3
R7A-4
R7A-5
R7A-6
RR07-37
RR07-38
RR07-39
RR07-40
RR07-41
TARGET CONDUCTOR
Metasediment
Gabbro
High magnetic mafic metavolcanic
Intermediate-Felsic metavolcanics
Mafic-intermediate metavolcanics
Horizonal Loop Conductor
Reverse Circulation Hole
Diamond Drill Hole
Drill Drill Hole Trace
TITAN GOLDWORX RESOURCES INC
Tait Claim Block
TARGET MAP
Date: 6/7/2009
Author:
Office:
Drawing:
Scale: 1:8000
Figure 9
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150
300
metres

26.0 RECOMMENDATIONS

To test the potential for a VMS deposit conductors that have not been drill tested, the Tait Property should be surveyed with a higher resolution electromagnetic system and any targets produced should be tested by diamond drilling. A proposed work program has been subdivided into two phases. Phase I would consist of grid rehabilitation and 8 km of InfiniTEM EM survey. Phase II would amount to 1,000 m testing contingent upon any targets generated by the EM survey.

Cost estimates, as detailed in the following Table 4, are $35,750 for Phase I, and $237,050 for Phase II.

Table 8 - Proposed Work Budget

PHASE 1			
Grid rehab		8,000.	
Eight kilometres of InfiniTEM survey		22,000.	
Target development and Compilation		2,500.	
	Sub Total	32,500.	
	Contingency (10.0 %)	3,250.	
Total			$35,750.
PHASE 11			
Drill Contractor – 1 000 m coring		175,000.	
Labour		19,500.	
Supplies		8,000.	
Accommodations		4,500.	
Rent		2,500.	

Assays		6,000.	
	Sub Total	215,500.	
	Contingency (10.0 %)	21,550.	
	Total		$237,050.
	Grand Total		$272,800.

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28.0 CERTIFICATE

I, Roger C. MacDonald P.Geo, do hereby certify that,

1.) I currently reside at 8191 River Road, Richmond, BC, Canada, V6X 1X8 and I am self employed as a consulting geologist.
2.) This certificate applies to the NI 43-101 Technical Report on the Tait Property dated September 9, 2011.
3.) I graduated with a Bachelors Degree of Science (Department of Geology) from the University of British Columbia in 1988. I have worked twenty years as a geologist, throughout the BC/Yukon Cordillera, NWT/Nunavut, the Guiana Shield, SA and the Canadian Shield in Ontario since my graduation. I am a member in good standing with the Association of Professional Engineers and Geoscientists of BC and the Association of Professional Geoscientists of Ontario. By reason of my education, experience and affiliation with professional associations, I fulfill the requirements to be a "qualified person" for the purposes of NI 43-101
4.) I most recently inspected the property described in the technical report from September 7 to September 9, 2011.
5.) I am responsible for and have reviewed and approved the material presented in this report.
6.) I am an "Independent Qualified Person" as defined in section 1.5 of NI 43-101
7.) I have no prior involvement with the Tait Property.
8.) I have read NI 43-101, 43-101CP and 43-101F1 and the technical report has been prepared in compliance with this instrument.
9.) As of the effective date of this report, to the best of my knowledge, information and belief, the NI 43-101 Technical Report contains all scientific and technical information that is required to be disclosed to make the technical report not misleading.

Sealed and Signed at Vancouver, British Columbia, on December 16, 2011

Roger C. MacDonald, P.Geo.

APPENDIX 1 PHOTOGRAPHIC PLATES

Post 4200491-2

Post 4200491-1

Road to RR07-37

Collar R7A-01

Pad R7A-02

Bayfield 2007 grid line

Collar R7A-03

Collar R7A-04

Collars R7A-05 and R7A-06

Tait core at Bayfield core facility

Tait core at Bayfield core facility

Close up of sphalerite mineralization in hole R7A-05