

**SECOND AMENDING AGREEMENT**

THIS SECOND AMENDING AGREEMENT is made as of the 25<sup>th</sup> day of April, 2012.

**AMONG:**

**WEST POINT RESOURCES INC.**, a British Columbia corporation having offices at 7934 Government Road, Burnaby, British Columbia, V5A 2E2

("West Point")

OF THE FIRST PART

**AND:**

**ROCKHAVEN RESOURCES LTD.**, a British Columbia corporation having offices at 1016 – 510 West Hastings Street, Vancouver, British Columbia, V6B 1L8

("Rockhaven")

OF THE SECOND PART

**AND:**

**ARCHER, CATHRO & ASSOCIATES (1981) LIMITED**, a British Columbia corporation having offices at 1016 – 510 West Hastings Street, Vancouver, British Columbia, V6B 1L8

("Archer Cathro")

OF THE THIRD PART

**WHEREAS:**

- A. By agreement dated November 9, 2011 and amended January 16, 2012 (the "Agreement"), Rockhaven granted West Point an option to acquire a 100% interest in the Ruby Range property (the "Property"), as more particularly defined in the Agreement; and
- B. The parties have agreed to amend the Agreement as set out below.

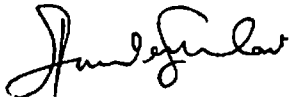
In consideration of the premises and of the mutual promises, covenants, conditions, representations and warranties herein set out, the parties agree as follows:

1. Unless defined in this Second Amending Agreement, each capitalized term shall have the meaning ascribed to such term in the Agreement, as amended.
2. The date August 31, 2012 as contained in Subsections 2.3(a) and 10.3(a) be and is hereby deleted and replaced with the date December 31, 2012.

3. Subsections 3.1(b)(i) and (ii) be and are hereby deleted in their entirety and replaced with the following:
- “(i) \$100,000 on or before December 31, 2012;
  - “(ii) an additional \$350,000 on or before December 31, 2013;”
4. Subsection 3.1(c) be and is hereby deleted in its entirety and replaced with the following:
- “(c) issuing an aggregate 4,000,000 shares in the capital of West Point to Rockhaven as follows:
- (i) 1,500,000 common shares within 10 Business Days of Exchange Acceptance;
  - (ii) an additional 1,000,000 common shares on or before January 31, 2013;
  - (iii) an additional 750,000 common shares on or before December 31, 2013; and
  - (iv) an additional 750,000 common shares on or before December 31, 2014.”
5. Except for the amendments as provided for in this Second Amending Agreement, which are hereby deemed to be merged with the Agreement as amended, the terms and conditions of the Agreement, as amended shall remain in full force and effect.
6. This Second Amending Agreement may be signed by the parties in counterparts and each of which when delivered will be deemed to be an original and all of which together will constitute one instrument.

IN WITNESS WHEREOF the parties hereto have executed this Second Amending Agreement as of the day and year first above written.

**WEST POINT RESOURCES INC.**



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Rav Mlait, Director

**ROCKHAVEN RESOURCES LTD.**



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Matthew Turner, Director

**ARCHER, CATHRO & ASSOCIATES (1981) LIMITED**



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W. Douglas Eaton, President

Second Amending Agreement