

## Financial Statements

(Expressed in Canadian Dollars)

# **CRESVAL CAPITAL CORP.**

(an exploration stage company)

Nine months ended September 30, 2009 and 2008

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NOTICE TO READERS: Under National Instrument 51-102, Part 4.3 (3)(a), if an auditor has not performed a review of the financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim financial statements of the Company have been prepared by and are the responsibility of the Company's management and approved by the Board of Directors of the Company and have not been reviewed by the Company's independent auditor.

**CRESVAL CAPITAL CORP.**  
(an exploration stage company)

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**BALANCE SHEETS**  
(Unaudited)

**ASSETS**

	Unaudited Sept. 30, 2009	Audited December 31, 2008
<b>CURRENT</b>		
Cash and cash equivalents	\$ 88,217	\$ 264,488
Interest receivable	1,973	1,973
Input tax credits recoverable	24,011	17,763
Mining tax credits receivable	35,800	35,800
	<u>150,001</u>	<u>320,024</u>
<b>RESOURCE PROPERTIES INTERESTS (Note 6)</b>	420,019	368,424
<b>WEBSITE DEVELOPMENT COSTS (Note 7)</b>	3,993	5,045
<b>EQUIPMENT (Note 8)</b>	5,273	6,150
	<u><b>\$ 579,286</b></u>	<u><b>\$ 699,643</b></u>

**LIABILITIES**

<b>CURRENT</b>		
Accounts payable and accrued liabilities	\$ 8,720	\$ 62,700
Due to related parties (Note 5)	5,047	8,229
	<u>13,767</u>	<u>70,929</u>

**SHAREHOLDERS' EQUITY**

<b>SHARE CAPITAL (Note 9)</b>	941,066	934,816
<b>CONTRIBUTED SURPLUS</b>	40,267	40,267
<b>DEFICIT</b>	(415,814)	(346,369)
	<u>565,519</u>	<u>628,714</u>
	<u><b>\$ 579,286</b></u>	<u><b>\$ 699,643</b></u>

Approved on behalf of the Board:

s/ "Louis Wolfin"

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Louis Wolfin Director

s/ "Lee Ann Wolfin"

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Lee Ann Wolfin Director

**CRESVAL CAPITAL CORP.**  
(an exploration stage company)

**STATEMENTS OF OPERATIONS AND DEFICIT**  
(Unaudited)

	3 months ended Sept. 30		9 months ended Sept. 30	
	2009	2008	2009	2008
<b>Operating Expenses</b>				
Amortization	\$ 601	822	\$ 1,929	\$ 2,560
Consulting and management fees	13,500	17,000	40,500	44,500
Share transfer, listing and filing fees	3,184	1,404	12,933	14,879
Office supplies and services	3,313	601	10,440	3,677
Professional fees	-	1,000	2,408	1,000
Stock-based compensation	-	24,161	-	24,161
Bank charges and interest	23	82	147	448
Shareholder communications	180	383	1,192	1,399
Travel and entertainment	-	-	2,334	-
<b>Operating Loss</b>	<b>(20,801)</b>	<b>(45,453)</b>	<b>(71,883)</b>	<b>(92,624)</b>
<b>Other Interest and Expenses</b>				
Interest income	592	7,002	2,438	9,268
<b>Loss for the period</b>	<b>(20,209)</b>	<b>(38,451)</b>	<b>(69,445)</b>	<b>(83,356)</b>
<b>Deficit, beginning of period</b>	<b>(395,605)</b>	<b>(283,429)</b>	<b>(346,369)</b>	<b>(238,524)</b>
<b>Deficit, end of period</b>	<b>\$ (415,814)</b>	<b>\$ (321,880)</b>	<b>\$ (415,814)</b>	<b>\$ (321,880)</b>
Loss per share – basic and diluted	\$ (0.00)	\$ (0.01)	\$ (0.01)	\$ (0.01)
Weighted average number of shares (basic and diluted)	10,402,080	10,350,000	10,402,080	10,350,000

See accompany notes to financial statements.

**STATEMENTS OF DEFERRED EXPLORATION EXPENDITURES**  
(Unaudited)

Expenditures deferred on resource properties for the three and nine months ended September 30, 2009 and 2008:

	3 months ended Sept. 30		9 months ended Sept. 30	
	2009	2008	2009	2008
<b>Copper Mineral Claims, British Columbia, Canada</b>				
Assays and sampling	\$ 2,280	\$ -	\$ 2,280	\$ -
Geological consulting	12,436	131	12,538	9,099
Camp and field supply	1,558	-	1,558	-
Assessment, taxes and license	-	8,511	1,705	8,511
Reports, drafting and maps	-	200	5,626	200
Surveys	-	-	-	-
Miscellaneous	-	-	1,791	-
Travel and accommodations	17,351	3,509	17,476	3,509
Mining tax credits	-	-	-	-
	\$ 33,625	\$ 12,351	\$ 42,974	\$ 21,319
<b>New Raven Claims, British Columbia, Canada</b>				
Acquisition costs	\$ -	\$ -	\$ 6,250	\$ 50,000
Assays and sampling	-	2,773	-	2,773
Geological consulting	-	13,804	-	21,657
Assessment, taxes and license	-	275	-	5,455
Reports, drafting and maps	-	1,071	2,095	4,496
Miscellaneous	-	-	276	-
Travel and accommodations	-	6,824	-	6,825
Mining tax credits	-	-	-	-
	\$ -	\$ 24,747	\$ 8,621	\$ 91,206
	<b>\$ 33,625</b>	<b>\$ 37,098</b>	<b>\$ 51,595</b>	<b>\$ 112,525</b>

**STATEMENTS OF CASH FLOWS**  
(Unaudited)

	3 months ended Sept. 30		9 months ended Sept. 30	
	2009	2008	2009	2008
<b>CASH PROVIDED BY (USED IN):</b>				
<b>OPERATING ACTIVITIES</b>				
Net loss for the period	\$ (20,209)	\$ (38,451)	\$ (69,445)	\$ (83,356)
<i>Items not affecting cash:</i>				
Amortization	601	822	1,929	2,560
Stock-based compensation	-	24,161	-	24,161
Cash provided by (used in) changes in non-cash working capital items:				
Taxes recoverable	(2,646)	(1,589)	(6,248)	(3,967)
Accounts payable and accrued liabilities	(3,565)	6,967	(53,980)	1,597
Due to related parties	3,500	-	(3,182)	(2,958)
	<b>(22,319)</b>	<b>(8,090)</b>	<b>(130,926)</b>	<b>(61,963)</b>
<b>INVESTING ACTIVITIES</b>				
Exploration expenditures on mineral property	(33,625)	(37,098)	(51,595)	(112,525)
	<b>(33,625)</b>	<b>(37,098)</b>	<b>(51,595)</b>	<b>(112,525)</b>
<b>FINANCING ACTIVITIES</b>				
Common shares issued for mineral property acquisition	-	(37,098)	6,250	(112,525)
	-	<b>(37,098)</b>	<b>6,250</b>	<b>(112,525)</b>
<b>DECREASE IN CASH AND CASH EQUIVALENTS</b>	<b>\$ (55,944)</b>	<b>\$ (45,188)</b>	<b>\$ (176,271)</b>	<b>\$ (174,488)</b>
<b>CASH AND CASH EQUIVALENTS, beginning of period</b>	<b>144,161</b>	<b>331,660</b>	<b>264,488</b>	<b>460,900</b>
<b>CASH AND CASH EQUIVALENTS, end of period</b>	<b>\$ 88,217</b>	<b>\$ 286,412</b>	<b>\$ 88,217</b>	<b>\$286,412</b>

See accompany notes to financial statements.

**Notes to Financial Statements**  
**For the nine months ended September 30, 2009**

**NOTE 1 – NATURE AND CONTINUANCE OF OPERATIONS**

Cresval Capital Corp. (the “Company”) was incorporated under the laws of the Province of British Columbia on July 23, 2001. The Company is an exploration stage company engaged in the exploration for and development of base and precious metals. It holds an interest in an exploration property in British Columbia, Canada, and has not yet determined whether the property contains ore reserves which are economically recoverable.

The underlying carrying value of the mineral properties interests and related deferred exploration and development expenditures is dependent upon the existence of economically recoverable reserves, confirmation of the Company’s interest in the mineral claims, the ability of the Company to obtain necessary financing to complete the exploration and development, and future profitable production or proceeds from the sale of all or an interest in its mineral claims.

**NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES**

These financial statements have been prepared in accordance with Canadian generally accepted accounting principles and reflect the following significant accounting policies:

(a) Use of Estimates

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions which affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the amount of revenues and expenses reported for the period. These estimates are reviewed periodically, and, as adjustments become necessary, they are reported in operations in the period in which they become known.

(b) Cash Equivalents

The Company considers all highly liquid instruments which are readily convertible into cash with maturities of three months or less when purchased to be cash equivalents. As at September 30, 2009 and 2008, the Company had cash of \$88,217 and \$286,412, respectively, and no cash equivalents.

(c) Resource Property Interests

The Company is in the exploration stage and defers all expenditures related to its resource properties until such time as the properties are put into commercial production, sold or abandoned. Under this method, the amounts shown as resource properties represent costs incurred to date less amounts amortized and/or written off, and do not necessarily represent present or future values.

If a property is put into commercial production, the deferred expenditures relating to that property will be depleted based upon the proven reserves available. If a property is sold or abandoned, the expenditures relating to the property will be charged to operations.

**Notes to Financial Statements**  
**For the nine months ended September 30, 2009**

**NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)**

(d) Resource Properties Interests (continued)

The carrying values of resource interests are reviewed by management on a property-by-property basis at each financial statement date to determine if they have become impaired. If impairment is determined to have occurred, the resource property will be written down to its fair value. The ultimate recoverability of the amounts capitalized for the resource properties is dependent upon the delineation of economically recoverable ore reserves, the ability to obtain the necessary financing to complete their development and the ability to realize profitable production or proceeds from the disposition thereof. Management's estimates of recoverability of the Company's investment in various projects are based on current conditions. However, it is possible that changes could occur in the near term which could adversely affect management's estimates and may result in future write-downs of capitalized property carrying values.

Management has determined each property to a cost centre.

(e) Website Development Costs

Website development costs are recorded at cost and amortized over their estimated useful lives at a rate of 30% declining balance per annum.

(f) Office Equipment

Office equipment is recorded at cost, net of accumulated amortization. The cost of office equipment is amortized over its estimated useful life, at the rate of 20% per annum by the declining balance method.

(e) (g) Asset Retirement Obligations

(f) The Company has adopted the recommendations of the Canadian Institute of Chartered Accountants ("CICA") relating to accounting for asset retirement obligations. The Company has adopted the standard on a retroactive basis in accordance with the CICA recommendations. Under the standard the fair value of a liability for an asset retirement obligation is recognized in the period in which it occurs and/or when a reasonable estimate of fair value can be made. The asset retirement obligation is recorded as a liability with a corresponding increase to the carrying amount of the related long-lived asset. Subsequently, the asset retirement cost is charged to earnings using a systematic and rational method and is adjusted to reflect period-to-period changes in the liability resulting from the passage of time and revision to either the timing or the amount of the original estimate of undiscounted cash flow. As at June 30, 2009, it is management's opinion that the Company does not have any asset retirement obligations.

**Notes to Financial Statements**  
**For the nine months ended September 30, 2009**

**NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)**

**(g) Long-lived Assets Impairment**

Long-lived assets are reviewed when changes in circumstances suggest their carrying value has become impaired. Management considers assets to be impaired if the carrying value exceeds the estimated undiscounted future projected cash flows to result from the use of the asset and its eventual disposition. If impairment is deemed to exist, the assets will be written down to fair value. Fair value is generally determined using a discounted cash flow analysis.

**(h) Foreign Currency Translation**

The accounts of foreign operations are translated into Canadian dollars by the temporal method, as follows:

- (i) Monetary assets and liabilities are translated at the rate of exchange in effect at the balance sheet date;
- (ii) Non-monetary items, except those items which are carried at market value are translated at historical exchange rates; and
- (iii) Revenue and expense items are translated at the rate of exchange in effect at the time they occur.

Gains and losses arising on foreign currency translation are included in operations in the year.

**(i) Stock-based Compensation**

The Company recognizes stock-based compensation expense for the estimated fair value of equity-based instruments granted to both employees and non-employees. Accordingly, compensation costs attributable to stock options or similar equity instruments granted to employees are measured at the fair value at the grant date, and expensed over the expected vesting period. Transactions in which goods or services are received from non-employees in exchange for the issuance of equity instruments are accounted for based on the fair value of the consideration received or the fair value of the equity instruments issued, whichever is more reliably measurable.

**(j) Measurement Uncertainty**

The amounts recorded for stock-based compensation are based on estimates. The Black Scholes model is based on estimates of assumptions for expected volatility yields and risk-free interest rates.

The recoverability of amounts shown for mineral properties is dependent on the discovery of economical reserves, the ability of the Company to obtain financing to complete development of the properties and on future production or proceeds of disposition.

By their nature, these estimates are subject to measurement uncertainty and the effect on the financial statements of changes in such estimates in future periods could be significant.

**Notes to Financial Statements**  
**For the nine months ended September 30, 2009**

**NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)**

(k) Loss per Share

Basic earnings or loss per share are computed using the weighted average number of common shares outstanding during the year. Provided that they are not anti-dilutive, diluted earnings or loss per share amounts are calculated giving effect to the potential dilution that would occur if securities or other contracts to issue common shares were exercised or converted to common shares using the treasury stock method. The treasury stock method assumes that proceeds received from the exercise of stock options and warrants are used to repurchase common shares at the prevailing market rate.

(l) Income Taxes

Income taxes are accounted for using the liability method pursuant to the CICA Handbook, section 3465, Income Taxes. Future income taxes are recognized for the tax consequences of "temporary differences" by applying enacted or substantively enacted statutory tax rates to differences between the financial statement carrying amounts and tax basis of existing assets and liabilities. The effect on future taxes for a change in tax rates is recognized as income in the period that includes the date of enactment or substantive enactment. Future tax benefits are recognized to the extent that realization of such benefits is more likely than not.

(m) Mining Tax Credits

The Company accounts for accrued tax credits on eligible exploration expenditures as a deduction from its mineral properties interests, on a property by property basis, and will be charged to operations on the same basis as the deferred acquisition and exploration and development expenditures. The exploration tax credits are accrued in the year when the exploration expenditures are incurred, provided there is reasonable assurance that the tax credits will be realized.

(n) Financial Instruments

*Financial instruments – recognition and measurement*

This Section establishes standards for recognizing and measuring financial assets, financial liabilities and non-financial derivatives. All financial instruments are required to be measured at fair value on initial recognition, except for certain related party transactions. Measurement in subsequent periods depends on whether the financial instrument has been classified as held for trading, available for sale, held to maturity, loans and receivables, or other liabilities.

Financial assets and liabilities classified as held for trading are measured at fair value, with gains and losses recognized in net earnings.

**Notes to Financial Statements**  
**For the nine months ended September 30, 2009**

**NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)**

(n) Financial Instruments (continued)

*Financial instruments – recognition and measurement (continued)*

Financial assets classified as held to maturity, loans and receivables and financial liabilities (other than those held for trading) are measured at amortized cost using the effective interest method of amortization.

Available for sale financial assets are measured at fair value, with unrealized gains and losses recognized in other comprehensive income. Investments in equity instruments classified as available for sale that do not have a quoted market price in an active market are measured at cost.

The Company has classified its financial instruments as follows:

- Cash and cash equivalents and interest receivable are classified as held for trading.
- Accounts payable and accrued liabilities and amounts due to related parties are classified as other liabilities.

The criteria for designating items as held for trading include financial assets that were acquired principally with the intention of generating a profit from price fluctuation. Available for sale assets are all financial assets not classified as either held for trading, accounts receivable, or held to maturity.

*Comprehensive income*

Comprehensive income is the change in shareholders' equity during a period from transactions and other events and circumstances from non-owner sources, such as any unrealized gains and losses in financial assets classified as available for sale. In accordance with this new standard, the Company reports a statement of comprehensive income and a new category, accumulated other comprehensive income, is added to the shareholders' equity section of the balance sheet. The Company had no "other comprehensive income or loss" transactions during the year ended December 31, 2008 and no opening or closing balances for "accumulated other comprehensive income or loss".

*Hedges*

This Section establishes standards for how hedge accounting may be applied. The Company currently does not have any hedges in place, and therefore this standard has no impact on its financial statements.

**NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)**

(n) Financial Instruments (continued)

*Financial instruments – disclosure and presentation*

(i) Fair value of financial instruments

The Company's financial instruments include cash and cash equivalents, interest receivable and accounts payable and accrued liabilities and amounts due to related parties. The fair values of these financial instruments approximate their carrying values because of their short term nature.

(ii) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to fulfill an obligation and cause the other party to incur a financial loss. The Company's cash and cash equivalents are exposed to credit risk. The Company has assessed the credit risk on its cash and cash equivalents as low as its funds are held in highly rated Canadian financial institutions.

(iii) Foreign exchange risk

Foreign exchange risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company does not have material transactions designated in a foreign currency and therefore management considers the foreign exchange risk to be minimal.

(iv) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in the market interest rates. The Company's management considers the interest rate risk to be minimal.

(v) Capital management

The Company's objective in managing its capital, which is comprised of cash and instruments which are capable of being converted to cash, is to safeguard all cash resources by investing in government or bank instruments which can be liquidated promptly and which yield acceptable rates of return, and also to issue from its treasury shares, warrants and options which can be converted to cash. Treasury issuances of shares, options and warrants are part of the Company's capital raising process and are issued when cash is required, ideally under favorable market conditions, and with regard to dilution of the Company's capital structure. The exercise of warrants and options are not under the control of the Company's management. All capital transactions are subject to approval of the Company's directors.

**NOTE 3 – New Accounting Standards**

Effective January 1, 2009, the Company adopted the following new accounting standard issued by the CICA that was applied on a prospective basis with no restatement of prior period financial statements:

In February 2008, the CICA issued Handbook Section 3064, “Goodwill and tangible assets”, replacing Section 3062, “Goodwill and other intangible assets”, and Section 3450, “Research and development costs”. This section establishes standards for the recognition, measurement, presentation and disclosure of goodwill subsequent to its initial recognition and of intangible assets by profit-oriented enterprises.

**NOTE 4 – Recent Accounting Pronouncements Issued and Not Yet Applied**

*Convergence to International Financial Reporting Standards (“IFRS”)*

In 2006, the Canadian Accounting Standards Board (“AcSB”) published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian generally accepted accounting principles with IFRS over an expected five year transitional period. In February 2008, the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canada’s own generally accepted accounting principles. The date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The transition date of January 1, 2011 will require the restatement for comparative purposes of the amounts reported by the Company for the year ended December 31, 2010. While the Company has begun assessing the adoption of IFRS for 2011, the financial reporting impact of the transition to IFRS cannot be reasonably estimated at this time.

**NOTE 5 – DUE TO RELATED PARTIES**

	Sept. 30, 2009	Dec. 31, 2008
Amounts due private companies controlled by Directors	\$ -	\$ 2,182
Amounts due a former Officer of the Company	497	497
Amounts due to Officers of the Company	3,550	4,775
Advances from a Director of the Company	1,000	1,000
	<b>\$ 5,047</b>	<b>\$ 8,229</b>

The amounts due are non-interest bearing, unsecured and have no stated terms of repayment.

**NOTE 6 – RESOURCE PROPERTIES INTERESTS**

The following is a summary of mineral property expenditures for the nine months ended September 30, 2009:

	<b>Copper Claims</b>	<b>New Raven Claims</b>	<b>Total</b>
Balance, beginning of period:	\$ 285,108	\$ 83,316	\$ 368,424
Acquisition	-	6,250	6,250
Assessment reports, drafting and maps	5,626	2,095	7,721
Assays and sampling	2,280	-	2,280
Geological consulting	12,538	-	12,538
Miscellaneous	5,054	276	5,330
Travel and accommodation	17,476	-	17,476
<b>Balance, end of period</b>	<b>\$ 328,082</b>	<b>\$ 91,937</b>	<b>\$ 420,019</b>

*Copper Mineral Claims, British Columbia, Canada*

By an agreement dated June 27, 2006 between the Company and Frobisher Securities Ltd. ("Frobisher"), a private company controlled by the Chief Executive Officer and a Director of the Company, the Company acquired 16 mineral claims located in the Lillooet Mining Division, British Columbia known as the Copper Mineral Claims. Pursuant to the terms of the acquisition, the Company reimbursed Frobisher its out-of-pocket costs of \$38,223 (for recording costs, sampling, assays, and report preparation), and issued 1,100,000 common shares at a value of \$0.15 per share (\$165,000). The shares are held in escrow subject to the gradual timed release in instalments over a six year period (see Note 9 (c)).

During the year ended December 31, 2007, the Company staked a further 13 claims, as part of the Copper Mineral Claims Property.

*New Raven Claims, British Columbia, Canada*

By an agreement dated March 31, 2008 the Company signed a mineral purchase agreement with Frobisher and with a director of a public company related by common management, pursuant to which it will acquire a 100% interest in the New Raven claims in the Lillooet mining district of British Columbia for consideration of 200,000 of its common shares and a cash payment of \$50,000. During the period ended September 30, 2009, the Company has paid the cash consideration and incurred relevant expenditures totalling \$58,047, and issued 125,000 of the 200,000 common shares issuable in connection with this transaction. The acquisition of the New Raven claims from Frobisher was recognized at the carrying value and the excess of consideration paid over Frobisher's carrying amount, \$7,261 was charged against contributed surplus (See Note 9).

**Notes to Financial Statements**  
**For the nine months ended September 30, 2009**

**NOTE 7 – WEBSITE DEVELOPMENT COSTS**

Cost	Accumulated amortization	Net book value	Cost	Accumulated Amortization	Net book value
		Sept. 30, 2009			Dec. 31, 2008
\$ 7,979	\$ 3,986	\$ 3,993	\$ 7,979	\$ 2,934	\$ 5,045

**NOTE 8 – EQUIPMENT**

Cost	Accumulated amortization	Net book value	Cost	Accumulated Amortization	Net book value
		Sept. 30, 2009			Dec. 31, 2008
\$ 8,342	\$ 3,069	\$ 5,273	\$ 8,342	\$ 2,192	\$ 6,150

**NOTE 9 – SHARE CAPITAL**

(a) Authorized: unlimited number of common shares without par value.

(b) Common shares issued:

	Number	Amount
Balance, December 31, 2006	10,150,000	\$ 894,083
- Shares issued for cash pursuant to exercise of Agent's options (Note 9 (d))	200,000	30,000
- Reallocation of stock-based compensation from contributed surplus on exercise of Agent's Options (Note 10)	-	10,733
Balance, December 31, 2007	10,350,000	\$ 934,816
Balance, December 31, 2008	10,350,000	\$ 934,816
- Shares issued for mineral property acquisition (Note 9 (f))	125,000	6,250
Balance, September 30, 2009	10,475,000	\$ 941,066

(c) Escrowed Shares

As at September 30, 2009 a total of 1,265,000 common shares issued and outstanding are held in escrow (December 31, 2008 – 1,540,000). A total of 330,000 shares will be released in stages over a two year period ending November 13, 2009. The remaining 935,000 escrow shares will be released in stages over a five year period ending November 13, 2012. Of the 1,265,000 escrowed shares, 1,220,000 are issued to Directors and Officers of the Company.

**Notes to Financial Statements**  
**For the nine months ended September 30, 2009**

**NOTE 9 – SHARE CAPITAL (continued)**

(d) Stock Options

The following table summarizes changes in stock options in the periods:

	Sept. 30, 2009		December 31, 2008	
	Number of Options	Weighted Average Exercise Price Per Share	Number of Options	Weighted Average Exercise Price Per Share
Balance, beginning of year	958,000	\$ 0.12	570,000	\$ 0.10
Activity in the year:				
Granted	-	-	388,000	\$ 0.16
Exercised	-	-	-	-
Expired	(570,000)	0.10	-	-
Balance, end of period	388,000	\$ 0.16	958,000	\$ 0.12

A summary of all options outstanding at Sept. 30, 2009 as follows:

	Underlying shares	Weighted average exercise price
Stock options outstanding, December 31, 2008	958,000	\$0.12
Granted	-	-
Expired or cancelled	(570,000)	\$0.10
Stock options outstanding, Sept. 30, 2009	388,000	\$0.16

Details of stock options outstanding are:

Expiry Date	Exercise Price	Sept. 30, 2009 Stock Options Outstanding	Dec. 31, 2008 Stock Options Outstanding
August 15, 2013	\$0.16	388,000	388,000
		958,000	958,000

**Notes to Financial Statements**  
**For the nine months ended September 30, 2009**

**NOTE 9 – SHARE CAPITAL (continued)**

(e) Stock Options - continued

The Company established a stock option plan in 2004, under which it may grant stock options totalling in aggregate up to 10% of the Company's total number of shares issued and outstanding on a non-diluted basis. The stock option plan provides for the granting of stock options to regular employees and persons providing investor-relation or consulting services up to a limit of 5% and 2% respectively of the Company's total number of issued and outstanding shares per year. The stock options are fully vested on the date of grant, except those issued to persons providing investor-relation services, which vest over a period of one year. The option price must be greater or equal to the discounted market price on the grant date and the option expiry date can not exceed five years after the grant date.

(f) Warrants

The Company had no warrants outstanding as at September 30, 2009 or December 31, 2008.

(g) Other

The Company has a commitment to issue 200,000 common shares pursuant to the mineral property acquisition agreement on the New Raven property (see Note 6). The common shares are to be issued at 75,000 common shares on the approval of the agreement by the TSX-Venture Exchange (November 14, 2008), 50,000 common shares upon completion of technical report on the claim and 75,000 common shares on the Company incurring a minimum of \$50,000 of exploration expenditures on the claim. During the period ended September 30, 2009, the Company has issued 125,000 of the 200,000 common shares issuable under the terms of the agreement.

**NOTE 10– CONTRIBUTED SURPLUS**

Summary of contributed surplus as at September 30, 2009 and for the years ended December 31, 2008 and 2007 is as follows:

Balance, December 31, 2006	\$ 34,100
Reallocation of stock-based compensation recognized previously pursuant to the exercise of 200,000 agent's options (Note 8(b))	(10,733)
Balance, December 31, 2007	23,367
Estimated fair value of stock-based compensation on granting of stock options	24,161
Excess of consideration over carrying value on purchase of New Raven mineral claims from Frobisher (Note 5)	(7,261)
Balance, December 31, 2008	\$ 40,267
Balance, September 30, 2009	\$ 40,267

**Notes to Financial Statements**  
**For the nine months ended September 30, 2009**

**NOTE 11 – INCOME TAXES**

The components of future income tax balances are as follows:

Future income tax assets:

	2008	2007
Non-capital loss carry forwards	\$ 140,161	\$ 106,137
Resource pools	114,201	77,938
Other	2,718	-
Effect of income tax rate change	(25,901)	-
	231,179	184,075
Valuation allowance	(231,179)	(184,075)
Net future income tax assets	\$ -	\$ -

The provision for income taxes recorded in the financial statements differs from the amount which would be obtained by applying the statutory income tax rate of 31.00% (2006: 34.12%) to the loss for the year ended December 31, 2008 as follows:

Loss for the year before income taxes	\$ 107,844	\$ 64,067
Income tax rate	31.00%	34.12%
Anticipated income tax recovery	33,428	21,860
Permanent differences	4,898	13,732
Valuation allowance	(38,327)	(35,592)
Income tax recovery	\$ -	\$ -

The Company has accumulated non-capital losses for income tax purposes of approximately \$454,292. The losses expire in the following years:

2010	\$ 8,667
2014	62,912
2015	42,883
2026	111,871
2027	104,313
2028	123,646
	<u>\$ 454,292</u>

In addition, the Company has accumulated Canadian Exploration Expenses and Canadian Development Expenses for income tax purposes of \$368,425 (2007: \$242,795). The expenditure pools can be carried forward indefinitely to be applied against income of future years.

**Notes to Financial Statements**  
**For the nine months ended September 30, 2009**

**NOTE 12– RELATED PARTY TRANSACTIONS**

Transactions with related parties not disclosed elsewhere in these financial statements comprise:

	Six months ending Sept. 30	
	2009	2008
Management fees paid to the President of the Company	\$ 31,500	\$ 31,500
Corporate and accounting fees paid to the present and former CFOs of the Company	9,000	8,000
Geological fees paid to a private company owned by a director of a public company with common management	-	4,621
Rent and administration fees paid to a Company related by common management	14,327	5,162

**NOTE 13– COMPARATIVE FIGURES**

Certain of the prior years comparative figures have been reclassified to conform to the presentation adopted for the current year.