AFFIDAVIT OF LABOR PERFORMED
AND IMPROVEMENTS MADE
FOR THE ASSESSMENT YEAR
ENDING SEPTEMBER 1, 1988

124262

STATE OF NEVADA)
) SS.
COUNTY OF LANDER)

JAMES A McGLASSON, being first duly sworn, deposes and says:

1. That he is an agent for St. George Metals, Inc. of 135 East Second Street, P.O. Box 548, Battle Mountain, Nevada 89820.

2. That this affidavit is made on behalf of the current owners of the unpatented claims listed below:

Claims: WELS 107 through 126
NMC#: 292057 through 292076
Claimants: VEK Associates, 836 E. York Way
Sparks NV 89431

3. That an aggregate amount equal to at least ONE HUNDRED DOLLARS ($100.00) per claim was expended for labor and improvements for the benefit of each and all the of the said claims as part of a contiguous group under a common plan of development for the assessment year ending September 1, 1988.

4. That the above claims are located in Eureka County, Nevada and are in Section 6, T34N, R50E, MDBM.

5. That the work consisted of geophysical surveys. A detailed report as required by Federal and Nevada mining laws is attached as APPENDIX A and is made a part hereof.

6. That the above work was performed on the entire group WELS 107 through 126 as shown on the map in the attached APPENDIX A between June 5 and August 30, 1988.

7. That a total of more than TWO THOUSAND DOLLARS ($2,000.00) was expended for the above labor and improvements for the purpose of developing the mineral potential of the claims and to maintain and hold such claims. The work was performed at the expense of St. George Metals, Inc. under the direction of the affiant and on behalf of the claim owners.

James A McGlasson Date: 10/27/88

James A. McGlasson
Agent for St. George Metals, Inc.
P.O. Box 548
135 East Second Street
Battle Mountain, Nevada 89820

Subscribed and sworn to before me this 27th day of October, 1988.

Notary Public

LOUIS M. LEMAIRE
Notary Public - State of Nevada
Lander County, Nevada
Appointment expires Nov. 26, 1990

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APPENDIX A

The following report details the geophysical surveys undertaken as part of the development of the subject claims. The maps and descriptions give the location(s) of the surveys relative to the claim boundaries and discovery points. All work was conducted under the direct supervision of:

James A. McGlasson, M.S. Geology, 7387 S. Flower Street, Littleton, Colorado 80123, over 15 years experience in exploration geology.

Allan Spector, Phd., P.Eng., 24 Strathallan Blvd, Toronto, Ontario M5N 1S7, over 15 years experience in exploration geophysics.

J37308

REPORT ON

GRAVITY SURVEY

WELS CLAIMS 107 to 126

Section 6 E/2, R50E T33N

EUREKA COUNTY, NEVADA

for

ST. GEORGE METALS

by

ALLAN SPECTOR AND ASSOCIATES LIMITED

TORONTO CANADA

AUGUST.1988

AREA: East half of section 6, T33N R5OE.
WELS Claims 107-126.

SURVEY DATE: July 21, 1988

SURVEY CREW: elevation: Mr. and Mrs. Arnold Wood
gravity: Dr. Allan Spector

GEOPHYSICAL INSTRUMENTATION: gravimeter: Sodin model 410T thermostatically controlled, quartz spring meter, +/- 0.01 mgal. resolvability. readings taken on 1.5 foot high tripod.

SURVEY CONFIGURATION (see Figure 1): 27 stations @ 200' interval on north-south line.

DATA PROCESSING AND PRINCIPAL FACTS: Gravity measurements were reduced to Bouguer gravity after correction for diurnal/instument drift (all traverses began and ended at a base station; 0 N), latitude variation and elevation using a Bouguer density of 2.7 gm/cm (also 2.2 gm/cm for comparison).
Principal Facts of the survey are presented in Table 1.

COMMENTS AND INTERPRETATION:
A 2 mgal. increase in gravity to the south end of the line is indicative of elevation of higher density Paleozoic rocks, possibly through faulting.

The analysis of the survey data embodied in this report is essentially a geophysical appraisal of the area. As such, it can incorporate only as much geological and geophysical information as the interpreter has available at the time. It should be judiciously used therefore as a guide only by geologists thoroughly familiar with the area and who are in in a better position to evaluate the significance of any particular feature. With additional information, such as that provided by other surveys and eventually drilling, it may be possible to revise the significance of features identified in this study.

Respectfully submitted,

ALLAN SPECTOR AND ASSOCIATES LIMITED

Allan Spector Ph.D.,P.Eng.

August 10, 1988

Table 1: PRINCIPAL FACTS: Line 1

NOTES:
1. Sampling interval is 200 feet.
2. Elevations (ELEV) are in feet.
3. Magnetic intensity values (MAG) are in gammas.
4. Bouguer gravity determinations, GRAV2.2 and GRAV2.7 are in milligals using Bouguer densities of 2.2 and 2.7 gm/cm respectively.

Stn.	ELEV.	GRAV2.2	GRAV2.7
0	4730.8	312.33	282.30
1	4729.9	312.14	281.92
2	4729.1	312.11	281.89
3	4727.6	312.05	281.84
4	4726.5	311.93	281.63
5	4723.9	311.71	281.52
6	4721.2	311.49	281.32
7	4720.4	311.47	281.31
8	4719.0	311.23	281.08
9	4717.6	311.16	280.91
10	4715.2	310.97	280.70
11	4713.5	310.88	280.52
12	4716.9	310.87	280.49
13	4722.0	310.98	280.51
14	4729.0	310.88	280.46
15	4737.0	310.97	280.50
16	4744.7	310.96	280.38
17	4750.9	310.82	280.26
18	4756.0	310.81	280.20
19	4761.4	310.72	280.29
20	4761.4	310.31	279.92
21	4767.5	310.34	279.98
22	4773.8	310.39	280.00
23	4778.8	310.43	279.89
24	4784.8	310.66	280.29
25	4785.1	311.07	280.49
26	4782.7	310.69	280.12

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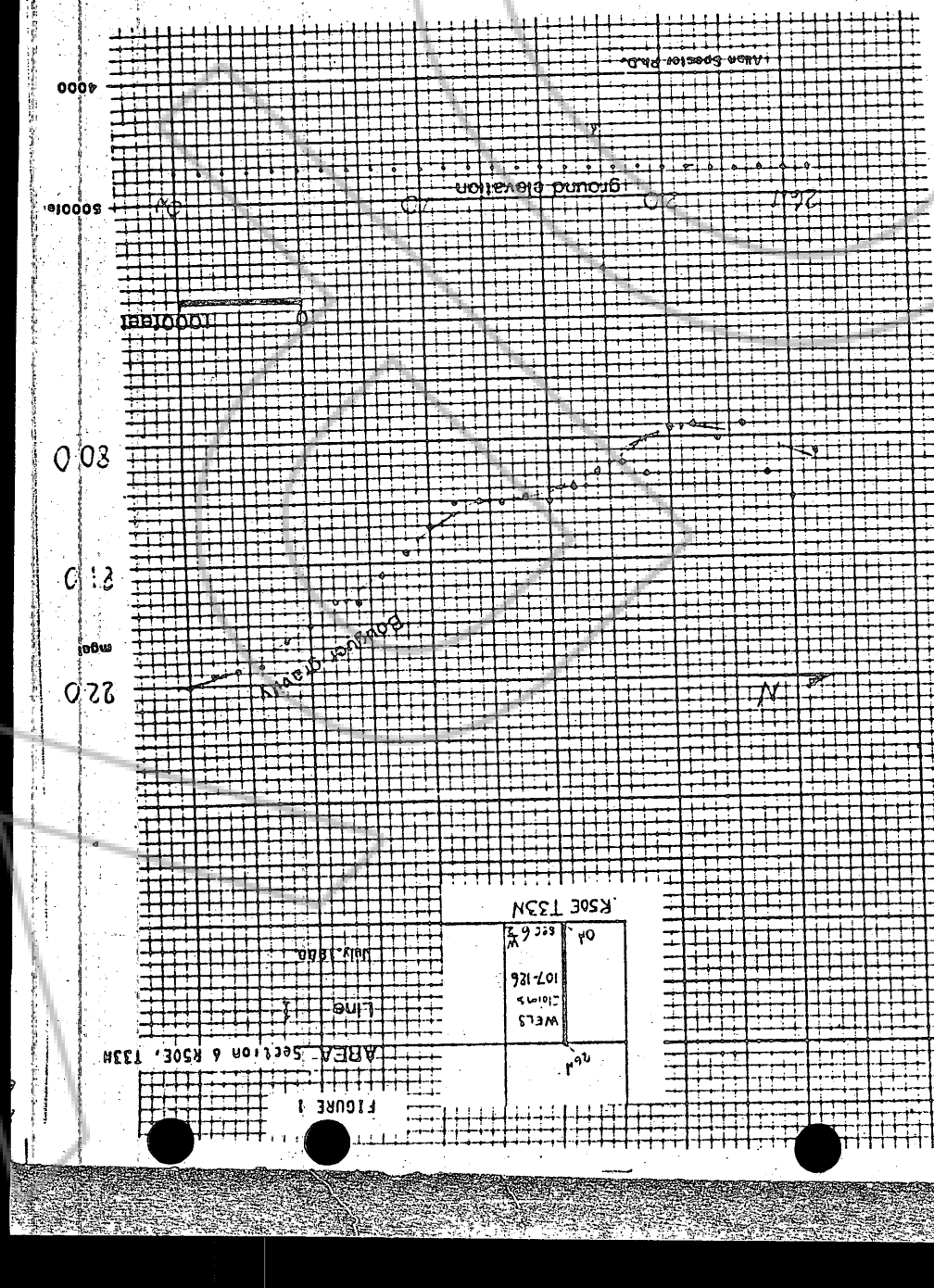

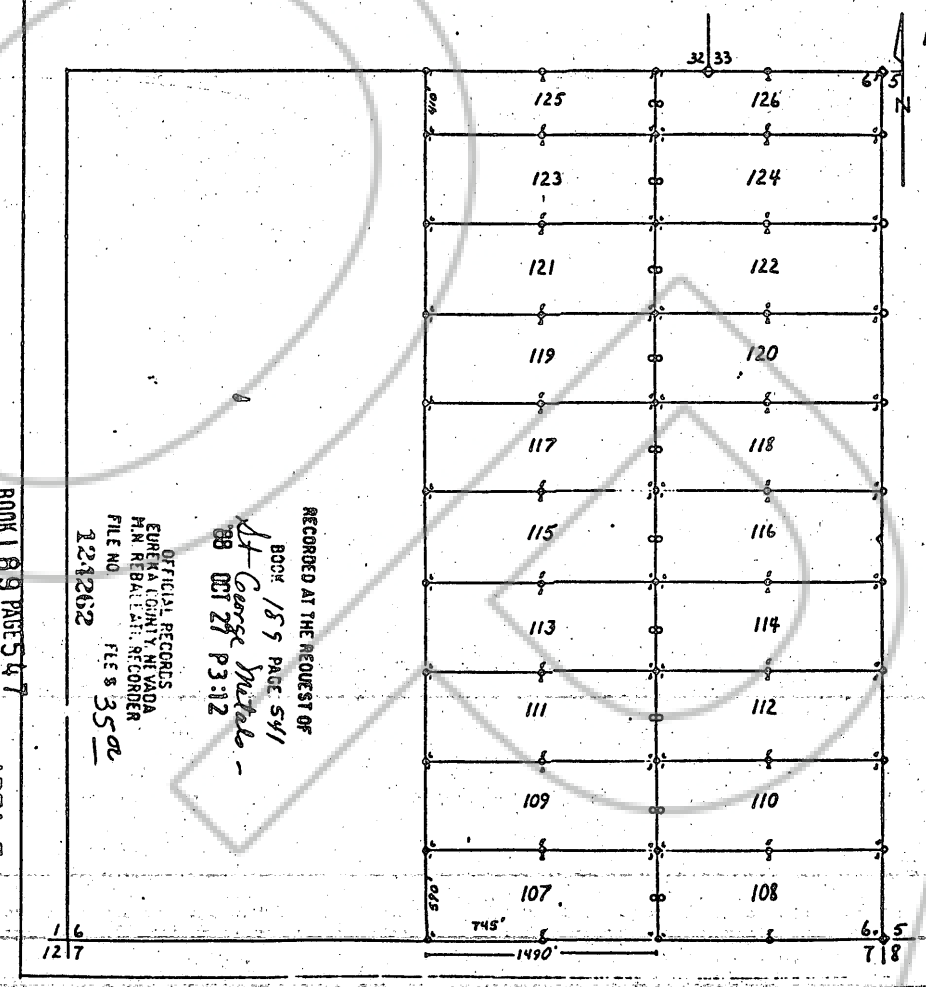

WELS CLAIMS #107-126

Sec. 6, T.34N, R.50E MDM
EUREKA CO., NV.

LOCATOR: VEK ASSOCIATES
836 E. YORK WAY
SPARKS, NV 89431

LOCATED: OCTOBER 27, 1983

EXPLANATION

- ◇ SECTION CORNER - RECOVERED
- △ ¼ CORNER - RECOVERED
- ⊙ NUMBERED CORNER ON SAME CENTER
- ⊕ LOCATION MONUMENT

RECORDED AT THE REQUEST OF
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Alt-George Smith
'88 OCT 27 P3:12

OFFICIAL RECORDS
EUREKA COUNTY, NEVADA
MIN REBALATI, RECORDER
FILE NO. 122262
FILE $ 35.00

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AREA F