

164526

WHEN RECORDED, RETURN TO  
X-Cal Resources Ltd./X-Cal U.S.A Inc.  
Attn: K.A. McNair  
700 - 700 West Pender Street  
Vancouver, BC CANADA  
V6C 1G8

AFFIDAVIT OF EVIDENCE OF PAYMENT  
AND  
NOTICE OF INTENT TO HOLD MINING CLAIMS

PROVINCE OF BRITISH COLUMBIA, CANADA )  
) ss.  
) CITY OF VANCOUVER

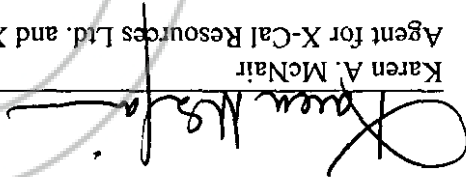
Karen A. McNair, being duly sworn, says:

1. Being duly authorized, I make this affidavit on behalf of X-Cal Resources Ltd. and X-Cal U.S.A. Inc., whose address is Suite 700, 700 West Pender Street, Vancouver, British Columbia, Canada, V6C 1G8.
2. X-Cal U.S.A. Inc. is the owner of the unpatented lode mining claims (the "Claims") located in Eureka County, Nevada, U.S.A., described in the Bureau of Land Management ("BLM") Mining Claim Maintenance Fee Filing and Notice of Intent to Hold (the "BLM Filing") attached hereto.
3. X-Cal Resources Ltd. and X-Cal U.S.A. Inc. have paid to the BLM, with the BLM Filing, the federal claim maintenance fees of US\$100 for each non-exempt mining claim, millsite or tunnel site for the assessment year ending September 1, 1997, in lieu of the requirement to perform and record affidavits of proof of annual assessment work for mining claims, more particularly described in Exhibit A of the BLM Filing attached hereto.
4. The federal claim maintenance fees were paid for the assessment year ending on September 1, 1996 and have been paid for the assessment year ending on September 1, 1997. Notice is hereby given that X-Cal Resources Ltd. and X-Cal U.S.A. Inc. intended to hold the Claims from 12:00 p.m. on September 1 of the year before this affidavit was made and recorded until 11:59 am on September 1 of the year that this affidavit was made and recorded. X-Cal Resources Ltd. and X-Cal U.S.A. Inc. intend to hold the Claims in good standing for the assessment years ending September 1, 1996 and September 1, 1997.

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5. Notwithstanding any defect or deficiency in the foregoing affidavit, the undersigned states that it is not her intention, nor is it the intention of the owners of the Claims or millsites described in Exhibit A, to abandon or otherwise relinquish their interest in any of the Claims or millsites. It is their intention to hold each of the Claims and millsites described in Exhibit A through the assessment year ending September 1, 1997.

Karen A. McNair  
Agent for X-Cal Resources Ltd. and X-Cal U.S.A. Inc.



Subscribed and sworn to before me on this 9th day of September, 1996, by Karen A. McNair.

James D. Roel

Barrister and Solicitor  
17th Floor, 700 West Pender Street  
Vancouver, B.C. V6C 1G8 CANADA  
(604) 687-1323

[SEAL]

BOOK 300 PAGE 341

PROXY

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

RECEIPT AND ACCOUNTING ADVICE

NO. 2250585-21

08/08/96  
9,000.00

LE/NA  
5 58 2

1997 - MAINT FEES  
HALEY 1, HALEY 2, HALEY 3, ET AL

X-CAL RESOURCES LTD  
700-700 WESTBENDER ST  
VANCOUVER, BC V6C 1G8

Remitter: X-CAL U.S.A., INC.  
PO BOX 48344, BENTALL CENTRE  
VANCOUVER, BC V7X 1A4

NMC 678078-ET AL

SERIAL NO.

REFER TO THE ABOVE CASE SERIAL NUMBER IN ALL CORRESPONDENCE. PLEASE INFORM THIS OFFICE OF ANY CHANGE IN ADDRESS.

NOTE: This notice is a receipt for monies paid the United States. If these monies are for required fees in connection with your application to lease, purchase, enter, or otherwise acquire an interest in public lands or resources, this receipt is not an authorization to utilize the land applied for and it does not convey any right, title, or interest in the land for which application is made.

RECEIPT

**X-Cal Resources Ltd.**

#700 - 700 West Pender Street  
Vancouver, B.C. V6C 1G8  
Tel: (604) 662-8245 Fax: (604) 687-3797

**DELIVERED VIA COURIER**

August 7, 1996

Our Ref: "Eureka Project"

Mining Claims Recordation  
Nevada State Office  
U.S. Bureau of Land Management  
850 Harvard Way,  
Reno, NV USA  
89520-0006

Dear Sir/Madam:

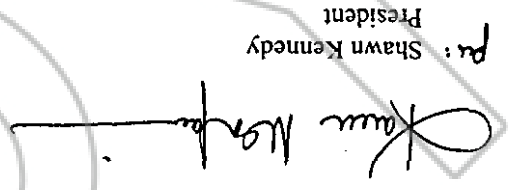
Re: Mining Claim Maintenance (Rental) Fee - Assessment Year Ending September 1, 1997  
BLM Serial Numbers: NMC678078 - NMC678167 ("Haley I" through "Haley 90")  
90 Lode Mining Claims, Eureka County, Nevada

On behalf of X-Cal USA Inc. we herewith submit two originals of the above-referenced filing and Notice of Intent to Hold for the assessment year ending September 1, 1997 for those 90 lode mining claims itemized in Exhibit A attached hereto. This letter, with attachments, and payment evidence X-Cal's intention to hold such claims through the assessment year ending September 1, 1997.

It is our understanding that the required fee is US\$100 per claim per year and, therefore, we enclose our cheque no. 0031 in the amount of Nine Thousand Dollars (US\$9,000.00).

Please return one signed and date-stamped copy of this documentation and your Form 1370-41 Receipt and Accounting Advice (and any other receipts which are applicable) to the attention of Ms. Karen McNair in the enclosed self-addressed envelope. Should there be any deficiencies in the information provided here, or if there are any problems with this submission, please contact Ms. McNair at (604) 608-2606 so that this transaction may be successfully completed prior to the September 1st deadline.

Sincerely,  
X-Cal Resources Ltd.  
X-Cal U.S.A. Inc.



pu: Shawn Kennedy  
President

knckm  
attach

cc: K. McNair - K. McNair Associates Limited

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NEVADA STATE OFFICE  
RENO, NEVADA

RECEIVED  
Bur. of Land Management  
NEVADA LAND OFFICE  
AUG - 8 1996  
9:00 A.M.



**BLM MINING CLAIM MAINTENANCE FEE FILING  
AND  
NOTICE OF INTENT TO HOLD  
FOR THE ASSESSMENT YEAR ENDING ON SEPTEMBER 1, 1997**

**Mining Claims Recordation  
Nevada State Office  
U.S. Bureau of Land Management  
850 Harvard Way,  
Reno, NV USA  
89520-0006**

X-Cal U.S.A. Inc., a Nevada corporation, with an address at 700 - 700 West Pender St., Vancouver, British Columbia, Canada, V6C 1G8, owns the unpatented lode mining claims, located in Eureka County, State of Nevada, described in Exhibit A attached hereto (the "Claims").

The Federal Claim Maintenance Fee of One Hundred Dollars (US\$100.00) is submitted for each of the Claims for the assessment year ending on September 1, 1997 for a total of Nine Thousand Dollars (US\$9,000.00) in lieu of assessment work.

The Federal Claim Maintenance Fees were paid for the assessment year ending on September 1, 1996 and the Federal Claim Maintenance Fees are herewith paid for the assessment year ending on September 1, 1997 by X-Cal U.S.A. Inc. as owner of the Claims. Notice is hereby given that X-Cal U.S.A. Inc. intends to hold the Claims in good standing for the assessment years ending on September 1, 1996 and September 1, 1997.

Dated this 7th day of August, 1996.

**X-CAL U.S.A. INC.  
A Nevada corporation**

*Barry Smece*  
By: \_\_\_\_\_  
Name: Barry Smece  
Title: Vice President

**RECEIVED  
Burr. of Land Management  
NEVADA LAND OFFICE  
9:00 A.M.  
AUG - 8 1996  
NEVADA STATE OFFICE  
RENO, NEVADA**

**BOOK 300 PAGE 344**

**EXHIBIT A  
TO  
BLM MINING CLAIM MAINTENANCE FEE FILING  
AND NOTICE OF INTENT TO HOLD  
FOR THE ASSESSMENT YEAR ENDING ON SEPTEMBER 1, 1997**

This Exhibit A is attached to and made a part of that certain BLM Mining Claim Maintenance Fee Filing and Notice of Intent to Hold dated August 7, 1996 for the assessment year ending September 1, 1997. The BLM Mining Claim Maintenance Fee Filing and Notice of Intent to Hold pertains to the following group comprised of 90 unpatented lode mining claims described below, all under the common ownership of X-Cal U.S.A. Inc.

The name and address of the owner are:

X-Cal U.S.A. Inc.  
700 - 700 West Pender St.  
Vancouver, British Columbia  
Canada  
V6C 1G8

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Bur. of Land Management  
NEVADA LAND OFFICE  
AUG - 8 1996  
9:00 A.M.  
NEVADA STATE OFFICE  
RENO, NEVADA

**Haley Claims**

CLAIM NAME	NMC Serial #	LOCATION	RECORDED	TWP	RGE	SECT
Haley 1	678078	3/24/93	247/184	16N	S2E	1:S½
Haley 2	678079	3/24/93	247/185	16N	S2E	1:S½
Haley 3	678080	3/24/93	247/186	16N	S2E	1:S½
Haley 4	678081	3/24/93	247/187	16N	S2E	12:N½
Haley 5	678082	3/24/93	247/188	16N	S2E	12:N½
Haley 6	678083	3/24/93	247/189	16N	S2E	12:N½
Haley 7	678084	3/24/93	247/190	16N	S2E	12:S½
Haley 8	678085	3/24/93	247/191	16N	S2E	12:S½
Haley 9	678086	3/24/93	247/192	16N	S2E	12:S½
Haley 10	678087	3/24/93	247/193	16N	S2E	12:S½
Haley 11	678088	3/24/93	247/194	16N	S2E	12:S½
Haley 12	678089	3/24/93	247/195	16N	S2E	13:N½
Haley 13	678090	3/24/93	247/196	16N	S2E	13:N½
Haley 14	678091	3/23/93	247/197	16N	S2E	1:SE¼
Haley 15	678092	3/23/93	247/198	16N	S3E	6:S¾
Haley 16	678093	3/23/93	247/199	16N	S2E	1:SE¼

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This is Exhibit A referred to in the Affidavit of Kate A. McLean made before me on Sept. 9/96  
A Commissioner for Taking Affidavits for British Columbia

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9:00 A.M.  
 AUG - 8 1996

NEVADA STATE OFFICE  
 RENO, NEVADA

CLAIM NAME NMC Serial # LOCATION DATE BK/RG TWP RGE SECT

Halley 17 678094 3/23/93 16N 52E 247/200 16N 53E 6:SW/4 1:SE/4

Halley 18 678095 3/23/93 16N 52E 247/201 16N 52E 1:SE/4 1:SE/4

Halley 19 678096 3/23/93 16N 52E 247/202 16N 52E 1:SE/4 6:SW/4

Halley 20 678097 3/23/93 16N 52E 247/203 16N 52E 1:SE/4 1:SE/4

Halley 21 678098 3/23/93 16N 52E 247/204 16N 52E 12:NE/4 1:SE/4

Halley 22 678099 3/23/93 16N 52E 247/205 16N 52E 12:NE/4 7:NW/4

Halley 23 678100 3/23/93 16N 52E 247/206 16N 52E 12:NE/4 12:NE/4

Halley 24 678101 3/23/93 16N 52E 247/207 16N 53E 7:NW/4 12:NE/4

Halley 25 678102 3/23/93 16N 52E 247/208 16N 52E 12:NE/4 12:NE/4

Halley 26 678103 3/23/93 16N 52E 247/209 16N 52E 12:NE/4 7:NW/4

Halley 27 678104 3/23/93 16N 52E 247/210 16N 52E 12:NE/4 7:NW/4

Halley 28 678105 3/23/93 16N 52E 247/211 16N 52E 12:NE/4 12:NE/4

Halley 29 678106 3/23/93 16N 52E 247/212 16N 52E 12:NE/4 12:NE/4

Halley 30 678107 3/23/93 16N 52E 247/213 16N 52E 12:SE/4 7:SW/4

Halley 31 678108 3/23/93 16N 52E 247/214 16N 52E 12:SE/4 12:SE/4

Halley 32 678109 3/23/93 16N 52E 247/215 16N 52E 12:SE/4 7:SW/4

Halley 33 678110 3/23/93 16N 52E 247/216 16N 52E 12:SE/4 12:SE/4

Halley 34 678111 3/23/93 16N 52E 247/217 16N 52E 12:SE/4 7:SW/4

Halley 35 678112 3/23/93 16N 52E 247/218 16N 52E 12:SE/4 12:SE/4

Halley 36 678113 3/23/93 16N 52E 247/219 16N 52E 12:SE/4 7:SW/4

Halley 37 678114 3/23/93 16N 52E 247/220 16N 52E 13:NE/4 12:SE/4

Halley 38 678115 3/23/93 16N 52E 247/221 16N 52E 13:NE/4 18:NW/4

Halley 39 678116 3/23/93 16N 52E 247/222 16N 53E 18:NW/4 13:NE/4

Halley 39 678116 3/23/93 16N 53E 18:NW/4 18:NW/4

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NEVADA LAND OFFICE

AUG - 8 1996

9:00  
A.M.

Haley Claims

NEVADA STATE OFFICE  
RENO, NEVADA

CLAIM NAME NMC Serial# LOCATION DATE RECORDED BK/PG TWP RGE SECT

Haley 40 678117 3/23/93 247/223 16N 52E 13:NE¼  
Haley 41 678118 3/23/93 247/224 16N 52E 13:NE¼  
Haley 42 678119 3/23/93 247/225 16N 53E 6:SW¼  
Haley 43 678120 3/23/93 247/226 16N 53E 6:SW¼  
Haley 44 678121 3/23/93 247/227 16N 53E 6:SW¼  
Haley 45 678122 3/23/93 247/228 16N 53E 6:SW¼  
Haley 46 678123 3/23/93 247/229 16N 53E 6:SW¼  
Haley 47 678124 3/23/93 247/230 16N 53E 6:SW¼  
Haley 48 678125 3/23/93 247/231 16N 53E 7:NE¼  
Haley 49 678126 3/23/93 247/232 16N 53E 7:NE¼  
Haley 50 678127 3/23/93 247/233 16N 53E 7:NE¼  
Haley 51 678128 3/23/93 247/234 16N 53E 7:NE¼  
Haley 52 678129 3/23/93 247/235 16N 53E 7:NE¼  
Haley 53 678130 3/23/93 247/236 16N 53E 7:NE¼  
Haley 54 678131 3/23/93 247/237 16N 53E 7:NE¼  
Haley 55 678132 3/23/93 247/238 16N 53E 7:NE¼  
Haley 56 678133 3/23/93 247/239 16N 53E 7:NE¼  
Haley 57 678134 3/23/93 247/240 16N 53E 7:ALL  
Haley 58 678135 3/23/93 247/241 16N 53E 7:W¼  
Haley 59 678136 3/23/93 247/242 16N 53E 7:SW¼  
Haley 60 678137 3/23/93 247/243 16N 53E 7:SW¼  
Haley 61 678138 3/23/93 247/244 16N 53E 7:SW¼  
Haley 62 678139 3/23/93 247/245 16N 53E 7:SW¼  
Haley 63 678140 3/23/93 247/246 16N 53E 7:SW¼  
Haley 64 678141 3/23/93 247/247 16N 53E 7:SW¼  
Haley 65 678142 3/23/93 247/248 16N 53E 7:SW¼  
Haley 66 678143 3/23/93 247/249 16N 53E 18:NE¼  
Haley 67 678144 3/23/93 247/250 16N 53E 18:NE¼  
Haley 68 678145 3/23/93 247/251 16N 53E 18:NE¼  
Haley 69 678146 3/23/93 247/252 16N 53E 18:NE¼  
Haley 70 678147 3/23/93 247/253 16N 53E 18:NE¼  
Haley 71 678148 3/23/93 247/254 16N 53E 5:SW¼  
Haley 72 678149 3/23/93 247/255 16N 53E 5:SW¼  
Haley 73 678150 3/23/93 247/256 16N 53E 5:SW¼  
Haley 74 678151 3/23/93 247/257 16N 53E 6:SE¼

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Hayley Claims

CLAIM NAME	NMC Serial#	LOCATION	RECORDED BK/RG	TWP	RGE	M.D.B. & M. SECT
Hayley 75	678152	3/23/93	247/258	16N	53E	5:SW¼
Hayley 76	678153	3/23/93	247/259	16N	53E	8:NW¼
Hayley 77	678154	4/01/93	247/260	16N	53E	7:SE¼
Hayley 78	678155	4/01/93	247/261	16N	53E	7:SE¼
Hayley 79	678156	4/01/93	247/262	16N	53E	8:W¼
Hayley 80	678157	4/01/93	247/263	16N	53E	5:SW¼
Hayley 81	678158	3/24/93	247/264	16N	53E	8:SW¼
Hayley 82	678159	4/01/93	247/265	16N	53E	7:SE¼
Hayley 83	678160	3/24/93	247/266	16N	53E	8:SW¼
Hayley 84	678161	3/24/93	247/267	16N	53E	7:SE¼
Hayley 85	678162	3/24/93	247/268	16N	53E	8:SW¼
Hayley 86	678163	3/24/93	247/269	16N	53E	18:NE¼
Hayley 87	678164	3/24/93	247/270	16N	53E	17:NW¼
Hayley 88	678165	3/24/93	247/271	16N	53E	18:NE¼
Hayley 89	678166	3/24/93	247/272	16N	53E	17:NW¼
Hayley 90	678167	3/24/93	247/273	16N	53E	18:NE¼

90 unpatented claims

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 AUG - 8 1996  
 NEVADA STATE OFFICE  
 RENO, NEVADA

BOOK 300 PAGE 340  
 OFFICIAL RECORDS  
 RECORDED AT THE REQUEST OF  
 X-Cell USA Inc.  
 96 SEP 10 PM 1:35  
 EUREKA COUNTY NEVADA  
 M.N. REBAL. REORDER  
 FILE NO. FEES 3/5.00  
 A-4

164526

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